

Willowsford Conservancy
Meeting of the Board of Trustees
November 17, 2015

1. Call to Order
 - Call to order at 9:15am
2. Minutes (September 9, 2015)
 - Rectify note on Board Meeting Minutes from September 9, 2015 to reflect that there were “no financial reports” for that particular meeting. Financial reporting is available monthly.
 - Motion passes 3-0
3. Conversion from 501(c)(4) to 501(c)(3)
 - Resolution re conversion from 501(c)(4) to 501(c)(3)
 - Board discussed unanimous written consent to adopt the amended and restated articles and bylaws to achieve the conversion of the Conservancy from a 501(c)(4) to a 501(c)(3) structure
 - Conflict of Interest Policy
 - Motion passes 3-0
4. Hiring Legal Council
 - Discussed range of options from small independent firms (McCandlish Lillard) to international firms (ReedSmith) and the benefits and challenges associated with each.
 - If cost is acceptable and talent available, there would be a preference for a firm like Holland & Knight or ReedSmith to add weight to the Board.
 - Mark Trostle will reach out to his contact at ReedSmith (Leesburg office)
 - Iris Gestram will reach out to Brandon Elledge in the Northern Virginia office of Holland & Knight. Brandon was recommended and lives in Middleburg.
 - As part of this conversation, Jeff recommended the Conservancy start identifying a local accounting firm focusing on 501c3 non-profits.
5. Conservancy Budget
 - Reviewed proposal and justification for equipment storage/maintenance facility in The Grange to support the community’s trail system, farm and other operational needs.
 - Iris will go back and adjust budget to incorporate these expenses along with potential revenue streams derived from Conservancy activities supported by equipment and facility (example: firewood drops).
6. Conservancy Strategic Plan
 - Iris will send the final draft to the Board on November 24th, and the Board will meet the following day at 11am to provide final comments.

- Following consideration of the Board's comments, Iris will send the strategy document to the Advisory Committee and will solicit their feedback during the December 8th Advisory Committee meeting.
7. Advisory Committee Agenda, December 8
 - Refer to previous point.
 8. Other
 9. Next Meeting Agenda
 10. Future Meeting Schedule
 11. Adjourn