

Final                      Final                      Final

**Desert Tortoise Council,  
Minutes of Executive Session on 20 February 2014  
Minutes of Annual Business Meeting on 21 February 2014  
DoubleTree Hilton, Ontario, CA**

**Executive Session on 20 February 2014**

The Executive Session was called to order by Chairperson, Bruce Palmer, at 8:15 p.m. in the Hunter's Peak Room at DoubleTree Hilton, Ontario, California to consider several issues prior to the Annual Business Meeting and Symposium. **Motions made, seconded, and approved (or not) are shown in bold red font.**

**Attendees:** Becky Jones, Chris Noddings, Ken MacDonald, Michael Tuma, Tracy Bailey, Mike Bailey, Glenn Stewart, Kristin Berry, Joe Probst, Bruce Palmer, Daniel Pearson, Maggie Fusari, Pete Woodman, Ed LaRue, and Mari Quillman.

**A. Interview Scott Abella as Board Member Nominee:** After discussing Scott Abella's recent letter of interest and associated statement of qualifications, he introduced himself and was asked questions by the Board. Afterwards, he was asked to leave the room for discussion and a vote. **The motion was made (Kristin Berry), seconded (Becky Jones), and unanimously approved to accept Scott Abella as a Board Member At Large (subject to anticipated Board vacancies following the Annual Business Meeting).** With three Board members resigning tomorrow, this still leaves us with 13 members, two less than maximum.

**B. Review Board of Directors Meeting Minutes of 11 January 2014:** Ed LaRue recently provided the Board with Final Draft Minutes of the meeting in Ontario, California on 11 January 2014. After some discussion, where "Cohn" needs to be changed to "Cohen," the **motion was made (Glenn Stewart), seconded (Joe Probst), and unanimously approved to accept the Final Draft Minutes as written to be final.**

**C. Arrangements for Strategic Planning Retreat of 7-8 June 2014:** Ed LaRue researched a potential location in Wrightwood, CA for the combined Board of Director's meeting on 7 June 2014 immediately followed by the Strategic Planning Retreat on 8 June 2014 (or vice versa). The 3,500-square-foot residence includes three bedrooms, a large living room and attached dining area, large deck, and other amenities located at 5500 Easter Drive in Wrightwood. The two costs would include \$150/night plus a nonrefundable cleaning fee, for a total of \$400, plus a \$200 refundable damage fee. Proprietor William Broome (661-400-0469) suggested that two checks be written so that the refundable damage fee may be returned after the event and assuming no damages. A show of hands revealed that six people would need to stay overnight. **Motion made (Joe Probst), seconded (Becky Jones), and approved unanimously to provide Ed LaRue with \$600, as described above, for the combined Board meeting and Retreat.**

We will need to develop an agenda, probably from 08:00 a.m. until 5:00 p.m.-or-so, for those who would travel home on Saturday night. Should develop a committee to discuss and determine agenda items. What is our objective? What is the future direction of the Council? **Maggie Fusari** will head the committee with help from **Ed LaRue** to develop the agenda, but not become active until the facilitator is selected.

Do we need a facilitator? Ken MacDonald contacted several facilitators (Ann Smith and Debra Campbell) from Nevada, who provided us with cost proposals. Debra's estimate is \$3,600 for a day-and-a-half session, and Ann's is similar, at about \$2,000/day. Ann's cost would include interviews with each Board member for input prior to the Retreat. Several members shared their experiences that facilitators are essential. For this amount of money, it would be important to follow through on the decisions made during the Retreat. Several suggested an informal meeting that is not facilitated, and bringing in a facilitator in the future if that is needed. The person may be worth the money if they also develop the agenda. **Chris Noddings** indicated he would contact a college instructor to see if she knows a local facilitator. **Motion made (Ken MacDonald), seconded (Maggie Fusari), and approved to assemble a committee to locate and select a facilitator (11 in favor, 2 opposed, 2 abstentions).** Ken MacDonald will serve as the chairperson of the committee to locate and select a facilitator; **Chris Noddings** will work with him.

**D. Archival Materials:** Bruce Palmer provided Ed LaRue with a full packet of official materials for 2013 that will be added to the archives.

**E. Desert Report:** We received a letter from Sierra Club thanking the Council for our support, which ends our financial commitment for helping them publish this newsletter.

**F. Sterilization Techniques:** There are still outstanding questions about the budget for this effort, established procedures, and just what we would be funding. **Bruce Palmer** plans on meeting with some of the key players this weekend to discuss this, with help from **Kristin Berry, Becky Jones, and Maggie Fusari.**

**G. Final Costs for Stebbins "Matriarch" Prints:** Kristin Berry brought along 25 of her 32 copies of this print in tubes. Agreed to auction one or two and sell the rest at \$100/print.

**H. Management Oversight Group Meeting on 11 March 2014:** Several members are going to be there where, among other things, the fate of the Desert Tortoise Conservation Center will be discussed. Ken MacDonald will circulate his draft letter for additional support. **Motion made (Kristin Berry), seconded (Ken MacDonald), and approved to fund Bruce Palmer's travel expenses to the MOG meeting.**

**I. Sid Silliman's Request for Opposition to the Soda Mountain Solar Project:** Assuming Sid Silliman is here, he will be given an opportunity during the weekend to announce the website that allows individuals to oppose this project. **Ed LaRue** will forward Sid's email with the link for this to all Board members.

**J. Morafka Award Check:** This \$2,000 check was mailed to Mexico to Sara Valenzuela three weeks ago but it has not arrived. **Mike Bailey and Joe Probst** will put a stop on the check and arrange for a bank-to-bank transfer of funds to Ms. Valenzuela.

**K. Miscellaneous Workshops:** Maggie Fusari and others expect to speak to some of the USFWS people this weekend to discuss future workshops. Kristin Berry and Pete Woodman will get together to discuss the health assessment workshop.

**L. Adjourn:** The Executive Session was adjourned by Bruce Palmer at 10:00 p.m. after a motion (Maggie Fusari) and a second (Kristin Berry).

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## **Desert Tortoise Council, Annual Business Meeting on 21 February 2014**

The Annual Business Meeting was called to order by Chairperson, Bruce Palmer at 08:00 a.m. in the main conference room at DoubleTree Hilton, Ontario, California. **Attendees:** Scott Abella, Becky Jones, Chris Noddings, Ken MacDonald, Michael Tuma, Tracy Bailey, Mike Bailey, Kristin Berry, Joe Probst, Bruce Palmer, Daniel Pearson, Maggie Fusari, Pete Woodman, Ed LaRue, Glenn Stewart, and Mari Quillman. **Guests:** In addition to Board members listed above, there were approximately 10 Symposium attendees at the business meeting, who as members, participated in the votes described herein.

**A. Introductions:** Bruce Palmer introduced the Board, including our newest Board member, Scott Abella, to those in attendance.

**B. Review Agenda:** No new items were added to the agenda.

### **OFFICER AND COMMITTEE REPORTS**

**C. Chairperson's Report:** Bruce Palmer will present his report as part of the Symposium this afternoon, so the following is a summary. In 2013, the Board met four times plus Annual Business Meeting today. Began standardizing operations of the Council by developing policies, like the Grant Policy. There was a 20% turn-over of Board members, losing three longtime members and gaining four others in 2013.

**D. Treasurer's Report:** Mike Bailey provided the Treasurer's Report, which included expenditures for 2013. Overall total money is reported as about \$280,000, with only about a \$5,000 net increase in 2013. Additional pages report account balance (1 page), banking summaries (2 pages), workshop summary (1 page), and present and past budgets (back to 2009). Everything is up to date with regards to taxes, nonprofit status, and balancing all accounts; no audit yet, but will be conducted later.

**E. Corresponding Secretary/Information and Outreach Committee reports:** Tracy Bailey reported she maintained the P.O. Box in 2013 in Ridgecrest. She is commended for her years of service as our outgoing Corresponding Secretary, and Becky Jones is welcomed to that position.

**1. Newsletter (Sean Daly):** Three issues published in 2013.

**2. Website (Mary Cohen):** Mary has done a wonderful job keeping the public and members informed.

**F. Membership Coordinator/Membership Committee Report:** Mari Quillman reported we now have a new computer with the data base installed. Online registration automatically updates the data base. The workshop resulted in 142 new Council members, so a total of 343 members.

**G. Ecosystems Advisory Committee's (EAC) Report:** Ed LaRue provided a brief overview of EAC's activities in 2013, which included receiving 44 environmental project notices (19 in California, 15 in Nevada, 8 in Arizona, and 2 in Utah), commenting on 30 of them, and attending 13 public meetings.

**H. Awards Committee:** Glenn Stewart provided a summary of individuals and groups receiving awards this year at the Annual Banquet, with Bruce Palmer presenting a summary of those awards.

**I. Grants Committee:** Glenn Stewart provided a summary of grants approved and denied for 2013, with Bruce Palmer presenting a summary of grants awarded and not awarded in 2013.

**J. Workshop Committee:** Maggie Fusari reported there were 142 students during two sessions in 2013. There will be two sessions again in 2014, also in Ridgecrest, California.

**K. 39<sup>th</sup> Annual Symposium Local Host Committee and Program Committee:** There are 267 registered (a record for the Symposium!) including four western states (California with 141 registrants) and many, many other states.

## **OLD AND NEW BUSINESS**

**L. Proposed Amendments to the Bylaws:** Bruce Palmer led the discussion of proposed changes, which are reflected below, and need to be approved by vote before officially adopted. He provided those in attendance with the suggested modified texts under the following outline (see Attachment 1).

### **1. Proposed revision of Article III – Membership:**

**a. Addition of Section 2:** Motion made (Ken MacDonald), seconded (Kristin Berry), and unanimously approved to adopt the revision as given.

**2. Proposed revision of Article IV – Board of Directors:** Issue with filling in for Past Chairperson, nondiscriminatory representation on the board, and increased transparency.

**a. Edit Section 1:** Motion made (Joe Probst), seconded (Chris Noddings), and unanimously approved to adopt the revision as given.

**b. Edit Section 2:** Motion made (Pete Woodman), seconded (Ken MacDonald), and unanimously approved to adopt the revision as given.

**c. Edit Section 4:** Motion made (Ken MacDonald), seconded (Kristin Berry), and unanimously approved to adopt the revision as given.

**3. Proposed revision of Article VI – Committees:** Introducing new standing committees.

**a. Add Section 10:** Motion made (Becky Jones), seconded (Ken MacDonald), and unanimously approved to adopt the revision as given.

**b. Add Section 11:** Motion made (Ken MacDonald), seconded (Maggie Fusari), and unanimously approved to adopt the revision as given.

**M. Elections of Officers:** As Recording Secretary in an even year, Ed LaRue facilitated the elections. Bruce Palmer was nominated as Chairperson, Ken MacDonald as Chairperson-elect, Joe Probst as Treasurer, and Becky Jones as Corresponding Secretary. Bruce Palmer then asked if there were any new nominations from the floor, which there were none. The position of Past Chairperson will remain vacant, as longtime Board member, Dan Pearson, has resigned from the Board as of this business meeting. **Given these nominations and no new nominations from the floor, Bruce Palmer was elected as Chairperson, Ken MacDonald as Chairperson-elect, Jochen Herbert Probst as Treasurer, and Rebecca Ann Jones as Corresponding Secretary, as per the terms of office given in the Bylaws.**

Bruce Palmer then highlighted issues facing us in 2014 including the two-day strategic retreat in June, the closure of the Desert Tortoise Conservation Center, translocation issues, etc.

**N. Next Board Meeting:** The next Board meeting, which will be the Strategic Planning Retreat, which is scheduled for 7-8 June 2014 in Wrightwood, California at a rental residence.

**O. Adjourn to Opening the Symposium:** Following a motion (Ken MacDonald) Bruce Palmer then adjourned the Annual Business Meeting at 08:30 a.m.

Both of these final minutes were recorded by Ed LaRue, Recording Secretary, submitted to all Board members for review, and herein represent the final minutes endorsed by the full board.

A handwritten signature in blue ink, appearing to read "Ed LaRue", is centered on a light blue rectangular background.

**Attachment 1: Proposed Amendments to Desert Tortoise Council Bylaws  
To Be Considered at the 2014 Annual Meeting  
February 21, 2014**

**Article III – Membership**

ADD Section 2. The Desert Tortoise Council does not discriminate against any person on the basis of gender, sexual orientation, marital status, creed, religion, race, color, national origin, age, economic status, disability, organizational affiliation, or any other physical, social, or economic factors.

**Article IV - Board of Directors**

Edit Section 1. The business of the Council shall be managed by the Board, which shall be composed of not less than eight or more than fifteen active members of the Council. Seven of the positions on the Board shall be the elected officers of the Council. If the position of Past Chairperson is vacant, a ninth Board Member at Large may be appointed. The Chairperson shall be the presiding officer of the Board.

Edit Section 2. Membership on the Board shall reflect the diversity of the general membership of the Council, insofar as feasible. In addition, the Board shall appoint new members that broaden the Board's range of competencies and backgrounds; assure an appropriate continuity and turnover of Board membership; and provide that new Board members will be willing to accept officer roles and tasks needed to support the Council and its functions.

Edit Section 4. Each member of the Board shall have one vote. A majority of the members of the Board shall constitute a quorum. For the Board to take actions that require a vote, a minimum of thirty days notice of the meeting must be provided to all members of the Board. If less than thirty days notice is provided (e.g., for a vote via electronic mail), the quorum for determining a majority vote shall consist of the entire Board membership. For a member of the Board to cast a vote, the member must be a participant in the discussion of that item, either in person or through various means of telecommunication. Members of the Board may recuse themselves from any deliberation or vote on decisions regarding individual issues or actions under consideration by the Board or the Council. The names of individuals who have recused themselves shall be recorded in the meeting minutes.

**Article VI – Committees**

ADD Section 10. Workshop Committee. The Workshop Committee shall be chaired by a current Board member, with additional committee members appointed as needed, recognizing that the assistance of many persons is required for a successful Workshop.

Obligation. It shall be the responsibility of this committee to coordinate the annual "Introduction to Desert Tortoises and Field Techniques" workshop. The purpose of this workshop is provide wildlife biologists, zoologists, natural resource specialists, wildlife managers, land managers, recreation specialists, persons dealing with the public, teachers, and the general public with a comprehensive introduction to the desert tortoise. The Workshop is to include important information on ecology, habitat preferences, life history, health, physiology, and threats; applicable state and federal laws and required permits; and field sessions on surveys and identification of tortoises and tortoise sign appropriate for entry-level desert tortoise field workers. Instructors are to include representatives from land and resource management agencies, tortoise research scientists, persons implementing tortoise surveys, monitoring, and other management activities, as well as other knowledgeable persons, to the extent practicable.

ADD Section 11. Grants Committee. The Grants Committee shall be chaired by a current Board member. The Grants Committee Chairperson will, on a grant request-by-request basis, identify and appoint at least two members to the Grants Committee, including at least one current Board member, and may include non-Board members that are members of the Council.

Obligation. It shall be the responsibility of this committee to evaluate each grant request submitted to the Council and to provide a recommendation to the Board for consideration for funding. The Grants Committee will provide a formal response to the applicant that conveys the decision of the Board regarding funding of the grant request and may include information regarding the grant request that influenced the Board's decision.