



**2nd Quarter Board of Directors Meeting
June 2, 2023
Zoom and Telecommunications Meeting**

Attendees

**Vote to Transfer Funds from
E-Trade to CD's**

| | | | |
|----------------------|-------------------|------------------------------------|-----------|
| Rusch, Chris | Douglas County | OMGA President | Yes |
| Bosler, Eric | A Central Gorge | OMGA Past President/Representative | Abstained |
| Leslie Ray | Washington County | Vice President | Yes |
| Sharon Bordeaux | Douglas County | OMGA Secretary | Yes |
| Janet Magendanz | Benton County | Treasurer | Yes |
| Linda Coakley | Yamhill County | Historian | Yes |
| Ann Kinkley | Linn County | Newsletter/Representative | Yes |
| Seamus Ramirez | Clackamas County | Data Base Manager/Representative | Yes |
| Gail Langellotto | | State Program Leader | |
| Sherry Sheng | Clackamas County | Advocacy Task Force Chair | |
| Richard Taylor | Benton County | Representative | Yes |
| Mary CORL | Central Gorge | Alternate Representative | |
| Karen Simonet | Central Oregon | Representative | Yes |
| Barb Seekins | Clackamas County | Alternate Representative | Abstained |
| Karen Harte | Columbia County | Representative | Yes |
| Lorna Schilling | Coos County | Representative | Yes |
| Jeff Richter | Curry County | Representative | Yes |
| Barbara Hamby | Douglas County | Alternate Representative | Yes |
| Kathy Apple | Jackson County | Representative | Yes |
| Mark Schallheim | Josephine County | Representative | Yes |
| Corinne King | Josephine County | Alternate Representative | |
| Mike Watson | Josephine County | Vice President | |
| Carol Salami-Goswick | Lane County | Alternate Representative | Yes |
| Kristi Kind | Lincoln County | Representative | Yes |
| Terry Sawyer | Marion County | Representative | Yes |
| Stacy Moranville | Marion County | Marion Garden Representative | |
| Rich Becker | Multnomah County | Representative | Abstained |
| Lori Hineman | Polk County | Representative | Yes |
| Diane Devens | Tillamook County | Representative | Yes |
| Karen Graham | Washington County | Representative | Yes |
| Nancy Woodworth | Yamhill County | Representative | Abstained |
| Gail Stolz | Yamhill County | Alternate Representative | |

Welcome – Chris Rusch

Chris called the meeting to order at 3 PM and welcomed everyone to the 2nd Quarter Board of Directors meeting.

Agenda – Chris Rusch

The agenda was approved – add advocacy.

Approval of Minutes – Chris Rusch

The 1st Quarter Board of Directors minutes were approved as posted. Motion and second; approved

REPORTS

OSU Extension Program Coordinator Report – Gail Langellotto

extension.oregonstate.edu/mg/about-master-gardener-program Gail presented her report. She encourages OMGA to continue with the advocacy to maintain our programs integrity.

“Today is my last OMGA meeting, after 16 years as an ex-officio member of the Board. If I were to leave this Board with parting thoughts, it is to continue to prioritize advocacy in support of the Master Gardener Program.

When I look across the landscape of the MG Program, there are several staffing issues that make it difficult to fully satisfy [the mission and work towards the vision we have set for the program](#).

- Benton and Linn counties have no dedicated staff or supervision. Brooke Edmunds is pitching in, where she can, but managing a four-county MG Program with zero staff is an impossible task.*
- Tillamook County is being managed by a 10% buy-out of the 4-H Agent's time.*
- Clatsop County is being managed by a MG volunteer, who has been hired as a temporary Educational Program Assistant.*
- Union County is being managed by a half-time educational Program Assistant.*
- Douglas County's MG coordinator is on a temporary assignment that ends on June 30th.*
- Baker County is being managed by a MG volunteer.*
- Curry County is managed by an Educational Program Assistant*
- Hood River, Lincoln, Wasco, and Jackson counties are managed by Program Coordinators, who are on short-term contracts.*
- We have lost horticultural expertise across all regions of the state, such that academic training in horticulture or related subjects is limited to Yamhill, Polk, Marion, Lane counties and Central Oregon. Lincoln, Wasco and Douglas County coordinators have horticultural expertise, but are on an annual (Wasco and Lincoln) and temporary (Douglas) counties, respectively. MG coordinators in Josephine and Jackson counties are growing their hort expertise, but the funding situation in Josephine county is an issue, and Jackson has their coordinator on an annual contract.*

Thus, please keep an eye forward on advocacy, and opportunities to share the value you have for the program with OSU administrators, local decision-makers, and state decision makers. You have established a framework, and have developed tools, through the OMGA advocacy committee. Keep up the great work!!!

There has been so much bad news to bear, related to resourcing the MG Program, and it often feels like we're trudging through mud. Take time to celebrate the victories, no matter how small they might feel in the moment. The payoff might not be tomorrow, but it will come.

I love this program, and I am grateful for my time in the program. I will be cheering you on, and joining you where it is appropriate for me to do so.

Thank you for 16 amazing years. ♥

Gail Langellotto

Chris presented Gail with a donation of \$1,000 to use for her research projects with a thank you for her 16 years of dedication and support. Eric commented on how much better we all are for her science and passion and how thankful we all are for her 16 years of service. Leslie shared an e-card with Gail and the group.

Advocacy Committee Report – Sherry Sheng

OMGA Advocacy Task Force

A few issues of concern:

1. Counties that had staffing problem will likely see temporary measures go away at the end of June. This means we need to continue advocacy within OSU Extension Administration for results!
2. OR Legislature's current version of budget is below Continuing Service Level. This is bad news. I don't know how much it will help for us to contact our legislators, but I know if we don't when others are advocating for their causes, our silence suggest we don't care enough!
3. I have heard from some members of this group while others stayed quiet. It is helpful for me to know how much we are doing. I really appreciate those who give me periodic updates and ask more of you to do so.

I think we should continue to talk to MGs about advocacy because it is important that we build the capacity for future needs. We need to continue to keep in touch with the Extension Administration and Director. Gail commented that we are making a difference. We need to continue to "make noise" so they know we are not going away. Chris suggested we all go to our county commissioners meetings.

Second Quarter Report 2023

"One interesting fact from this session is that Master Gardeners are in the running for one of the largest sources of letters outside of guns and abortion. It is clear that people are passionate about this resource!"

--- Oregon Senator Sarah Gelser Blouin

Advocate for OSU Statewide Budget during the 2023 Session

- SB 458 has been voted out of senate committee and is awaiting further action from the Ways and Means Committee.
- OMGA advocacy is triggered by updates from OSU Extension Communications. Sherry Sheng receives these updates and passes on request for action to the OMGA Task Force.
- Advocacy continues through emails and letters to legislators and in-person attendance and testimony at public hearings of the Joint Ways and Means Committee.
- The most recent update from Dr. Lyles came out on May 18, after the State Economist issued an Economic & Revenue Forecast on which the legislature base budget decisions. It asked for continued advocacy because OSU Statewide Programs are slated for funding levels below Continuing Service Level (the level required to continue status quo). In response to this, the OMGA Executive Committee and Advocacy Task Force sent letters to every member of the Ways & Means Committee, urging support at Continuing Service Level which is about \$172 million.

Advocate for MG Program Positions

- Motivated by Dr. Lyles' promise of adding 3 MG Program positions IF Extension gets a good level of State of Oregon funding, OMGA mobilized to provide advocacy during the 2023 legislative session.
- Benton/Linn, Clatsop, Tillamook, and Douglas counties received temporary measures ranging from limited time positions to augmented Extension staff positions to support MG training. These, however, are meant to last through the end of June when the 2023-2025 budget becomes available.
- Message (excerpt) from Dr. Lyles, 5/18/2023, re his priorities

"Although I can't commit to specifics until the Extension budget is final and approved in June, I do want to share what I am currently thinking with regard to priorities for our CSL funding:

- *Maintaining a state-funded 4-H professional in all counties that support Extension.*
- *Re-hiring an Extension Christmas Tree specialist.*
- *Filling some of the many vacant agriculture positions that help address critical needs in production agriculture, including organic, and the Master Gardener program. We will need to prioritize depending on the funding we receive.*
- *Partnering with our College of Public Health and Human Sciences to address the growing health concerns for the state.*
- *Retaining our excellent faculty and staff by investing in relevant training and professional development."*

Advocacy Tools on OMGA Website <https://omga.org/advocacy/>

This PowerPoint Presentation on Why, What, How, When of advocacy is one of many tools. Although it focuses on advocating for the OSU budget to state legislators, the process works for other audiences such as county commissioners and OSU administrators. We need everyone to become advocates!

Task Force Members Represent 23 Counties

Brenda Bye, Judith Kenner (Benton), Barbara Epidendio, Laura Eyer, Sherry Sheng (Clackamas), Len Sherp (Clatsop), Tina Powers (Coos), Chris Miao, Pat Kolling, Shirley Jaynes (Deschutes, Crook), Linnie O'Flanagan-Gore (Curry), Toni Rudolph (Douglas), Beth Flake (Hood River), Sherill Morgan (Jackson), Georgia Moulton (Josephine), Pat Kolbet, Sarah Malaby (Klamath), Leigh Reider, Sharon Roberts (Lane), Laura Strom, Stormi Dykes (Lincoln), Karin Magnuson (Linn), Dale Marande (Marion), Rich Becker, Jack Lazareck (Multnomah), Becky Jay (Polk), Neal Lemery (Tillamook), Cary Wasem-Varela (Umatilla), Marilyn Richardson (Wasco), Karen Graham, Leslie Ray (Washington), Marlena Bertram (Yamhill)

Financial Report YTD – Janet Magedanz

QuickBooks needs to have Intuit change the Primary Administrator to Janet Magedanz so she can get technical support.

The Board of Directors, including the Executive Board, agreed that we need to appoint a new Primary Administrator for QuickBooks (Intuit) program since Janet Magedanz is now the Treasurer for Oregon Master Gardener Association.

A motion was made by Janet Magedanz and seconded by Eric Bosler allowing OMGA President, Chris Rusch, to name Janet Magedanz to be the new Primary Administrator of QuickBooks (Intuit) and her email is treasureromga@gmail.com. The motion passed unanimously.

Required documentation and letter will be forwarded to Intuit.

After discussion on the merits of moving the e-trade funds to ladder CD's, Janet Magedanz made a motion which was seconded by Leslie Ray to move the funds in the E-Trade account to ladder CD's. A vote was taken of the attendees: 21 voted yes, 4 abstained. As was agreed to in previous discussions, this motion is for a one-time transaction.

OMGA Newsletter – Ann Kinkley

The newsletter was posted the end of May and forwarded to members. The next newsletter will come out in September.

Database/List Serve – Seamus Ramirez

Still has issues with loading 2021 Office Standard. He has a meeting on Monday, June 5th with a technician to hopefully solve the issues. He continues to update the List Serve and reminds everyone to forward chapter information changes to him so our roster is always current.

Historian Report – Linda Coakley

Would like to have the 2022 updated by the end of June. If you have pictures of chapter events from 2022, please send them to her.

Policy and Procedures Report – Leslie Ray

Light at the end of the tunnel. The committee is doing clean-up in policies/procedures language. A Conflict-of-Interest Policy was added. While not required by the state, it is required by the IRS.

“Charitable organizations are frequently subject to intense public scrutiny, especially where they appear to have inappropriately benefited their officers, directors or trustees. The IRS also has an oversight role with respect to charitable organizations. An important part of this oversight is providing organizations with strategies that will help avoid the appearance or actuality of private benefit to individuals who are in a position of substantial authority. The recommended conflict of interest policy is a strategy we encourage organizations to adopt as a means to establish procedures that will offer protection against charges of impropriety involving officers, directors or trustees.

A conflict of interest occurs where individuals' obligation to further the organization's charitable purposes is at odds with their own financial interests. For example, a conflict of interest would occur where an officer, director or trustee votes on a contract between the organization and a business that is owned by the officer, director or trustee. Conflicts of interest frequently arise when setting compensation or benefits for officers, directors or trustees. A conflict-of-interest policy is intended to help ensure that when actual or potential conflicts of interest arise, the organization has a process in place under which the affected individual will advise the governing body about all the relevant facts concerning the situation. A conflict-of-interest policy is also intended to establish procedures under which individuals who have a conflict of interest will be excused from voting on such matters.

Apart from any appearance of impropriety, organizations will lose their tax-exempt status unless they operate in a manner consistent with their charitable purposes. Serving private interests more than insubstantially is inconsistent with accomplishing charitable

purposes. For example, paying an individual who is in a position of substantial authority excessive compensation serves a private interest. Providing facilities, goods or services to an individual who is in a position of substantial authority also serves a private interest unless the benefits are part of a reasonable compensation arrangement or they are available to the public on equal terms and conditions.” <https://www.irs.gov/charities-non-profits/form-1023-purpose-of-conflict-of-interest-policy>

The board also added a Whistle Blower policy.

“A nonprofit corporation should adopt a whistleblower policy for several reasons:

IRS Form 990. *IRS Form 990, which must be filed with the IRS on an annual basis by most Section 501(c)(3) corporations, includes a section on corporate governance which asks, among other things, whether the corporation has adopted a written whistleblower policy. Although nonprofit organizations are not required by the IRS to adopt whistleblower policies in order to maintain tax-exempt status, the IRS encourages their use. The IRS instructions to Form 990 state that “Even though governance, management, and disclosure policies and procedures generally are not required under the Internal Revenue Code, the IRS considers such policies and procedures to generally improve tax compliance.” The Form 990 instructions state that a whistleblower policy should serve three purposes: (1) it should encourage staff and volunteers to come forward with credible information regarding illegal practices or violations of adopted policies of the organization; (2) the policy should explicitly state that the organization will protect the individual from retaliation for coming forward with the information; and (3) it should identify those staff, board members or outside parties to whom such information can be reported. Thus, a corporation must adopt a policy that meets at least these three purposes in order to answer “yes” to the question in Form 990.*

Sarbanes-Oxley Act. *Nonprofit corporations are also encouraged to adopt whistleblower protection policies as a result of the Sarbanes-Oxley Act of 2002. While the Sarbanes-Oxley Act primarily applies to public companies,¹ the statute contains one provision for the protection of whistleblowers that is applicable to all corporations, including nonprofit corporations. Although this provision does not require the adoption of a written whistleblower policy, the adoption of such a policy can help a corporation ensure that it will be in compliance with the statute’s requirements by notifying all of its employees that they must not retaliate a whistleblower, and can help a corporation prove its attempts to comply with the law if challenged. Specifically, Section 1107 (Retaliation Against Informants) of the Sarbanes-Oxley Act added Section 1513(e) to the federal criminal code, which provides:*

(e) Whoever knowingly, with the intent to retaliate, takes any action harmful to any person, including interference with the lawful employment or livelihood of any person, for providing to a law enforcement officer any truthful information relating to the commission or possible commission of any Federal offense, shall be fined under this title or imprisoned not more than 10 years, or both.

This prohibition on retaliation, which includes actions interfering with a person’s lawful employment or livelihood, extends beyond employees to include external parties, such as independent contractors. For example, if an independent contractor were to report a violation, the corporation would not be allowed to speak ill of him or her to others as retaliation. Civil and criminal sanctions may be imposed on a corporation and any individual within the corporation who is responsible for the retaliatory action. Among other things, the Sarbanes-Oxley Act requires that the audit committees of public companies develop a reporting mechanism for the recording, tracking and acting on information provided by employees anonymously and confidentially.”

Search Committee – Chris

The search committee led by Wiley C. Thompson, PhD, Regional Director, OSU, continues the search for a new State Program Leader for the Master Gardener Program. The committee will interview the top 6 applicants. From the 6 interviewed, they will choose 3 finalists. The actual person chosen will be determined by Dr. Lyles and OSU administrators.

The first round of interviews will be June 27, 28, 29 from 11:00 -11:30. Those interested can attend the interviews, see the candidates and ask questions. The interviews will also be available via zoom. Contact Chris Rusch for more information at chrisrusch3837@gmail.com.

Joy of Gardening Conference report & Update – Chris Rusch

The Joy of Gardening conference will be by July 7th and 8th. Mark your calendar and tell your gardening about this event. There are 23 speakers who will speak on various topics. To view the class topics, go to omga.org/class-descriptions-2023.

To date, only 40 – 50 people have registered. Please post the attached flyer in your extension office, on your MG websites and Facebook. To break even, we need 120 people to attend.

Chris reminded representatives that they need items for the Silent Auction from their chapter. As in the past, the chapters can contribute cash (\$250) or items totally \$250.

Rich Taylor suggested that we consider having an early-bird registration amount to entice people to register early.

If you would like to volunteer at the conference, contact Chris Rusch at chrisrusch3837@gmail.com

Send a Friend, Grants, Longevity (20-30-40 year) – Chris

There is a total of \$1,000 available from Send-a-Friend (10 / \$100) for assistance in attending the Joy of Gardening conference. Only 1 person has applied. The deadline has been extended to June 30th.

Grants that have been awarded are: Search for Excellence, Clackamas County; Karl Carlson, Central Gorge; Extension educator, Klamath County, Clatsop County and Douglas County.

Dues – Chris

Treasurer Janet Magedanz presented proposed future budgets using historical information as a guide. If the annual conference remains at break-even, and based on funds currently in our accounts, we should not need to raise dues for the next couple years. After discussion, Karen Graham moved and Ann Kinkley seconded that dues for 2024 remain at pre-pandemic level of \$7.00. The motion was approved unanimously.

A copy of Janet's report is posted with the minutes on the web as a separate document.

The meeting was adjourned at 4:57.

Respectfully submitted,

Sharon J. Bordeaux

Sharon J Bordeaux
OMGA Secretary

| Oregon Master Gardener Association Meeting Schedule 2023 | |
|--|---------------------|
| Executive Committee | Board of Directors |
| Friday, February 3 | Friday, March 3 |
| Friday, May 5 | Friday, June 2 |
| Friday, August 4 | Friday, September 8 |
| Friday, October 6 | Friday, November 3 |
| Annual OMGA Retreat December 1, 2023 | |

OMGA Mission

We are committed to sustainable gardening through:

- Partnering with the OSU Master Gardener Program to promote sustainable gardening practices.
- Advocating for funding to deliver the Master Gardener Program across Oregon;
- Fostering quality continuing education of all Master Gardeners.

OREGON MASTER GARDENER ASSOCIATION
Statement of Financial Position
May 31, 2023

| | | | | |
|----|--------------------------------|--|--|-----------|
| 1 | ASSETS | | | |
| 2 | Current Assets | | | |
| 3 | Checking/Savings | | | |
| 4 | BANK | | | |
| 5 | OMGA Checking 7761 Chase | | | \$22,861 |
| 6 | Business M/M Fund 3652 Chase | | | 21,729 |
| 7 | CD #644850-16 Advantis | | | 1,636 |
| 8 | Total BANK | | | 46,226 |
| 9 | Restricted Accounts | | | |
| 10 | TCD - Send-A-Friend (3810) | | | 2,320 |
| 11 | TCD-Equipment Replacemt (3809) | | | 2,154 |
| 12 | OMGA Send-A-Friend Sav. 4448 | | | 1,000 |
| 13 | Total Restricted Accounts | | | 5,474 |
| 14 | Total Checking/Savings | | | 51,700 |
| 15 | Other Current Assets | | | |
| 16 | E*Trade Account Current Value | | | 76,393 |
| 17 | Total Other Current Assets | | | 76,393 |
| 18 | Total Current Assets | | | 128,093 |
| 19 | TOTAL ASSETS | | | \$128,093 |
| 20 | LIABILITIES & EQUITY | | | |
| 21 | Equity | | | |
| 22 | Opening Balance Equity | | | \$62,946 |
| 23 | 32000 - Retained Earnings | | | 47,703 |
| 24 | Net Income | | | 17,444 |
| 25 | Total Equity | | | 128,093 |
| 26 | TOTAL LIABILITIES & EQUITY | | | \$128,093 |

OREGON MASTER GARDENER ASSOCIATION
Statement of Financial Activities
For the Five Months Ended May 31, 2023

| | | |
|----|-------------------------------------|----------|
| 1 | Ordinary Income/Expense | |
| 2 | Income | |
| 3 | INTEREST INCOME | |
| 4 | Interest income | \$49 |
| 5 | E-Trade dividends | 401 |
| 6 | E-Trade fair mkt value adjust | 5,141 |
| 7 | Total INTEREST INCOME | 5,591 |
| 8 | Miscellaneous income | 47 |
| 9 | ANNUAL CHAPTER DUES | 9,622 |
| 10 | DONATIONS | 20 |
| 11 | Total Income | 15,280 |
| 12 | Expense | |
| 13 | ADMINISTRATIVE EXPENSES | |
| 14 | Management & General Expenses | |
| 15 | Corporate fees expense | |
| 16 | Annual assumed name filing | 50 |
| 17 | Oregon forms CT-12 | 950 |
| 18 | Total Corporate fees expense | 1,000 |
| 19 | Postage and printing | |
| 20 | Postage | 100 |
| 21 | Membership cards | 61 |
| 22 | Total Postage and printing | 161 |
| 23 | Professional Fees | |
| 24 | IRS Form 990-EZ preparation | 387 |
| 25 | Total Professional Fees | 387 |
| 26 | Website Operations | |
| 27 | Canvas Hosting & Listserve | 256 |
| 28 | Total Website Operations | 256 |
| 29 | Total Management & General Expenses | 1,804 |
| 30 | Total ADMINISTRATIVE EXPENSES | 1,804 |
| 31 | GRANTS | |
| 32 | Beaver Day of Giving | 1,000 |
| 33 | Total GRANTS | 1,000 |
| 34 | Total Expense | 2,804 |
| 35 | Net Ordinary Income | 12,476 |
| 36 | Other Income/Expense | |
| 37 | Other Income | |
| 38 | JOY OF GARDENING REVENUE | |
| 39 | Registration income | 5,166 |
| 40 | Total JOY OF GARDENING REVENUE | 5,166 |
| 41 | Total Other Income | 5,166 |
| 42 | Other Expense | |
| 43 | JOY OF GARDENING EXPENSES | |
| 44 | Silent auction expenses | 98 |
| 45 | Send-a-Friend Scholarship | 100 |
| 46 | Total JOY OF GARDENING EXPENSES | 198 |
| 47 | Total Other Expense | 198 |
| 48 | Net Other Income | 4,968 |
| 49 | Net Income | \$17,444 |