

Friends of Lapham Peak

Board of Directors Meeting

October 3, 2018

Board members present*

*Louise Borzynski, *John Hillmer, *Rita Keber, Anne Korman (DNR), Kris Maki, *John McCarthy, *Jackie Nicholson, *Daya Pillay, *Anne Riendl, *Karl Timm, Rick Von Haden, *Dan Wiley

Next board meeting: Annual Meeting on **Wednesday November 7, 2018 at 7:00 pm** at Hausmann Center

Meeting called to order: 6:05 pm

September Minutes: accepted as presented

Treasurer's Report:

Attached is an updated August Report¹ and the September Report² (our physical year-end).

August Report:

Page 1, DAT-TRAIL PROJECT should be RPT Grant, \$60.72

\$100 for "Prowl the Peak" should come from General, not Snow Making

September Report:

Page 1, DAT-TRAIL PROJECT should be RPT Grant, \$518.22

For next month, please move Summer Solstice to Snow Making, \$1,340.52

Karl reported some items of note:

- a. paid the second of three draws for the Evergreen remodel: \$5,326
- b. received \$2815 in donations this month
- c. Fright Hike is in the black

Louise reported for Rick V that GMF is \$45,195 and Vanguard is \$8,195 for a total of \$53,390

Bills and Donations were provided to Karl for processing.

Running Agenda

Topics: Colorama; Bike Swap; Lapham Loppet; Summer Solstice; Candlelight Ski & Hike; Fright Hike; Wednesday Night Ski Series; Work Days; Snowmaking; Grants; Habitat Restoration; Cross Country Skiing; Nature Center; Endowment Fund; Memorial Bricks & Benches; Agreement Between DNR & Friends

Old Business

1. Colorama:

The current forecast calls for 80% chance of rain. As of now, we have 215 people pre-registered. Kris has set this all up nicely with Rita now handling the Race Director Role for the event; John H is helping the timing company with registrations. With help from the Rangers and many volunteers we will be ready for Race Day!

2. Fright Hike:

Reminder, online charge expenses (as well as PayPal fees for day-of registrations and purchases) should be tracked as expenses. Karl will provide seed money for on-site cash needs. Angie is working with SummerStage to use their facilities; there is a refundable deposit for this use. T-Shirts will be sold (and bumper stickers too). Dan is handling the insurance / certificate of insurance with West Bend Mutual.

3. Nov 3rd, Work Day:

About 12 Cadets from St John's are anticipated with 2 chaperons. Work planned includes Buckthorn work per a Grant that we have received, and work on the Phase 3B Trails due to the pipeline construction (woodchips, straw, and raking). John H will oversee buckthorn work, John McC will oversee the Trail work. Lunch will be served in the heated maintenance garage.

4. Snowmaking, John M presented the SM report, attached³:

- a. **Snowmaking Expenses:** While no major SM expenses were approved for payment this month, significant expenses are anticipated in the next period.
- b. **Land Use Agreement (Formerly the Memorandum of Understanding) for Snowmaking:** A meeting was held September 27th with DNR to negotiate the final Land Use Agreement (LUA), prepared by DNR.
 - Meeting attendees: FLP - Anne Riendl, Joe Stuber, John McCarthy. DNR - Missy Vanlanduyt, Kathryn Gehrke (Parks and Recreation Specialist), Anne Korman (by phone)
 - The DNR/FLP Agreement needs to be executed before or concurrent with the LUA; it contains the insurance requirements for the LUA. A reference in Section 11 of the DNR/FLP Agreement is not required.
 - MOU changed to an LUA because an MOU can only be entered into with another government agency.
 - Joe S brought up the Indemnity issue. DNR indicated that the clause needs to be in the LUA. DNR strongly encouraged the FLP to make our insurance carrier aware of the activities associated with snowmaking, specifically construction and snowmaking.
 - Joe S questioned whether the FLP would be required to defend the DNR should a skier be injured while skiing on the manmade snow, and sue the DNR. DNR indicated that this would not be the responsibility of the FLP; and that the DNR would invoke "recreational immunity" to defend itself and the FLP against this type of claim. The Indemnity clause in the LUA applies to "Friends Directed" activities, such as the construction and making the snow.
 - Joe S asked about the opportunity for the FLP to re-acquire snowmaking assets if the DNR decided to stop SM operations. DNR indicated that donated items were now theirs to do as they see fit; that the FLP could purchase items at auction if it came to that. They would consider putting a provision in the LUA that called for any income from the sale of snowmaking assets would remain in the park.
 - Joe S discussed his concerns with the hazardous waste provision in the LUA. DNR indicated that it would have to remain in the agreement.
 - Joe S discussed the issue of "Shared Responsibilities", advocating for changes to several clauses to indicate that the DNR and FLP would share responsibilities for the referenced tasks. DNR said they would consider, but felt that the matter was adequately addressed.
 - Anne R requested a change to the provision that a person be named as the party responsible for snowmaking. DNR agreed to make a change to this clause.
 - John M asked about Exhibit A, referenced in the LUA, as a map of the snowmaking trails. It was decided that John M would provide the exhibit for use by the DNR.
 - DNR indicated that they would return the revised draft LUA within a week, for review by the FLP. A goal was set to potentially have the FLP and DNR sign the LUA on October 9, at the Southern Unit, when Ben Bergey was there. The DNR/FLP Agreement would also need to be signed.
 - The DNR NRB is scheduled to meet on October 24th in Madison. The acceptance of the donation of the entire Phase 3 B/C project, and a new snow gun are anticipated to occur at that meeting.
 - Installation of the Phase 3B pipe and wire is officially scheduled to begin after the acceptance of the donation by the DNR NRB. A press release will be issued after the DNR NRB meeting announcing the start of the construction.
- c. **Snowmaking System Expansion:** John M completed detailed construction plans for Phase 3B of the snowmaking system. Phase 3B construction is anticipated to begin after Fright Hike, with prep work in the week October 15th and pipe and wire installation beginning on October 22nd. The work will take about four weeks to complete. The work will include installation of about 1400 feet of pipe, and wire, six hydrants, and

six power pedestals. Estimated construction cost is around \$54,000. The work will be done with volunteers, donated equipment, and contracted services for the pipe fusing. Al Binkleman will provide donated labor as the project electrician. Phase 3C (1100 feet of pipe and wire), will be installed in the spring.

- d. **Project fundraising and Community Engagement:** The fundraising sub-committee is continuing with implementation of the “Into the Woods” campaign. Fundraising activities are being planned with the Lapham Peak Ski Club. The sub-committee is also actively engaging with the Delafield Chamber of Commerce to enhance business sponsorships for the snowmaking project.
- e. **Planning for 2018-2019 Snowmaking Season:** A meeting is being held tomorrow to plan and coordinate snowmaking operations, led by the FLP Snowmaking Committee, for the upcoming ski season.

Louise reminded us that the insurance carrier needs to be notified of the project, and on-going operations. Additional coverage may be needed. Dan W and John McC will work on this.

5. Insurance and the pending/proposed DNR/Friends Agreement:

- a. On Sept 27th, Rick V reported via email that he tried to get liability of the Board members removed from the agreement with the DNR (except for gross negligence) but even though Ben Berge agreed that it should be changed it was not accomplished. The reason was “a legal issue”. As a result, board members need to make their own decision regarding serving on the Board with this potential liability. He reported that he has spent a lot of time researching the issue and thinks that the risk of liability of a Friends Board member is remote, but does exist if the responsibilities of Board members are not carried out appropriately. The Group has a \$1 million liability policy. He further reported that though he is reluctant, he is willing to sign the agreement [the proposed DNR / Friends Agreement] as is.
- b. The DNR does not require general officer’s liability insurance for the Friends group, but as stated, we have that in place. The DNR does require that events be covered by a liability policy. The DNR does require that we (the Friends) indemnify the DNR.
- c. So, it boils down to this: We have gone back and forth with the DNR regarding the DNR/Friends Agreement for months. Some changes have been made to the proposed Agreement, but the matter of the DNR not agreeing to release individual board members from any liability continues to be an issue. Holding the Friends “Group” (organization) liable is understandable, but individual members is not.
- d. John McC pointed out that if we don’t put this Agreement in place, we the Friends of Lapham Peak Unit – Kettle Moraine State Forest, Inc., would cease to exist.
- e. John Hillmer moved, and John McCarthy seconded, that we the Friends of Lapham Peak Unit – Kettle Moraine State Forest, Inc., agree to the proposed Agreement with the DNR (attached⁴) version 2-6-18. After much discussion leading up to this vote, the motion passed unanimously. Louise and John H signed the agreement and gave it to Anne Korman to obtain the DNR signature.

6. RTP Trails Grant – Evergreen and Trail Work Project:

John McC reported that most of the work is done, however, siding was installed vertically (not horizontally) and trim was to be Forest Green, but the contractor found that color was not available so he used the same khaki color as the siding. The DNR has agreed that painting the trim is not needed at this time and vertical siding is acceptable. The West External Door to be removed and replaced is partially done. The new door was shipped to us with damage to it; it was returned and a replacement is on order. In the meantime, a temporary door is in place. The concrete work looks nice, but a small lip exists where it meets the parking lot asphalt so snow plowing will need to be done carefully at that location. All of the trail work is now complete. John McC will wrap-up the reports for the Grant providing needed details for them. As a side note, Anne K discussed the possibility of replacing the damaged water cooler (bubbler) in Evergreen with one that can fill bottles of water. (Board members noted that the wall inside the Women’s Restroom where the Water Cooler is connected to needs some work as well.)

7. Enhancement Grants:

Nothing new to report, but Anne K said details for how money will be provided for the approved projects should be coming soon.

8. Habitat Restoration:

- a. A \$1000 grant for Habitat Restoration was received from the Natural Resources Foundation!
- b. Holly Schmaling submitted a NEEF grant request that was discussed last month.
- c. John H completed a Knowles Nelson Stewardship Property Development Grant to focus on the Prairies next spring; this needs Board Approval (copy attached⁵) before it can be submitted. John H moved, and it was seconded by Karl T, to approve the Board Resolution to authorize John Hillmer to serve as point on this project with the DNR; the motion passed unanimously. Louise signed the Resolution and that together with all the required documents was given to Anne K for handling.

9. Memorial Bricks and Benches

7 more Brick orders have been received! And, another Bench as been donated. As a follow-up to an issue noted several months ago, one of the plaques on one of the benches by the Tower needed to be repaired; that has been completed by Jim Waltz!

New Business –

10. Sales Tax for FLP:

- a. See attached Publication 206⁶ regarding sales tax for non-profit organizations. Generally, we do not need to be collecting sales tax (or as the State refers to this as a non-profit being engaged in “Trade or Business” [See IV in the attached]) as long as our sales are less than \$50,000 during any 75 day period. In the past, this was not an issue, but with Colorama this year being close to Fright Hike, we could be close to the limit.
- b. Another matter has surfaced; when an item such as a T-Shirt is sold in the Nature Center, no tax is collected – which is appropriate. However, when an item is sold in the front office, for example a t-Shirt for \$10.00, the office collects \$10.00 and the money goes to the State, and then State returns \$9.49 to the Friends (\$10.00 less \$0.51 sales tax). We don’t believe that is appropriate; Anne K will investigate.

11. Annual Meeting:

Rita will pull the Annual Report together for us (thank you!); reminder, reports are due to her by the Oct 19th.

12. Madison Workshop:

Louise reminded the group of a workshop in Madison put on by the Friends of WI State parks; Anne R will consider this.

13. Volunteers:

A group from AR Automation (they have helped in the past with a volunteer project) has asked for options that they could volunteer again here but this time in a ski/winter related effort. John McC, John H, and Anne R will provide them with options.

Our next meeting is our Annual Meeting, 7pm November 7th, Hausmann Nature Center

Rita K moved that we adjourn, Dan seconded the motion, and everyone agreed, the meeting concluded at 8:34pm.

Respectfully submitted Nov 5, 2018

John Hillmer, Secretary

Attachments (not available in the online PDF):

- 1) Treasurer's Report (Aug)



August2018.pdf

- 2) Treasurer's Report (Sept)



Sept2018.pdf

- 3) SM Report (Oct)



Oct SM Report.pdf

- 4) DNR/Friends Agreement (2018)



DNR LPF Agreement
(2018).pdf

- 5) Knowles Nelson Grant



KnowlesNelson.pdf

- 6) Publication 206 (sales tax)



FLP Internet
Expenses.pdf