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REGULAR MEETING MINUTES OF THE  
MCHENRY COUNTY CONSERVATION FOUNDATION  
BOARD OF DIRECTORS  
MAY 9, 2023  
6:30 P.M.

1.0 CALL TO ORDER

President Ivers called the May 9, 2023, Regular Board of Directors Meeting of the McHenry County Conservation Foundation at 6:31pm. Roll call was taken and a quorum was present.

2.0 INTRODUCTORY ROLL CALL

DIRECTORS PRESENT

Kevin Ivers, President (Onsite)  
Jim Haisler, Vice President (Onsite)  
Ray Eisbrener, Secretary (Onsite)  
Kimberly Becker, Treasurer (Remote)  
Dennis Dreher, Director (Onsite)  
Martie Gorman, Director (Onsite)  
Pamela Althoff, Director (Onsite)  
Elise Livingston, Director (Onsite)  
Carolyn Campbell, Director (Onsite)

OTHERS PRESENT:

Shawna Flavell, Executive Director of McHenry County Conservation Foundation (Onsite)  
Carol Elkins, Administrative Support Specialist (Onsite)  
Elizabeth S. Kessler, Advisor, Executive Director of McHenry County Conservation District (Onsite)  
Scott Kuykendall, Water Resources Specialist for the McHenry County Department of Planning and Development (Onsite)  
Wendy Lauen, Director of Grants for McHenry County College (Onsite)  
Amy Hernon, Executive Director of The Community Foundation for McHenry County (Onsite)  
Diane Kane, Chemistry Teacher, Richmond-Burton High School (Onsite)  
Jim Nissoe (Remote)  
Val Siler, Land Administration & Preservation Manager of McHenry County Conservation District (Remote)  
Gabe Powers, Conservation Ecology Manager, McHenry County Conservation District (Remote)

Director Althoff made a motion to authorize remote participation. Vice President Haisler seconded the motion. A roll call vote was taken. All were in favor. Motion passed unanimously.

*Director Dreher joined the meeting at 6:34p.m  
Scott Kuykondell joined meeting at 6:37pm*

### 3.0 PUBLIC COMMENTS

There were no public comments at this time.

### 4.0 PRESENTATION

#### 4.1 Amy Hernon, Executive Director of The Community Foundation for McHenry County (CFMC)

President Ivers introduced Amy Hernon and reviewed previous discussion points from the March 14, 2023 Foundation Board Meeting, which was attended by Marcey Ciaccio, Interim Executive Director of CFMC.

Executive Director Flavell share visual overview of two CFMC funds: MCCF Designated Matching Grant Fund (N164) and Agency Endowment Fund (N163). Discussion was had regarding the history of the funds and the board members' questions regarding them, with Treasurer Becker stating that the \$25,000 Designated fund cannot be touched, but the Foundation wants to be able to roll any amount over \$25,000 into Agency fund.

Community Foundation Executive Director Amy Hernon stated agreements can be amended to clarify definitions, names, and numbers on funds. Executive Director Hernon will confirm what fund dollars are accessible and what the process is for extracting available funds. She will meet with President Ivers, Treasurer Becker, and Executive Director Flavell prior to the Foundation's July 11, 2023 meeting and can attend the July meeting, if necessary.

*Amy Hernon departed the meeting at 6:57pm.*

### 5.0 OFFICERS' REPORTS

#### 5.1 President's Report

##### 5.1a Welcoming Scott Kuykendall and Wendy Lauen

President Ivers thanked the Board members for attending and presenting to the larger McHenry County municipal meetings and county board meetings. Director Althoff stated that every municipal meeting ended with offers to help the Foundation by adding information to their newsletters. She stated Foundation Board should act upon all such offers promptly.

President Ivers stated that Board members can utilize speaking opportunities to invite people to events, such as Pedal, Paddle, Saddle.

Secretary Eisbrener gave a Board Development Committee update then introduced Wendy Lauen, Director of Grants for McHenry County College, and Scott Kuykendell, Water and Resources Specialist for McHenry County Planning and Development.

Director Livingston introduced Diane Kane, a Chemistry Teacher from Richmond-Burton High School.

President Ivers thanked all who attended this meeting with an interest in joining the board.

## 5.2 Treasurer's Report

### 5.2a Financial Review

### 5.2b Current Account Activity

Treasurer Becker reviewed the March 2023, and April 2023 financial reports.

## 6.0 BOARD BUSINESS - CONSENT AGENDA

6.1 Motion to accept the Minutes of March 14, 2023 - Regular Meeting Minutes.

6.2 Motion to accept the Minutes of March 14, 2023 - Executive Session I Meeting Minutes.

6.3 Motion to accept the Minutes of March 14, 2023 - Executive Session II Meeting Minutes.

6.4 Motion to accept the March 2023 and April 2023 Financial Statements, as presented.

Vice President Haisler made a motion to accept the Consent Agenda. Director Dreher seconded the motion. A roll call vote was taken. All were in favor. Motion passed unanimously.

## 7.0 BOARD BUSINESS

7.1 Authorization to enter into a grant agreement with the Schwemm Family Foundation in support of restoration at Glacial Park for an amount of \$8,000.

Executive Director Flavell explained that the Schwemm Family Foundation likes to partner with government organizations on conservation projects: the maximum amount for grant funding is \$8,000 which fills a restoration gap need at Glacial Park on the 2,100 parcel.

Director Dreher made a motion to enter into grant agreement discussions with the Schwemm Family Foundation in support of restoration at Glacial Park, for an amount of \$8,000. Director Althoff seconded the motion. A roll call vote was taken. All were in favor. Motion passed unanimously.

7.2 Consideration to adopt the Fiscal Year 2024 Budget (July 1, 2023 - June 30, 2024). Secretary Eisbrener made a motion to adopt the Fiscal Year 2024 Budget. Director Campbell seconded the motion. A roll call vote was taken. All were in favor. Motion passed unanimously.

7.3 Authorization to submit an application to the Chicago Region Carbon Program.

Director Campbell made a motion to discuss the Chicago Region Carbon Program. Director Livingston seconded the motion. A roll call vote was taken. All were in favor. Motion passed unanimously.

Executive Director Flavell gave an overview of the Chicago Region Carbon Program, which provides opportunities to invest in tree planting and preservation and also efficient enrollment of planting and preservation projects into a region-wide carbon crediting program. There are two opportunities for organizations to participate in the program, preservation and planting. At the time of discussion, the former Camp Lakota parcel that is the only property owned by the Foundation or the Conservation District eligible for the program as a preservation project due to a two year window of enrollment after property acquisition.

Program restrictions include a 40 year tree protection commitment and evaluation of the tree canopy every 3 years. Executive Director Flavell shared a document outlining the estimated value of the trees on the former Camp Lakota and the costs associated with the program. Due to an existing agreement outlining the Foundation's intention to transfer Camp Lakota to the Conservation District by 2026, the Conservation District Board will also need to approve the submission of an application.

Val Siler stated there is a Project Implementation Agreement that needs to be reviewed by legal counsel. Advisor Kessler concurred and stated there are other examples in the region that are already utilizing this program: Forest Preserve District of Lake County, Kendall County Forest Preserve District, Village of Mount Prospect, City of Highland Park, and The Land Conservancy all have involvement in this program.

Val Siler stated the possibility to hold onto 20% of the income from the sale of carbon credits for unanticipated issues or possible reversals.

Advisor Kessler stated if the Foundation agrees, the topic would be discussed at the Conservation District's May Committee of the Whole and Regular Meeting.

Director Althoff asked if the Foundation would control the funds from the sale of carbon credits or if the District would have control once land is transferred. Advisor Kessler stated that the management of funds would be an internal decision. Val Siler stated that benefits could go back to the Foundation or the District, as an internal agreement. Val also stated if credits not sold within 5 years, another verification process is required.

Director Althoff suggested further investigation needed to be comfortable spending Foundation money with so many questions unanswered.

Gabe Powers did not believe the District could use this opportunity after land is transferred to them, as the land is already in a preservation status.

Executive Director Flavell stated that after year 20 or 30, there are other opportunities for more credits.

Director Dreher stated there is a risk reward opportunity to spend \$3,000 to gain \$500,000 and believes this is an exciting opportunity that the Foundation should pursue.

Vice President Haisler agreed to apply and then do our due diligence.

Advisor Kessler stated some other counties are doing a planting project vs. a preservation project. Val Siler reiterated that we qualify for the land preservation program because we

have recently acquired a large parcel of land where other groups have not, hence they are doing plantings instead. Gabe Powers stated planting program costs more to implement than the land preservation program.

President Ivers asked if the Foundation has a consensus to move forward with the application, subject to McHenry County Conservation District's consensus to move forward.

Director Dreher suggested that this opportunity allows us to buy more land and then apply for more credits to raise more funds, which aligns with Foundation goals.

Director Althoff made a motion to move forward with Chicago Region Carbon Program application, subject to McHenry County Conservation District's consensus to move forward. Director Campbell seconded the motion. A roll call vote was taken. All were in favor. Motion passed unanimously.

*Scott Kuykendall, Val Siler, Gabriel Powers, Wendy Lauen, Diane Kane, and Jim Nissoe left the meeting at 8:47p.m.*

*A recess began at 8:48p.m.*

President Ivers reconvened the Regular Board of Directors Meeting of the McHenry County Conservation Foundation at 8:55p.m. A roll call was taken and a quorum was present.

Kevin Ivers, President (Onsite)  
Jim Haisler, Vice President (Onsite)  
Ray Eisbrener, Secretary (Onsite)  
Kimberly Becker, Treasurer (Remote)  
Dennis Dreher, Director (Onsite)  
Martie Gorman, Director (Onsite)  
Pamela Althoff, Director (Onsite)  
Elise Livingston, Director (Onsite)  
Carolyn Campbell, Director (Onsite)

## 8.0 BOARD DISCUSSION

- 8.1 Consensus to transfer funds in an amount not to exceed \$50,000 from existing financial accounts into a higher yielding CD
- 8.2 Discussion Regarding 501c3 Tax Status: Supporting Organization vs General Public Charity
- 8.3 Review of Fiscal Year 2024 Work Plan

Discussion of items 8.1-8.3 was tabled until the July 11, 2023 Regular Meeting.

## 9.0 DIRECTOR & BOARD LIASION REPORTS

9.1 McHenry County Conservation District Report: District Advisor Kessler  
Advisor Kessler shared that McHenry County Conservation District Trustee applications are still open. Advisor Kessler stated that an invitation is forthcoming for the Foundation board to join the Conservation District and County Boards at a social meeting on June 16. She added that Bill Cook's last meeting will be in June. The McHenry County Conservation Foundation Board will be asked to write a letter to the Trust for Public Land for technical assistance in funding work.

9.2 McHenry County Conservation District's Earth Day Event: Martie Gorman  
Director Gorman reviewed Earth Day activities at Praireview Education Center.

10.0 EXECUTIVE DIRECTOR'S REPORT

10.1 Pedal, Paddle, Saddle Updates

Executive Director Shawna Flavell asked for confirmation on Pedal, Peddle, Saddle volunteers. She advised that postcards went out.

10.2 Community Engagement Opportunities

Executive Director Flavell stated that community engagement opportunities with the District's "Find Your Wild" program are available to all. Anyone can participate. The Foundation is sponsoring a natural planting / exploration basket. Board members / staff are not eligible for prizes.

10.3 McHenry County Conservation District Project Updates

Executive Director Flavell stated that the Boger Bog engineering project has been completed: details were sent in the packet. It will be a \$200,000 restoration. Shawna will be meeting with Gabe Powers to further discuss the project.

10.4 Grant Updates

Executive Director Flavell stated that she applied for the Rotary Club of Lake in the Hills \$5,000 grant for a project in partnership with the Youth and Family Center.

11.0 EXECUTIVE SESSION

Motion to go into Executive Session pursuant to 2C6 (Sale or Lease of Property) of the Open Meetings Act (5 ILCS 120/1 et seq.)

Director Althoff made a motion to enter into Executive Session at 9:04p.m. Vice President Haisler seconded the motion. A roll call vote was taken. All were in favor. Motion passed unanimously.

12.0 RECONVENE - IMMEDIATELY FOLLOWING EXECUTIVE SESSION

12.1 Roll Call

A roll call was taken to reconvene the McHenry County Conservation Foundation Regular session at 9:13p.m.

President Kevin Ivers (Onsite)

Vice President Jim Haisler (Onsite)

Secretary Ray Eisbrener (Onsite)

Treasurer Kimberly Becker (Remote)

Director Dennis Dreher (Onsite)

Director Martie Gorman (Onsite)

Director Pamela Althoff (Onsite)

Director Elise Livingston (Onsite)

Director Carolyn Campbell (Onsite)

13.0 BOARD BUSINESS FOLLOWING EXECUTIVE SESSION

13.1 Authorization to enter into a real estate purchase agreement.

Director Campbell made a motion to enter into a real estate purchase agreement. Vice President Haisler seconded the motion. A roll call vote was taken. All were in favor. Motion passed unanimously.

President Ivers suggested the possibility of doing monthly meetings starting next year.

14.0 ADJOURNMENT

Motion to adjourn made by Vice President Haisler. Director Althoff seconded the motion. A roll call vote was taken. All were in favor. Motion passed unanimously. Meeting adjourned at 9:17p.m.

Respectfully submitted,

A handwritten signature in cursive script that reads "Ray A. Eisbrener". The signature is written in black ink and is positioned above a solid horizontal line that spans the width of the page.

Ray Eisbrener, Secretary