

Minutes  
January 16, 2018  
4:00-6:00  
Offices of Clyde Snow 201 S Main Street

Agenda: serif  
Minutes: sans serif

In attendance: Kate Ferguson; Matt Steward; Brad Barber; Adam Bahna; Mark Raming; Wendy Zeigler; Joe Geroux, Nancy McLaughlin and Ben Machlis.

Excused: Heather Ross, Des Barker, Jeff Appel, Jon Boltax, Eric Lee and Kathryn Eden.

Staff: Wendy Fisher and Catherine Cargill

Matt began the meeting at 4:00

Board Training – Post LTA: Kate Ferguson

Kate went over some interesting things she learned from this year's Rally regarding fundraising. One of the main themes that ran through all of the fundraising workshops was to get your board involved. The best thing they talked about was a donor pyramid. And how can we get the board involved in fundraising? The bottom of the pyramid is the first time givers. Suggesting a board member call to thank, or write a note and welcomed them to the organization. The middle of the pyramid is our consistent givers, we need to keep them engaged which would be a good use of board member time per the workshop presenters. These are the folks who are most likely to leave money in their wills. The top of the pyramid, 5-10% workshop recommends periodic value added contact between board members and these top donors, to generate more revenue with less effort. The three things high level donors want are: prompt personal meaningful thank you cards, assurance that their gift is being spent as they requested; and proof that their gift made an impact after it was spent. Kate's idea: have quarterly meetings with the few on the board who are interested in fundraising, and drive toward this goal; and see if that makes a difference. Also Kate brought up revisiting Portraits, as she learned from rally workshops that the annual fundraiser is not the way to do it because it takes too much out of staff and board. Kate suggested all members try to make two quick phone calls. Have meetings that move forward as an entire board. Short of not having everyone's phone numbers, notes at least to the donors who are your contacts. We do do those personal touches. Wendy goes out to lunch with our high end donors. Need to somehow work with the board to make sure that when their folks give they know. Catherine will send everyone their list of donors and their history. We need to focus on better packages for Portraits. We need a system, lay out a strategy. Wendy thinks each board member should have a pyramid as a starting point. Wendy will share her pyramid. Marie and Wendy will work on that.

Wendy talked about our e-newsletter and our podcast. Mark thinks a bunch of eggs in different baskets. We need a sub-meeting, Kate will set it up. Wendy Zeigler will start working through giving through wills. Any attorney the board may know who specializes. Marie has done research. She talked to The Nature Conservancy and they say it's a mixed bag. Not so much

about what you can or can't say legally, but in sending the right message so we don't end up with stuff (gifts) that we don't want; or can't use. Kate will bring her new venues list for Portraits to the subcommittee meeting.

Creamer Property – **Closed, all land discussions will be considered as closed sessions.**

**Different maps of the proposal were presented.**

Wendy asked Mike, our stewardship director, to weigh in on this proposal. Mike sent the deed and his report to the board. The property in blue is where his new house set it proposed. He can build up to six homes on the property he owns. His goal is to preserve his property, shy of the one house, if he can get the drive way allowed on our property (Emigration Canyon Preserve). Brad thinks this whole thing is a bad deal, no matter what we do, publically and for him personally. It's going to impact open space one way or another. Either impact what we own or the land he would have put under easement if we give him the driveway. He has other ways to access this house site, which he will explain. Creamer's property is surrounded by other open spaces. Also, he would turn the Sun and Moon that he bought into a trailhead and fund a trail. Would he allow people onto his property? Where he wants a road is a sensitive corridor, according to Mike's report and conferred by Brad, as he knows the area well. Ben thinks Creamer would need many 404 permits and likely would not be able to get them in order to do what he's proposing. The upper part of Brigham Fork Canyon (that he owns and would be part of this proposed trade) is a pristine riparian corridor. He's either going to cut a drive way out somewhere else, if we can't help him, and sell the rest of the property for development. He does not own to the road, there are other lots up there that he could buy. Nancy thinks the board needs to disclose any conflicts before further discussions. Nancy lives very near this area. Brad lives within view of his property. Ben's wife works for Steve Creamer. Jeff owns a lot near there and so does Matt. Ben doesn't think any of these disclosures are actual conflicts. Brad feels compelled to not vote on this. Nancy says once a charitable gift is made you can't go back and change it, so talking with Boyer about any change is not possible. Matt sees three issues. 1) there are deed restrictions in the deed from the 2000 conveyance from Boyer to UOL which requires us to preserve it as open space or other conservation values and defines permitted uses which do not include a road, expressly. 2) a further restriction if UOL conveys it to somebody else without a conservation easement on it, it triggers the grantor's right to automatically convey it to a governmental entity subject to an easement. The deed would not allow any version of what he's proposing. The board all agree with that; and that too was Jeff's impression when he reviewed the deed. 3) That's the contractual part of it – but since it was a charitable gift there is no way to change the contract as the public is the beneficiary of the gift. The law would prohibit this proposal. It would have a substantial negative impact on essential conservation values attributable to that piece of land.

Wendy could see how others would read it differently. It would be very difficult to legally amend the easement, it would have to have exhausted its values or become an impossible or impractical use which it hasn't. In articulating this to the owner: Maybe we could help with the preservation of his property in some other way; in the best public relations way that we can explain it. People in the community are already talking about the house, the road, the development, etc. The tax deduction now is very attractive for tax consequence of putting property into easement. It seems like he too wouldn't want a development in his view shed

since he can control that. Nancy thinks it odd that we are potentially internalizing it as an organization matter, as it is his land he can do whatever he wants with it and doesn't affect UOL at all except that he has proposed a road through our adjacent property. Adam thinks we should focus on getting him to build a few less houses and maybe donating some land if that's really a possibility. Matt says we can't even entertain the possibility of doing and if people don't like it, they don't like it. Ben pointed out that no matter what we come up with we can't base it solely on the legality of it because Steve could come up with an attorney who disagrees with UOL's legal assessment. Ben doesn't think we need to have that debate because the right approach as an organization is to view it the way Nancy views it. UOL doesn't go back to landowners for amendments for things like this. The other interpretation will be that Boyer gave this property as a quid pro quo in order to build a subdivision so there was no charitable deduction taken, and Utah Open Lands should be willing to work through something like this to get additional open space. We need a political sensitive way to say this is the way we interpret this, this is the way we treat these. It has restrictions and there's nothing we can do about it. Board affirmed we don't want a letter. Nancy suggested language like "We think we are not legally able to do this, and even if it were a completely unrestricted deed as a board we would not do it." Wendy thinks maybe we should do is not have it written, have a meeting with him and a board member or two, and a script that we start thinking through, stressing his conservation minded focus, that he gets the Brigham Fork thing, that he might place a conservation easement, and point out the wonderful tax incentives that are there. That's what we rely on people exercising their private property rights who think a conservation solution might work. And we would love to help make that work. With respect to our property and what you'd like from us, we understand the many reasons that you might see that as an idea, there are several problems we have that make the request a no-go. One is the deed itself which has restrictions in it, and that's what we do as an organization, we follow the restrictions that are within the agreements that we work through with landowners and this one has those, in addition we have done an analysis that shows this is not something that would work with this property, and beyond our own analysis we recognize there are federal and other laws that might come into effect as well and we think the broader impact of this doesn't make sense. Brad thinks Wendy would be the best messenger, and Brad would prefer to not be there, he'll think about attending. Matt will attend this meeting as the chairman of the board. Our defense is that his land can still be protected regardless of the road. We can't do this but express how excited we are about the prospect of protecting this and look forward to working with him on making that happen. It needs to be a very firm response, we are talking about a guy who got a special vote of congress to allow for the size of his boat on Lake Powell.

ACTION: Ben Machlis moved that staff responds to Mr. Creamer's proposal using the outline of a script that Wendy Fisher articulated [above] and present it to him verbally in a meeting with Brad and Matt. Wendy Zeigler amended to include the board's decision that will not allow for the proposed road. Mark Raming seconded. Brad Barber, Nancy McLaughlin and Ben Machlis abstained from the vote. A vote of the remaining board present affirmed the motion unanimously.

Any questions to board members by the community should be sent to Wendy Fisher.

### Audit Review

Catherine went over the draft audit by Larson CPA. We had conversations about the opinion language and the footnotes. Final changes in language will be sent to the board for review before we ask the auditor to make the changes.

ACTION: Joe Geroux moved that the board has reviewed the draft audit and recommended some changes in the opinion and footnote language; approving the audit subject to edits. Nancy McLaughlin seconded. A vote of the quorum present affirmed the motion unanimously.

### Insurance Coverage

Catherine went over our insurance coverage both that of the Conserve-a-Nation Insurance through Chubb and our Terra Firma Insurance. At our 2016 Annual Meeting it was decided to add Terra Firma to our insurance coverage. Matt has asked again what Terra Firma covers that is not already covered by the Chubb. Catherine has put out that question, again, since we had this same question back in 2016, and will hopefully hear back from Terra Firma. We will again discuss this at the Annual Meeting. There is a question that perhaps we have more coverage than necessary. Wendy Fisher feels since we have it in the budget she's comfortable having the extra coverage. Catherine will investigate if one of the million in umbrella coverages is in the hundreds or thousands in the premium we pay.

**The following discussions were accompanied by maps and photos, for the board's review of this project.**

### Crockett Dumas (aka Outlaw Trail Ranch)

This project would be an easement donation. This 60 acres property is adjacent to Petrified Forest State Park. The ground on this property has evidence of dinosaur bones and ancient cultures' structures and fragments. Wendy attested to an initial find of many conservation criteria needed in order to protect in perpetuity. Wendy would like a board vote to continue investigating and initiating this as a project.

ACTION: Joe Geroux moved to direct staff to continue proceeding work on this project. Mark Raming seconded. A vote of the quorum present affirmed the motion unanimously.

### Girl Scout Property

Currently this property has a conservation easement on it held by a third party. Owners and Park City are working on placing it under easement with Utah Open Lands. This property is now surrounded by our Bonanza Flat project. Wendy would like board approval to expense staff time and resources for continuation toward a conservation easement.



ACTION: Wendy Zeigler moved to pursue investigating all of the in-holdings and pursue negotiations to acquire with Park City. Kate Ferguson seconded. A vote of the quorum present affirmed the motion unanimously.

#### Armstrong Pastures update

Park City, which originally was going to donate to this project, informed Wendy F that they may not be able to, and now are showing signs of a donation, but not as much as originally discussed. The landowners are now considering a \$6 million, instead of an \$8 million dollar purchase price.

#### Approval of December's minutes

ACTION: Ben Machlis moved to approve December's minutes. Mark Raming seconded. A vote of the quorum present affirmed the motion unanimously.

\*\*\*\*\*meeting adjourned at 6:20\*\*\*\*\*

Minutes  
February 20, 2018  
4:00-6:00  
Offices of Clyde Snow 201 S Main Street

Minutes: serif  
Agenda: sans serif

Board in attendance: Eric Lee (via phone); Nancy McLaughlin (via phone); Jeff Appel; Mark Raming, Ben Machlis, Wendy Zeigler, Heather Ross, and Kate Ferguson – **Quorum Present**  
Excused: Matt Steward, Kathryn Eden, Adam Bahna, Jon Boltax, Des Barker, Brad Barber and Joe Geroux  
Staff: Wendy Fisher and Catherine Cargill  
Guests: Devin Pope and John Bird

Wendy Zeigler started the meeting at 4:06

**Board Business**

- Approval of Minutes

ACTION: Jeff Appel moved to approve January's minutes. Mark Raming seconded. A vote of the board affirmed the motion unanimously.

- Finance Committee Recommendation

Before Albion's presentation, the Budget and Finance Committee present, that met with Albion earlier in the month, sent their report to the board prior to this meeting and Ben went over our conversations with Albion and gave the recommendation to the board to approve moving from individual investment funds to one fund with different allocations in order to have a more robust and efficient investment policy.

- Presentation from Albion Financial

Introductions between board members and John Bird and Devin Pope from Albion Financial were made. Nancy started off reminding the board that as trustees with fiduciary responsibilities, these funds need to be managed prudently as they are being held for the benefit of a third party, namely the public. Alerting the board to the fact that the current funds are invested so conservatively there is the potential for not keeping up even with inflation. Devin Pope continued by explaining that currently our investment strategy is 3 separate accounts all being treated, risk and length, as if no money in any fund can be exposed to risk, and maybe needed at any time. If we placed all the funds into one account with more volatility for some of the fund there would be more potential for growth. Given our needs, it makes sense to combine. We don't need the liquidity all at the same time. Keeping an eye on not risking any of the Permanent Fund, if combined there would be a buffer of non permanent money which would allow us to take advantage of. If we structured the funds into 50% equities, 40% into bonds, and 10% cash, we would be in a position to access the 10% at any time, and the 40% could be laddered and managed for a future event, ensuring we have the resources necessary to enforce and further land conservation. John pointed out the one-pot scenario of about 1.6 million dollars, have low odds of being needed all at once. The liquidity would be structured such that we could do a draw down in any given year to use for conservation advancement or in the need of operating funds. In the case of operating funds, we will know well in advance if we will need to access. The co-

mingle of funds would allow a more aggressive management while leaving much of the fund accessible immediately or accessible over a year's time. Nancy added that Ben's report that was sent to the board the week before this meeting, nicely points out that roughly 50% of the whole pot is available. Nancy suggested that we start off fairly conservative and if we find comfort in the activity over time the board may want to increase the equities and lower the cash / bonds. Jeff Appel asked about gains/losses allocations. Per our policies UOL would allocate any gain to the percentage of the fund that is comprised by the Permanent fund. Any losses would first go to unrestricted. Ben points out it is our policy that requires this amount of tracking, and that there is nothing that forbids us from investing, it is how the organization "uses" the funds that are dictated by the donors intent, not the investment per se. Heather asked about the equities investment portion and is it actively or passively managed. John Bird said it was about 50-50%. Her point is our ownership of non indexed funds need to be environmentally conscientious. It was discussed creating an environmental policy in order to assure UOL is not investing in companies that are maybe environmentally controversial or politically controversial. Wendy Zeigler suggested decreasing the cash percentage. It was discussed starting out conservatively and meet regularly with Albion, at least once a year, and the Budget and Finance Committee will review the quarterly reports Albion provides and report to the board quarterly; and the Budget and Finance Committee meeting separately with Albion at least once a year.

**Recommendation of the Budget and Finance Committee:** The Budget and Finance Committee recommends that the board adopt Albion's proposal to devise a uniform investment strategy for the reserved funds as a whole and invest those funds as follows: 10% cash, 40% laddered bonds, and 50% stocks. The Budget and Finance Committee also recommends that the board adopt a revised investment strategy that reflects this recommendation.

**ACTION:** Ben Machlis moved to adopt the Budget and Finance Committees recommendation with respect to the changes therein and to charge the Committee to move forward with drafting a new investment policy to recommend to the board for approval at the next meeting. Mark Raming seconded. A vote of the board affirmed the motion unanimously.

- **Quarterlies**

Catherine went over the quarterlies that were distributed the week before this meeting. Included were the end of January 31, 2018 Profit and Loss report, the Balance Sheet of the same date, the breakdown of net assets which reflects the ongoing cost centers and are divided up into Temporarily restricted, Permanently Restricted and unrestricted. This sheet is kept ongoingly as the means by which funds are internally tracked and are separated into the categories per IRS and donation law requirements. It is not unlike the SWAL, that has been used in the past to reflect mostly cost center balances and income and expense (all in one). The unrestricted, or general ops net for the quarter can be seen in the bottom portion of the sheet and reflects a positive net for the quarter ending 1/31/18. As for the profit and loss report reflecting an overall negative net, the asset sheet can explain the negative net as part of the total includes the temporary assets (top of the asset sheet, has a net at the end of the quarter of negative \$400k. This sheet also reflects the year's starting balance. In the case of this negative number it is the receipt of Owl Meadow funds from a previous year that we expensed at the time the easement was placed upon in this fiscal year. In the end the release of restrictions will take care of the negative.

ACTION: Kate Ferguson moved to approve the quarterly financials. Jeff Appel seconded. A vote of the board affirmed the motion unanimously.

- ~~Insurance—Assessing our insurance coverage (review) as part of accreditation.~~

### **Fundraising**

Note card update to individual donors

Board Member Networking plans

Bonanza Donor List

Kate went over her work in researching board fundraising. She's found that personal notes to donors makes a huge difference. Kate pointed out that we need to network more, not necessarily asking people for money but reaching out to people we know. Kate is willing to meet with UOL staff weekly in order to start creating a fundraising plan for each board member. She would like to meet with each board member for a quick chat about what each member could do and come up with an individualized personal fundraising /networking plan. To start with the board was given note cards and a list of their current members that gave for either the annual appeal or Bonanza Flat with the request that board members write a quick note of thanks. As for the hundreds of folks that gave to Bonanza Flat, we need the board to review and see if they know any of the people on the list to claim them. Kate would also like ten minutes in every board meeting to discuss fundraising.

Wendy Fisher went over the upcoming events/happenings:

### **Outreach**

*Career Fair 2/6:* The Career Fair was a great success this semester. We received some resumes and correspondence from students who are interested in joining us for any potential internships that may arise this summer. We discussed potential projects with a couple of them that could grow our demographic and will be keeping in touch to see if this is something they want to pursue in the summer months.

*Podcast (ongoing):* We had great success putting together our first podcast! Marie and Sarah are currently working on edits for episode two and have started interviews for episode 3 also. We are on track to have one out at the end of February and another at the end of March. We have had 58 plays on Soundcloud alone (it is also available on iTunes) and are working on creating a podcast page on the website for it to stream from. Wendy asked the board to listen to the podcast, or at least click on it, to get the "listen" count up.

*Newsletters (ongoing):* As per Board discussion at last year's annual meeting, and with grown staff capacity, we have set our sights on releasing a monthly newsletter. January's newsletter had a 42.4% open rate. The average marketing email receives an open rate of 22.9%. February's newsletter is set to go out shortly.

*JANE viewing 3/12:* We have the opportunity to put on a screening of the commercial free global broadcast premiere of JANE, on Monday, March 12th at 8/7c. We would like to gain some insight into if this is something our Board Members would like us to put on at a public venue for them to come and invite their friends to, enjoy beverages, listen to a short speech by Wendy about the work we do and the importance of nature and then watch the movie together. Please let us know! This is another opportunity for board to invite potential donors or current special donors.

*Quiz for a Cause 3/14 7-9pm:* We are benefitting from the proceeds of our second “Geeks Who Drink: Quiz For A Cause” night hosted at Piper Down. Please look out for any social media shares from UOL about the event and spread the word. Rally a team together and join us for a night of friendly competition and donation collecting (last year we raised a little over \$500 in just two hours).

*Gaining Ground 4/13:* This year’s Gaining Ground Seminar will be held on Friday April 13<sup>th</sup> at the S.J. Quinney College of Law on the U of U campus. More details to come as the agenda has been finalized but we are awaiting responses and confirmations from speakers. Marie will send the board members who are interested the agenda (draft). Wendy asked that the board plan on attending this day event. Wendy would like the lawyers to please invite their firms and spread the word. Ben asked that we make sure the Credit folks send out an email.

Wendy also notified the board about the opportunity to take special guests/donors, friends up onto Bonanza for a special Nordic ski day. The mayor said they could provide shuttles for us and our guests. We need to let them know what day we would like to take advantage of this special offer to us and our donors.

**Conservation Easements and Stewardship** the following items were all accompanied by projected images and maps.

Discussion and Approval items

**Irie Hollow:** Current status of project is landowner’s attorney has made substantive changes to the CE. We’ve asked for clean version of CE from landowner so Ben can properly review and are currently waiting for that.

**Brooks Kamas Pastures:**

Sherm Smoot is writing a grazing plan for the property as required in the conservation easement. And as requested by UOL.

While the conservation easement states that grazing is prohibited until the end of August, UOL has recently learned that the current landowners Jeanette and Martin Brooks have been grazing cattle earlier in the season.

Sherm is making the case in his grazing plan that having cattle on the property earlier in the year, yet restricted to certain portions of the property for specific time frames that limit grazing of poorer soils, actually enhances the agricultural conservation values of this conservation easement. This is compared to the current grazing scenario which allows cattle anywhere after August 31. He also expressed a concern if grazing isn't allowed earlier in the season, that no buyer will purchase and graze this property and that the property won't be used for agriculture at all now that UOL has highlighted the current conservation easement language. It has been pointed out that at the Swaner Nature Preserve large mats of thatch due to the lack of grazing have negatively impacted the ecological value of those meadows and that such a scenario should be avoided here.

Sherm has suggested that if the conservation easement language is an issue here that the conservation easement be amended to further clarify grazing on the property is based on the grazing plan solely.

Possible solutions:

- UOL proceed with an amendment
- UOL writes a letter of discretionary approval/discretionary waiver. Note: The LTA's "Amending Conservation Easements" discusses the pros and cons of using discretionary approval. The approach could be that the inclusion of the specific grazing dates was originally meant to be in the grazing plan instead of the CE.
- UOL does nothing and sticks to its guns with the current grazing issue.

It was decided that Jeff Appel and Eric Lee would review the language to see if possible to create a discretionary letter and provide a recommendation to the board.

Stewardship Discussion: Lasal Herd Critical Range Preserve. Town of Castle Valley has asked UOL to request that the portion of this conservation property not currently within the town limits be annexed into the town. Wendy feels taking a side, or not taking a side is going to have to the town frustrated with UOL. The hunting issue the town and the DWR are considering may or may not be resolved with the annexation; they first will need to figure that out.

Armstrong Pastures: We're going to begin our financial campaign, first by putting up a sign on the pastures fence, and a mailer to area residents to see how much interest the community has in donating to the preservation of the land. Wendy reminded the board that the future Barn donation will not happen if the Pastures campaign isn't successful. Wendy said we could have an event at Kerry's barn and get folks there, such as Bill White, Eric Lee thinks Mr. White would be very interested in attending.

Dimple Dell:

There are two historic structures adjacent to the Dimple Dell Regional Park that the Dimple Dell Wildlife Project wants to raise money for. This group originally was contemplating starting their own lands trust in order to protect this property. After meeting with Wendy they may now become a fundraising group and we'll function as the land trust for them and have Sandy City be

the landowners. Wendy says there isn't urgency or time constraint. Dimple Dell is a great regional open space, is home to Fremont archeology as well as geology and natural history. UOL would not be front and center in the financial campaign the Dimple Dell Wildlife Project would be.

\*\*\*\*\*meeting adjourned\*\*\*\*\*

March 20, 2018  
4:00-6:00  
Offices of Clyde Snow 201 S Main Street  
Minutes

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Agenda: serif

In attendance: Adam Bahna, Wendy Zeigler, Kate Ferguson, Heather Ross, Nancy McLaughlin (phone), Ben Machlis, Jon Boltax, Brad Barber and Des Barker  
Excused: Jeff Appel, Eric Lee, Matt Steward, Kathryn Eden, Mark Raming and Joe Geroux  
Staff: Wendy Fisher and Catherine Cargill

Wendy Zeigler called the meeting to order at 4:08

- Approval of Minutes

ACTION: Kate Ferguson moved to approve February's minutes. Adam Bahna seconded. A vote of the board affirmed the motion unanimously.

## **Board Training**

### Outreach

Gaining ground cancelled/rescheduled

Gaining Ground has been postponed to a time in late May. Staff will reach out to those signed up to present and see which date works best for all. Board will be notified of date and all are encouraged to attend. This is a great opportunity for Board Training.

Wasatch Back Advisory Board next meeting April 19<sup>th</sup> 9:00 Heber

The group has talked with the County Council to consider an open space bond. March 28, 2018 the council will vote to put this on the ballot. Some of the members on the advisory board are Laurie Stone, Tracy Taylor, Trudy Simmons (a Northfield landowner), George Hansen, Eric Lee, Heather Ross and Kate Ferguson are also interested in participating. This is another opportunity for board training.

Earth Day Celebration April 22

We are joining Utah Rivers Council to celebrate Earth Day. Brian McNerney will be our speaker. He presents on Climate Change issues. We'll also be honoring Ty Harrison and letting folks know there's a hike in Emigration Canyon in his honor at 2. Our Brunch starts at 10 am and runs till 1:00. We'll send you invites.

### **Annual Meeting date**

Our annual meeting needs to be sometime in early May. The members present would like to check with the full board to confirm times and dates. Wendy believes that we could do a half a day, since this year we don't have to create a strategic plan. The suggested first date the board is asked about would be May 3<sup>rd</sup>. Please look at your calendars, I'll send out an email about it.

### **Surveys**



Marie will be sending out a link to a survey that has been created by a UOL volunteer to get our board's insight into the nonprofit sector. It would be helpful if each one could fill this out. It should take less than 2 minutes and will remain anonymous.

## UPHE

Marie and Sarah will be meeting with Utah Physicians for a Healthy Environment next week to look into a co-lab that would allow doctors, land conservation groups and mental health nonprofits work together and organize events to get people out on the land as a form of relaxation and recuperation. Ben was concerned with working with groups or groups representatives that alienate large portions of the public. Wendy pointed out that we are also trying to include other groups, for example Connect in Park city. Others suggested Utah Clean Energy, UCare or groups from the University and private school Outdoor education programs.

## Board Business

Ben said he would like to address the day and or time of our monthly board meetings as its frustrating to not have our executive committee members absent from meetings; or have a conversation about delegating authority to committees. Wendy said since we changed the meeting from the third Thursday to the third Tuesday of every month it has been more common that folks are unable to be at meetings. It was decided we'd re-address this topic at our annual meeting in May.

## Accreditation Renewal

### Board Training Discussion

As part of looking into changes and renewal for Accreditation Board Training is now an indicator practice. Aside from board meetings and attendance at Gaining Ground and other training opportunities is there something we could do regularly that would satisfy this requirement that board members feel would help them. The board felt that inviting board to Gaining Ground and our other education opportunities such as webinars and the like would suffice. Catherine will make sure to include the heading Board Training on minutes as a way to find available training opportunities. Catherine will look at the details of this Standard and Practice. Included below

The requirement says: "[UOL] provided board members with training to fulfill their duties (such as participating in national or regional training events as appropriate, receiving training at board meeting about topics that require board action and specific technical expertise, etc)." The documentation we need to provide to demonstrate we do this is a statement about how we recruit and train board members.

### Office Sewer– Office Budget item

Wendy alerted the members present of our current sewer issue. Plumbers have been plumbing since Thursday. We are looking at about a \$8500 price tag. We have \$10,000 in this year's budget. We used the plumbers that Hugh Ferguson Recommended, Manwill (the last plumber we used wasn't able to it in a timely way).

## Financial

- **Investment Policy Review and adoption**

The recommendation from the board last month was to adopt the recommendation from our Investment managers to combine all accounts into one, with direction to strategize 50% stocks; 40% in bonds (laddered for liquidation or reinvestment) and 10% cash allocation of our funds turned over to Albion Financial Group. Catherine prepared and distributed a draft policy to the budget and finance committee and Mark responded with a few ideas/edits, Ben agreed with Marks comments. Mark was not present at this meeting. After the remaining board members received a copy, Adam had concerns over the changing of the policy to a range in the equities category. Catherine explained what Marks suggestion to do this was in order to keep this internal board policy flexible. The instructions we would give to Albion would be ONLY the original amounts approved by the board the 50/40/10 breakdown. After much conversation it was recommended that the instructions to Albion could change per board direction to them from time to time within the limits; and since there were more questions about the Internal policy it was determined that the board would review the instructions to Albion and continue working on the internal policy to clarify as this board policy, albeit "internal" are given to foundations upon their request.

ACTION: Adam Bahna moved to approve our original allocation approved in February, additionally seek to receive and review Albion's initial description of the individual stocks they plan to purchase for board to review prior; and that the Budget and Finance subcommittee will review the 1/4ly reports from Albion and present their findings to the full board. Heather Ross seconded. A vote of the board affirmed the motion unanimously.

## **Fundraising**

- **Portraits of Preservation**

Kate gave the last meetings Portraits meeting report. We'll have to move the date as 1) the Zoo's fundraiser is that night and 2) so too is McGill's school's Open House. Wendy Zeigler would like to poll the rest of the board first to see if that date works for everyone. The results from the meeting was we will go back to Rice Eccles, Zeigler is trying to get a donation from them for the space (they stopped giving non-profit discounts) and our Goal this year is to get 10 more tables than we usually in order to fill up the mezzanine. An easy way is to get more table sponsors, so if you know a business owner, or employee that would ask their boss to get a table that would be great. This averages out to everyone getting 2 tables, keeping in mind some of you get more than one usually so it's a get more tables push. Catherine really needs to know how many tables you think you can bring in EARLY this year. Also keep in mind there will be a choice on the website for Mezzanine or Lower level, but most people don't have their invitees go to the website.

## **Brooks Kamas Pastures amendment matrix**

### **Eric Lees Review**

Last month after a lengthy board conversation regarding the Brooks Kamas Pastures Easement: if we needed to amend it to enable the owners to exercise a permitted use or if there was another instrument we could create. "It was decided that Jeff Appel and Eric Lee would review the language of the Brooks

easement to see if possible to create a discretionary letter and provide a recommendation to the board." 2/2018 board minutes. After Eric reviewed the easement he believes an amendment is required. Staff completed the Amendment Matrix that we have created in order to address all the thinking behind our decision to amend or not amend. Wendy presented the completed amendment matrix and staff's assessment of the amendment request: "Staff believes an amendment will strengthen the easement by removing specific harvesting dates from the CE and will focus more appropriately on relying upon the grazing plan (which is required by the CE pending UOL approval). The conclusion was "to clarify an ambiguity in the conservation easement. Ben took issue with the staff's conclusion. He feels the language at issue is clear and not ambiguous. Wendy went on to refresh that the amendment wouldn't be the result of a violation, a new landowner nor would create a private benefit. The appraiser said his appraisal was not based on grazing or not grazing so zero net increase in value. Leaving the language in the Easement would result in a detriment to the conservation values. Ben also felt that voting on this without Eric (who reviewed the easement and recommended amendment) present; or the majority of Executive committee not present was a bad idea.

ACTION: Brad Barber moved to approve amending the Brooks Kamas Pasture Easement. Jon Boltax and Heather Ross both seconded. A vote of the board affirmed the motion by a majority of the quorum present. Ben Machlis and Nancy McLaughlin voted in the negative.

#### Bonanza Conservation Easement Use and intention document

Wendy went over the Permitted and Prohibited uses report submitted to the Park City Council, per the City's request, for their recent Council Meeting. Wendy went over the three different types of areas UOL has derived from the creation of our Resource Inventory: Primitive, Backcountry and Front country. These areas have been identified through our resource inventory and different levels of recreating will be allowed or prohibited based on balancing the conservation values in these areas with the desire to allow for recreation. For example the trail to Bloods Lake will be re-routed, and the original trail there closed, so as to allow for dogs on the trail without the current negative impacts. There was a lengthy conversation regarding a recently inaccurate and completely false post by Save Our Canyons (one of the technical advisors and campaign partners). They (SOC) also have a problem with any proposed groomed Nordic trails, but ironically not with snowmobiling. The council will ultimately make the determination. The report has been distributed to the board and projected at the meeting via powerpoint. Park City approved our recommendations in our report. On March 23<sup>rd</sup> a public technical meeting will take place; and a jurisdictional meeting, which is not open to the public. April 2<sup>nd</sup> will be an open house. On May 3<sup>rd</sup> we will submit our recommended draft Conservation Easement. Wendy hopes the board will review the draft conservation easement prior to our April board meeting; and asks that the attorneys on the board interested in helping can assist in the language in the easement, there will be complexities in dealing with issues such as prescriptive use. Additionally we will need assistance reviewing the title insurance as title issues are dense.

#### Creamer Property

Wendy, Brad and Matt meet, as recommended in a subsequent board meeting, with Mr. Creamer regarding his request to allow for a road to his home. This meeting reiterated to Mr.

Creamer our appreciation for his interest in the conservation of some of his adjacent property; we let him know the board cannot approve his request for a road to his home. It was also expressed that UOL would do whatever we could to help him in the future with protecting his property. The meeting concluded positively with UOL's offer to assist in the future if he chooses to conserve his adjacent property.

#### Update

##### Armstrong Barn

Wendy updated the board on this upcoming potential campaign to raise the funds needed to assist the landowner's donation of a portion of their value on the Armstrong Pastures. The mailer has gone out. The website has been set up. A survey is being replied to. Wendy asked again of the board to help in setting up house parties with folks in the area that they know and think would want to assist in this way.

\*\*\*\*\*Meeting adjourned 6:02\*\*\*\*\*

Minutes  
April 17, 2018  
4:00-6:00  
Offices of Clyde Snow 201 S Main Street

Agenda: serif  
Minutes: sans serif

In attendance: Adam Bahna, Kate Ferguson, Kathryn Eden, Mark Raming, Brad Barber, Matt Steward, Ben Machlis, Nancy McLaughlin, Jon Boltax (via phone), Eric Lee (via phone), Wendy Zeigler  
Excused: Jeff Appel, Heather Ross and Des Barker

Matt Steward began the meeting at 4:06

**Board Business**

Approval of Minutes

ACTION: Wendy Zeigler moved to approve March's minutes. Kate Ferguson seconded. The board passed the vote unanimously.

**Board Training**

Approval of Guidance to Albion

ACTION: Mark Raming moved to approve the Investment Guidelines for Albion after redlined changes are made. Wendy Zeigler seconded. The board passed the approval unanimously.

Approval of final internal UOL Investment Policy

ACTION: Mark Raming moved to adopt the internal Investment Policy. Brad Barber seconded. The board passed the approval unanimously.

**Outreach:**

*Bonanza Flat Open House*

The Bonanza Flat public meeting was well attended. May 3<sup>rd</sup> meeting may not go through provisions. Wendy asked if anyone has conflicts with Brighton Estates. There are no listed encumbrances or recorded rights of way. Resident access is via Class B county road but residents believe they have some prescriptive rights. UOL is planning on resolving this issue before moving forward with the conservation easement.

*Earth Day Brunch*

Wendy reminded the board that the Earth Day brunch is this Sunday at Squatters. Wendy promoted the speaker, Brian McNerney, and said he'll speak at 10:45. An art project created by Hawthorne Elementary students will be displayed at the brunch.

*Gaining Ground*

The Gaining Ground seminar has been changed to November 9<sup>th</sup>.

### *Hidden Hollow Concert Series*

Wendy said planning for the concert series is underway.

### *Owl Meadow Celebration*

The celebration for Owl Meadow will be June 15<sup>th</sup>. Wendy informed the board about the violation on Owl Meadow by SL Public Utilities a few weeks ago, and wants to use that as an opportunity to get some signage on the property to prevent any further violations. The celebration will be held at Heather's house, it will be smaller than originally conceived, and will target some key donors pending board approval. UOL will collaborate with the Ogden Bird Rehabilitation group who will release a red tailed hawk at the celebration. Kate asked if board members can invite folks who didn't donate but live in the area to the celebration. Wendy explained that they will already be cutting donors off the invite list because of space available to us at the celebration.

### *Snow Ranch Pastures*

Wendy discussed the open houses planned for Armstrong Pastures campaign. 75 people are willing to host open houses. The goal of the open houses is to assess the community's desire and motivation to protect this property. Jon asked if there are dates for future open houses, and Wendy said there are. One would take place the next evening (4/19/2018). Wendy will ask Marie to send out an email with future dates. Wendy mentioned to Jon the desire to get Mark and Ashley to host an open house when UOL announces the purchase. He agreed and will discuss this with them.

## **Conservation Easements**

### *Brooks Kamas Valley Amendment*

Wendy reminded the board that at the last meeting, the Amendment received approval to proceed. Wendy thanked Eric and Nancy for their help with the amendment, and she hoped to clarify for the minutes that Nancy and Ben, who voted against the amendment in the last meeting, were not voting against the amendment itself, but were concerned with the process and not the need for the amendment. Ben and Nancy agreed with the clarification. Wendy suggested going through the amendment policy again and then going through the amendment as it pertains to the conservation easement.

It was suggested that the board vote so that there is an official approval as opposed to the standing vote from the last meeting. Ben clarified that the previous vote was to move forward with amending the easement, and that final legal review the board will approve the document. Eric and Nancy went through the salient parts of the amendment and then asked for a motion to approve the final.

Nancy discussed three changes to Eric's draft. Two recitals were added: one stating why the amendment complies with the amendment paragraph that gives us the authority to amend the deed of conservation easement. She added whereas clause C: "Whereas, this Amendment complies with the requirements of Section XIII – Amendments, 13.1, Limitation on Amendment, of the Conservation Easement because this Amendment (i) will not adversely affect the qualification of this Easement or the status of the Grantee under any applicable laws, including Sections 170(h) and 501(c)(3) of the Internal Revenue Code and the laws of the State of Utah, (ii) is consistent with the Conservation Purpose of the Conservation Easement, (iii) does not affect the perpetual duration of the Conservation Easement, (iv) does not permit residential, commercial, or industrial development of the Property, and (v) does not permit any impairment of the significant Conservation Values of the Property and, instead, will further the protect those values." It is Nancy's understanding that it will actually enhance the conservation easement.

The second recital addition is whereas D: Whereas, “this Amendment complies with Grantee’s Amendment Policy because (i) it will have a beneficial effect on Conservation Values protected by the Conservation Easement and is consistent with Grantee’s mission, (ii) it will not provide private inurement or excess benefit, as prohibited by Internal Revenue Service Regulations, (iii) no conflict of interest exists with regard to this Amendment, (iv) it was approved by the Grantee’s Board of Directors, (v) it adds new provisions that strengthen the preservation and protection of the Conservation Values, (vi) the Amendment Procedures of the Amendment Policy were followed, and (vii) it will be recorded in the county in which the Property is located.”

Eric expressed that the language in the amendment is now straightforward. Ben asked about the grazing plans for this property. Wendy explained that this amendment provides language that gives UOL the authority to overturn a management plan that isn’t in-line with conservation values. Eric stated that he dislikes the arbitrary dates in the current easement, because it creates an impression that whenever UOL determines relevant prohibitions in an easement to be arbitrary, UOL is willing to amend.

Nancy’s third change was to remove the reference to arbitrary dates and changed paragraph F to read: “Whereas, this Amendment replaces Subsection 3.1(a) of the Conservation Easement by removing dates that do not provide sufficient protection of ground nesting birds, including fledglings, and requiring that (i) grazing on the property shall be done in accordance with a grazing management plan (“GMP”) developed by the Parties and approved by the Grantee so as to maximize the habitat for ground nesting birds, protect the scenic value of the Property, and, to the extent not inconsistent with the foregoing or the Conservation Purpose of the easement, sustain the agricultural conservation values on the Property consistent with best management practices for agriculture, (ii) the GMP shall be written and implemented to maximize the habitat for and otherwise benefit, in particular, the bobolink species, and (iii) the GMP shall prohibit the cutting, swathing and/or baling of crops or hay on the Property prior to the fledging of ground nesting birds, as determined by the GMP.”

ACTION: Ben motioned to approve the amendment circulated to the board, and that the accompanying matrix be updated to reflect these changes. Mark Raming seconded. A vote of the board affirmed the motion unanimously.

Matt reiterated for the newer board members that it is UOL’s practice to be very careful when it comes to amendments of existing easements, and the importance of the work that Nancy and Eric did on the amendment in ensuring that the recitals reflect our reasons for amending and demonstrate the public good that the amendment will bring as well as how it enhances the conservation values of the property, along with the documentation that UOL has complied with all the necessary requirements. Wendy mentioned the purpose of the management plans that UOL implemented here and how sometimes while agriculture is a conservation value, if not tended to properly, can also diminish the integrity of other conservation values. She commended everyone on the good job they did here.

Eric Lee left the meeting (hung up) citing a professional conflict with parties affiliated with the next agenda point:

### *Bonanza Flat*

Wendy detailed the division of BF into three different zones- primitive, front-country and backcountry.

Primitive zone: primarily focused on hiking only.

Backcountry: mountain biking elements, multiple-use trails.

Front-country: trail heads and trail access points.

In order to protect watershed values, restrooms must be installed at trailheads. Guardsman Pass parking lot should be closed down because it’s dangerous and there have been some safety issues especially on holiday

weekends. It was suggested that a lot of the parking traffic is due to the view and not necessarily to use of BF and hiking trails. Wendy added that there is consideration of creating view pull-outs and a "drop off" zone. Wendy directed board members to the resource inventory that UOL presented to the city, which demonstrates the purpose of the three different management zones.

The front-country is closest to development and is where much of the manmade disturbances are, including the issues with Brighton Estates. Wendy discussed the road issues that exist with Brighton Estates, none of which occur as prescriptive rights. The road named "Jeep Hill" is very steep and used in the summer but also for snowmobile use in the winter. Another road that parallels a county road, now owned by Wasatch County, called Bonanza Ridge Rd. is not used as much in the summer but is used in the winter for snowmobiling. UOL has conducted some extensive interviews with Brighton Estates and everybody there said that they haven't received any permission for these roads because they knew the previous landowner would say no. The most concerning road runs through a wetland meadow. Wendy says she spoke with Kerry Gee, from Park City Mines, stating that when Brighton Estates put a culvert in the wetland meadow, PCM actually removed it many times before they finally got tired of doing that and the culvert has no 404 permit. The culvert is gated and locked so during the summer you can't get there. This last winter a cable lock was cut numerous times at this gate. The driveway up there might have some potential use for that but notes that aside from the wetland culvert meadow road most of the activity is happening in the front country zone. She also notes that because of the lakes and wetlands and the flow of water downhill, the red zones on the map are the watershed areas that we want to make sure are protected.

The trail that runs up through Wasatch Mountain State Park has nowhere to go to get to Bonanza because Brighton Estates doesn't want a public trail going through the neighborhood. There are some trails that exist in flammulated owl habitat, the map displays where the owls exist from a scientific data perspective but we also know where they're nesting and UOL wants to make sure those nesting sites are protected in the primitive zone. The resource plan does not necessarily propose new trail construction, just noting that in the back country zones there are trails that are used that exist near owl habitat.

It will be important that UOL try to strike a balance between watershed, sensitive species and also for recreational uses to occur and that's the divide of the area into zones in order to better manage the area. The one really challenging aspect is that the proposed primitive zone will not allow dogs. There have been issues with pet owners not cleaning up after their animals and that runs into Blood's Lake which happens to be a water source for the Girls Scout Camp. Water quality testing is ongoing and will continue to be. The idea is to create a trailhead across from the private inholding at the quarry, an already disturbed area that will reroute the Bloods Lake trail, and turn it into a destination trail. This way hikers start at a restroom facility, which would have a better impact on the watershed quality with Bloods Lake as the ultimate destination. Wendy says her perspective on dogs is that they really shouldn't be allowed in the first place. Wendy Zeigler asked for clarification regarding dogs, wondering if dogs will also not be allowed at Shadow Lake which is not on the Bonanza Flat property but on the edge of the property. It's on the Park City side of BF and is no longer in the watershed area displayed on the map but the Bloods Lake trailhead is a major access point to Shadow Lake. Wendy asked if moving the trailhead, and re-routing the trail to be part of the mid mountain trail, would provide the access to Shadow Lake. Wendy Zeigler pointed out that the trail that drops down from Guardsman, puts the hiker on the Apex trailhead which is half the distance to Shadow Lake than from mid mountain trail. Dogs on the mid mountain trail is difficult due to the heavy foot traffic and mountain biking. There was a lengthy conversation between Wendy F. and Wendy Z. about trails, roads and parking ideas. Wendy admits that she isn't sure what the best way is to get the board to engage on what they want to see permitted and restricted, noting that some board members have some strict ideas for what should happen.

Wendy suggested that if board members are not sure what is in the resource inventory, to reach out to get more information. Wendy says that they will need to present some ideas to Park City for the easement permitted and restricted uses, not the entire easement. UOL has done exhaustive research on the property which yielded some bad behaviors like dog walking. In regards to dogs, there's no way to protect the watershed if dogs are allowed on BF. Wendy suggested that they designate certain trails where dogs are allowed instead of generally in the front or backcountry. Wendy summarized the big points they've got thus far and suggests that the board read through the resource inventory and also circulate the proposed management plan, which includes the structured decision process so that some of these permitted uses are regulated.



Some people have weighed in that groomed Nordic ski trails would induce recreation, bringing a sport to that area that wasn't already present. UOL views it is that it's a no-net increase because of all the snow mobiling that's already taking place on the property. Wendy doesn't think that motorized recreational use is appropriate and uses Snake Creek Canyon as an example of a place that does offer snowmobile and ATV usage but consequently they've seen bad behavior that is in violation of the conservation values. Another issue, which has been discussed with the Utah Snowmobile Association, she states is that there has to be managed snowmobile recreation (i.e. grooming and maintaining trails) by Park City and that's simply something they don't do. Wendy mentioned the opportunity that snowmobilers have to snowmobile in Wasatch Mountain State Park and that the roads will remain open going between BF and the state park. However, there were more snowmobiles abandoned on BF this winter and it turns out to just be a use that Wendy thinks would be hurtful to the conservation values present on the property. There were abundant snowmobile tracks across the meadow, which indicates damage to the vegetation. Wendy clarified for the board that we're floating our ideas to Park City, to instill in the easement, in draft language form; and that motorized use will be inevitable in that motorized vehicles will be required in order to conduct maintenance. The due date for this draft language is May 3<sup>rd</sup> but the due date would actually be by 4/24/2018 for legal review.

Matt suggested that there is recreational bias that each board member might have in this whole situation and they don't want that to interfere but he wants to make sure that the organization's voice has found some kind of balance in the matter. In regard to the studies and information UOL has accumulated over the course of this process that supports the proposed recommendations and it would be inappropriate for the board to chime in with their own specific recreational interests as it would reflect poorly on the organization to allow the board to have a say on what preferred modes of recreation will be permitted. Ultimately, Wendy wants the organization to speak as one voice on this matter and with all the surveys in, UOL has been lucky enough to not look as though we're taking sides because all of this has sound logic behind it as well as science. Park City will have ultimate authority to close off any trail if it does become a problem but also we want this to be a collaborative effort between the city and UOL.

Scott Gordon Alta Property. Maps provided.

The Gordon family has approached UOL to accept a piece of property near Alta as a donation. Wendy explained that it was last minute and that the family wants to donate the land and to erect a plaque memorializing the family. Landowner is not asking for a conservation easement, just to donate it to UOL- there was a conversation about the downside to hold property without an easement. Wendy discusses the issues that in Alta all the lands there are in a watershed and so Friends of Alta has actually picked these up and been reimbursed by SL Public Utilities. Wendy says that there is developer in the area trying to purchase his lot in order have a larger area in order to build but as Ben pointed out UDOT, SL County and Alta would never allow for something to be built on something with that steep of a slope. Staff will have a discussion with Friends of Alta and do the due diligence needed to get this process going.

ACTION: Ben Machlis moved to direct staff to continue considering the conservation values of the proposed fee donation in the Hell Gate area. Mark Raming seconded. A vote of the board affirmed the motion unanimously.

### *Pantano Update*

They're reviewing the deed and Jeff says they're not ready.

\*\*\*\*\*Adjourned 5:32\*\*\*\*\*



## **Annual Meeting Minutes**

**May 15, 2018**

**Offices of Ray Quinney and Nebeker**

**36 State St #1400, Salt Lake City, UT 84111**

**Parking available in City Creek Center**

**8:30 am – 1 pm (continental breakfast)**

**Minutes: serif**

**Agenda: sans serif**

### **Annual Meeting**

In attendance: Matt Steward, Mark Raming, Wendy Zeigler, Jeff Appel, Joe Geroux, Adam Bahna, Jon Boltax, Kathryn Eden, Kate Ferguson, Des Barker, Ben Machlis and Nancy McLaughlin

Excused: Heather Ross, Brad Barber and Eric Lee

Staff: Mike Auger, Marie Lenihan Clarke, Wendy Fisher and Catherine Cargill

#### **Approval of April's minutes**

This action item was tabled next meeting. Staff will review and send out again.

#### **Consent Agenda**

- Annual Action Plan (except for Board Consideration Items)
- Mission Statement
- Ethics and Conflict of Interest Policy
- Land Transaction Policy
- Utah Open Lands Project Selection Criteria

Jeff pointed out in our Project Selection Criteria the reference to policy, should be changed to say Stewardship Policy. Additionally the Selection Criteria points do not preclude us from accepting easements, it basically restates IRS rules and regulations and there are certain hard and fast situations that we cannot accept, but it has been created in order to ask the questions in order to take pause and apply thoughtful consider. For example our criteria has areas of focus but we have accepted an easement just outside the board on the Mirror Lake Highway in Wyoming. The board approved that based on much consideration about going into Wyoming based on there not being any land trust there, its exception conservation values, and it was in one of areas of focus in that it is still the Wasatch Back, just not in Utah.

**ACTION:** Jeff Appel moved to approve consent agenda with the changes to the Selection Criteria Kate Ferguson and Wendy Zeigler seconded. A vote of the board affirmed the motion unanimously.

## **Action Plan** (identified items for Board Consideration)

Wendy and Kate went over this year's Action Plan that was sent to members. The Annual Action Plan is based on the strategic plan approved last year and runs through 2020. The Action Plan for the upcoming year is a projection of work we will do. It doesn't preclude us from adding and subtracting projects and activities during this new year. Wendy will highlight items on the list that she feels the board members need to consider.

Marie went over the outreach items of our Action Plan. See attached Power Point for specifics and details. Marie identified how the events fit within the strategic plan's goals.

**BOARD TRAINING:** Kate Ferguson directed the members present to take out their phones and download UOL's podcasts, Acres Away. She believes that as part of Board Training listening to the podcast is an education of the stories of some of our projects. The third podcast will be released soon.

Mark suggested a podcast on Living Next to a Conservation Easement: An Introduction. Marie was reminded to ask that she would love to get feedback for ideas and suggestions for improvement from the board regarding Podcasts or anything else she's working on. Wendy Zeigler said the podcast is a fun interactive way to learn more about UOL's work. Des asked about talking with Farmers and Ranchers, which we will be doing in the one after next with Nebekers at Bear Lake. Marie is working on a website page for podcasts of pictures that go with the segments. Des thinks we may need the instructions for downloading on Facebook and website, etc.

Marie and Wendy briefly talked about the Wasatch Back Community Initiative that was put together for the North Fields project and now a bond will be on the November ballot for Wasatch County for Open Space. UOL is putting together community forums to educate community including farmers and ranchers.

Marie pointed out the items that UOL could really use board's help with. She also asked if the board could share podcast and any other the social media we post and that all members receive and also add Board Member of Utah Open Lands to their Linked In profile.

**Board Surveys:** Kate went into the board surveys and ideas about better communication and engagement opportunities. Kate has enjoyed meeting with the folks she's met with so far and getting to know all the members. In summary of her meetings and interviews:

- 1) Board members feel we need to get back on having regular committee meetings
- 2) Revisit board meetings times and frequency: do we need a board meeting every month? Do we need committee meetings every month?
- 3) It is the board's fiduciary responsibility to make attendance of board and committee meetings a priority.
- 4) Recognizing the importance of supporting staff, specifically Wendy: How she (Kate) and the board can find better ways to serve her (Wendy), staff and organization as much as is possible.
- 5) Because it will be hard to replace Wendy, Kate also interviewed staff to see how she and the board back all staff up in order to keep them around as Wendy has great faith and trust and dependency on staff. The capacity of the staff is abundant but achievable; the office functions well. The key piece Kate would like to bring up is that Wendy is able to

delegate. Marie knows everything that's going on in the office so she's not just Outreach, so she can be the board's go-to person. When emails are in your inbox from Marie, don't assume it's an invitation to go walk around a meadow, assume it's important.

6) This trust and delegation is Wendy's attempt to take things off her plate.

Wendy added that Mike too has been delegated with a lot of project work, not just stewardship stuff and so his emails to board should also be considered important. If he sends something out you have questions or suggestions, let Mike know. It's not necessary to run it past Wendy first.

And in reaching out to staff other than Marie, the board will be able to get the support they need to fundraiser, talk about the organization; and staff wants you to engage with them.

7) Last point Kate would like to make is that we need a better streamline communication tool. To that end Kate would like a subcommittee for board development. What that will be is 1) a recruitment process tool, so we can have a better and clearer expectations of what board training and mentorship is. 2) Assist communication on all fronts and it might look like a board only tab on the website or some equivalent where all our communication goes to so you're not getting 50 emails from Catherine, you get an email that says board minutes are up on the site and while you're there you will see everything financials, upcoming dates, events, everything that going on that was just on Marie's outreach list. Kate will be the board liaison for Wendy and for Board to staff.

8) Last thing for Kate. She would like our June meeting to be at her house for meeting and BBQ including your spouses. The idea of getting to know each other and be social is what a board retreat serves and since we haven't been really having those, these types of things are good.

Jeff added that Kate has made a lot of good points that he was hoping to make but would like to say that we need to recognize that Bonanza Flat was a huge undertaking. We need to pull ourselves back together and reviving committees is a good way to do it, and get reengaged. We need to move on from being Bonanza-ed.

Ben points out that if we can have staff, for example Mike, sit in on Conservation Subcommittee than staff and board will all be on the same page with projects and issues advancing. It would make Mike's job easier.

Back to Action Items for board consideration:

Gaining Ground: November 16<sup>th</sup> - Wendy asks that board members put it on their calendar as an event to attend if possible. It's an important event. Jeff mentioned that it's also another chance to interact with other land trusts as they will be in attendance.

Portraits: September 20 – We'll be doing the Rice Eccles Stadium again. We were one table away from using the Mezzanine, so if we want to increase turn out we will have to double down on getting enough that we would fill the Mezzanine. By June each board member needs to commit to how many tables they are going to fill, this includes sponsorship tables that are brought in by boards. We'll count them up and work on getting more if we need more in order to have 45 total tables. If we end up with more tables than we need we'll ask folks to then not invite another table. We either need to commit to getting more tables or not getting any more tables than last year, because we either need to drop down to 34 tables or

get up to 44 tables. If you start checking with your friends NOW you should probably get a good idea of how many tables we have to work with and if we need to figure out ways to go after more. Catherine will send the Save the Date to each of you in order to start polling your friends. We are raising the price to \$150. Sponsor tables will stay the same \$1500. Wendy added that if there are people you would like us to reach out to, that you may not want to invite or want at your table, let us know and we will make sure they receive an invitation.

**Earth Day:** This year we are considering having an Earth Day type of Brunch, but without another non-profit and not on Earth Day itself. The price would be just enough to cover food, not a fundraiser per se. It will be geared around UOL and open space education.

**Sage Grouse Strut:** Wendy asked the board if they felt it was worth the organization's while to try to do this again. In years past turn out has been really low. There was a conversation had about how to make this successful and it was suggested that we sell attendance at Portraits in the same way we have auctioned dinners. We could gauge interest and if we did get enough people signed up it would be easier to invite the big donors to attend. It would include renting a shuttle, having Wendy give tour guide speech about all the property we driving past or in the area, putting up blinds and scopes, warm drinks, etc and breakfast nearby. Time frame is late March – Early April time: sunrise for two hours. The question to the board is: are they willing to bring a donor and go up there with the group from Portraits. There were suggestions to turn strut into a podcast and interview McFarland's.

**Owl Meadow Celebration:** Heather's house, June 15<sup>th</sup>, invitees will be donors to Owl Meadow and County council people. We will be releasing a rehabilitated red tailed hawk. Wendy does want all the board members to attend.

Wendy Zeigler suggested we get some UOL identification pins or bolo ties to wear at events where tshirts are not appropriate. Matt let the board know that he has a pro-deal with Hydro Flask Company that we could utilize for Portraits or gifts.

### **Board member renewals**

Jeff pointed out that all the member's terms up for expiration have been invited back and have agreed to stay on for another term.

### **Subcommittee and Board Meeting Discussion**

A lengthy conversation regarding the frequency of board meetings was had. The conclusion to the conversation is that we will continue to meet once a month; on the third Tuesday of every month. Subcommittee will get back to meeting on a regular schedule. Board members were asked to move now from one committee to another if they wanted. The committees are as follow:

**Executive Committee:** Matt Steward, Wendy Zeigler, Joe Geroux, Mark Raming, Jeff Appel

**Conservation Stewardship:** Matt Steward, Jeff Appel, Eric Lee, Nancy McLaughlin, Adam Bahna and Ben Machlis.

**Budget and Finance:** Joe Geroux, Brad Barber, Mark Raming, Adam Bahna and Ben Machlis

**Outreach and Fundraising:** Wendy Zeigler, Kate Ferguson, Mark Raming, Adam Bahna, Heather Ross, Des Barker and Kathryn Eden

**Board Development:** Kate Ferguson, Jon Boltax.

Catherine will double check that everyone is in the right place, especially excused members, and Adam, does he want to be on three committees?

The Emeritus Board will now be called an Advisory Board. Des and Wendy will put that together. The hope is that they would meet at least once a year.

The next board meeting will be June 5<sup>th</sup> at Kate Ferguson's house for one hour meeting followed by BBQ and socializing, at 5:00, spouses invited at 6:00.

Committee's have a staff appointed and a chair head board member. Catherine staff, Joe Geroux chair of Budget and Finance Committee; Mike and Wendy staff, Ben Machlis chair of the Conservation / Stewardship Committee; Wendy staff, Matt Chair of Executive Committee; Marie staff, Kate Ferguson Fundraising Committee; and Catherine staff, Kate Ferguson, chair of the Board Development Committee. The role of the chairperson is to schedule meeting with the committee and create in conjunction with staff the agenda. Every committee meeting needs to meet before the second Thursday of every month. Unless otherwise determined.

#### **Executive Director's Report on Organization**

Due to time constraints this part of the meeting was cut short. See attached PowerPoint to view the accomplishments over the last year ending April 30, 2018.

#### **Budget Approval**

Catherine went over the budget. See Budget and Finance Committee's summary, attached. A lengthy conversation was had, after Mike and Marie left the room, regarding the payroll expense line item. The draft budget being reviewed and recommended by the Budget and Finance Committee includes an addition of 10,000 in order to give Stewardship Director and Outreach Director a raise. The board felt maybe even more should be budgeted. Catherine pointed out there could be flexibility in the Occupancy line item amount of \$50,000. See Committee Report for discussion on the building. It was decided to take 5000 from the Occupancy line item in the budget, add to Payroll Expense; and give Wendy the direction to distribute raises where she feels best.

ACTION: Ben Machlis moved to approve the payroll expense line, and the change discussed. Joe Geroux seconded. A vote of the board affirmed the motion unanimously.

Approval of the budget, followings this agenda item.

#### **Year End Financials**

Catherine went over the year end financials. See attached Budget and Finance Subcommittee's summary. The Budget and Finance Committee reviewed at the time of drafting the budget. Board Action needed on two asset designation items. Owl Meadow balance and Willis balance. The recommendation is to move these balances to unrestricted. The Owl Meadow amount will be spent on an Owl Meadow sign and the Willis is the remaining after they donated at closing.

ACTION: Ben Machlis moved to approve changes of asset designation as recommended. Nancy McLaughlin seconded. A vote of the board affirmed the motion unanimously.

Further discussion regarding financials and budget is the significance of budgeting to improve our office facility and investment therein for multiple reasons, including our image, our working environment, the ability to get more staff, etc.

Additionally, a conversation regarding building into a future budget a standard of living increases and health insurance consequences. Currently only Wendy has insurance through UOL, but that may not always be the case. It was decided this would be an important consideration in future meetings of the Budget and Finance Committee.

**ACTION:** Wendy Zeigler moved to approve the draft budget recommended by the committee including changes to Payroll and Occupancy items. Ben Machlis seconded. A vote of the board affirmed the motion unanimously.

### **Stewardship Report**

Mike highlighted the different activities that make up stewardship, giving examples of all the components: Landowner Relations, Monitoring, Management, and Enforcement. See attached PowerPoint that he presented at meeting for visuals used.

### **Executive Director Evaluation**

Board member Kate Ferguson has been charged with discussing this matter with the board, and has been supplied with the most recent LTA salary survey (2017). Staff was not present for this portion of the conversation, but Kate will meet with Wendy to discuss in general the board's evaluation of her performance. Prior to exiting Wendy wanted to inform the board that this portion of the agenda, specifically the salary consideration for Executive Director, is a standard and practice and an IRS question on the 990. "Board reviews the compensation of Executive Director."

Annual Meeting officially adjourned at 12:30 but members were invited to stay to go over the

**Bonanza Flat Resource Inventory conversation.** See attached PowerPoint Bonanza Flat Presentation and Bonanza Flat Uses.

Minutes  
Board Meeting  
June 5, 2018  
Kate Ferguson's home  
1023 South 1500 East, Salt Lake City  
Board Meeting 5-6:30  
Board and Spouse BBQ begins 5:30

Agenda-san serif  
Minutes-serif

Present: Ben Machlis, Matt Steward, Jeff Appel, Adam Bahna, Heather Ross, Wendy Zeigler, Mark Raming, Joe Geroux, Kate Ferguson  
Excused: Jon Boltax, Eric Lee, Brad Barber, Nancy McLaughlin, Des Barker, Kathryn Eden  
Staff: Wendy Fisher, Mike Auger, Marie Lenihan-Clarke and Catherine Cargill

Matt began the meeting at 5:10

May Minutes Approval.

ACTION: Jeff Appel moved to approve May's minutes. Mark Raming seconded. A vote of the board affirmed the motion unanimously.

5:00 Board Development Subcommittee

Chair Kate Ferguson

- Emeritus Board
- Board Skill and nomination consideration
- Board member tab on Website

Kate went over her conversation with members of the Development Committee:  
Committee goals are to create a graphic that reflects where the recruitment focus of new members should be, skills-wise. An example would be a need for a new member with financial skills. Committee sees no changes in sight, but in the event there is a need we'll be prepared. Review the current member board application and revamp if necessary. The committee will also create a brochure regarding board membership as a take away for folks who may be interested, or who we would like to recruit. Everyone now has their gmail account set up for sending emails with an @UtahOpenLands.org. If you haven't activated your account and would like to you will have to contact Catherine and she can send you another activation password (the one you received expired after two days). The Board Member (password protected) page is up and running. Utah Open Lands' Site, then About Us, scroll down to Board and a tab called Board Member sign will be revealed. Password is Since1990! This page has upcoming dates and events to know, minutes, financials, press, current projects, podcast, newsletters, bulletin board, etc. If you want to add stuff, just ask staff and they will add it.  
Emeritus board: looking at coming up with a list of people, Kate, Mark, Wendy and Des, and coming back to the board, not necessarily past board members, will meet once or twice a year, or be called upon to advise. Wendy thinks Des would be willing to be the



chair of this board. Timeline for launch? Needs to be nurtured and nudged; with an emphasis on nudging. We need to be more aggressive as this has been a goal for a long time. Kate will reach out to Des to create an inquiry letter for potential emeritus board.

#### 5:20 Fundraising and Outreach

Chair Kate Ferguson

- Owl Meadow—June 15th
- Northfields landowner meeting +end of June meeting
- Portraits Update

Kate went over Portraits first. Reminder that this is an opportunity to bring what we do to the forefront, with that we were thinking of having packages named a UOL project and have some connection to the project's location. We should have a description of projects incorporated somehow. We're asking for donations from the board for whiskey and wine again, so if you're traveling to different places thinking of grabbing a bottle. The board talked about maybe including a unique beer basket as well. Wendy says we could talk with the brewer's association. Maybe they could get us a tour. Epic and Fisher will do a tour. Matt thinks the basket is better than a tour. Maybe like the Alta Dinner. Maybe get Yeti to donate and a local beer company. Matt will look into it. Joe and Matt need to pick up photos from him anyway that he donated last year. We talked about maybe raising the price of raffle tickets as the night goes on. We need to not put fmv on everything in case we sway expected maximum bid. Zeigler got us another tent this year. We need to look into Wasatch Touring for a donation. Joe will look into it. Backcountry contacts: Ben knows Betsy Haws who is their assistant general counsel. Heather said a board member knows Conrad Anchor and he represents Northface. We should ask him. Matt will reach out to Utah Mount Adventure for a backcountry ski tour, on Bonanza might keep their interest. We could have more than one Bonanza Flat package. Kate and Joe are working on a table sponsor from Sotheby's. Joe has commitment with Hunt, they aren't able to sponsor but they have goods they'd be happy to give us.

Table count: Minimum tables Ben's 1; Matt 3; Heather 2; Jeff 5, Kate 2, Mark 2, Zeigler 4, Adam 1, Joe 1. We still need to check with Kathryn, Jon, Eric, and Brad.

Marie went over outreach stuff coming up. Owl Meadow invitations are out, about 22 RSVP's with plus ones. "Heather, thanks for hosting!" We may have the parking figured out. Heather thinks we can park along the streets of her neighborhood. We may need to shuttle from the gate where we can park, Wendy Zeigler said she'd be happy to help shuttle. The party code for the gate for the event is #1234. Heather's inviting all her neighbors and asking them to walk. It's 5-7. Bird release will be around 5:30-6, we're not telling any guest when to make sure everyone is there. Eric McGill bird guy will be there for bird talk. Wendy says the program for the evening will be to have board members mingle and have conversations with the donors (over \$1000) including foundations that gave, how great Utah Open Lands is. We will send talking points out for your elevator card speeches as ambassadors. We need to engage them in what the organization's doing. Wendy will give a short speech regarding Owl Meadow, and Perkins. Making that connection between donors and board members will be important. Remember we had a hard time getting money from the SL County Council, part of the problem was their staff, they might be there, hopefully Ben McAdams and Jenni Wilson,

Wendy feels this would be a really good time to thank them for their vote; and to show them that there are a lot of their constituents (present at the gathering) that think funding like Owl Meadow is important.

Marie discussed the meeting that Wendy and Marie had with landowners up in Midway, their second or third. The Midway presentations included information about other landowners who have placed conservation on their farms and ranches, the reasons why they did it, including the tax benefits possible. Wendy and Marie believe that the Heber Valley folks didn't know enough about conservation easements, so they're going to continue to foster relationships with them and give them more information on what we do. Marie discussed the work she's doing to collect some interviews on film to present to the landowners. Marie and Wendy planned to have a meeting with just the North Fields folks with a similar presentation. Wendy talked about the Heber Valley cheese company and the land they own in the entry corridor to Midway and explained that she was approached by the developer after the Midway meeting who wanted to develop that land but said that the individual thought it should be protected instead. Wendy met with the family and they explained that they'd also like to preserve and would help any way that they could.

#### iNaturalist App:

Marie discussed the meeting she's planning to have Friday with some folks at the NHMU to collaborate on a project at Bonanza Flat. She explained that the project would be a citizen science project and they'd do a "bio-blitz" up there one day in July (date pending) which staff at the NHMU would attend. She discussed the basic foundations of the application and how they could apply it on Bonanza Flat.

#### 5:50 Conservation Easements and Stewardship Subcommittee

Chair Ben Machlis

All land projects were discussed in conjunction with projected maps and photos, etc.

- Brooks Riverview Ranch

Mike received a phone call from Jeanette Brooks who was very upset because she believes she witnessed UOL trucks on the property, which is false, she was having a property showing at the time and the trucks ultimately "blew" the sale of her property. Mike explained to her that those trucks were from the Division of Wildlife and that they were sent there to count spotted frogs on the property as they usually do per the easement and she continued to get upset and revoked permission for frog counting on her property, as well as threatened to sue UOL and destroy the frogs on her property. Mike brought in Eric Lee who wrote a letter that kindly explained that UOL had nothing to do with the DWR being present that day and reminded her that she was charged with protecting the frogs per the easement she agreed to. Mike explained that her husband, Marty, had actually already given them permission but due to his Alzheimer's disease, must've forgotten that he gave permission. Ben chimed in to say that there is no board action required but that they wanted to bring

it to the boards attention because of the threat of litigation of which they responded promptly.

- Armstrong Pastures Option Agreement

Wendy discussed the Armstrong Pastures project. She displayed the parcels of land that each landowner owns. Wendy explained that they had an appraisal done on property which came to \$16 million and that they also had an original option agreement with them in order to move forward and ascertain where the public was at with this. Wendy explained that Park City might be able to contribute out of the 55-60 million dollar bond that they want to put on the bill for Treasure Hill to buy it and then there's 3.5 million in open space money that they may use to buy down the bond. Wendy explained that the community discussed contributing 50% of the value, which would mean that UOL would need to raise 8 million. Wendy talked with both Kerry and Herb, she explained that they both agreed and are willing to do a 6 million purchase leaving UOL with 3 million to raise. Wendy sent the option agreement out to the attorney's and she asked for board approval to enter into the option agreement with the Armstrong's for the pastures. Wendy explained that the family dynamic has gotten weird in that Herb's wife would like more money for the property but Kerry still would like to sign the option agreement. The subcommittee recommended that they seek board approval before entering this option agreement. Wendy was asked if UOL engaged with the neighbors and what the general sentiment was regarding the pastures protection, but ultimately the community would like to see this protected. Wendy and Marie conducted open houses, sent out flyers and conducted surveys and the community is very engaged. Wendy thought the best strategy at this point was to target the neighbors who have been engaged and had Marie send them a flyer encouraging them to tell the city council to pledge money to the Armstrong pastures. Wendy explained that there was overwhelming support from the community but that there was also a little tension from the Park City council's perspective, at least from talking to Mayor Beerman, that people are more interested in this project than in Treasure Hill. Those who are engaged are enthusiastic about pledging money. Wendy explained that it's difficult to get people to commit to donating funds if there's no deadline to the option agreement out there as a timeline.

ACTION: Ben Machlis moved to approve authorization of staff to enter into the option agreement. Jeff Appel seconded. A vote of the board affirmed the motion unanimously.

Jay Bell worked on the option agreement draft with UOL. Wendy explained that the amount in the option agreement draft is nominal and that there's a \$100 fee to enter the agreement and that is returned if UOL is unsuccessful so she reiterates that it's not too big of a risk for the organization. Wendy explained that we do have a commitment of \$625,000 towards the purchase of the property.

- Cottonwood Heights—Despain and Kessler Properties

Wendy discussed the Cottonwood Heights project. Wendy explained that Cottonwood Heights approached UOL about the purchase and preservation of these

two properties. Cottonwood Heights asked that UOL negotiate the fee title purchase of this property in order for it to become a trailhead. Wendy explained that there was a time constraint on the project because of development offers and so she went ahead and had an appraisal done to find out the value from the fee title so not a conservation easement appraisal. Wendy explained that she asked that the appraiser to do their due diligence on the water and a number of other things because Cottonwood Heights has 2 million dollars that they use to fund open space preservation and they just needed someone to facilitate the deal. Wendy explained that the appraisal came out to \$3.5 million for both properties and that they had a development agreement that was approved by Cottonwood Heights for 13 lots as well as a tank agreement for water to service those lots. Wendy explained that she spoke with Laura Briefer from Public Utilities; it was unclear what was real and why these were approved. Many board members seemed to think that something didn't quite add up and Wendy agreed by saying that she'd like to look into it more but not devote many more resources into it. Wendy explained that Laura Briefer from Public Utilities told her they entered into an agreement with Grant Kessler who had the tank agreement for the 13 lots on both these properties and will pay him \$600,000 over ten years which essentially negates the tank agreement. There was general discussion into what was actually going on. Wendy explained that there was a new mayor and new councilmember's who would like to see this protected however when she was invited to a closed-session meeting, their contracted engineer was not present and had also communicated to a landowner that UOL had an appraisal done on his property. Wendy explained that she intends on having a conversation with the mayor about this but needs to go about it delicately. Wendy's pessimistic about going into this project citing the misconceptions of value that she thinks are present with some other folks at the table. Wendy referenced the Supreme Court case in which Kessler took on SL County and the County won. The committee's recommendation to authorize of the organization to allocate some additional resources to the diligence process while also communicating to the folks at the table that the board has some concern about the use of finite resources on this project.

ACTION: Ben Machlis moved to. Joe Geroux seconded. A vote of the board affirmed the motion unanimously.

- Bear Lake Phase II (Winters property)

Wendy discussed Bear Lake Phase II and explained that, if all goes as planned, Barbara Tanner will commit \$500,000 and Wendy will also meet with the DWQ on June 14<sup>th</sup> to see if their initial commit of \$250,000 would be there. She explained that the Winter's have a 35 lot subdivision plan for this piece of property that was approved by Rich County. Wendy explained that the South Eden Ranch Nebeker family agreed to donate their \$600,000 towards the \$750k needed. She also explained that the Winter's now only wanted to develop 10 lots and give UOL 5 acres within the subdivision which would prove to be not farm-able as well as demonstrate poor conservation value. Wendy explained that she told the Winter's UOL would be interested in the 35 acres but the 35 acre appraisal was based on what we had in the past appraisal for Bear Lake, so roughly around 1 million. Wendy

said what's been proposed now is that we pay \$750,000 for a conservation easement on 35 acres and then they'd only develop 15 lots instead of the original 35. Wendy asked that the board move to authorize the staff to move forward with the \$750,000 for 35 acre option agreement.

ACTION: Wendy Zeigler moved to approve entering into an option agreement, pending legal review. Heather Ross seconded. A vote of the board affirmed the motion unanimously.

Ben Machlis will help with the legal review on this project.

- Irie Hollow

Mike discussed Irie Hollow. Mike explained that he asked the landowners to get a copy of the title report and said that there were numerous exceptions regarding easements on the property. Ben reminded everyone that after looking at this over the last year the title stated that there were six different easements on the property and that there are vested access rights in addition to the two lane access road to the property. There was a question as to the sufficiency of conservation values; it was established that the property is in the middle of a migration corridor however, if the easement allows for the landowners to create more access roads that may negatively affect the conservation values. Ben explained board action is not required for this at this time. Ben explained that they asked the landowner to get back to him about the current status of all these easements. Wendy and Mike explained that because of the exceptions and because the landowners don't want to spend much more money that this could end up hurting the organization in that Wendy didn't think UOL should pay for their surveys and other information needed to make a decision if it just turns out that we don't conserve it because it doesn't hold to our conservation values and therefore the landowners might take that personally. There was discussion amongst board members about potentially having a candid conversation in order to preserve the landowner relationships. Wendy suggested that it be a priority to see this through and resolve it quickly.

- Wheadon encroachment

Mike discussed the Wheadon Farm Park and weed encroachment. Mike explained that two ditches were dredged and they're clearly on the Wheadon property and UOL was never made aware that this was happening so Mike tried to obtain documentation of where and who approved this by contacting the County and the City of Draper. The landowner explained to Mike that there was some sort of interlocal agreement made and UOL was not made aware of this. According to City, the interlocal agreement allows Draper to connect into some of the existing electrical infrastructure which was there when it was built. Wendy would like confirmation that this was authorized by Draper City and there were some misunderstandings of having both a conservation easement as well as an interlocal agreement on the property.

\*\*\*Meeting adjourned\*\*\* Mike however wanted to briefly mention that the Emigration Property's weed issue are being address by UOL and the County.

Minutes  
Board Meeting  
July 17, 2018  
4:00-6:00pm  
Offices of Clyde Snow 201 S Main Street

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Minutes-serif

Present: Ben Machlis, Matt Steward, Jeff Appel, Adam Bahna, Wendy Zeigler, Mark Raming, Des Barker

By Phone: Joe Geroux, Kate Ferguson, Kathryn Eden

Excused: Jon Boltax, Eric Lee, Brad Barber, Nancy McLaughlin, Heather Ross

Staff: Wendy Fisher, Mike Auger and Marie Lenihan-Clarke

Matt began the meeting at 4:00.

There was no approval of the June Minutes.

4:00 Kate's Korner

Chair Kate Ferguson

☐ Portraits of Preservation

Kate reminds the board to provide wine and whiskey for Portraits Of Preservation, as requested by Catherine.

Wendy adds on to Kate's reminders that this year we have no Cultural Vision Fund. This represents a loss of 65k for UOL this year, so we need any and all opportunities for funding. Kate and Wendy are to determine a list of potential donors who can be approached that may be able to contribute towards the organization.

Wendy discusses our Owl Meadow celebration. Although not many Board Members could make it, it was successful and we crafted video and had the Peery foundation present.

Wendy asks the board members for help with Armstrong, and addresses the need of needing to make pitches at open houses to disseminate information about the project. Wendy needs more help from the Board Members as Marie is scheduled to leave on August 9th. Therefore UOL currently has a staff deficit.

Wendy suggests another idea to diversify our current donor base and offer up a table gratis for select WCR residents at POP. If we can engage them more, we would hopefully be able to raise an additional \$50,000.

Wendy also suggests getting more people re-engaged through the organization of the Emertius Board. This would increase our overall network capability.

#### 4:10 Fundraising and Outreach

Chair Marie Lenihan-Clarke

- ☐ Team changes
- ☐ Owl Meadow Celebration
- ☐ Network for Good cancellation
- ☐ Bonanza Flat grant money
- ☐ Northfields Landowner meeting
- ☐ Snow Ranch Pastures
- ☐ Discrete Cirque series
- ☐ Hidden Hollow Concert Series
- ☐ Podcast

Marie discusses that Sarah is traveling at current but plans on coming back to assist with Portraits. Both Kat and Seychelle have been assisting with Outreach and Stewardship in the meantime.

As Wendy touched upon, the attendance at Owl Meadow was good.

Marie confirms that the organization no longer plans to spend money on Network for Good or other alternative fundraising platforms, but rather put the money towards something else, which is yet to be determined.

Marie went to the GOED Board Meeting, who awarded us a \$150,000 grant for the trail improvements on Bonanza Flat. We cannot announce this yet due them not having published their press release yet but Wendy is meeting with Tom Adams this week, so there will be more word on this soon.

Wendy and Marie have been up to the Northfields and Midway areas to put on educational landowner forums. UOL as an organization is hoping to put together a webinar series also, to help landowners receive further education about conservation easements.

An open house was held last night for Snow Ranch Pastures and we did collect some donations but Marie states that we do need more ideas in regards to how we can fundraise serious dollars for this particular project and welcomes Board Member suggestions.

UOL has been participating in this years Discrete Cirque Race Series, in which we are given a donation of \$500 per race, a \$1 donation per entry fee.

The first concert of the Hidden Hollow Concert Series 2018 has recently taken place and we have two more additional concerts coming. Marie invites Board Members to join us for the remaining concert dates and Wendy says that these concerts are a good opportunity to expand our reach within the community.

Marie is currently behind on the podcast series and is hoping to have the next installation out shortly.

Wendy Zeigler expresses concern with the Discrete Cirque Race Series as we are bringing in \$500 but questions how many hours we are spending on staff time. She suggests that we try to use volunteers for these events rather than use staff. Marie mentions that the new hires have been great as they are part time so we can use them when we need them most, and expresses worry that we wouldn't be able to find volunteers as the starts are early, usually needing to be ready to go at 6am on a weekend morning. Wendy Z. has an idea about using Facebook to find someone young and enthusiastic to participate and to use that as a tester to see if people were responsive to those types of posts.

Matt asks if Tom Adams was ok with non motorized vehicle use of trails at Bonanza Flat, referring to an earlier segment of the Board Meeting. Wendy says that there are a couple of things to take into consideration including Wasatch County and Brighton Estates in regards to the discussion currently taking place on the roads in that area. Des mentioned that he is on one of the committees of the GOED board, recommending what goes to them for consideration. Wasatch County is upset in general with Park City and as of current there is no legal description of Guardsman Pass which is causing some debate. Wasatch County has not yet said what they want, and Brighton Estates has a law suit against them requesting to make the area non seasonal but year round. Wendy feels confident that the Bonanza Flat conservation easement deals with safety access and does not overstep bounds of discussing whether or not this area is seasonal.

#### 5:50 Conservation Easements and Stewardship Subcommittee

Chair Wendy Fisher

All land projects were discussed in conjunction with projected maps and photos, etc.

- ☐ Conservation Easement Templates
- ☐ Mayflower
- ☐ Snow Ranch Pastures
- ☐ SBRD meeting request
- ☐ Emigration Canyon Trails
- ☐ Killyon neighborhood trail
- ☐ Anderson Cover trailhead and bike repair
- ☐ Galena Soo'nkahni
- ☐ Gene & Deane Wheadon Farmland Preserve

Wendy briefly discusses that we are currently unsure when Park City wants to finalize the Bonanza Flat Conservation Easement, but there is a possibility that this would take place on August 9th. Pending the final legal review, and with Ben and Nancy feeling confident that the Conservation Easement and Land Management Plan, Wendy feels that we could pass a resolution on the Bonanza Flat documents at this board meeting. Ben says that we do need, from here, to design a new template and establish a different practice for when new projects come in. Rather than taking the previous easement that was worked on, we should come up with a template and start afresh dealing with specific negotiated provisions per project. Ben and Nancy are willing to take a first shot at this template. This



will take place later this month or early next to address the concern that Ben and Nancy had with the ambiguity of permitted uses. Jeff agrees that a new template is needed. Matt also agrees that to re-use contracts can be dangerous.

There is a motion for the resolution for a new template that eradicates ambiguity in contracts. Jeff makes the motion for the resolution as drafted, to accept deeds on the conservation easement, reserving the right in the document for Board Member's to have a final legal review. Ben seconds. All present are in favor. Motion moves forward. Wendy Z. requests to see a the final Conservation Easement of Bonanza Flat and Jeff asks for it to be sent to all Board Member's, Wendy confirms that it will be sent out.

Wendy brings Mayflower to the attention of the Board, of which Ben has mentioned some potential CERCLA issues on property. Overall the recommendation of the subcommittee suggests to move forward with the project. Ben mentions that Mayflower's cleanup is less robust than other park city mines locations. UOL wants to be sure in terms of this, what there is on the property. Matt makes the motion to move forward with investigation of the potential conservation easement of Mayflower. Ben seconds. All remaining Board Member's are in favor, and the motion passes.

Wendy moves on to discuss Snow Ranch Pastures and will send a more detailed report of the current situation, including funding and bonds, to the Board. At current, Park City is deciding on adding an additional \$3 million to the \$50 million Treasure Bond that could be put toward the fundraising of this project. We also have a \$625,000 matching grant. Wendy Z. clarifies that there would be an additional approximate \$3 million to raise.

Wendy informs the Board that the Snyderville Basin Recreation District (SRBD) (political sub-section of the county) has requested a meeting with some of UOL's Board members and staff to discuss an email that was sent to Wendy regarding management practices on the land. Wendy says up front to the Board that Mike does an excellent job putting forth the monitoring reports and has established good relations and is unsure as to why an issue has arisen from the monitoring report. There is a discussion of the map provided in the powerpoint of the land that is being discussed along with Garlic Mustard populations that UOL brought to the attention of SBRD. As this is a wind borne seed and the species is aggressive and invasive, UOL is concerned about a potential trail that SBRD has been discussing. Mike suggested to reroute the trail to avoid any problems that would conflict with the conservation values. After having discussed this with SBRD, they have requested this meeting. Wendy provides background and establishment of SBRD to the Board. Wendy does think we need to go. Matt confirms that SRBD is essentially part of the landowner and questions why there needs to be a board presence, and Jeff agrees due to the obligations based on the conservation easement and staff communications. Jeff suggests sending one person and Matt requests an outline for an agenda prior to agreeing to go to know why it is our presence is requested. Ben is happy to attend any meeting and listen, as well as to make a statement on behalf of the board, but wants an agenda and the land management practices. Matt may be able to go.

Wendy moves on to discuss Emigration Canyon trails. UOL is not proposing a new trailhead as assumed by some in the area. The organization has never heard that hammerhead would be used for parking. Matt confirms that that is between the County and the public, and that UOL's position is to keep it out of any riparian area and Wendy agrees that rerouting the trail in the lower portion would be helpful. The Anderson Cove proposed trailhead by the subcommittee of Metro Township is now discussed. Wendy is unsure what it connects to, Matt thinks it is a good idea that the trailhead should go there. Wendy mentions that it is a fire safety issue. Wendy will make clarifications to this. The Boards' understanding is that it is a fire safety issues for residents up there and that the trail needs to be diverted away from riparian area; Anderson Cove would be better for an alternative, such as for restrooms, bike repair, etc. Any disturbance to Perkins Flat would impair too many conservation values. Matt and Wendy discuss a revert clause and deed restrictions in terms of the plans for the area, and say they need to talk with the Metro Township.

Matt has to leave the meeting early.

There is a discussion regarding seeking of punitive damages, not just remediation, for Galena Soo'nahni due to the Ivory homes encroachment. Mike goes over the powerpoint slides showing damages and Wendy says that Ivory homes have come back and want to make this right. UOL hired a surveyor and met with Ivory Homes as well as DFFS. The State is not pleased. It is confirmed as being an amicable situation so far. Ben cautions the use of the phrase "punitive damages," which Jeff agrees with. Ben suggests using "to fully and robustly enforce the terms of the easement." Des suggests finding a way for them to become more friendly toward conservation development due to their reputation in the community and at the Capitol.

Mike discusses the encroachment on the Wheadon Property as per slides. Ben makes the point that we brought this to the Board as this was deemed a potential violation, but no longer appears to have been a violation to the easement. This has however been a good opportunity to improve communications.

**\*\*\*Meeting adjourned\*\*\* (Early at 5.11pm)**

Minutes  
August 21, 2018  
4:00-6:00  
Offices of Clyde Snow 201 S Main Street

Minutes: Sans Serif  
Agenda: Serif

Present: Des Barker, Kate Ferguson, Jeff Appel, Matt Steward, Nancy McLaughlin (via phone), Adam Bahna, Wendy Zeigler, and Jon Boltax  
Staff: Wendy Fisher and Catherine Cargill

Lewis was moved to the end of the meeting. Jeff Appel declared his conflict prior to addressing at meeting the Lewis Project. (See item below).

Outreach updates: Armstrong open houses and Hoe Down

Wendy went over the most recent open house for the Armstrong Pastures project. It was successful, raised \$71,000 of the \$3 million needed of the \$6 million price tag. Wendy then went over the Treasure Hill Bond and its implications for this project. The Bond for Treasure Hill is for \$48 million. The Armstrong Pastures were added to the bond but the bond did not increase upon addition by the \$3 million. In other words, the full \$48 million would be spent on Treasure Hill, so adding the Armstrong Pastures didn't increase the bond. City will give \$3 million to UOL for Armstrong if the bond passes AND if we can secure the remaining \$3 million by December 15<sup>st</sup>. If UOL is unable to achieve the \$3 million on our end, the \$3 million in the bond designated for Armstrong will go into the amount going to the Treasure Hill piece. Treasure Hill, known to some as the Sweeney property is steep, but it has been characterized as being a developable for a development three times the size of the Montage. If the bond doesn't pass, the City has earmarked open space funds they already have (unrelated to the bond) to Armstrong Pastures.

The open house on Monday the 20<sup>th</sup> was held to raise money and to try and clarify the bond that has many confused. Wendy said it was great to have Kate there as she was busy explaining and campaigning for the Armstrong Campaign, while Kate helped to elevate the work of Utah Open Lands in general. More house parties are planned, more board involvement is needed and welcomed.

#### Portraits of Preservation

The Armstrong and Park City conversation segued into Portraits conversation. Do we have enough Park City people in attendance? We do have some of Marks folks from Park City, hopefully Eric is getting a table, Kathryn Eden is getting at least one table. Brad will purchase a table but will not be in attendance and has suggested we use it to comp folks. Wendy will invite Park City Mayor, Andy Beerman and others to be our guests. Matt will also invite McCarthy Foundation folks Phil and Todd and his wife, to be our guests.

## Financial Subcommittee: Reports and review

Catherine went over the financials the board received last week along with the subcommittee's report on said reports. See Budget and Finance subcommittee Report. The most discussed item was the operations support actual versus budget. It is only the first quarter, but we need to keep an eye on this line item at next quarter's meeting. Hopefully by then it won't be as "off" as it is now. Wendy reminded folks that last board meeting she said we did not get the anticipated/hoped for Cultural Vision Grant this year. She has submitted a new one (3 year grant of \$190,000 total) to them and will keep board posted. Catherine spoke with the head of this foundation regarding our last three year audits and he said during conversation, "there were no red flags; and we should be expecting a gift."

Also of note on the financials is the Program Expense, not budget for, of the release of the Pantano asset. We expensed the value of \$350,000 and the liability of \$95,000 associated with it. The board had a conversation about how to lessen this hit, by adjusting the liability closer to where it actually was prior to Granting this property. Wendy believes we have documentation from that transaction that says the liability was about \$225,000. Catherine will adjust the liability by said amount and the difference between the asset value (350k) and the liability value (-225k) will bring our unanticipated expense down to about (\$125,000).

Catherine also went over the Albion's allocation of our funds, which in the report reviewed isn't exactly at where we instructed them to allocate. In speaking with Devin from Albion it comes down to the money we already had invested before we came up with our new strategy just needs to mature to be place as instructed. Matt asked about our annual budget amount, which is about \$347,000 for this year's budget. Wendy pointed out that last year we raised \$13,700 million dollars last year on that size of a budget and that this year we'll be raising at least \$6 million on that budget.

## Conservation Projects

### **Gatherum Centennial Farmland Preserve**

**Proposed Action:** 1.84 acres of the property surrounding the buildings in the West Parcel is not included in the existing CE. Doneta has requested these be included. Discussion to include if amendment or new CE is preferred.

**Location:** N. Fort Lane, Layton

**Acreage:** 36 acres

**Type of Conservation:** Conservation Easement

**Conservation Values:** Significant agricultural value, main house likely has historical value.

**Stewardship:** No separate stewardship endowment exists for the property.

***Conservation Subcommittee Recommendation:*** Move forward with an amendment

Wendy went over this project and the subcommittee's review of it and its recommendation to the board. The area in red is the boundary of the proposed boundary if the home acreage (bottom right corner of West Parcel were to be added. A conversation about the house being a historical home and putting it into a separate easement was had by the committee,

**ACTION:** Jeff Appel moved to amend the easement to include the house acreage. Wendy Zeigler seconded. A vote of the board affirmed the motion unanimously.



# **Aerial Map** **Outlaw Trail Ranch, Escalante, Utah**



## **Outlaw Ranch Trail**

### **Proposed Action:**

Landowner Crockett Dumas has proposed donating property to UOL for conservation purposes and possibly housing an educational center.

**Location:** Escalante. BLM and Grand Staircase Escalante Land is to north and east.

**Acreage:** 65 acres

**Type of Conservation:** Fee Simple Donation.

**Conservation Values:** Appears to have significant archeological value. Also is close in proximity to other conserved land.

**Stewardship:**

*Conservation Subcommittee*

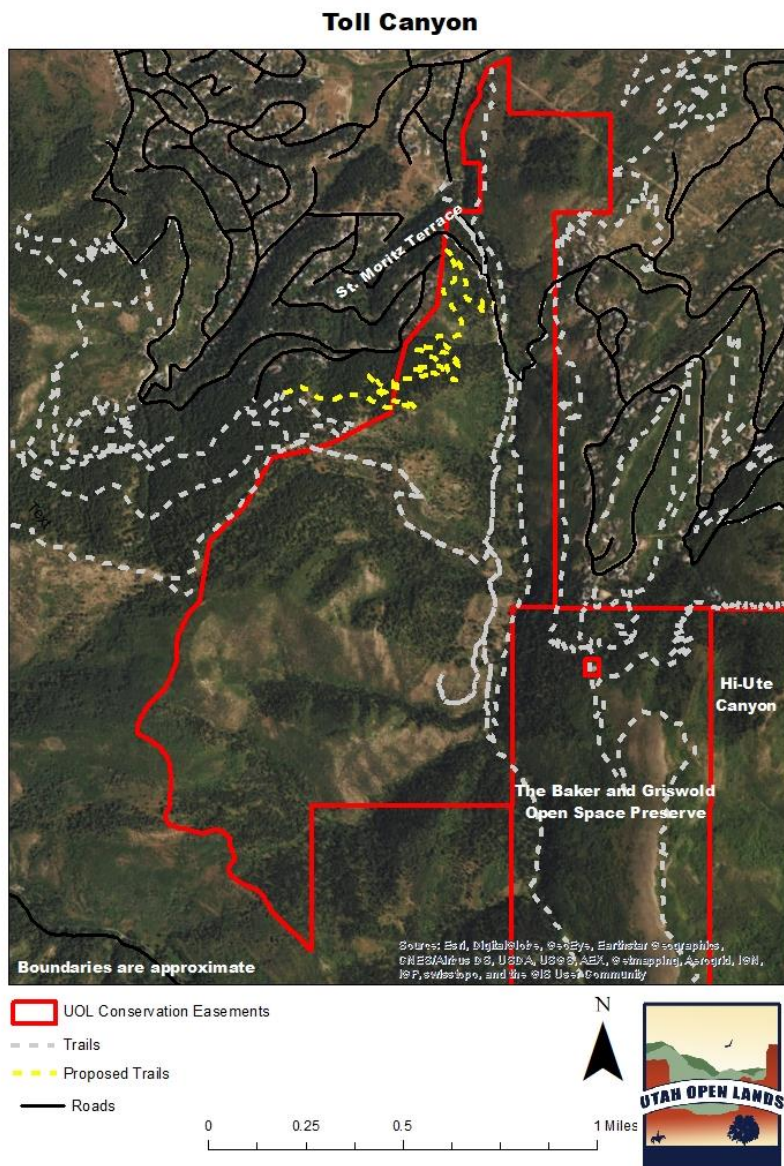
**Recommendation:** Move to Board for discussion.

Wendy and committee members went over this project, review by the subcommittee and the committee recommendation: The green area on the map is Escalante State Park. Area has substantial potentially valuable archeological characteristics. State Historic Preservation Office is planning a site visit to the property and document findings for UOL's use. Wendy mentioned dinosaur relics, pottery chards and ancient art among the archeological values present. The landowner would like to donate property, including water rights; and is very interested in a public access component to the easement as he would like scientific and educational opportunities available on this property. Board asked about the resource of monitoring this property. Wendy assured the ease of monitoring as UOL already has to monitor the Black Boulder Mesa preserve and this would be included with that visit, so not a burden. The subcommittee members there said the recommendation was an enthusiastic recommendation to authorize staff to move forward with this project.



**ACTION:** Jeff Appel moved to direct staff to move forward with this project. Jon Boltax seconded. A vote of the board affirmed the motion unanimously.

## Stewardship



## Basin Rec/Summit County Meeting

**Proposed Action:**

**Location:**

**Conservation Values:**

**Stewardship:**

**Conservation Subcommittee**

**Recommendation:** Didn't think this issue rose to the Board being involved and should be handled by staff. Also, that the Board fully supports Mike and has no concerns with him.

Wendy and subcommittee members present started off by saying the committee concluded that this issue wasn't at a level that the board needed to be engaged. Wendy said it's getting resolved.

**NOT ON AGENDA:**

There will not be a meeting next month as it is days before the event. As October 15 is our deadline for end of the year project consideration, she would like the board to approve an email vote regarding a land

project that Brooke and Terry T. Williams brought to UOL. They have 25 acres adjacent to their home that they would like to donate and place a conservation easement upon by year's end. As far as size and monitor resources, we are in the adjacent lands to monitor Castleton Tower, Patriot Mesa, Fryer Family, and Lasal herd critical range. Wendy will follow standard protocol for criteria documentation to bring to the board,

but would like to be able to have an email vote after all questions and criteria established and forwarded to the board.

**ACTION: Wendy Zeigler moved to allow for an email authorization of this project. Jon Boltax seconded. A vote of the board affirmed the motion unanimously.**

Before the following item on this agenda, Jeff explained his conflict. He is friends with the landowner and pointed them towards to benefits of conservation easement solutions to land conservation. The landowners have hired Jeff (and Ray Quinney and Nebeker) to take them through the process; and because of that relationship Jeff will recuse himself from taking part in conversations and decisions regarding the board's conversation and actions. Jeff left the meeting.

\*\*\*\*\*Meeting adjourned at 5:30\*\*\*\*\*



Minutes  
October 16, 2018  
4:00-6:00  
Offices of Clyde Snow 201 S Main Street

Agenda: serif  
Minutes: sans serif

In attendance: Heather Ross, Mark Raming, Adam Bahna, Ben Machlis, Jon Boltax, Wendy Zeigler, Matt Steward, Jeff Appel, Kate Ferguson, Nancy McLaughlin (via phone), and Kathryn Eden (via phone).

Staff: Mike Auger and Catherine Cargill

## Old Business

- Approval of minutes: June, July and August

ACTION: Kate Ferguson moved to approve June, July and August's minutes. Adam Bahna seconded. A vote of the board affirmed the motion unanimously.

- Board Training Discussion

As part of our standards and practices as an accredited land trust, board members need to determine the best way to ensure that board members are educated on the various aspects of the organization from land transactions to fundraising to ethics and governance.

Kate Ferguson and Mark were tasked with working on a recruitment brochure. This will be followed up on in subsequent meetings. A brief discussion was held about what we can consider training aside from attending board meetings, attending Gaining Ground, etc.

## Outreach and Fundraising

- Gaining Ground Seminar: November 16<sup>th</sup>

Several board members are already on the agenda for this seminar. All board members are asked to participate by attending. This is an outstanding opportunity to work toward board training. We will have a guest speaker during a Networking lunch and we have presenters which include the Division of Forestry Fire and State Lands, Salt Lake City and Park City's Open Space managers and of course our own team of experts.

Ben, Jeff and Nancy will get together on their topics. Ben and Mark and Jeff will get together for their Conservation 101 session.

Catherine asked for suggestions for getting this out to the focused-audience community. Suggestions were: contacting the Bar Association to have them put on the CLE credit site calendar; along with the various specific schools to see if they can send out notice – Environmental, Real Property, Tax, and Estate Law. Make sure to point out FREE and 6.5 credits pending. Check with Chris we are working with at the Bar Association.

Ben said for Government folks, he would reach out to the AG's office for circulation to non attorney's staff.

Heather suggested posting at Westminster and USU.

Look into Board of Realtors continuing education credits.

Wrap up of Portraits: This was one of our most successful Portraits yet. We are still collecting table and ticket purchases. Board will briefly discuss what went well what could be done better.

Kate went over how well we did and asked for discussions regarding what could be done better. The board's consensus was it was a great night. The only recommendation for next year was to have more chardonnay. Also next year we will be conducting the event at the new Alumni House on campus. We'll need a member sponsor event in order to get a discount.

- **Live PC Give PC: November 9<sup>th</sup>** Big push for Armstrong Snow Ranch Pastures. Two \$5,000 matching grants already secured. More would be great. Lets figure out ways to get in front of new possible members. We will be sending around our emails to the list of folks around Armstrong, but any ideas for more donors is critical to this project and funding.

Suggestions were asked of the board for getting the message out for this day of online giving. Our regular members are not our audience. We would like new members. The board discussed the plus and minuses of prior years ideas. Wendy Zeigler suggested on air ads or newspaper advertising, but they would be costly. But it could be the "bump" we are looking for. Catherine said it was more than likely that after the election on the 6<sup>th</sup> that she may be asked for an on air interview with KPCW as we will be affected by the outcome. Armstrong Pastures partial funding is on the ballot. Finally it was determined to not invest too much time into creative ideas beyond the online platform, but to consider running an ad. The only thing successful would be to get more matching sponsorships. So if any board members want to help with that, that would be great.

#### Financial

- **990 Review:** This year we are planning to send out the 990 in pieces for the board to review. The taxes are due on December 15<sup>th</sup> and a critical question asked is whether the board has review the 990. Final review will be at the November meeting.

A conversation about how they would like to receive the 990 for review was had. It was finally decided that Catherine would send each of the 8 pieces as they are completed. The Finance committee will meet about their review and have a recommendation for the full board at our November meeting. Ben made the point that any suggestions, corrections, clarifications or questions be asked as they come up during the review period so as to be able to give final approval of report at the November meeting.

Albion Financial Review: scheduled for after the end of OCT.

Upon deciding about a new investment strategy, in a board meeting with Albion, that we would regularly review with Albion the performance of our funds and our new strategy. The Finance committee will schedule a meeting (quarterly) with Albion and report to the board. If nothing of concern the full board will meeting with Albion annually in about or around April of 2019.

#### Conservation Easement and Stewardship

- **Bonanza Flat Conservation Area Conservation Easement–**  
Utah Open Lands and Park City Staff have worked toward a final conservation easement for the Bonanza Flat Property. The conservation easement achieves the protection of the land while providing some flexibility to deal with a few unknown and pending issues which may only be resolved by court proceedings, but which Utah Open Lands feels the conservation easement allows to be addressed through the work. Nancy McLaughlin has had a significant role in aiding the drafting and both Matt and Nancy have been in a meeting with Park City's lead attorney on this project, Park City's Open Space Manager and UOL's Executive Director and Stewardship Director. Ben Machlis and Jeff Appel have also reviewed the document.

*The Subcommittee's recommendation is for approval of the conservation easement pending final legal review as this final draft will also be reviewed by the Park City Council and the Technical and Jurisdictional Stakeholders. Park City and Utah Open Lands main goals are aligned and so final legal review will be to deal with minor edits and unexpected issues brought up by other entities.*

Mike and the Conservation and Stewardship committee went over their meetings and recommendations to approve the conservation easement pending further legal review. Still needs to also be reviewed by the other parties' legal teams. All parties main goals are aligned. Final legal review will be to deal with minor edits. Matt said Nancy was the drafts person for this easement and that she's spent a ton of time and done an amazing job on the document. Wendy, Mike, Nancy and Matt sat down with Heinrich Deters and Tom Daley from Park City last week for a long meeting, going through a lot of high level issues, as well as some details. Of the difficult issues is 1) the road issue with Wasatch County the other was access to the Brighton Estates folks, and the dog issues. Matt thinks it was a very productive conversation. Feels all parties were on the same page and they came up with a plan for moving forwards. Nancy said added the other outstanding issues are with leases, like with the Talisker Group and the Girl Scouts which they discussed at length at that meeting, and how they are going to reference them. Except for these issues the easement itself is largely complete. Matt likes the position of having approved it pending final legal review before anybody else, Park City very much appreciated that approach. Park City was really impressed and heartened that UOL was taking this so seriously and involving the lawyers (Matt, Nancy, Ben and Jeff) on the board in it.

ACTION: Jeff Appel motioned to approve the Bonanza Flat conservation easement subject to final legal review. Mark Raming seconded. DISCUSSION: Heather asked about the dog issue. Mike explained the original plan was to prohibit dogs in the primitive or sensitive areas designated in the management plan, Mayor Beerman is getting a little nervous about doing that

not sure where that will go at this point. Wendy Fisher feels we may be open to following his lead and not picking this fight right away. The mayor wants to take a wait and see approach. Matt said Heinrich and Tom were going to speak with Andy about it again. If they are successful than it's a non issue otherwise we'll have a provisional allowance subject to follow up and ultimately have the discretion to say "no". Heather thinks as this is the most asked question, that when the easement is complete that talking points for the board were created that she could speak to. Matt feels that the response to issues of board dealings and outcomes is that he is just a board member and I don't speak for the organization. Matt was asked about the main issues again, he reiterated mostly just due diligence check boxes need to be filled in with information and details, like who controls the road. Wasatch County and Park City are feuding about control of the road. Matt says it's not something we necessarily want to get involved in. Also Nancy brought up the lease issue. The City is negotiating with Talisker the lease and Nancy and Matt are not comfortable referencing a lease in the easement that we haven't even seen yet. And the Girl Scout lease, there are some technical issues associated with their use and we're trying to structure the language so that anything that happens up there is consistent with the purpose of the conservation easement. And then the dog issue. There were several stakeholder meetings and they came to a consensus that dogs should be allowed in the primitive areas, and then the mayor came along and expressed some reservations about this so one of the issues is if you have meetings with stock holders and they come to consensus on a point is it appropriate for one individual to make a change to the consensus that was reached. Park City wants to vote on it on October 22, 2018. Ben asked about is the "pending final review" the right motion/ Matt says it does because as long as we get the information requested from Park City, we can live with either version of the dog outcome, because it would have provisions for prohibiting the dogs, if provisionally allowed in the primitive area. Ben clarified his question: Does a motion of "pending final review" give to whomever from the UOL legal team is in meetings, the necessary authority. Ben's not sure if the issues pending are maybe more than just "review". Worried this motion is limited authority and wonders if the final details are beyond "review", just in case anything came up down the road. Matt feels the issues are covered within "final legal review". Nancy gave the definition of review "A formal assessment or examination of something with the possibility or intention of instituting change if necessary." Jon asked about the Talisker issue. Matt explained the existing lease was for ten years, and Nancy added that it allows them to put soil in a particular area, and Park City is in the process of renegotiating that lease with them. Park City wanted the renegotiated lease to be a permitted use in the easement, but Nancy and Matt weren't comfortable with that until they know what it said. We don't have a copy of the existing or the current version. Ben asked about it being Talisker and he was told Talisker Club, not the clean up issues with Talisker. The Talisker Club has a yurt there very conspicuous and are renegotiating to move it to a more shelter so the public won't see it. Mike doesn't feel it will be a ton of soil brought in, they are going to build a platform like they have now for the yurt, 6.5 acres lease. Not going to change from what they were able to do, it's just a less conspicuous space. Ben asked if we're sure it's not a lease that wiped out with the foreclosure. Tom Daley is confident of it. The soils component is due to them moving it. Flatten the area, so there will be some soil disturbance, but not dumping. It will be a very long lease, like 99 years. This will be something there for a very long time. Park City has the ability to make it go away if Talisker doesn't follow everything

with that. Wendy Zeigler asked if it was going to be the snowmobile yurt that they've had in the past. Mike said yes, not far from the current location and accessible from Pine Canyon Road.

Jeff restated the motion to approve pending final legal review appended by Nancy's definition of legal review actual definition of the word review.

ACTION: Jeff Appel motioned to approve the Bonanza Flat conservation easement subject to final legal review. Mark Raming seconded. A vote of the board affirmed the motion unanimously.

*Easement – maps and photos displayed for all the following projects.*

- Brooke and Terry Tempest Williams Land, Castle Valley – next steps

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- Irie Hollow, Wasatch County – next steps

Mike and Ben will discuss the progress that has been made in reviewing the Title on this property and some of the title issues that still need to be resolved involve working with the Title Company to remove outdated or exceptions that do not pertain to the property. Ben and Mike feel that this project is well underway the baseline documentation has been discussed, stewardship has been discussed and they are working on a final conservation easement draft.

*Subcommittee's recommendation is that these landowners have been patient and we should work to finalize this conservation easement by year's end. Final approval anticipated for November's board meeting*

Ben reminded the board about this project and its previous issue with title, as there are/were maybe about 18 easement exemptions on it. UOL and owners have worked through each one. We will go back to the title company and see if we can get rid of them as they a lot of them don't even belong there. They do not appear to be easements that actually burden the Whiteheads parcel. We have a revised version of the easement that is about ready to go back to the owners for their second review. Mike will send revised easement. Ben's comfortable that we are moving the easement in the right direction. We have approved the moving forward portion of the easement, final pending legal review will be at a subsequent meeting. However the landowner's will be assured that we are moving forward and to be conveyed we are very excited and appreciate their patience up to this point since it's been a while.

Anderson Farm, Riverton – possible new project

This is a project in close proximity to the Galena Soo'nakahni Preserve in Draper. The landowners are considering a donated conservation easement on approximately 40 acres. The land has

agricultural scenic values, lowland riparian habitat values and is believed to be adjacent to protected property. Its proximity to a county trailhead and the Jordan River provide additional public benefit in terms of expanded open space and habitat for deer, elk, fox, songbirds and raptors among other species.

*The Subcommittee's recommendation is to move forward with this project providing staff with an initial approval for consideration.*

Mike and the committee went over this potential project. Landowners contacted us about a year ago through NRCS. We originally thought it was going to be a purchase easement, but now it has stepped up the list and is, as of recently, a donation of easement. 40 acres that is mainly agricultural, not in the photo is that it is adjacent and to the East is our Galena Soo'nakahni Preserve, also there may be further adjacent conserved property that Mike is looking into. Mike walked the property with the landowners who are very interested in preserving it. Jeff reiterate it's a working farm, cattle horses, includes a stream running through with water rights, the NRCS thought this was a valuable property.

ACTION: Jeff Appel motioned to move forward with the Anderson Farm conservation easement. Matt Steward seconded. A vote of the board affirmed the motion unanimously.

Gustav A. and Margaret G. Weller Park Preserve – mapping error in recorded baseline documentation report

Gustav A. and Margaret G. Weller Park Preserve – Through monitoring visits the stewardship director has determined that the map contained within the baseline for the Weller Preserve does not match the legal description recorded as Exhibit A for the Conservation Easement. Since the Baseline documentation map was utilized in both Exhibit B and Exhibit C staff brought this scrivener's error to the Conservation Subcommittee. A corrective deed or amendment to correct the scrivener's error needs to be recorded and filed in the Summit County Recorder's office.

*The Subcommittee's recommendation is to discuss possible remedies as a board and bring the solution and to Summit County staff to correct the error.*

Mike and subcommittee went over this current conservation easement. When this easement was recorded the maps used in two exhibits, B and C, a map and the baseline exhibits (which contain several maps) did not show the ingress egress in the north east corner and it did show a little handle of land that isn't in the property. Subcommittee believes it is a scrivener's error and recommends board discuss remedies and bring solution to Summit County staff. The board agreed it would be better to put together a Corrective Deed that references the prior recorder's numbers, that way one would know which is which and not have to go back and forth between the two. Landowner is Summit County. It'll go to the Summit County Attorney for approval. Matt volunteered to be the head attorney for the Deed.

ACTION: Wendy Zeigler motioned to move forward with preparing a corrective Deed to replace the felonious maps that are attached to the easement. Mark Raming seconded. A vote of the board affirmed the motion unanimously.

#### Toll Canyon trail issues:

Toll Canyon trail issues—This was not discussed by the subcommittee. Neighbors are concerned that construction has occurred in a manner not allowed by the conservation easement. Utah Open Lands Stewardship Assistant went up to document the work being done. Wendy received a heads up from a neighbor that neighbors had gotten in touch with an attorney to determine if they could compel Utah Open Lands to issue a stop work order on the trail as its construction is viewed as creating harm to the ecological values in spreading garlic mustard by not adhering to the approved trail construction plan and parameters agreed upon to mitigate this potential threat. Staff will continue to monitor, but recommend convening a few board members to discuss the issues in greater detail once staff has analyzed the data collected on Monday Oct 15.

Mike went over the issue. An adjacent neighbors has been in touch with an attorney to see if he can compel UOL to enforce the easement. The contractor of the Basin Recreation District trail building is going through the mustard garlic and the neighbor, an ecologist, is trying to stop the trail. We went up Oct. 15 to take more pictures, and it appears Basin Rec has moved the trail a little as we have asked them to, but it still does go through the mustard population and soil is being dumped on the property from the trail; it doesn't appear like the contractor is following best practices. Wendy received this information in an email from the neighbor, who was upset and wants us to take action. Wendy has suggested writing a letter to Bruce outlining what we have done so far with the Basin Recreation District and Summit County and that said entities suggested we were trying to slow down the trail progress. The entities feel the easement is more a recreation easement and we were getting in the way. UOL feels the neighbor has a point, from an ecological perspective, which is why we have expressed concern in the past.

The board cautions and agrees against any letter that would express our relationship and conversations with the landowners Basin Rec District and Summit County with a member of the public. Ben said he would volunteer as the attorney to draft a letter to the neighbor.

adjourned 5:30

Minutes  
November 20, 2018  
4:00-6:00  
Offices of Clyde Snow 201 S Main Street

Minutes – sans serif  
Agenda - serif

Present: Kate Ferguson, Matt Steward, Heather Ross, Jeff Appel, Wendy Zeigler, Ben Machlis, Mark Raming, Adam Bahna and Joe Geroux  
Excused: Eric Lee, Des Barker, Jon Boltax, Nancy McLaughlin, Brad Barber and Kathryn Eden  
Staff: Wendy Fisher, Mike Auger and Catherine Cargill

Board Business

4:00 – 4:05     Board approval of October's minutes

ACTION: Jeff Appel moved to approve October's minutes. Mark Raming seconded. A vote of the board affirmed the motion unanimously.

4:05- 4:15     Board Training

Board Development Report to the board – Kate Ferguson and subcommittee  
Committee members let the board know they are moving forward and gathering momentum on the business of recruitment and training of board members. A conversation was had that reiterated the need to focus on recruiting members who possess fundraising, financial and/ or government policy skills. As for more legal representatives, the members present were in agreement that there should be no-net-loss of the amount of attorneys on the board. Committee would like the board to consider a plan that takes into account the changing demographics of Utah. As for training of board members, it was mentioned that the Gaining Ground seminar UOL holds annually should be required by the board members as part of their training, as the recent one, last week, was very informative to the members who attended. The goal is, aside from a requirement, to empower members with more information in order to do more for the organization. There was a suggestion that perhaps new members could be included in the meetings and document exchanges that are shared with the Stewardship and Conservation Committee in order to understand more about the process of accepting a land project, as an example of one of the categories of the organization that training would help. Kate asked that all keep thinking about recruitment and training ideas. The members present felt it might be a good idea to do a long-term check-in with board members about their service. Annually members whose tenure is up are asked if they would like to renew, but knowing long term plans of their membership might help board plan for future members and be prepared.

When the advisory board was naturally brought up at this point in the conversation Wendy Fisher brought up what she sees as something we should work on which would be an advisory board of sorts for the Wasatch Back, as we are going to be more present in Wasatch County and Midway, now that they've passed land protection bonds. This Committee or Group or Council wouldn't be board members but a group of locals who are interested, have



community standing, and are willing to be on this “council”. Names were suggested, which will get figured out as the process of creating this group moves forward. Adam said he would be happy to look into the way the Jackson Hole handles their Jackson Hole Open Space Council and its members. Wendy suggested we hire a local resident to help us with this group. Wendy has put together a list of about 20 members who could be invited, but first we need to map out the details before we propose or invite to folks.

Kate and Adam volunteered to help be the team captains that work it through to create a structure. Once it’s structured a letter will be sent, a follow up call, and invitation to an open house with all the UOL board members to help raise momentum, interest and enthusiasm. Wendy hopes to have this gathering of prospective council members in January as the NRCS grant is due in January, so before that date.

Catherine will get Ben a copy of the Bylaws to review to assure that we can form such a group.

ACTION: Wendy Zeigler moved to establish a Wasatch Back Committee/Conservation Advisory Group, with a goal of having a welcoming party in mid-January. Kate Ferguson seconded. A vote of the board affirmed the motion unanimously.

4:15- Budget and Finance Committee Report to the board after Albion meeting regarding investments.

B&F Committee shared with the members present their meeting with Albion Financial. The allocations we approved for them as instruction match. The committee discussed with Albion moving our cash to them in order to earn more than it is currently earning in the bank. The committee brought up Albion’s fees at this meeting and they are charging a .5% of half of our assets, so .25% of all of our assets. The results of the last quarter are flat, but the long-game is our goal.

4:30 Review of the 990/Audit/ end of second quarter financials

The Budget and Finance Committee Reviewed the Balance Sheet, Profit and Loss vs. Actual, the SWAL (small) and our last year’s 990. Ben had a few questions about the 990 that we addressed, including the Schedule M that reiterates the auditors footnote, that we may want to change in the audit and therefore in space in the Schedule M. The audit will be reviewed by the board at this meeting as well, unless I don’t get it by then, the current footnote reads: “Contributed conservation easements are not considered by the Association to constitute general financial support. The Association considers an easement to be an ongoing cost since resources must be expended by the Association to permanently monitor and enforce the terms of the easement. As a result, contributed conservation easements are recorded at zero value in the Association’s financial statements. The Association’s standard policy is that all individual contributed conservation easements contain statements which acknowledge that a conservation easement represents a percentage of interest in the overall market value of the property. “ The last sentence was added last year after we reviewed the audit. Ben

suggested adding (to tie the room together) “since the Conservation Easement exists in perpetuity, cannot be sold/transferred for value, and has the associated costs to the organization described above, it has a negative net zero value to the organization.”

The committee also discussed the Schedule G and made a typo-correction to Schedule O.

Recommendation of the committee is to approve as reviewed the 990 and the organization’s financials with the consideration of the footnote change to the audit and thereby the 990.

Catherine went over the 990, audit and end of the second quarter financials. The committee reviewed these documents and few changes were made before review by the full board. Of note, our audit this year is not a Qualified Opinion, but an Auditor’s Opinion. Also there are no management notes.

ACTION: Jeff Appel moved to approve the review of this year’s 990. Wendy Zeigler seconded. A vote of the board affirmed the motion unanimously.

5:00 Office Maintenance

Heather went over clean up and repairs of the office issues. Board will get bids for a new roof as we will need to procure one within the next few years, as was told to board when we purchased the building. Joe suggested we start with any interior changes that need to be made and that he and Heather would meet on Monday at our office to go through and create a list to present at the next board meeting. Board members present discussed the possibilities of hiring a cleaning crew, a landscaper, snow plow/shovel and window cleaning services to visit regularly.

5:15 Conservation Subcommittee: Discussion was accompanied by projection of maps and photos for all projects below.

Armstrong update: The Treasure Hill bond passed which included a deadline for UOL to have the remaining 3 million dollars raised to be in line with the Purchase Agreement with the Landowners, Wendy is currently in discussions with the family to extend said Purchase Agreement. We won’t be closing on December 15<sup>th</sup>. We are currently 1.5 million away from the full \$3 million. There is still urgency and Wendy Fisher will be release a press release prior to the December 15<sup>th</sup> date to update those who have been donating and are concerned with the progress of this project.

Kohler Family Project:

- After passage of bond landowner approached UOL about conserving iconic dairy farm in Midway through a conservation easement. Mayor of Midway very supportive. Possible donation of 25% of CE value from landowner and NRCS funding.

Subcommittee recommendation to Board: Move to Board for discussion.

This is a new project. A 100-acre dairy farm, located in Midway, Utah; the landowners would contribute 25% of the land value, NRCS will be asked for 50%. UOL will go to the Division of Water Quality, and the county bonds recently approved for Midway for funding. There is a lot of community support for this project, including the Midway mayor. The family understands that the NRCS process can take between 2 to 5 years. This property is the last of two dairies in the county. Values will include a public educational component. This is in the very initial stages, the challenge now is the 25% of the price tag that UOL would have to raise. It also would be a great project to start out the above discussed Wasatch Back committee.

ACTION: Jeff Appel moved to approve moving forward with Kohler Family Farm project. Mark Raming seconded. A vote of the board affirmed the motion unanimously.

#### Irie Hollow Project

- Park City Title refused to remove exceptions from title policy as per UOL and Whitehead's request. UOL will work with Whitehead's to see if another title company will remove exceptions.

Subcommittee recommendation to Board: Update Board.

Ben and Mike went over this project's status update. The Park City Title company has refused to remove the exceptions that are associated with the title. Ben and committee have reviewed the title insurance exceptions and have concluded that they either don't apply to this project, or are not an encumbrance on the property. The next step is trying to get a different Title Company to insure and remove exceptions. If this happens the project will still not likely be complete by the end of this year. The conservation values on this property are habitat and habitat corridors, Ben explained that placing an easements on the property while the exceptions exist, such as roads, etc. which if were legitimate exceptions, could fragment the property and therefore the IRS would not allow for a tax incentives. This was explained to the landowners, who when purchased the property did not know they existed on the title.

#### Brooke and Terry Tempest Williams Property: Update

This is scheduled to happen before the end of the year. The baseline and easement are being drafted and need a board member attorney to review.

#### 5:45 OUTREACH

We need to push the Armstrong need, there will be another open house in Park City in December; and we've received a \$250,000 matching grant from Alternative Visions Foundation.

#### LPCGPC Amounts

Staff updated the board on the amount of contributions generated this year through Live Park City Give Park City: +18,000. Last year was in the mid \$8,000s.

Wendy updated the board in case they were unaware of UOL's work to pass 3 bonds in the Wasatch Back, 2 of which, Midway and Wasatch County were inaugural bonds for land preservation. She congratulated the board for their efforts to getting these passed.

#### XMAS PARTY

Friday December 14 (changed from Tuesday December 17).

December's board meeting will be changed from regularly schedule second Tuesday of the month, Dec. 17<sup>th</sup>, to FRIDAY DECEMBER 14, at UOL office 1488 S. Main Street from 4-6. Entire board is asked to attend and stay for the party which begins at 6 and goes to 9. Please invite your spouse and friends and let staff know if you will attend party and if you'll bring any guests.

Minutes  
December 14, 2018  
4:00-6:00  
UOL office 1488 S. Main Street

Agenda: serif  
Minutes: san serif

Present: Ben Machlis, Heather Ross, Adam Bahna, Mark Raming, Jeff Appel, Wendy Zeigler, Kate Ferguson, Joe Geroux, Nancy McLaughlin  
Excused: Matt Steward, Eric Lee, Kathryn Eden, Brad Barber, Jon Boltax, Des Barker

Wendy Fisher thanked all board members and staff for an amazing 2018. Still working on Bonanza, only at \$1.5 million left on Armstrong and got an extension until March. Also, we had much success passing bonds, and the Governor put \$2.6 million into the LeRay McAllister Fund.

Wendy Zeigler chaired the meeting in Matt's absence.

#### Board Business

Approval of November's minutes

ACTION: Kate Ferguson moved to approve November's minutes. Jeff Appel seconded. A vote of the board affirmed the motion unanimously.

#### Accreditation Renewal

Board Training / Recruitment conversation

Wendy Fisher went over our upcoming renewal for accreditation. A new item that is an indicator practice is our process/procedure/policy for board recruitment and training. The organization does provide a board book for new members to use as reference/resource; and organization is not actively in a place to recruit; however we need to formalize recruitment and training procedures. Kate, Jon and Mark, the Board Development Committee, will go over our current board relevant policies and engage the board members as they formalize procedures for their final approval. Training doesn't necessarily mean training the board regarding the programs and mission of the organization, (although it is a responsibility of each board member to educate themselves on the organization's activities) but the board needs to train incoming board members on being on the board, i.e. the roles and responsibilities policy, approval of transactions, strategic plan, etc. that the board created and approved over the years. Subcommittee will review policies and ensure board members and board is compliant, or change policies.

#### Building Issues

Report from Joe Geroux

Joe went over his inspection and conversation with Catherine about the list of priorities regarding the building (and budget impact). 1) The gutter on the north side needs to be replaced/installed. 2) There is an opportunity to plumb the bathroom more 3) and moving Wendy's office, Wendy and Catherine will stop by Joe's office to check out any office furniture we might want for more staff in Wendy's front/old office; and maybe redo her floor and the other office floor with the vinyl that's down the hall. The bathroom would improved by adding counter/cabinets and deep sink with tall faucet on the north wall in the bathroom. The ultimate back add-on will have to be planned, including the ADA requirements which is a bigger exercise. Joe will put together designs and then look into pricing. Front porch also needs to be painted and dressed up maybe with railings and new light. All the lights in the ceiling need to be replaced. Joe will put together a more formal list and costs. Organization will hire to have the windows cleaned two times a year and landscaping and plowing when needed. Once we have back project design and costs, sit down with the budget and finance committee. Joe thinks a two story addition makes the most sense, but separate from this house, with an accessible bathroom tricky but doable, this is a long range goals.

#### Outreach

INaturalist

Citizen Scientist – City Nature Challenge April 26-29

April 26-29, 2019. [The City Nature Challenge](#) - The NHMU is a global partner in this effort, and we've got our logo/name on the fliers for this event. We're hoping to feature the U of U Heritage Preserve, and perhaps get a few volunteers to Hidden Hollow. We can treat this as a test run for a Bonanza-centric Blitz in the summer.

Late June / July - Bonanza BioBlitz - **We should pick a weekend for this ASAP.** The NHMU is super down to help out with this by providing logistic support, but their schedules fill quickly. We'd like to do a picnic / BBQ, make this into a friendly competition, and potentially get our non-profit partners involved in getting people out to this event. Cap at 300.

Kicking off as part of our outreach program. Mike explained we've taken all the public accessible properties and uploaded the boundaries into the INaturalist program, a website any one can access. It ties into the botanical observations that anyone who has joined INaturalist can upload. When people put their observations in on the site, it ties into wherever they (or their phone) is/are. So if they saw something on Bonanza Flat say, we would know. Great tool from a management perspective, but also great way to engage citizen scientists, the general public. Like an electronic field guide (both visual and audio) for the various properties UOL has out there.

In January we are going to have a session on it to show the board members what it is because there's a Citizen Science Day that's in April, we'll be joining up with the museum of natural history UNHM, on the Heritage Preserve. UOL is in charge of determining what we share with the public. We'll be putting up signage on at least Bonanza Flat soon. We'll be doing a BioBlitz on Bonanza with the museum. Board members are going to want to sign up for the app. Wendy Zeigler reminded board members if they have any big donors they want to engage with and the organization, let staff know in plenty of planning time as the Sage Grouse Strut happens early April. Wendy and Kat will putting together other outreach opportunities for the board members and their prospective donors.

- Midway/Wasatch County Open Space Bonds
  - Subcommittee recommendation to Board: Update Board

Wasatch Back Conservation Council – a subgroup of the board met to research and discuss the formation of a more regional connection to communities in which the organization is working diligently to preserve open space. The recommendation is to have an open house in Wasatch County at the residence of Trudy Simmons to introduce UOL, projects that we have completed in the community, our intent to do more, and to ask those interested to work with UOL on land preservation in the area. Kate, Adam and Heather will briefly review concerns and board member needs to move this idea forward and whether we should create an official group/hire part time staff or work from a more volunteer basis to begin with.

Kate went over the meeting with Wendy, Heather and Adam. Decided not to call it the Wasatch Back Council because that includes Park City, Park City is really its own thing, Park City would set us up for difficulties so since we are primarily interested in Wasatch County we will focusing there, and calling it the Wasatch County Council/Commission looking for people to be ambassadors: eyes, ears, boots on the ground. Still working out what it would look like. The goal would be to support staff with conservation efforts underway in Wasatch County. We want to cultivate the notion of Utah Open Lands being a statewide land trust. Input from the board to cautiously move forward with the idea of inviting people to a gathering in January, who are deeply invested in and committed to their neighborhood/county. We'd like to test the waters and see who has a keen interest in joining our efforts. Board members are asked to attend this in January. We do not plan to hire anyone at this point, it would be volunteers, but we'd make it clear we need their commitment to assist with networking, fundraising, spreading the word. We know of a couple of people who could potentially lead the Council, but by starting as volunteers and giving them duties over time gives UOL the opportunity to test their skills, interest and compatibility as a trial run before potentially bringing them on to staff. Because of the bond 2019 is going to be a big year for Wasatch County and we'd like to pitch it that way and have a starter project, the Kohler Dairy.

Wendy says we've already firmly established that we are the ones that are working in Wasatch County, as we assisted in passing the bonds. Wendy has met with the Wasatch County Open Lands Board, they want to go slow, that don't feel they need to spend their money in the first year, they want to get up to speed, set criteria. Wendy has made it clear that UOL is there to help and we won't let them screw it up; we'll provide the kind of assistance that they need. They agree they need a third party to help them.

Kate said the board members need to commit to show up to the January invited meeting, so she will keep bugging you with details.

In a subsequent board meeting, we should discuss more the findings Adam gathered after looking into the Jackson Hole advisory committee he learned they are a group of committed people, they don't have any roles or responsibilities per se. They show up at a few social events throughout the year. They are their ambassadors, their eyes and ears, a great source of funding for the organization. We all have friends that go to the dinner who maybe want to have a loose commitment to UOL. We've seen other models 1000 friends of Oregon for example. It will be on future agendas, March or April.

Conservation / Stewardship Projects Accompanied by powerpoint maps and photographs.

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- Armstrong Snow Ranch Pastures and Armstrong Barn
  - Subcommittee recommendation to Board: Update Board regarding status of projects.

Wendy gave a quick update: We did get the extension into March 31. Confidential reminder that this property is identified by the barn, **the barn is not part of this deal**, but the barn will be protected if we can save the pastures. Keep that separate in our minds, as Kerry wants to make an announcement that she is contributing \$12 million by restricting the development she has associated with the barn, 16 acres. So when people ask "does the pastures include the barn?" the answer is "if we protect the pastures it is a gateway to additional preservation that we will not have to do a campaign for; if we don't protect the pastures it could be a gateway for additional development, even beyond the 48 homes that are slated for the pastures". Additionally, not sold as part of the bond, but there is a portion of the pastures that would be an outstanding track for Nordic skiing. Wendy located on the projected map. We are negotiating as part of the plan between parties. Raised \$1.5 million in addition to the \$3 million so we have \$1.5 left to raise. This is a very delicate family negotiation. Hopefully the trail can be worked out and we can announce it.

- Irie Hollow
  - Subcommittee recommendation to Board: Update Board regarding title work.

Mike gave the report, reminded the board that there were problems with the Title Company previously with the exceptions. Ben looked at them and was pretty sure that some of them didn't even really apply. We asked another title company and met with them last week. It looks like they are going to be able to provide us with what we need. It won't happen before the end of the year.

- Castle Valley La Sal Meadow Preserve
  - Subcommittee recommendation to Board: Board Approval Pending Final Legal Review

Wendy went over the packet materials sent, including the list of the conservation values and received a geologist report stating that the mineral interest severed from the property were so remote as to be negligible. Wendy and Mike say the mineral guy was one of the best they've ever worked with. Brooke and Terry had told us there was not a mortgage on the property, Ben has looked into the title. Ben and Jeff agreed to review the conservation easement. The mortgage issue is not an issue as it doesn't really exist, it just never got recorded. They don't want any reserved uses, they don't want any structures, any camping. They want the ability, if there's any restoration; they want it in conjunction with education, public education. The Canyonlands Field institute is very near and the DayStar Academy both educational institutions, and Terry is currently working for Harvard and Brooke is doing stuff for Colby College. Wendy feels the education component is something real that they are dedicated to. How

do we make that clear in the easement, with a timeline of restoration? Mike will send Ben and Jeff the first draft now and tag team it, Jeff will take a first stab at it, then set up a meeting. It was asked if we informed them in writing that they need their own attorney and they have signed the landowner work sheet that accompanies said written advice. Maps of the adjacent landowners, BLM was pointed out.

ACTION: Joe Geroux moved to approve accepting the conservation easement, subject to final legal review. Ben Machlis and Mark Raming seconded. A vote of the board affirmed the motion unanimously.

- Galena-Soo'nkahni Preserve
  - Subcommittee recommendation to Board: Update Board regarding Ivory Home encroachment process

Wendy went over the subcommittee meeting regarding this. UOL and landowner DFFSL, will be requesting Ivory Homes to grind back the wall that they put on the property. Reminder of issue: Ivory Homes put their wall on part of the Galena Soo'nkahni Preserve. They trenched it, they took away potential archeological value because they took away the soil and we don't know where the soil is. Staff met with landowners, Division of Forestry, Fire and State Lands, and they are in agreement with UOL's decision that by a multiplier or a ratio of 2:1 that the appraisal that we had done, which demonstrates that the value that they got out of putting the wall on the property is about \$40,000; and even though they are going to repair that area and grind the wall back so that it's not on this property, (UOL won't be releasing any of the conservation easement or anything else) but we still feel that they need to pay for the value they ended up getting. In addition we had SWCA do an analysis for us in terms of what would have been required had they gone through the proper channels to get a wall, in other instances, from an archeological perspective which came out to about \$21,000, so we've got \$60,000 value which we are doubling and asking them for \$120,000 that will go into the stewardship of the land, in addition to the wall grind, re-seeding the area and suggest to them fencing that they should do. We are sure that Ivory will push back on this but UOL and the Division feels this is not open to negotiations. If you look at previous issues like this, Larson for example they gave us 5:1. If we have to horse trade the number will go higher. We met with these guys repeatedly, UOL and landowners, and even before Ivory started this, staff met with their contractor people and informed them to be so careful of this line, and cannot access this property. UOL feels they were warned over and over again. This is not an issue of us not monitoring the property, or not letting them know; we let them know repeatedly. UOL sees that as an additional factor in this. We need approval to move forward with drafting that letter for the Division and sending to Ivory Homes requesting the funding and the restoration.

ACTION: Jeff Appel moved to approve sending the request. Ben Machlis seconded. A vote of the board affirmed the motion unanimously.

- University of Utah Heritage Preserve – Larsen Violation Filing of Petition Update.
  - Subcommittee recommendation to Board: Subcommittee did not discuss. Jeff will update Board

Jeff Appel updated the board. Reminded the board they approved the petition. UOL was waiting for the violating landowner and the University of Utah, easement landowner to catch up. Jeff will be filing it next week.

- Bonanza Flat Conservation Area
  - Subcommittee recommendation to Board: Update Board regarding road issues.

Wendy updated the board. Wendy, Nancy and Matt met with Tom Daley and wanted to go over some of the political dynamics UOL is dealing with up there so board members are all made aware of what's really happening up there despite what you may be hearing. Part of the problem UOL is dealing in Brighton Estates, and Wasatch County, is that there's nothing recorded on Bonanza Flat for the roads that do or do not exist, everything from Guardsman to Pine Canyon to the disturbed areas of roads that come down. The Girl Scout road is the only road that has a legal description and recorded. Contrary to what you may have heard the UOL and the City (Park) is being unfair to Brighton Estates or Wasatch County, Wendy wanted all to know and repeat if necessary that UOL



has made more accommodation than they ever would have received by any other buyer. UOL has bent over backwards with interviews and meetings. The president of the HOA admitted that they don't have anything recorded on property, and their trespass over the many years they feel entitles them to continue to use. Ben said they may have a claim to a prescriptive easement, but it hasn't been decided in court at this point. Now as it's winter we have a proposal from Brighton Estates that show four roads that they want to maintain access and use of. One of the is the Jeep Hill, Big Sky Road, Bonanza Ridge Road, a driveway and Culvert Meadow. Culvert Meadow has been gated, but the two main one's they are concerned about is the Jeep Hill and the Bonanza Ridge Road. The Jeep Hill Road is a disaster, washed out and four wheel drive yahoo road. On the proposal Brighton Estates drew some lines on the map of where they wanted roads, Park City (landowner) went out before the snow and flagged the Jeep Hill Road to provide the access for the Brighton Estates people to be able to access their property, but they (Park City) also fenced their property because we were having encroachments, people who put up signs saying "this is private land" even though the signs were on the public land. Wendy Zeigler pointed there is a nicer, paved, road so Jeep Hill is not the only access off of Empire Pass. Brighton Estate has a permit from UDOT to plow the paved roads, but Jeep Hill is a shortcut and they have deemed it a safety corridor. Since June UOL has had in the Conservation Easement the ability for Park City to designate a safety corridor for vehicular use. The fencing and the flagging is being used as proof, on social media, how this was going to cost people their lives. Because the safety corridor they designated as their safety corridor is not safe.

What they want to be able to do is snowmobile all over the hillside in order to get to their property. Even though what they've said is that they have a prescriptive right on Jeep Hill and the Bonanza Ridge Road. Jeff asked if the accommodations UOL and Park City are granting them are based on their proposal showing what they use and was fenced and flagged for them. The fencing Park City put up is buck and rail, very wildlife friendly. Ben brought up the recreational access statute to point out how complicated this is. In summation, Park City has provided them with what they asked for and now they want something else and they potentially have the right to that but it's not what they initially proposed to Park City.