

Agenda and Notes for January EENM Board Meeting

January 11, 2023

Favorite thing you did over the holidays

Consent agenda - Director's report, Financials, [December minutes](#)

-Director updates in-lieu of reports

Committee and Action team updates

Carlos responsibilities/authorities documenting

-bank

Onboarding process update

Bylaws amending discussion continued from December meeting

Notes:

Present: Ryan Pemberton, Steve Glass, Olivia Marin, Shantini Ramakrishnan, Marcia Barton, Kelly Sayanagi, Tallie Segel, Allison Martin, Carlos Matutes

Absent: Colleen McRoberts

Meeting called to order at 4:03 pm

Welcome Carlos!

1. Favorite thing you did over the holidays (no notes)

2. **Consent agenda -**

Director's report

Carlos: Onboarding including Quickbooks, setting up meetings with community partners, current and possible future projects, outreach and messaging, legislative activity, membership and fundraising

Tallie: How BOD can help with onboarding conversations, transfer of directorship and responsibilities including website administration, bank, transfer of administration with different accounts to Carlos, including the System for Award Management (SAM) funding administration account (Forest Service funding). Submitted documentation for that account that had expired in October.

Allison: Toolkit conversations with Mollie Parsons [Outdoor Learning Toolkit Update](#). Also a check in meeting with Pisces Foundation, as the final report is due in February.

Financials - none today

[December minutes](#) -

Director updates in-lieu of reports - see above

Kelly makes motion to adopt consent agenda, seconded by Shantini, approved unanimously

3. **Committee and Action team updates**

- a. Annual Meeting - month?, end of May?
- b. Fellows - messaging will be up on website, a folder was created for Fellows to keep in touch
- c. Finance and budget did not meet since December
- d. Nominations - will begin to focus on nominations. Would be great to have full board by the annual meeting. A suggestion was made to increase the number of board members by three.

4. **Carlos responsibilities/authorities documenting transfer of authorities including the bank, System for Award Management, overseeing general daily operations. Bank requires BOD document, 2 signatories present**

Steve moves that:

“As Executive Director, Carlos Matutes has authorization from the Board of Directors to represent and act on behalf of Environmental Education of New Mexico, including signatory authority for the Nusenda Credit Union accounts and other administrative purposes.”

Motion seconded by Kelly.

Motion passed unanimously.

5. **Onboarding process update**

What help is needed from board members? One on one, about an hour, with Carlos about what assets each BOD members brings to EENM. Carlos can set up possible times in Calendly (calendly.com)

Legislative advisory and Tallie’s transition plan.

6. Elena Gallegos Open Space Education Center proposal position statement

<https://www.cabq.gov/parksandrecreation/open-space/lands/elena-gallegos-open-space-EENM's-advocacy-policy>: Proposed education center aligns with EENM values and mission for equitable access to the outdoors (EKEDEW); includes ADA-accessible trails and parking impact mitigations

Does EENM want to make a position statement in regards to the EGOSEC?

Motion by Ryan:

If asked about the Elena Gallegos Open Space Education Center, Carlos Matutes can respond that the Board of Directors feels that “the Elena Gallegos Open Space Center project aligns with the values, mission, and goals of Environmental Education of New Mexico.”

Kelly seconds.

Motion passes unanimously

7. **Bylaws amending discussion continued from December meeting**

Some need Collen's organizational memory to answer in the the February meeting (voting, standing committees)

Carlos will check our registered office with the Secretary of State. Will check for registered agent service possibilities.

Also need to change the dba to Environmental Education of New Mexico

Increase the number of board members? Currently by-laws state nine. Adding two more board members would distribute the work, add more assets, give a cushion in case some members have to leave the board. Eleven may be a good working number. Currently we need three board members. BOD members are elected at the annual meeting. Potential new BOD members include Fellows and past BOD members.

Include a scheduled review of the bylaws? Yes, and a review every three years is reasonable.

Next steps: Discuss again in February, summarize and prepare the bylaw changes for the annual meeting. The empty seats can be appointed by the BOD, then elected.

Ryan moves to adjourn at 5:37, seconded by Steve, and motion to adjourn passed unanimously.