

Board of Directors
Agenda
June 13, 2024 4:00pm – 5:00pm
45th Parallel Distillery
1490 Madison Ave, New Richmond, WI 54017

- a) Welcome
- b) Consent agenda – Jason & Melanie (5min)
 - a. Approve agenda
 - b. Approve April 11, 2024 board meeting minutes
- c) NWW Membership and Bylaws Discussion (45min)
 - a. Proposed bylaw changes, ACTION item - Marty
 - b. Membership Plan discussion and possible action
- d) September 12th Board Meeting (10min)
 - a. Facilitated workshop with Gary Kelsey - Board roles and responsibilities, positive board dynamics, and board fundraising
- e) If time allows: Committee/Team Reports and Discussion – See committee reports below
- f) If time allows: June 6th Special Meeting Report
- g) Other business
- h) Adjourn

NWW June 2024 Committee Reports/Updates:

Programs and Projects: (there is no current committee. These activities are being carried out by staff members and board member volunteers)

- a) Artist in Residence Program - The NWW Artist in Residence program with local author and poet, Laurie Allmann began on May 15th. It will run one year and feature story telling interview with podcasts, youth and community writing workshops, poetry readings, the creation of new works, and the development of a NWW Artist in Residence Program template for subsequent years. The project is one year in length, is limited to the east central region of the watershed in MN (Chisago, Pine, Kanbec, and Mille Lacs Counties) and funded by the East Central Region Arts Council. Strong partnership with the East Central Region library system.
- b) A proposal is in to the Hugh J. Andersen Foundation to extend the Artist in Residence program to Washington (MN), St. Croix (WI), and Polk (WI) counties. Monica and Marty met with Brad Kruse from the foundation for a follow-up meeting. We expect to hear back at the end of June.
- c) Heritage Highlight Events
 - May 4th – “Nature’s Laboratory” program at carpenter nature center – 17 people
 - July 25th – Hunting History & Hops at Brickfield Brewery in Grantsburg, presentation from Chris Cold wildlife biologist with live birds. Alyssa is working on flyers and promo.
 - September 14th – Historic Log Cabins of the St. Croix at Bird Sanctuary in Gordon, WI in partnership with
 - November – TBD, proposed “Fire and Ice” rock climbing and Hinckley fire topic

Communication, Education and Outreach:

- a) In person meetings and presentations:
 - Four Rotary presentations have reached approx. 90 Rotarians - Stillwater Noon; Stillwater Sunrise; Hudson Noon and New Richmond - Gretchen Stein, Marty Harding, Gayle, and Monica)
 - Chamber Presentation - Hinckley - Monica and Gayle
 - Individual meetings - Pat Inman + 4 others in Spooner; 1 in Sandstone; 1 in Osceola; 2 scheduled in Hayward - Gayle, Marty, Monica
 - Booths - River Falls Earth Fest - 2500 people; Dallas and Marty; Wild River State Park Earth Fest - 100 people; Marty
- b) Annual Report: Marty and Alyssa are working on an annual report for NWW. A draft is completed.
- c) NWW materials for outreach update: New rack cards, bookmarks, NWW stickers for folders, stickers with new phone number for brochure, and folder materials have been printed. New remittance envelopes are printed and will be added to the June 13th event and display items.
- d) Continued social media presence: Alyssa and Jasmyn continue schedule of Monday Moments in History, Watershed Wednesdays, upcoming weekend events, partner initiatives, and NWW announcements.

Finance:

See financial reports.

The 2022 990 will be amended due to some reporting errors. The 2023 990 has received an IRS extension through November 15, 2024 and will be submitted after the 2022 990 amendment.

Executive Committee: See Executive Committee Minutes from May 9, 2024.

Legislative Team: No news to report.

Fundraising Team:

- a) June 13th event at 45th Parallel Distillery is proceeding as scheduled. There will be a program with author Angie Hong, followed by NWW new program announcements and an “ask” from NWW. Newly printed remittance envelopes will be on the tables at the venue. Joint marketed bookmarks (NWW and Angie’s book) have been designed and printed for the event. Dan McGuinness has generously contributed \$400 and University of MN Press (Angie’s publisher) has committed \$250 to sponsor the event.
- b) Give Big St. Croix Valley on April 30th brought in \$705 through 7 donors.
- c) Fall Concert Fundraiser – Marty has been working in partnership with Festival Theatre and St Croix Performing Arts Center to host a fall fundraiser with Barbara McAfee and Dan Chouinard. More details to come.
- d) Membership program is on hold until NWW Board has decided how to move forward. A draft membership plan is available with Little Green Light, Stripe, and a draft webpage developed in support of a new system. Bylaws will need to be updated.
- e) To date, grants that have been applied for and their status:
 - **Xcel Energy Foundation** – Met with WI and MN representatives for coffee earlier this year, waiting on an invitation for application (invite only)
 - **Andersen Corporate Foundation** – Spoke with grant officer, not a match
 - **Otto Bremer** – Marty spoke with foundation officer – not a match
 - **Bigelow** – Contacted and webinar, not within geography
 - **St. Paul/Minnesota** – Contacted and webinar, not within geography
 - **Mardag** – Applied, declined, not a priority
 - **Carl & Verna Schmidt Foundation** – Applied, declined, no longer a priority
 - **Fred C. & Katherine B. Andersen** – Fall deadline, Marty connection
 - **Blandin** – Spoke with grant officer, not a good fit, they changed their mind and invited us to apply (LOI) due to low number of applications, applied, in the end we were not selected.
 - **Hugh J. Andersen** – Met with Brad Kruse, should be notified by end of June (\$20K)
 - **East Central Region Arts Council** – Awarded (\$20k)

**Proposed Bylaw Changes to Allow NWW Membership Program
ACTION for June 13, 2024 Board meeting**

The communications, education and outreach committee is requesting the following by-law changes. These will require a 2/3 vote (8 affirmative from Directors) in order to pass. This statement simply enables the us to establish a membership program if we so desire. It does not mandate us to do so.

PROPOSED AMENDMENTS (see attached current bylaws)

Page 1, line 6 change (NWWSCHA) to (NWW) to conform with current practice.

Page 1, line 11 delete “*Membership*: The Corporation shall have no members.” and replace with:

Section 1 — Membership: Non-voting membership shall be open to any person or organization that subscribes to the corporation’s mission and goals. Member dues and member meeting times and places shall be set by the board of directors.

Page 5, lines 10 & 11 – if bylaws changes are adopted, these lines would be corrected for date on the signature lines

1 BYLAWS OF
2 North Woods and Waters of the St. Croix Heritage Area
3

4 ARTICLE I — NAME

5 *Section 1 — Name:* The name of the organization shall be North Woods and Waters of the St. Croix Heritage Area
6 (NWWSCHA). It shall be a nonprofit corporation under the laws of the State of Minnesota. The
7 Corporation shall have offices at such places as the Board of Directors may from time to time appoint and
8 the business of the Corporation may require.
9

10 ARTICLE II — MEMBERSHIP

11 *Section 1 — Membership:* The Corporation shall have no members.
12

13 ARTICLE III — BOARD OF DIRECTORS

14 *Section 1 — Board role, size, and compensation:* The Board shall be comprised of both elected and ex officio
15 directors and shall be responsible for overall policy and direction of the Corporation, and shall delegate
16 responsibility of day-to-day operations to the staff and committees. The Board may have up to 17 elected
17 directors at maximum, but not fewer than 11 elected directors at minimum. In addition to elected
18 directors, four permanent ex officio Director seats will be allocated to the representatives from the four
19 sovereign nations that have tribal lands within the watershed: Mille Lacs Band of Ojibwe and the Fond du
20 Lac Band of Lake Superior Chippewa of Minnesota, the St. Croix Chippewa, and the Lac Courte Oreilles
21 Band of Ojibwe of Wisconsin. Ex officio Directors and elected Directors are entitled to vote on any
22 question coming before the meeting when present at the meeting. The Directors receive no compensation
23 other than reasonable expense reimbursement.

24 *Section 2a — Terms, limits:* Except for ex officio directors, Board members shall serve 3-year terms, but are eligible
25 for re-election for up to 3 consecutive terms. A one-year hiatus qualifies a person for additional Board
26 service.

27 *Section 2b — Conflict of Interest:* Any Director who has a conflict of interest with regard to any action or proposed
28 action of the Board must disclose the conflict of interest to the Board and must abstain from voting.

29 *Section 2c — Meetings and notice; Written action:* The board shall meet at least quarterly, at an agreed upon time
30 and place. An official board meeting requires that each board member have written notice at least two
31 weeks in advance. Notice shall be delivered personally, sent by facsimile communication, sent by
32 electronic mail, posted on an electronic network together with a separate notice to the Director of the
33 specific posting, mailed, first class, postage prepaid, or such other methods as are fair and reasonable as
34 determined in the sole discretion of the Secretary of the Corporation. Notwithstanding the foregoing, no
35 written notice of any meeting of the Board of Directors is required if the date, time and place of the
36 meeting was announced at a previous meeting of the Board. Any Director may waive notice of any
37 meeting of the Board of Directors in writing before, at or after a meeting. The attendance of a Director at
38 any meeting shall constitute a waiver of notice of such meeting, unless he or she objects at the beginning of
39 the meeting to the transaction of business because the meeting is not lawfully called or convened and does
40 not participate in the meeting. Any action that may be taken at a meeting of the Board of Directors may be
41 taken without a meeting when authorized in a written action signed or consented to in an electronic
42 communication, in one or more counterparts, by the number of directors that would be required to take the
43 same action at a meeting of the Board of Directors at which all directors were present.

1 *Section 3 — Board elections:* During the last quarter of each fiscal year of the corporation (defined below), the
2 board of directors shall elect Directors to replace those whose terms will expire at the end of the fiscal year.
3 This election shall take place during a regular meeting of the directors, called in accordance with the
4 provisions of these bylaws.

5 *Section 4a — Director election procedures:* New directors shall be elected by a majority of directors present at such
6 a meeting, provided there is a quorum present. Directors so elected shall serve a term beginning on the first
7 day of the next fiscal year and shall serve until their successor has been duly elected and qualified, or until
8 their earlier death, resignation or removal. The Chair shall establish a term rotation schedule to ensure that
9 the required minimum number of Directors, defined herein, is maintained.

10 *Section 4b — Officer elections:* Officers are elected by a majority of directors present at a meeting. An Officer
11 elected to fill an unexpired term will serve only until the term expires. Officers shall serve a two year term.
12 Officers may serve successive terms.

13 *Section 5 — Quorum and Vote:* A quorum constitutes at least forty percent of current elected board members. A
14 quorum of the Board must be present at a meeting for business transactions to take place and motions to
15 pass. Ex officio seats are not included in the quorum count. At any meeting of the Board of Directors,
16 except as otherwise provided in the Articles or these Bylaws, each elected Director present at the meeting
17 and each ex officio Director present at the meeting shall be entitled to cast one (1) vote on any question
18 coming before the meeting. Except as otherwise provided in these Bylaws, a majority vote of the Directors
19 present at any meeting, shall be sufficient to transact any business. The rules contained in *Robert's Rules*
20 *of Order Newly Revised Edition* shall govern meetings when they are not in conflict with the Bylaws, rules
21 of order, or other rules of the Corporation.

22 *Section 6 — Officers and Duties:* There shall be four officers of the board, consisting of a chair, vice-chair, secretary
23 and treasurer. Their duties are as follows:

24 *A The Chair* shall convene regularly scheduled board meetings, shall preside or arrange for other members
25 of the Executive Committee to preside at each meeting in the following order: vice-chair, secretary,
26 treasurer. The Chair determines if a Director is excused from a scheduled meeting.

27 *B The Chair* of the Board of Directors shall: (1) oversee general active management of the affairs of the
28 Corporation by the Board; (2) when present, preside at meetings of the Board; (3) see that orders and
29 resolutions of the Board are carried into effect; (4) oversee signing and delivery in the name of the
30 Corporation of deeds, mortgages, bonds, contracts, or other instruments pertaining to the affairs of the
31 Corporation; and (5) perform other duties prescribed by the Board.

32 *C The vice-chair* may perform any and all duties of the Chair of the Board of Directors as delegated or if
33 the Chair is incapacitated.

34 *D The secretary* shall be responsible for keeping records of board actions, including overseeing the taking
35 of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and
36 the agenda to each board member, and assuring that corporate records are maintained.

37 *E The treasurer* shall make a report at each board meeting. The treasurer shall chair the finance committee,
38 assist in the preparation of the budget, help develop fundraising plans, and make financial information
39 available to board members and the public. The Treasurer shall ensure that the Corporation is following
40 generally accepted accounting principles and practices. The treasurer shall advise the Board on financial
41 statements and solicit and supervise internal and external audits of the corporation from time to time as
42 deemed necessary or as required by circumstance or rule.

43 *Section 7 — Vacancies:* When a vacancy on the board exists mid-term, the secretary must receive nominations for
44 new members from present Directors or the nominations committee at least two weeks in advance of a

1 board meeting. These nominations shall be sent out to Directors with the regular board meeting
2 announcement, to be voted upon and elected at the next board meeting. These elections create terms lasting
3 to the end of the vacated term. As needed to fill vacancies a Nominations Committee shall be established
4 and a Chair pro-tem of the Nominations Committee named by the Executive Committee.

5 *Section 8 — Resignation, termination, and absences:* Resignation from the board must be in writing and received by
6 the secretary. A board member may be removed with or without cause upon the approval of at least three-
7 fourths of the remaining directors. Directors, excluding ex officio members, shall be terminated from the
8 board due to more than three unexcused absences from board meetings in any 12-month period. The Chair
9 may authorize individual attendance and participation by Directors at meetings through one or more means
10 of remote communication (see Section on remote communication) Participation in a meeting through a
11 form of remote communication authorized by the Chair constitutes presence at the meeting.

12 *Section 9 — Special meetings:* Special meetings of the board shall be called upon the request of the chair, or one-
13 third of the board. Notices of special meetings shall be sent out by the secretary to each board member at
14 least two weeks in advance.

15 *Section 10 — Meetings through Remote Communication:* Annual, Regular, and Special Meetings may be
16 conducted through remote communication. The Board may specify that a meeting will be conducted solely
17 through one or more means of remote communication, provided that notice is given, as specified herein,
18 and that the quorum requirements specified herein are met. Remote communication includes any
19 communication that is accomplished by means of telephone, video, or internet conferencing, or such other
20 means through which persons not physically present in the same location may communicate with each
21 other on a substantially simultaneous basis. Participation in a meeting through a form of remote
22 communication that is authorized by the Board constitutes presence at the meeting. The Chair or a
23 majority of Directors may specify that any meeting be conducted as a remote meeting. Any action taken at
24 the remote meeting is considered action taken by the Board.
25

26 ARTICLE IV — COMMITTEES

27 *Section 1 — Committee formation:* The board may create committees as needed. The Board may appoint people who
28 are not directors to committees, except the Executive committee. .

29 *Section 2 — Executive Committee:* The four officers serve as the members of the Executive Committee. Except for
30 the power to amend the articles of incorporation and bylaws, the Executive Committee shall have all the
31 powers and authority of the board of directors in the intervals between meetings of the board of directors,
32 and is subject to the direction and control of the full board.
33

34 *Section 3 — Finance Committee:* The treasurer is the chair of the Finance Committee, which shall include at least
35 three individuals. The Finance Committee is responsible for developing and reviewing fiscal procedures,
36 fundraising plan, and annual budget with staff and other board members. The board must approve the
37 budget and all expenditures must be within budget. Any major change in the budget must be approved by
38 the board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are
39 required to be submitted to the board showing income, expenditures, and pending income. The financial
40 records of the organization are public information and shall be made available to board members and the
41 public.
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43 *Section 4 — Nominations* At least two Directors shall serve on the Nominations Committee. The Nominations
44 Committee shall develop and implement a nominations process for new Directors as approved by the
45 Board.

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ARTICLE V — EXECUTIVE DIRECTOR

Section 1 — Executive Director: The Executive Director is the Chief Executive Officer of the Corporation and works either by contract or employment for the Board. The Executive Director has day-to-day responsibilities for the organization, including carrying out the goals and policies. The Executive Director will attend all board meetings, report on the progress of the organization, answer questions of the board members and carry out the duties described in the job description. The board can designate other duties as necessary.

Section 2 — Insurance: The Corporation is authorized and empowered to provide indemnification for directors or officers of the Corporation and pay premiums for insurance protection without reimbursement to the full extent permitted or required by applicable law, and may purchase additional insurance of any type covering other agents of the Corporation as deemed appropriate or as required by applicable law.

ARTICLE VI — FISCAL MATTERS

Section 1 — Accounting Year. The accounting year of the corporation shall be the calendar year.

Section 2 — Contracts. The Board of Directors may authorize such officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be either general or confined to specific instances. Contracts and other instruments entered into in the ordinary course of business may be executed by the Executive Director or, in the absence of the Executive Director or pursuant to a delegation by the Executive Director, by the Chair of the Board of Directors or Treasurer each herein designated to act in the place of or in the absence of the Executive Director, without specific Board of Directors authorization.

Section 3 — Loans. No loans shall be contracted on behalf of the corporation, and no evidence of indebtedness other than checks, drafts or other orders for payment of money issued in the ordinary course of business shall be issued in its name unless authorized by the Board of Directors of the corporation. Such authorization and approval may be general or confined to specific instances.

Section 4 — Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money issued in the name of the corporation over one thousand dollars shall be approved by the Board of Directors and shall be signed by the Treasurer or by such officer or officers, agent or agents of the corporation and in such manner as shall be determined by resolution of the Board of Directors.

Section 5 — Deposits. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors or the Executive Director or Treasurer upon delegation by the Board of Directors may select.

Section 6 — Maintenance of Records; Audit. The corporation shall keep at its registered office correct and complete copies of its Articles and Bylaws, accounting records, voting agreements, and minutes of meetings of the Board of Directors, and committees having any of the authority of the Board of Directors for the last six (6) years. All such other records shall be open to inspection upon the demand of any member of the Board of Directors of the corporation. The Board of Directors may cause the books and records of account of the corporation to be audited by certified public accountants, to be selected by the Board of Directors, at such times as it may deem necessary or appropriate.

1 ARTICLE VI — AMENDMENTS

2 *Section 1 — Amendments:* The Articles of Incorporation and these bylaws may be amended when necessary or
3 advisable at board meetings or by a written action of the board upon the affirmative vote of not less than
4 two-thirds of all members of the board of directors. Proposed amendments must be submitted to the
5 secretary to be sent out with regular board announcements in advance of the board meeting or written
6 action at which the proposed amendment will be considered.

7
8 CERTIFICATION

9 These bylaws were approved by at least two thirds of all members of the board of directors at a meeting of the board
10 of directors held on _____ **2015**.

11 Secretary

Date

North Woods and Waters of the St. Croix Heritage Area
Donation Options and Membership
2024

Intro (for website):

There are many ways for you to contribute and support North Woods and Waters of the St. Croix Heritage Area (NWW) as we seek National Heritage Area designation. You may become a sustaining member, business or nonprofit partner, or a one-time donation of your choice. Your support will help our efforts to promote the outstanding natural, cultural, historic, and recreational resources of the St. Croix River watershed and the nationally significant stories of its people.

Is there a story we can share of the good work or an impact that we are making? Quotes, feel goods? The why?

Three Options: Monthly Sustaining Member, Business Partner, One-time donations

Option 1: Become a Sustaining Member:

Sustaining membership is a convenient, affordable, and meaningful way to support the work of North Woods and Waters through ongoing, monthly donations. Donations will be put towards creating and maintaining the programs and initiatives that preserve history, sustain cultural places, conserve natural resources, promote recreation, and encourage tourism and economic opportunities.

Sustaining Member Levels:

- \$5/month – *Explorer*
- \$10/month - *Trailblazer*
- \$25/month - *Voyager*
- \$50/month - *name level*
- Other: *donor specified*

Benefits for Sustaining Members:

- Satisfaction in knowing that your dollars are being used to protect and promote the natural, cultural, historical, and recreational resources within the watershed;
- North Woods and Waters welcome packet;
- Subscription to North Woods and Waters e-newsletters;
- Invitations to North Woods and Waters and our Partners' programs and events;
- Recognition in the North Woods and Waters Annual Report

Option 2: Business or Nonprofit partner:

Becoming an official business or nonprofit partner of North Woods and Waters is a great way to get recognized as a key supporter of the outstanding cultural, historical, natural, and recreational resources we share. A partnership will help you reach new audiences while supporting the important work of NWW.

- \$100 for non-profits
- \$250 for businesses or government entities
- Other Amount: *donor specified (must meet minimum levels above to be considered a partner)*

Benefits for a Business or Nonprofit Partner:

- Welcome announcement in the NWW e-newsletter after joining;
- Opportunity to have your organization's events and programs featured in e-newsletters;
- Recognition with business/nonprofit logo on the NWW website;
- Engagement through social media (Facebook and Instagram);
- Joint marketing and promotional opportunities and materials (examples – bookmarks, pens, magnets, stickers)
- Satisfaction in knowing that your dollars are being used to protect and promote the natural, cultural, historical, and recreational resources within the watershed!

Option 3: Donate One Time:

Make a tax-deductible donation to support our ongoing work to become designated as a National Heritage Area. Your donation will help to promote and protect the natural, cultural, historical, and recreational resources of the St. Croix Watershed.

- \$25 donation
- \$50 donation
- \$100 donation
- \$250 donation
- \$500 donation
- Other _____

Benefits for One Time Donations:

- A donation at any level provides you with a one-year membership to North Woods and Waters;
- Satisfaction in knowing that your dollars are being used to protect and promote the natural, cultural, historical, and recreational resources within the watershed;
- Subscription to North Woods and Waters e-newsletters;
- Invitations to North Woods and Waters and our Partners' programs and events;
- Recognition in the North Woods and Waters Annual Report.

Questions/Notes:

- Our new donor database (little green light) is set up for all options and tracks all membership levels and timing within the database.
- The sustaining monthly membership creates an easier, more affordable option for more people as it is spread out by month. Studies show that recurring donors give 42% more than a one-time gift.
- You donate = you are a member!

North Woods and Waters of the St. Croix Heritage A

Balance Sheet

As of May 31, 2024

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	
1000 Royal C.U. - Checking	16,088.92
1100 Royal C.U. Savings	48,605.82
Total Bank Accounts	\$64,694.74
Total Current Assets	\$64,694.74
TOTAL ASSETS	\$64,694.74
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
2010 Payroll Liabilities	-469.00
2011 MN Income Tax	0.00
Total 2010 Payroll Liabilities	-469.00
Direct Deposit Payable	0.00
Total Other Current Liabilities	\$ -469.00
Total Current Liabilities	\$ -469.00
Total Liabilities	\$ -469.00
Equity	
Opening Balance Equity	1,301.96
Retained Earnings	79,951.69
Net Income	-16,089.91
Total Equity	\$65,163.74
TOTAL LIABILITIES AND EQUITY	\$64,694.74

North Woods and Waters of the St. Croix Heritage A

Profit and Loss January - May, 2024

	TOTAL
Income	
4010 Individual Donation	7,999.63
4045 Government Grant - Restricted	
4046 East Central Region Arts Council - Restricted	20,000.00
Total 4045 Government Grant - Restricted	20,000.00
4110 Interest Income	97.57
Total Income	\$28,097.20
GROSS PROFIT	\$28,097.20
Expenses	
5000 Staff	
5010 Salaries & Wages	24,230.77
5020 Health Insurance, Benefits and Taxes	
5021 Taxes	
5021.1 Federal Taxes (941/943/944)	3,018.44
5021.3 MN Unemployment Taxes	415.84
5021.4 Federal Unemployment (940)	42.00
Total 5021 Taxes	3,476.28
Total 5020 Health Insurance, Benefits and Taxes	3,476.28
5030 Payroll Expense	255.00
Total 5000 Staff	27,962.05
5100 Consultants/Contractors	
5110 Contractors	
5111 Internships	616.00
5112 Project Management	10,950.00
5114 Accountant	1,103.18
Total 5110 Contractors	12,669.18
Total 5100 Consultants/Contractors	12,669.18
5210 Events	250.00
5220 Project Expense	290.00
5420 Printing & Copying	320.71
5430 Postage and Delivery	100.00
5440 Membership Expenses	325.00
5450 Subscriptions	176.35
5460 Website/Social Media	575.50
5480 Travel - Staff	1,418.32
5580 Fundraising events/campaigns	100.00
Total Expenses	\$44,187.11
NET OPERATING INCOME	\$ -16,089.91
NET INCOME	\$ -16,089.91

North Woods and Waters of the St. Croix Heritage A
Budget vs. Actuals: Budget_FY24_P&L - FY24 P&L
 January - May 2024

	Jan 2024		Feb 2024		Mar 2024		Apr 2024		May 2024		Total		
	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget over Budget	
Income													
4000 Carry Forward		1,825.00		1,825.00		1,825.00		1,825.00		1,825.00	0.00	21,900.00	-21,900.00
4010 Individual Donation	145.00	1,833.33	1,958.23	1,833.33	5,142.00	1,833.33	24.70	1,833.33	729.70	1,833.33	7,999.63	22,000.00	-14,000.37
4020 Foundation Grants		7,187.50		7,187.50		7,187.50		7,187.50		7,187.50	0.00	86,250.00	-86,250.00
4040 Corporate Donation		416.67		416.67		416.67		416.67		416.67	0.00	5,000.00	-5,000.00
4045 Government Grant - Restricted		3,333.33		3,333.33		3,333.33		3,333.33		3,333.33	0.00	40,000.00	-40,000.00
Restricted							20,000.00				20,000.00	0.00	20,000.00
Total 4045 Government Grant - Restricted	\$ 0.00	\$ 3,333.33	\$ 0.00	\$ 3,333.33	\$ 0.00	\$ 3,333.33	\$ 20,000.00	\$ 3,333.33	\$ 0.00	\$ 3,333.33	\$ 20,000.00	\$ 40,000.00	-\$ 20,000.00
4110 Interest Income	24.70	41.67	20.87	41.67	18.78	41.67	16.71	41.67	16.51	41.67	97.57	500.00	-402.43
4120 In-kind		416.67		416.67		416.67		416.67		416.67	0.00	5,000.00	-5,000.00
4130 Admin Fee		0.00		0.00		0.00		0.00		0.00	0.00	0.00	0.00
Total Income	\$ 169.70	\$ 15,054.17	\$ 1,979.10	\$ 15,054.17	\$ 5,160.78	\$ 15,054.17	\$ 20,041.41	\$ 15,054.17	\$ 746.21	\$ 15,054.17	\$ 28,097.20	\$ 180,650.00	-\$ 152,552.80
Gross Profit	\$ 169.70	\$ 15,054.17	\$ 1,979.10	\$ 15,054.17	\$ 5,160.78	\$ 15,054.17	\$ 20,041.41	\$ 15,054.17	\$ 746.21	\$ 15,054.17	\$ 28,097.20	\$ 180,650.00	-\$ 152,552.80
Expenses													
5000 Staff											0.00	0.00	0.00
5010 Salaries & Wages	5,384.62	5,833.33	5,384.62	5,833.33	5,384.62	5,833.33	4,038.46	5,833.33	4,038.45	5,833.33	24,230.77	70,000.00	-45,769.23
5020 Health Insurance, Benefits and Taxes		0.00		0.00		0.00		0.00		0.00	0.00	0.00	0.00
5021 Taxes		971.25		971.25		971.25		971.25		971.25	0.00	11,655.00	-11,655.00
5021.1 Federal Taxes (941/943/944)	411.93		1,576.69		411.93		308.94		308.95		3,018.44	0.00	3,018.44
5021.3 MN Unemployment Taxes	63.45		64.62		64.61		47.62		175.54		415.84	0.00	415.84
5021.4 Federal Unemployment (940)	32.31		9.69		0.00		0.00		0.00		42.00	0.00	42.00
Total 5021 Taxes	\$ 507.69	\$ 971.25	\$ 1,651.00	\$ 971.25	\$ 476.54	\$ 971.25	\$ 356.56	\$ 971.25	\$ 484.49	\$ 971.25	\$ 3,476.28	\$ 11,655.00	-\$ 8,178.72
5022 Health Reimbursement		500.00		500.00		500.00		500.00		500.00	0.00	6,000.00	-6,000.00
Taxes	\$ 507.69	\$ 1,471.25	\$ 1,651.00	\$ 1,471.25	\$ 476.54	\$ 1,471.25	\$ 356.56	\$ 1,471.25	\$ 484.49	\$ 1,471.25	\$ 3,476.28	\$ 17,655.00	-\$ 14,178.72
5030 Payroll Expense	51.00	112.42	51.00	112.42	51.00	112.42	51.00	112.42	51.00	112.42	255.00	1,349.00	-1,094.00
Total 5000 Staff	\$ 5,943.31	\$ 7,417.00	\$ 7,086.62	\$ 7,417.00	\$ 5,912.16	\$ 7,417.00	\$ 4,446.02	\$ 7,417.00	\$ 4,573.94	\$ 7,417.00	\$ 27,962.05	\$ 89,004.00	-\$ 61,041.95
5100 Consultants/Contractors											0.00	0.00	0.00
5110 Contractors		0.00		0.00		0.00		0.00		0.00	0.00	0.00	0.00
5111 Internships	132.00	416.67	110.00	416.67	132.00	416.67	110.00	416.67	132.00	416.67	616.00	5,000.00	-4,384.00
5112 Project Management	1,475.00	2,500.00	1,925.00	2,500.00	1,650.00	2,500.00	1,800.00	2,500.00	4,100.00	2,500.00	10,950.00	30,000.00	-19,050.00

North Woods and Waters of the St. Croix Heritage A
Budget vs. Actuals: Budget_FY24_P&L - FY24 P&L
 January - May 2024

	Jan 2024		Feb 2024		Mar 2024		Apr 2024		May 2024		Total		
	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	over Budget
5113 Facilitator		166.67		166.67		166.67		166.67		166.67	0.00	2,000.00	-2,000.00
5114 Accountant	535.68	300.00		300.00	92.50	300.00	290.00	300.00	185.00	300.00	1,103.18	3,600.00	-2,496.82
Total 5110 Contractors	\$ 2,142.68	\$ 3,383.34	\$ 2,035.00	\$ 3,383.34	\$ 1,874.50	\$ 3,383.34	\$ 2,200.00	\$ 3,383.34	\$ 4,417.00	\$ 3,383.34	\$ 12,669.18	\$ 40,600.00	-\$ 27,930.82
5130 Fundraising Consultant		208.33		208.33		208.33		208.33		208.33	0.00	2,500.00	-2,500.00
Total 5100 Consultants/Contractors	\$ 2,142.68	\$ 3,591.67	\$ 2,035.00	\$ 3,591.67	\$ 1,874.50	\$ 3,591.67	\$ 2,200.00	\$ 3,591.67	\$ 4,417.00	\$ 3,591.67	\$ 12,669.18	\$ 43,100.00	-\$ 30,430.82
5210 Events		166.67		166.67	100.00	166.67	150.00	166.67		166.67	250.00	2,000.00	-1,750.00
5220 Project Expense		1,141.67		1,141.67		1,141.67		1,141.67	290.00	1,141.67	290.00	13,700.00	-13,410.00
5230 Special Project		416.67		416.67		416.67		416.67		416.67	0.00	5,000.00	-5,000.00
5240 Cooperative Marketing/Adv.		83.33		83.33		83.33		83.33		83.33	0.00	1,000.00	-1,000.00
5310 Office Rent/Lease		0.00		0.00		0.00		0.00		0.00	0.00	0.00	0.00
5320 Utilities		0.00		0.00		0.00		0.00		0.00	0.00	0.00	0.00
5330 Equipment		58.33		58.33		58.33		58.33		58.33	0.00	700.00	-700.00
5410 Office Supplies & Software		58.83		58.83		58.83		58.83		58.83	0.00	706.00	-706.00
5420 Printing & Copying		125.00		125.00		125.00		125.00	320.71	125.00	320.71	1,500.00	-1,179.29
5430 Postage and Delivery		41.67		41.67		41.67		41.67	100.00	41.67	100.00	500.00	-400.00
5440 Membership Expenses	275.00	25.00		25.00		25.00		25.00	50.00	25.00	325.00	300.00	25.00
5450 Subscriptions		203.42		203.42	85.83	203.42	68.00	203.42	22.52	203.42	176.35	2,441.00	-2,264.65
5460 Website/Social Media	377.50	316.67	60.00	316.67	120.00	316.67	10.34	316.67	7.66	316.67	575.50	3,800.00	-3,224.50
5470 Marketing/Branding		166.67		166.67		166.67		166.67		166.67	0.00	2,000.00	-2,000.00
5480 Travel - Staff		416.67	1,418.32	416.67		416.67		416.67		416.67	1,418.32	5,000.00	-3,581.68
5490 Meeting Expenses		175.00		175.00		175.00		175.00		175.00	0.00	2,100.00	-2,100.00
5510 Insurance		72.00		72.00		72.00		72.00		72.00	0.00	864.00	-864.00
5520 Filing Fees		19.58		19.58		19.58		19.58		19.58	0.00	235.00	-235.00
5530 Staff/Board Development		250.00		250.00		250.00		250.00		250.00	0.00	3,000.00	-3,000.00
5550 Bank Charges & Fees		16.67		16.67		16.67		16.67		16.67	0.00	200.00	-200.00
5570 Charitable Donations, Partner Support		25.00		25.00		25.00		25.00		25.00	0.00	300.00	-300.00
5580 Fundraising events/campaigns		266.67		266.67		266.67	100.00	266.67		266.67	100.00	3,200.00	-3,100.00
Total Expenses	\$ 8,738.49	\$ 15,054.19	\$ 10,599.94	\$ 15,054.19	\$ 8,092.49	\$ 15,054.19	\$ 6,974.36	\$ 15,054.19	\$ 9,781.83	\$ 15,054.19	\$ 44,187.11	\$ 180,650.00	-\$ 136,462.89
Net Operating Income	-\$ 8,568.79	-\$ 0.02	-\$ 8,620.84	-\$ 0.02	-\$ 2,931.71	-\$ 0.02	\$ 13,067.05	-\$ 0.02	-\$ 9,035.62	-\$ 0.02	-\$ 16,089.91	\$ 0.00	-\$ 16,089.91
Net Income	-\$ 8,568.79	-\$ 0.02	-\$ 8,620.84	-\$ 0.02	-\$ 2,931.71	-\$ 0.02	\$ 13,067.05	-\$ 0.02	-\$ 9,035.62	-\$ 0.02	-\$ 16,089.91	\$ 0.00	-\$ 16,089.91

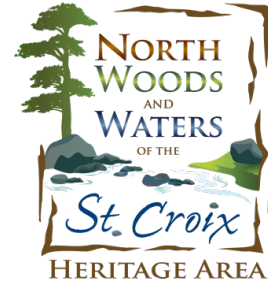
North Woods and Waters of the St. Croix Heritage A
Budget vs. Actuals: Budget_FY24_P&L - FY24 P&L

January - May 2024

<u>Jan 2024</u>		<u>Feb 2024</u>		<u>Mar 2024</u>		<u>Apr 2024</u>		<u>May 2024</u>		<u>Total</u>		
<u>Actual</u>	<u>Budget</u>	<u>Actual</u>	<u>Budget</u>	<u>Actual</u>	<u>Budget</u>	<u>Actual</u>	<u>Budget</u>	<u>Actual</u>	<u>Budget</u>	<u>Actual</u>	<u>Budget</u>	<u>over Budget</u>

Monday, Jun 03, 2024 04:11:22 PM GMT-7 - Accrual Basis

North Woods and Waters of the St. Croix Watershed Heritage Area unites the people to promote the Natural, Cultural and Historic resources we share.



Executive Committee Meeting Date, time, location	May 9, 2024	Zoom	3:00 pm ZOOM
Attendance	Marty Harding, Nancy Hoffman, Jason Laumann, Lynne Moratzka, Monica Zachay		
Guests			
Absent:	Melanie Kleiss		
Call to order	3:09 am co-chair Jason Laumann		
I. Agenda Review/ Motion to accept Marty, Second Jason	CARRIED		
II. Secretary Report	March 14, 2024	minutes	Lynne Moratzka
MOTION TO ACCEPT with edit to remove Julie Smendzuik-O'Brien from absent as she is not a member of the Exec. Comm. and change roster language; also to change roster to include Cleo and Dennis White as Advisors Marty; SECOND: Jason; CARRIED			
III. Board Handbook	Defer to next Exec. Comm. meeting		
IV. Treasurer Report/Financial Position	As of May 9, 2024 :		
	Approx \$ 54, 000.00 on hand; need report on Pollinator grant		
	Soon to be approx \$74,000.00 with \$20,000.00 designated for Artist in Residence		
	<u>Membership & Donors</u>		
	Fundraising team met; draft membership document to Catch-a-Fire for input; and possible help. We have the proper soft-ware for tracking gifts and reoccurring donations		
	2023 IRS 990 due May 15, asked for extension, now due November 15		
	2022 errors, will prepare an amendment		
	Launch at June 13 event with goals and hand-outs, annual report		
	Board asked to approach and invite using materials prepared by Monica		
	Blandine Fdn. Grant , not approved this round		
	Hugh J. Anderson, met, not heard yet		
	Bremer we do not meet requirements		
	Mardag declined		
	<u>Executive Position</u>		
	Due to reality of finances, ED Monica will go to ¼ time for the next 6 months; she has accepted a part time position with Adult&Teen Challenge a Foundation and Grants manager		
	Alyssa will handle minutes and agendas		
	Discussion regarding hiring Grant Writer; no conclusions or actions		

<p>V. Strategic Planning and Organizational Development</p> <p>This needs to continue in a formal way at the October Board meeting/retreat Emphasis on grants that fit NWW Involve Gary Kelsey for Board training, Consultants in Service program (free) Review/revise Board members role in fund raising Suggest a live meeting Sept. 12 for this Monica to arrange</p>	<p>Jason</p>
<p>VI. June 13 Event 45th Parallel, New Richmond</p> <p>As of May 9 8 registered guests Reminder to Board to use invitation prepared by Monica and send to potential guests.</p>	<p>Monica</p>
<p>VII Committee Reports/Discussions</p> <p>Finance Attached Budget vs Actual, Jan- April 2024 Need grants to accomplish budget</p> <p>Development and Fundraising Multiple grants in progress of writing for Spring/Summer 2023 IRS 990 due May 15, asked for Nov. 15 extension 2022 errors, will prepare an amendment Launch at June 13 event with goals and hand-outs, annual report Board asked to approach and invite using materials prepared by Monica Blandine Fdn. Grant , not approved this round Hugh J. Anderson, met, not heard yet Bremer we do not meet requirements Mardag declined</p> <p>Programs and Projects No report</p> <p>Communications, Education and Outreach Monica has accepted several speaking opportunities with Rotary and Chamber of Commerce, partnering with Chisago County on June exhibit “We Are Water” Marty and Gayle have commitments for display/info tables this spring, early summer</p> <p>Economic Impact Team</p>	<p>Nancy</p> <p>Monica</p> <p>Nancy/Monica</p>
<p>VIII Executive Director report</p> <p>Need to prepare a revised budget to reflect ¼ time for Monica, based on current P&L and grant application responses. Discussion regarding ED now ¼ time; decision to NOT release PR at this time</p>	<p>Monica/Nancy/Jason</p>
<p>Next meeting date May 9 2024</p>	
<p>Adjournment Motion</p>	<p>Nancy, Second Marty 4:17 pm</p>

Respectfully Submitted

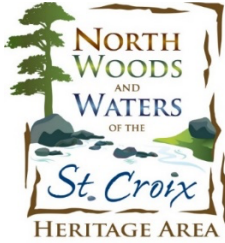
Lynne Moratzka
Board Secretary

2024 Meetings: via ZOOM 3:00 – 4:30 pm

July 11

September 12

November 14



Communication, Education and Outreach Committee

Minutes – submitted by Gayle Prest

May 14, 2024 10:00-11:00 By Zoom

Attendees: Alyssa Auten, Jasmyn Collins, Marty Harding, Bill Neuman, Gayle Prest, Dick Wolleat

- I. Welcome and introduction (no minutes from April meeting)
- II. By-law amendment to include information about membership

Current Bylaws don't permit memberships. The group discussed the need to minor update bylaws prior to June 13 and language regarding non-voting membership. This will require 2/3 approval by the Board. Bill will draft language and send it out to CEO; then to Melanie/Jason and on to board for electronic vote.

- III. Heritage Highlight Event + Focus on Communications

"Nature's Laboratory" at Carpenter Nature Center in Afton, MN was a great event on May 4 despite the iffy weather. About 15 people – free for presentation and hike + fee charged for "make and take". The group discussed the benefits and opportunities with cross promotions and co-sponsorship. Three more planned this year. In future try to capture more info on attendees such as contact info and where they heard about the event.

- IV. Calendar

Reviewed the next six months calendar. Marty mentioned a tentative Sept 22 joint fundraising event between NWW and Festival Theatre at St Croix Performing Arts Center with Barbara McAfee and Don Chouinard

- V. Immediate communication needs

- a) Press Release Artist in Residence – Monica; Alyssa to continue Artist in Residence publicity
- b) June 13 Reception at New Richmond is moving forward.
- c) Annual Report needs to be done by June 13 – Marty and Alyssa will set meeting and work on this.
- d) Stickers with the new phone number for our brochures needs to be done by June 13 (Alyssa will create and print out stickers and we will place them on brochures).

VI. Booths

a. Past/future

- i. River Falls EarthFest May 20– Dallas and Marty – 2500 attendees
- ii. Wild River State Park Earth Fest May 27- Marty – est. 100 people
- iii. Scandia Farmer’s Market – July 10th Gayle with Alyssa as backup
- iv. Gordon/Wascott Historical Society – June 7 – Marty and Dick

b. Collateral needs - Booth is beautiful but people do not always know what we are. Agreed that a large Watershed Map would be useful and a good visual. Alyssa to follow-up

c. Need system for getting contacting information

VII. Presentations

a. Stillwater Noon Rotary April 25- Marty

b. Stillwater Sunrise Rotary May 14 – Marty

c. Hinckley Chamber May 14 – Monica and Gayle

d. Hudson Rotary May 23 – Marty, Monica and/or Gretchen Stein; Gayle may attend

e. The New Richmond Rotary is also being scheduled.

f. Dick offered to do Rotary Presentations in Superior Hayward area.

g. Discussed best methods of collecting contact info of attendees.

VIII. Outreach to prospective Board of Directors members

Gayle will reach out to Abbi Whitman to gauge her interest in the Board; Gayle reported on her visit to Leslie Sauter (Pine County Economic Development Authority) and on the possibility of meeting with people in the Hayward area (through Julie Kilpatrick)

IX. Legislative outreach... is waiting Jason’s word and advice about moving ahead in Douglas County

X. Native American Outreach

Marty will be participating on the Indigenous People’s Task Force – Gala Planning
Other outreach – is needed

XI. Other Items – Discussed how to update/engage other NWW Board Members. Marty to consider sending a short email with highlights after our meetings.

XII. Meetings changed to monthly. Next meeting – June 11, 10:00 a.m.

XIII. Adjourn