

Forest Preserves of Winnebago County
BOARD MEETING
Preserves Headquarters
November 16, 2022

PRESENT

Judy Barnard
Mike Eickman
Audrey Johnson
Gloria Lind - Arrived at 5:36pm
Cheryl Maggio
Jerry Paulson
Jeff Tilly

STAFF

Mike Holan, Executive Director
Steve Chapman, Director of Finance
Vaughn Stamm, Director of Operations
Mike Brien, Director of Natural Resources
Ann Wasser, Director of Nature Education
Sherry Winebaugh, Human Resources Manager
Renee Henert, Communications Coordinator

GUESTS

Aaron Szeto-via Zoom
Chris Samuelson
Francie Barnes
James Larson
Neita Webster
Jarrod Hennis
Debbi Hamilton
Charity Butts
Jessie Crow Mermel
Joy Vee
Steve Vee

Pastor Frank Langholz
Ed & Diane Kuehl
Patty Oliveri
Sue & Don Miller
Stacy & Dana Wallace
Brendan Noble
Andrea Wallace Noble
Myriah Saunders
Catherine Povalitis
Jack & Carla Phillips
Bill Houtkamp

Asia M. Peters
Tom & Teresa Tomblinson
Michael O. Simmons
Lora Edwards McClelland
Harin Patel
Amy & Jason Newell
Jim Gaugert
David Olson
Aubrie Sabin
Jennifer Kuroda

ROLL CALL

The meeting was called to order at 5:32 PM, by President Tilly. Recording secretary Kristy Knapp called the roll.

PLEDGE OF ALLEGIANCE Cheryl Maggio led the assemblage in the Pledge of Allegiance.

APPROVAL OF AGENDA and MINUTES Minutes for October 19, 2022 Board meeting and public budget hearing were approved. Severson Dells' agreement discussion was brought to the beginning of the meeting due to time constraints with Aaron Szeto, Forest Preserve Legal Counsel. No other changes or additions were made to the agenda.

PUBLIC PARTICIPATION, AWARDS, and PRESENTATIONS

Tim Speer, the new Deputy for the Forest Preserve was introduced.

UNFINISHED BUSINESS / DISCUSSION

Many questions were asked during the discussion on the Severson Dells' agreement. Jerry Paulson questioned if it was appropriate for the Board to be involved in the termination of staff. Aaron Szeto replied that the Board can terminate staff as long as the appropriate protocols and procedures are used to terminate any Forest Preserve employee. Judy Barnard questioned the legality of the agreement because the Board was not aware and never signed the agreement. Aaron Szeto stated, if there was no formal action taken by the Board to approve the agreement, the law states the agreement is null and void because it wasn't formally approved. He also stated there could be mitigating factors to the general rule of thumb and would need to be looked into. Mike Holan clarified that the agreement was put into effect in 2012 but was never brought forward to the Board as a resolution. The agreement was signed off by Dan Kasten, president of Severson Dells at that time and Thomas Kalousek, Executive Director of the Forest Preserve.

Aaron Szeto stated that if this is how it played out, there's an argument that this agreement was not properly adopted by the Forest Preserve Board. Jerry Paulson asked, since the agreement has been in effect for the last 10 years, wouldn't that make it a valid agreement? Aaron Szeto replied and stated that would be one of the mitigating items he was talking about. He would have to do some research to see for certain but there's still the argument that it wasn't properly approved by the Board. Judy Barnard stated the other issue is the repayment of the wages and benefits. The way the agreement is written, it states a certain amount would be given to the Forest Preserve every year to cover those costs. Every year there was a larger discrepancy between the amount that was approved and the amount that it cost the Forest Preserve, to the point where there has probably been an additional half a million-dollars spent on salaries and wages that were never budgeted because the Board was not aware of the agreement. Aaron Szeto stated that goes to the argument that the agreement was never properly approved and even if it was approved, why the terms of the agreement are being deviated from regarding what is being paid. Gloria Lind asked if we will have a problem with Illinois in regards to IMRF and will the Forest Preserve be penalized? Mike Holan responded and said IMRF is a private pension not under state jurisdiction but that only government employees can be on IMRF and the Forest Preserve's insurance. Jerry Paulson asked if the staff of Severson Dells are employees of the Forest Preserve. Jeff Tilly responded and said the way the agreement reads is they are staff of the Forest Preserve. The call was lost via Zoom with Aaron Szeto. As discussion continued, Mike Holan mentioned he would like to ask Aaron, with Jeff's approval, if the agreement is valid, what is the termination notice on the agreement? Jeff Tilly stated either way you read the agreement, it doesn't show clear guidance of the termination terms, which is another factor that should be in place. When a new agreement is posed, a clear termination clause should be written in so it can be understood. Aaron Szeto returned to the meeting via Zoom. Jeff Tilly asked Aaron to shed some light on his interpretation of the termination terminology in the agreement. Aaron Szeto stated the language in the agreement states any party can terminate the agreement by giving notice at least 60 days prior to a renewal. The way he reads it, if you're within 60 days of a renewal, then you can't do it. You have to do it 60 days prior to a renewal. Anytime prior to 60 days of a renewal you can give notice to terminate the agreement, so at this point we were not anywhere close to 60 days of our next renewal period. Jeff Tilly asked to move into public participation while we still have Aaron on the phone. Jeff Tilly mentioned that if anyone would like to speak at a future Board meeting they will need to sign up no later than noon the day of the meeting.

PUBLIC PARTICIPATION, AWARDS, and PRESENTATIONS-Cont.

James H. Larson- 10245 Tybow Trail, Roscoe. James wanted to speak on three points regarding Roland Olson Forest Preserve. He started off thanking whoever he spoke with and the area manager for taking down the fallen trees that he called about. He mentioned three public entrances in the preserves but was wondering why there are two entrances from private land and wondered why someone could have their own private entrance. Lastly, he would like to know what the overall management plan includes for Roland Olson. Mike Holan stated he will call him on some of the issues.

Chris Samuelson- 13550 Cricket Close, Roscoe. Chris addressed the Board of Commissioners and provided them with some context within recent discussion that he felt was important. Chris read the agreement termination letter that was given to himself and another Board member from Severson Dells this past Monday, November 7th by Cheryl and Judy. Chris also read the email that he sent on Friday, November 11th in response to the agreement termination letter. The email touched on the legality of the termination date, a correspondence email that was sent from the Executive Director to staff, understanding that the agreement needs to be reworked, and proposing that both organizations begin immediate work on reworking the agreement while continuing to operate under the existing agreement. Chris asked for the Board to identify two people on the Forest Preserve end to form a working group with two staff from the Severson Dells organization.

UNFINISHED BUSINESS / DISCUSSION-Cont.

Discussion continued after public participation with Jerry Paulson stating he was not aware of the Board taking any action to terminate this agreement. He remembers discussing it in closed session but that no action was taken. Jeff Tilly replied that no action was taken in closed session. Mike Holan asked Aaron Szeto if the dissolution of agreement resolution, that is on the current agenda, if it can go forward with the retroactive date of January 8th? Aaron Szeto replied that if the Board wants to adopt the resolution as presented with a clause that says this is retroactive to a week ago they can and in the alternative that even if it didn't have the retroactive clause, if the Board would adopt it tonight, it would be effective 60 days from today. Jeff Tilly read a statement regarding the agreement which focused on redrawing the agreement in a manner that provides a clearer picture of how both organizations can continue their partnerships and provide successful educational programs for the citizens of our community. The statement also said the Forest Preserve does not want to end the partnership or cease working together with Severson Dells Education Foundation. There is no plan on interfering with the programs or imposing on an operational procedures. There are no plans on removing any part of the nature center, education building or properties within those facilities or cease operations in Severson Dells or any other Forest Preserve Severson Dells Foundation uses for their programs. It's not the intention of the Board to stop supporting Severson Dells Education Foundation financially. The current agreement was not originally brought to the Board for approval, which an agreement of this magnitude needs to be properly implemented by creating an agreement executed and approved by the Board of Commissioners in an open and public setting. The statement also addresses the agreement and how Forest Preserves of Winnebago County is the employing agency to the Severson Dells Nature Center employees. Although it states they are employees of the Forest Preserve, the agreement does not provide specific direction on the nature of those employees' duties and responsibilities nor does it allow for the expansion or reduction of staff levels to be at the sole discretion of the Severson Dells Board, where it should be. Severson Dells Education Foundation is best suited to direct the staff of the Nature Center and should be doing so in any new agreement proposal. Discussion to amend or terminate the agreement has gone on for quite some time, longer than either organization would have liked. This will be the forefront of discussion and the Forest Preserve will continue to have the desire and dedication to have a strong partnership with Severson Dells Education Foundation and provide the citizens of Winnebago County as many opportunities in education and recreation as possible. Jeff Tilly also stated that he does not think 60 days will be enough time to properly align and establish a new agreement and partnership with the Boards. He would not be opposed to extending the termination date if needed, to ensure both boards have the opportunity to create a new agreement collectively. He looks forward to creating a new agreement between our organizations but also enhancing the partnership. Jeff thanked the Board and public. Cheryl Maggio asked what additional time would be reasonable. Jeff Tilly replied and said it's hard to say considering the current agreement. He suggest that Judy and Cheryl continue to work with Severson as our representatives to establish a new agreement. He wouldn't be opposed to an additional 60 days. Cheryl Maggio would like to see progress with the transition and doesn't want it open-ended. Jeff Tilly said the onus is on Severson Dells to take action during the transition period. Mike Holan addressed the two positions that are open at Severson Dells Nature Center. The Naturalist position has been filled and Ann Wasser stated she is planning on hiring the selected candidate even after Sherry called the candidate and let her know the offer was rescinded by the Forest Preserve. Mike Holan was wondering if a notice of termination is needed. Aaron Szeto replied that you would use the same protocols as we would with any other Forest Preserve employee. Mike Holan asked how the Administrative Assistant position is going to be advertised. If the Board approves the resolution, does the Forest Preserve want to make it clear they're not going to be employees or they are going to be employees until the termination of the agreement. Mike Holan is just wondering so the Forest Preserve knows which direction we are going to take and how to proceed with those two positions. Jerry Paulson made a statement regarding the situation. He agrees the agreement needs to be rewritten but does not agree with the termination of staff for Severson Dells as employees of the Forest Preserve. He's never agreed that Severson Dells should be a separate organization. Every other conservation or Forest Preserve District in Illinois has its own education department in their district. Severson Dells Education Foundation does a tremendous job in raising money and bringing in volunteers

to run programs, every not-for-profit organization is at risk for folding at any time. The only guarantee we have of having an ongoing stable environmental education program is for the staff to be employees of the District and am opposed to terminating the staff as employees of the District. Jerry Paulson thought the Board was planning on meeting with the Severson Dells Education Foundation and negotiate a new agreement before we took any action and no action has been taken. Jerry Paulson continued and said he would be in favor of tabling or extending it but I'm not in favor of the approach that's being taken and that it's essentially a management or administrative problem. Mike Holan addressed a resolution that was on the books from when Mark Keister was here that states, that the Forest Preserve will not be in the education business. So if there's a resolution in place I assume even though that resolution was created by the County Board, when we were with the County, that the resolution is still in place. Aaron Szeto replied that it's in place until such time that you adopt a resolution that changes the position. Jeff Tilly asked to see the resolution. Jeff continued and said the conflict we have with staff members under one organization and yet working for another organization is difficult for me to encompass as something that is proper and maybe ethical. Jerry Paulson stated that's what negotiating a new agreement needs to resolve. Cheryl Maggio mentioned that the Forest Preserve has reduced their staff over the years because of budget cuts but have continued to subsidize Severson Dells to the amount of at least half a million-dollars. We're just trying to make this agreement fair. Jerry Paulson stated it's fair and that it's a good value for our money. Jeff Tilly and Cheryl Maggio agree that they need to start working on a new agreement. There will still be help from the Forest Preserve financially but the staff will not be employees of the Forest Preserve. Jeff Tilly asked for a motion to adopt the current resolution and then amend the resolution with an extended termination date. Cheryl Maggio mentioned adding an additional 60 days but would like bi-weekly notifications about how it's going. Aaron Szeto interjected and said you can give a certain amount of notice as to when we want to terminate the agreement by making a motion to approve and then making a motion to amend but what you can't do is say that Severson Dells has to start transitioning people now. Our resolution doesn't control them and we can't appropriate terms of a new agreement in a resolution to say it's going to be binding on them. At this time Aaron Szeto left the meeting. Jerry Paulson asked if the new employees are going to be in limbo. Mike Holan replied that the Board needs to decide if they will be Forest Preserve employees and be terminated if the resolution is approved or Severson Dells Education Foundation employees. Jeff Tilly said he doesn't feel like it's the right thing to hire someone while negotiating a new agreement and that there's nothing in this agreement that prohibits Severson Dells Education Foundation from hiring somebody. A date of March 19, 2023 was decided as the new termination date by the Commissioners.

ACTION ITEMS

Dissolution of Agreement – An agreement between the Winnebago County Forest Preserve District (FPWC) and the Severson Dells Education Foundation (SDEF) was initiated on February 14, 2012 and signed by the former SDEF President, Dan Kasten, and former FPWC Executive Director, Tom Kalousek on February 28, 2012. The agreement between the two parties was never brought forward to the Board of Commissioners of FPWC to approve and adopt via a Resolution as has been done with all other agreements. The Board of Commissioners subcommittee that was assigned to review the agreement met with two board members of SDEF, including their President, and delivered a letter signed by FPWC President Jeff Tilly on November 07, 2022 officially terminating the agreement on January 08, 2023. The Board of Commissioners of FPWC wishes to formalize a continued partnership with SDEF by establishing a new cooperatively operational agreement with mutually acceptable terms at a soon to be determined date. The Board of Commissioners of FPWC wishes to continue supporting the SDEF with an annual financial subsidy, in an amount to be determined within the new cooperatively operational agreement. The Board of Commissioners of the Winnebago County Forest Preserve District would like to dissolve the agreement initiated on February 14, 2012 and signed on February 28, 2012 and terminates employment of all positions of the Severson Dells Nature Center including the Director of Education, Administrative Assistant, Educator, Naturalist and Community Engagement Coordinator upon the official termination date of January 08, 2023. This Resolution will hereby be retroactive from the date of November 07, 2022 and per the 60-day notice required by the terms of the agreement will officially

terminate on January 08, 2023. Cheryl Maggio made a motion and Gloria Lind seconded to approve the resolution to terminate the agreement between the Winnebago County Forest Preserve District (FPWC) and the Severson Dells Education Foundation (SDEF) as of January 08, 2023. Judy Barnard made a motion and Gloria Lind seconded to amend the termination date of January 08, 2023 to March 19, 2023. Roll call vote taken. **Amendment passes 5-2 (Jeff Tilly and Jerry Paulson voted no)**. Cheryl Maggio made a motion and Gloria Lind seconded to approve the resolution as amended. Roll call vote taken. **Amended resolution passes 5-2 (Jeff Tilly and Jerry Paulson voted no)**.

Jerry Paulson asked when negotiations will start and Judy Barnard replied as soon as possible. Jeff Tilly asked for the first draft of the agreement by the next Board meeting.

A short recess was taken at 6:38pm. The meeting returned to order at 6:48pm.

Audrey Johnson wanted to congratulate Gloria, Judy and Jerry for being re-elected.

ACTION ITEMS-Cont.

Bills for October – Jerry Paulson made a motion, and Mike Eickman seconded to authorize the payment of the bills for October in the amount of \$670,918.19. **Motion passed unanimously.**

2023 Board Meeting Schedule – The 2023 board meeting schedule will continue to be the third Wednesday of every month, except where noted. It is understood that additional meetings may be scheduled as needed. The Board will meet on the following dates in 2023: January 18, February 15, March 15, April 19, May 17, June 21, July 19, August 16, September 20, October 25, November 15 and December 20. Audrey Johnson made a motion, and Gloria Lind seconded, to approve the 2023 Board Meeting Schedule. **Motion passed unanimously.** Jeff Tilly requested to have offsite meetings at partner organizations again next year. Mike Holan said June and August may be good months due to daylight issues during the winter months.

Acceptance of Bids for Fertilizers & Chemicals – Vaughn Stamm addressed the Board of Commissioners regarding the fertilizers and chemicals bid. This bid is normally presented in February of each year but was moved up in hopes to capture end of year pricing. Bids on fertilizers and pesticides were presented. These materials are used for application on our golf courses and forest preserve restoration sites. These quantities are similar to last year's and are budgeted out of various departments. These products are handled and applied by personnel licensed by the Illinois Department of Agriculture. All the fertilizers, insecticides, herbicides and fungicides included in this bid are registered through the Environmental Protection Agency and have been approved for use on public golf courses and forest preserves. Judy Barnard made a motion and Cheryl Maggio seconded to approve the purchase of fertilizers and chemicals as per the attached list for a total price of \$89,425.13. **Motion passed unanimously.**

Acceptance of Bids for Golf Cars – Vaughn addressed the Board of Commissioners regarding the replacement of 50 golf cars for Macktown Golf Course. The current fleet is approximately twelve years old and are in need of replacement. \$300,000 was allocated for golf cars at Macktown Golf Course in the 2023 Capital Budget. Additionally, 40 used carts are being offered for trade-in in order to help offset the new purchase price and where an additional 10 of the used fleet are being retained in order to provide for events and outings where additional carts have been needed and were rented and or transported from another course in the past. This will better facilitate staff being able to more smoothly facilitate large events or outings or even multiple events and different courses on the same day. Two bids were opened on November 10th, with both bids meeting or exceeding the required equipment specifications. Staff recommends awarding the purchase of fifty (50) Yamaha Drive 2 EFI Golf Cars to Harris Golf Cars, Inc. because they meet and or exceed the minimum required bid specification, are the qualified lowest bid, and fall within the original budgeted amount in the 2023 Capital Equipment Budget. The amount of \$233,550, which includes the trade in allowance of forty (40) used golf cars. The individual unit price is \$6,351 (x 50 new cars = \$317,550) and the trade-in allowance is \$2,100 (x 40 used cars = \$84,000). There are sufficient funds available in

the 2023 Capital Equipment Budget for this purchase. Gloria Lind made a motion and Audrey Johnson seconded to approve the purchase of 50 new golf cars in the amount of \$233,550 from Harris Golf Cars, Inc. **Motion passed unanimously.**

STAFF REPORTS

Preserve Operations - Vaughn Stamm, Scott Stewart, Scott Wallace, and Bryan Helmold submitted a written report.

Land and Development – Mike Brien and Mike Groves submitted a written report.

Golf Operations – Vaughn Stamm, Rich Rosenstiel, Tyler Knapp, and Mark Freiman submitted a written report. Vaughn announced that all three courses are closed. Ledges will be the course on standby if weather changes due to easy cart access.

Marketing – Renee Henert submitted a written report.

Environmental Education – Ann Wasser submitted a written report. Ann announced they are busy with school field trips and getting ready for Luminaria on December 9th and 10th.

Human Resources/Volunteer Program Report – Sherry Winebaugh submitted a written report.

Law Enforcement – Sheriff's Department submitted a written report.

CLOSED SESSION

Audrey Johnson made a motion to go into closed session at 7:02 pm. At 7:27 pm, the meeting returned to open session. No action was taken while in closed session. It was determined that discussion in closed session was not appropriate for closed session. The discussion was brought to open session to continue.

Jeff Tilly asked Ann Wasser if she would like to speak. Ann Wasser continued her discussion regarding the issues around input and feedback. Ann brought up several situations where she tried communicating with Executive Director, Mike Holan. Including, viewing draft events and programs for the 2022 and 2023 calendar years, input of the draft plans of the new building at Severson Dells with both Mike Holan and Vaughn Stamm, and someone from Forest Preserve staff has always been included, since she's been here, with the hiring process of full-time or part-time staff. Ann is addressing the Board because she wants the Board to understand all the different ways she's tried to address the input concerns. She also mentioned the lack of communication between the Forest Preserve Board and Severson Dells Board and the strain it has put on the working relationship with Mike Holan and herself. They've both been put in positions where they have had to go between the two Boards and it should have been the two Boards communicating directly with each other. She asks that Mike and herself not be put into those situations in the future and that the Board commits to regular communication with the Severson Board so the staff members can have a more positive and productive working relationship. She wishes she would have had the opportunity to bring this forward last spring before the relationship evolved to where it is currently. She hopes through better and more regular communication, the challenges would have been worked through before it got to this point. She thanked the Board for their time and opportunity to speak with them. Jerry Paulson apologized for the way this has been handled and stated this should be filed in the appropriate file whether it's Ann's, Mike's or the Board's file. Jeff Tilly thanked Ann for sharing with the Board her thoughts and concerns and apologized on behalf of the Board that we are in this position and thinks part of the disconnect is part of the agreement. Ann was disappointed that the Forest Preserve Board asked for discussion to start almost a year ago and it never happened and to just terminate the agreement doesn't make sense to her. Now Forest Preserves of Winnebago County is the only public conservation agency in the state that doesn't have an education department. Judy Barnard stated we have educational partners and that has worked very well for years. Jeff Tilly stated we need an action plan to

establish a meeting time with Severson Dells Board, Judy and Cheryl. The draft agreement should include partnership and interaction as either a Board member or Executive Director, dollar amount, and clearer terms on amendment or terminations, with a possible two year expiration date to renew on annual or bi-annual basis. Mike Holan mentioned that the amount is a budgeted amount and that can be approved each year through the budget ordinance. Lastly, Ann asked for whatever the financial arrangement amount would be for 2023, can they get that number sooner than later. Jeff Tilly also mentioned there was discussion on additional financial help for the transition between now and March 19th.

ANNOUNCEMENTS and COMMUNICATIONS

December 9 - Employee Appreciation & Recognition Luncheon at Klehm Arboretum from 11:30am – 2:30pm

December 9 & 10 - Luminaria at Severson Dells Nature Center from 5:00pm – 9:00pm

ADJOURNMENT

Meeting adjourned at 7:54 p.m.

Next board meeting 5:30 PM, Wednesday, December 14, Preserve Headquarters;

Respectfully Submitted,
Kristy Knapp
Recording Secretary