



MINUTES

SCI FOUNDATION BOARD OF DIRECTORS Highlands, NC April 8-9, 2016

I. Establishment of a Quorum

President Joe Hosmer established that a quorum was present. The following individuals were in attendance:

SCI Foundation Board – Officers and Directors

Joe Hosmer	President
Roman DeVille	Vice President
J. Alain Smith	Corporate Secretary <i>absent</i>
Warren Sackman	Corporate Treasurer
Dennis Anderson	Director
Paul Babaz	Director <i>absent</i>
Ralph Cunningham	Director
Don Harter	Director <i>absent</i>
Craig Kauffman	Director <i>absent</i>
Ricardo Longoria	Director <i>absent</i>
John McLaurin	Director
Brook Minx	Director
Mike Rogers, Sr.	Director
Steve Skold	Director
Buck Woodruff	Director

Advisors

Kendis Muscheid	Corporate Counsel <i>via teleconference</i>
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Guests

Sean Sanders	Morgan Stanley
Charley Traylor	Morgan Stanley

Staff

Bob Benson	Executive Director, SCI Foundation
Nathan Bolt	Director of Finance
Stephanie Carabeo	Executive Assistant, SCI Foundation
Matt Eckert	Director of Conservation
Sue Hankner	Director of Education & Humanitarian Services
Jordan Hasler	Major Gifts Manager
Dennis Treadwell	Marketing & Communications Specialist

II. Call to Order

President Joe Hosmer called the SCI Foundation Board of Directors Meeting to order at 8:34 am Eastern Time.

III. Approval of the Minutes

It was moved by Ralph Cunningham to approve the February 1, 2016 Minutes. The motion was duly seconded and unanimously approved.

IV. Request for Additions to the Agenda

The following items were added to the agenda:

- XII. New Business, D. Xprize
- XII. New Business, E. HOPE Board of Directors
- XII. New Business, F. Pheasants Forever Board

V. Approval of the Agenda and Motion to Allow the Chair to take Agenda Items Out of Sequence

It was moved by Roman DeVille to approve the agenda as submitted and to take agenda items out of sequence. The motion was duly seconded and unanimously approved.

VI. President's Remarks

Joe Hosmer gave brief remarks, stating that the focus of today's meeting will be the budget followed by the strategic planning session tomorrow. He thanked Buck Woodruff for hosting the meeting.

VII. Executive Director's Report

Bob Benson gave brief remarks. He thanked staff and volunteers for their hard work during the convention. He provided an update on a request that was recently submitted to Cabela's to support AWLS, our growing relationship with Bass Pro Shops, donor ribbons, and the Potterfields.

VIII. Committee Reports

A. Audit

Nathan Bolt reported that the committee's focus has been on Chapter 30% donations, reviewing expense reports, and looking into whether departments have policies and procedures and how often they are reviewed.

B. Bylaws

Roman DeVille reported that there is a committee conference call this afternoon to review two proposed amendments to the Foundation Bylaws.

C. Conservation

Matt Eckert shared the Fact Sheet that was created at the Board's directive and received additional feedback. When finalized, it will be professionally printed and sent to Chapters, Board members, and Past Presidents. He gave an update on the Land Rover needed for the Tanzania lion project, social media efforts, and the lion research MOU with Tanzania, which is another Board directive. He shared that the next CITES meeting is being held in South Africa in September.

D. Education Sables

Sue Hankner gave an update on the Women of SCI event that was held during the Convention, the partnership between AWLS and the NRA's Women's Leadership Forum, scholarships, partnerships with The Salvation Army and Boy Scouts of America, the AWLS survey results, and the upcoming Sables elections. She informed the Board of the possibility of a MOU with Project Child Safe,

noting that she will have more information at the May Board Meeting. She provided an update on the status of the AWLS Endowment and spending policy, which will be presented to the Board for approval in May.

E. Finance & Investment

1. Investment Account Update

Sean Sanders and Charley Traylor from Morgan Stanley provided an update on the investment account.

F. Humanitarian Services

Sue Hankner gave an update on the Veterans Committee. She reported that the committee adopted policies and procedures and goals for the remainder of this year. She informed the Board that Major Monty Walding of The Salvation Army is interested in doing more with the Foundation, possibly internationally. She will keep the Board updated as things progress.

G. Museum

Sue Hankner gave an update on repurposing the museum to be more in line with the missions of SCI and SCI Foundation. She is working on a draft of a business plan for the museum, which will be ready for review by the Board in July. She gave an update on the marketing plan. Dennis Treadwell is working to build relationships with the community and the media to promote the museum. Brook Minx would like to be part of the committee.

H. National & International Fundraising

Bob Benson reported that members of the committee helped man the booth at the recent Convention. The primary focus continues to be the \$10,000 Challenge. The Board discussed at length the possibility of dissolving the committee in an effort to better streamline ourselves. As a result of that discussion, the following motion was made:

It was moved by Brook Minx to ask Kendis Muscheid about the procedure to dissolve the National and International Fundraising Committee. The motion was duly seconded and unanimously approved.

Later in the afternoon, Kendis participated via teleconference and provided guidance on the process to dissolve the committee. First, the Foundation Board would need to approve the dissolution of the committee. Then the Board would need to request that the committee be removed as a Standing Committee in the SCI Foundation's Bylaws. After further discussion, the Board agreed to discuss this topic further at the May meeting.

I. Nominating

This report was handled during XII. New Business, B. Proposed Bylaws Amendments.

J. Public Relations & Marketing

Dennis Treadwell gave a social media update and provided specific metrics for the Foundation's website, blogs, and Facebook and Twitter accounts. He continues to work closely with Howard Communication to increase the audience for our press releases. He gave an update on the promotional videos created by

Tom Miranda. The Board discussed the possibility of the Foundation having its own domain name so that we are not limited to how many e-blasts we send. He shared examples of the ads that have been printed in Safari Times and Safari Magazine. Lastly, he discussed different options that are being explored for a Foundation app.

IX. FY 2017 Budget Review & Approval

A. Conservation

Matt Eckert gave the conservation budget presentation and responded to questions from the Board.

B. Education

Sue Hankner gave the education budget presentation and responded to questions from the Board.

C. Museum

Sue Hankner gave the museum budget presentation and responded to questions from the Board.

D. Humanitarian Services

Sue Hankner gave the humanitarian services budget presentation and responded to questions from the Board.

E. Development

Bob Benson gave the development budget presentation and responded to questions from the Board.

F. G&A

Nathan Bolt gave the G&A budget presentation and responded to questions from the Board.

It was moved by John McLaurin to approve the budget as presented. The motion was duly seconded and unanimously approved.

X. Task Force Reports

A. Beretta Event

Stephanie Carabeo informed the Board that John Banovich has offered to donate an original painting for the live auction if we agree to a 50/50 split. Another option would be a textured giclee canvas at a 100% donation.

It was moved by Warren Sackman to accept a 50/50 split with Banovich for an original after first trying to renegotiate a 70/30 donation. The motion was duly seconded and unanimously approved.

It was moved by Dennis Anderson to offer discounted tickets for \$250 each until a certain cut-off date to help boost sales. The motion was duly seconded and unanimously approved.

B. Boy Scouts of America

Bob Benson gave an update on the Philmont Shooting Sports Complex dedication, youth conservation day, and a turkey hunt opportunity that is taking

place at the end of the month. He will be attending and will take photos to share with the Board following the event.

C. Museum Development/SCIF Real Estate

Steve Skold gave an update on the joint task force. The SCI members include Kevin Anderson, Larry Higgins and Veronica Kosich. Roman DeVille has proceeded with seeking appraisals for the facilities in Tucson, AZ and Washington, DC. During the meeting, he was asked to seek an appraisal for the facility in Jackson Hole, WY as well. Steve reported that Dennis Treadwell is in the process of getting new bids for parking lot resurfacing and carpet replacement at the museum, and gave an update on the HVAC units needing replacement and the pond repairs. He stated that they are looking at a long-term roof replacement at the DC office, which is in the budget. Lastly, he reported that AWLS maintenance is continually planned and Todd Roggenkamp is keeping up to date on situations followed by a brief update on the staff cabin renovation.

D. Strategic Planning

The current strategic plan was reviewed and the goals and timelines were updated to create a plan that will cover the next three years. Staff will make the changes and send a tracked changes document to the Board for review prior to the May Board meeting.

E. SCI/SCIF MOU

There was no update.

XI. Old Business

A. Booth at the SHOT Show

Steve Skold spoke to Steve Comus who feels as though we are getting enough exposure by being on the show floor. Sue Hankner mentioned that there is an area for non-profits. Jordan Hasler will research the costs for the Foundation to have a booth.

B. Update on Kyle MOU

Sue Hankner will have an update at the May Board Meeting.

XII. New Business

A. Leopold Conservation Award Sponsorship

Sand County Foundation approached Bob Benson to sponsor their upcoming event. While we are not going to pursue a sponsorship this year, it may be worthwhile for the Foundation to sponsor the event in future years.

B. Proposed Bylaws Amendments

Mike Rogers, Sr. provided background information on the reason for the amendments which were then discussed by the Board at length.

1. Proposed Amendment 1

It was moved by Mike Rogers, Sr. to withdraw Proposed Amendment 1 regarding the number and composition of the SCI Foundation Board of Directors. The motion was duly seconded and unanimously approved.

Joe Hosmer requested that Roman DeVille advise the Bylaws Committee that the Foundation Board withdrew Proposed Amendment 1.

2. Proposed Amendment 2

After reviewing the proposed amendment, the Board made revisions that will be shared with Kendis Muscheid when she calls in later in the afternoon. It was moved by Buck Woodruff to approve the revisions to Proposed Amendment 2. The motion was duly seconded and unanimously approved.

It was moved by Brook Minx to approve the Proposed Amendment 2 (text below) as written with the assistance of Kendis Muscheid. The motion was duly seconded and unanimously approved.

Nominations Committee

A. Composition. Within the first two months of the calendar year, the Nominations Committee shall meet at the call of its chair, who shall be the Chair of the Past Presidents Council. At the outset of each fiscal year, the Nominations Committee shall be composed of the Chair and the following individuals:

- 1. Chair of the Hunter Legacy 100 Fund;*
- 2. Two (2) SCI Foundation Directors who are not then serving as directors on the Board of Safari Club International, as selected by the SCI Foundation President; and*
- 3. One (1) member of the SCI Foundation Advisory Board, selected by the SCI Foundation President.*

An individual who wishes to be considered for a position as an SCI Foundation officer or director, and who is simultaneously serving on the Nominations Committee must resign his or her position on the Nominations Committee not later than April 1st of the year in which the individual would be considered for election as an SCI Foundation officer or director. Following any resignation as may occur due to the provisions of this paragraph, vacancies on the Nominations Committee need not be filled unless the number of Committee members falls below three (3), in which case a sufficient number of interim members shall be appointed by the SCI Foundation President from among the Foundation Directors who are not serving as directors on the Board of Safari Club International or from the Foundation Advisory Board, to bring the number of Committee members to a minimum of three (3). In the event the Chair resigns, the President shall nominate, and the Board shall approve, an interim Chair.

B. Nominations. Not later than twenty (20) days prior to the annual meeting of the Foundation, the Nominations Committee shall provide to the SCI Foundation Board a written slate of candidates to fill all vacancies, either then existing or that may occur due to expiring terms, in officer and/or director positions with the

Foundation. Such slate shall contain a short biography of each candidate, including each individual's involvement in wildlife conservation and education projects, hunting and philanthropic entities, and humanitarian organizations, as well as business and education background. The Committee may set its own process and procedures in establishing the slate of nominees.

C. Shikar Safari Potential Collaboration

Ralph Cunningham and Bob Benson will have further discussions. They will come back to the Board when they have something more concrete.

D. Xprize

Buck Woodruff provided information about Xprize. He passed along contact information to Matt Eckert.

E. HOPE Board of Directors

Joe Hosmer informed the Board that he was asked to be on the HOPE Board of Directors. There was no objection by the Board.

F. Pheasants Forever Board of Directors

Joe Hosmer informed the Board that he was asked to be on the Pheasants Forever Board of Directors. He has started the process and his term will begin in August. There was no objection by the Board.

XIII. Travel for the Record

A. Domestic

- Michelle Tacconelli (and possibly Matt Eckert) – Bear Conference - Anchorage, Alaska (June 10-17 2016)

B. International

- Matt Eckert – CITES – Johannesburg, South Africa (September 21 – October 6, 2016)
- Warren Sackman – CITES – Johannesburg, South Africa (September 21 – October 6, 2016)
- Joe Hosmer – LAWCF – Buenos Aires, Argentina (August 10-14, 2016)

XIV. Executive Session

There was no executive session during this meeting.

XV. Adjournment

It was moved by John McLaurin to recess the SCI Foundation Board of Directors meeting to the call of the Chair at 6:34 pm Eastern Time on April 8, 2016. The motion was duly seconded and unanimously approved.

It was moved by Buck Woodruff to reconvene the SCI Foundation Board of Directors meeting at 8:25 am Eastern Time on April 9, 2016. The motion was duly seconded and unanimously approved.

It was moved by John McLaurin to adjourn the SCI Foundation Board of Directors meeting at 3:07 pm Eastern Time on April 9, 2016.