



Board Meeting Minutes, Tuesday, November 11, 2025, 2:00 pm

The meeting was held at the home of Margie Gibson, Past President

Called to order at 2:00 pm.

Present: Donna Stevens, President; Cara Staab, Vice-President; Naava Koenigsberg, Treasurer; Betty Spence, Secretary; Margie Gibson, Past President; Marty Eberhardt, David Phillips

Absent: Elroy Limmer

Additions to Agenda: Betty requested an opportunity to discuss the new native flower posters. Naava requested an opportunity to discuss a change in the schedule of Board meetings.

Approval of Minutes: The minutes of the Board meeting of September 9, 2025, were approved.

Unfinished and General Business

December 7th Holiday Party: Cara said that she would get back in touch with Emily Aversa at The Hearth to confirm our reserved space. We would tell members to show up at 12:30 pm, but we should show up at 11:30 am to set up. She would coordinate with Elroy about the jugs for water and iced tea. Betty said that she would contact Curtis Shimp, who stored our tablecloths. Margie said that Don was usually willing to decorate with centerpieces for the tables; Donna said she would contact him about it. Margie also noted that the President usually spoke at the beginning, primarily to thank all the volunteers.

Update on volunteer coordinator contractor: Donna reported that so far we had no candidate for the position, although there were one or two possibilities. Margie suggested that we could put the job description in the next *Bulletin*, and Board members agreed.

November program update: Cara asked for help in deciding whether to go ahead with the scheduled November presentation by Carolyn Koury of the U.S. Forest Service on the restoration of the Trout Fire area or to postpone her talk to next spring. Russ Kleinman was willing to do a back-up presentation at the November meeting. In addition to worries about the furlough, there was another consideration: Carolyn had expressed willingness to lead a field trip to the Trout Fire area and it would be good to have a field trip scheduled in conjunction with the talk. She had programs scheduled for January and February but March was open. The Board

agreed that it would be great to have a field trip together with the talk and encouraged Cara to see if that would work for Carolyn Koury.

Board and Committee Reports:

Silva Creek Botanical Garden Steering Committee Report: Prior to the meeting, Marty circulated the following Steering Committee report for November 2025:

“We were very pleased with our Phase One Celebration on October 12. Despite the conflicting weather reports, we had storm-free event. About 70 people attended. Phase One was the result of three years of hard work and thousands of volunteer hours! We are trying to total up these volunteer hours now, as part of our final report for the Trails Plus grant.

We’re now solidly involved in Phase Two, which should be less work (we hope). This will involve finishing the Front Yard and Desert Gardens and coming up with a community-driven bicycle traffic mitigation plan. Other things may be added; stay tuned. We have decided to put off the Children’s Pollinator Garden until at least 2027.

We are also discussing increased programming in the garden. We may have a ‘Family Day’ next May, with many of the activities that we had on October 12, as well as some of the presenters who could not come that day because of the weather. If we are able to hire a volunteer coordinator, we hope to have a decent training course and regular tours.”

Marty said that everybody worked incredibly hard to prepare the garden, and we pulled off the event between two tropical storms. Naava reported that the Steering Committee had been approached by the Western Institute for Lifelong Learning to give a tour of the garden as a WILL class. In connection with that, she was asked to attend a WILL event at WNMU on December 4th, where she would sit at a table and explain the class, which would involve the design elements of a botanical garden.

Financial Report: Prior to the meeting, Naava circulated her quarterly report covering the period from July 1, 2025, to September 30, 2025, comprising the first quarter of fiscal year 2025/2026. She reminded the Board that as of January 1, 2026, we would be switching to the calendar year as the business year, although she was already working on a calendar-year basis for the report to the state organization. The next six-month contract with the Town of Silver City for the Silva Creek Botanical Garden had been signed, although the amount the Town was willing to pay was lower than before. She had noticed that there was no spot on the website for thanking donors. Perhaps they could be listed in the GNPS *Bulletin*? Margie suggested that the acknowledgement could come at the end of the year. Naava also suggested that everyone using the gilanative.com email might clean up the emails dealing with the aspect they were responsible for.

Calling attention to her written report, under Income and Expenditures by Project she noted that expenditures on the GNPS side exceeded income by just \$312.56. On the SCBG side, there were heavy expenditures exceeding income for that quarter by \$6,427.30, but most of that was

covered by the Trails Plus grant and had had to be spent before the grant deadline. Under the Accounts section, she noted that total GNPS assets had increased by \$4,173.37, primarily because of the unrealized gain in the Edward Jones mutual fund. Total SCBG assets, on the other hand, had decreased by \$5,003,97, but there were still ample funds. Margie had done some research on our investments at Edward Jones and would report later in the meeting.

Naava asked for budgets for all the committees for the whole of 2026. Cara said that she would like next year's budget to include \$50/month for six months to cover dinner for invited speakers for the regular evening programs, and a certain amount should be budgeted for mileage and lodging for out-of-town speakers.

New Business

Silver City Food Co-op Round-Up program: Donna reported that the deadline for applying for the Food Co-op's Round-Up program was the end of November. If our application was accepted, we would receive Co-op customers' round-up donations for a month sometime in the year. Marty offered to fill out the application and proposed to say that we would use the funds for educational purposes. Donna would review the application.

Proposed changes to the Bylaws: Subsequent to the Board meeting of September 9, 2025, Board members discussed via exchange of email the need for changes to the mechanism for holding elections, and Margie had volunteered to draft proposed amendments to the Bylaws for consideration at the next Board meeting. Prior to the meeting she circulated a draft with the following proposed amendments indicated in red.

Proposed amendment to Section V - Officers

3. Should the President be unable to complete the term of office, or there is no candidate for President a month before the **elections**, the Board shall seek a candidate and hold an email election among the members. In the interim, other Board members will fulfill the duties of the President.

Proposed amendments to Section VII – Elections

1. Elections shall be held **electronically**. Officers shall be elected in even-numbered years, and members at large of the Board shall be elected in odd-numbered years. Newly elected officers and Board members shall assume duties and responsibilities on the first day of January of the succeeding year.

2. The nominating committee shall be appointed by the Board and shall submit to the general membership a written slate of nominees for all elective positions one month prior to the **elections**. Notice shall be provided by email.

3. Members may make a nomination for any elected position. This will be announced at least 60 days prior to elections. Nominations must be received 45 days before the elections. Nominees must have the support of five members.

4. The Board shall submit a written slate of nominees for all elective positions at least thirty days prior to the close of voting in the election. The election must be completed by December 31.

Proposed amendments to Section VIII – Board of Directors

2. The Board shall consist of a minimum of seven and a maximum of eleven elected members, including the officers and the immediate past President.

3. Should a member at large or officer be unable to complete a term, the President may nominate a replacement for approval by the Board. Should the Board determine that additional at-large members are needed and there are fewer than the maximum of eleven, the President may nominate an additional member or members for approval by the Board.

Proposed amendment to Section XI – Amendments

1. These bylaws may be amended by a majority vote of those members participating in voting.

Discussion: It was agreed that the old system of voting at the November program was outdated and a legacy from the days before widespread use of Internet. It was pointed out that far more members would have an opportunity to vote electronically than would be expected to attend an evening meeting. Some Board members were uneasy at having the members vote on the new procedure and the election at the same time. Margie pointed out that, owing to the time it had taken to find a good slate of candidates, we were already behind the old schedule for notifying members; the new mechanism would enable us to resolve the problem.

There was general agreement on the amendments to Section V, no. 3; Section VII, nos. 1, 2, 3 and 4; and Section XI. However, Naava said that the second sentence of Section VII, no. 3, would tend to create two types of Board Members at Large, some elected and some appointed, and was undemocratic, and others agreed with her. She proposed that the word “maximum” should be changed to “minimum,” and the minimum number of Board members should be increased from seven to eight. Margie also noted that the words “or officer” in the first sentence were unnecessary, since that situation was already addressed in Section V, no. 3.

It was also mentioned that we should decide how an election was won: should it be by the majority of members voting? That language should be added to Section VII.

Motion: The Board accepted the proposed amendments to Section V, no. 3, and Section VII, nos. 1-4. A new paragraph 6 was added to Section VII, as follows:

6. Elections are decided by a majority of members voting.

Section VIII, nos. 2 and 3 were amended as follows:

2. The Board shall consist of a minimum of eight and a maximum of eleven elected members, including the officers and the immediate past President.

3. Should a member at large be unable to complete a term, the President may nominate a replacement for approval by the Board. Should the Board fall below the minimum number of members, the President may nominate an additional member or members for approval by the Board.

Election of Board Members at Large:

Donna recalled that in addition to the new Bylaws the members would be asked to vote on a slate of candidates for Board Member at Large presented by the Board. She announced that all three incumbent Board Members at Large had agreed to serve another term. In addition, two new candidates, Carol Martin and Cecilia McNicoll, had agreed to stand for election. Carol Martin was a regular helper at the Silva Creek Botanical Garden and was active in trail maintenance and forest restoration. Cecilia McNicoll was also a garden volunteer, and she had worked for the U.S. Forest Service for many years. Margie noted that both Carol and Cecilia were GNPS members.

Motion: The Board approved the slate of candidates for Board Member at Large consisting of Marty Eberhardt, Elroy Limmer, Carol Martin, Cecilia McNicoll and David Phillips.

A discussion ensued on whether members should vote yes or no on each candidate or simply vote for the slate. Short bios would be needed from all candidates to submit to the membership. Betty said she would send the incumbents the bios they had used last time for them to edit. Cara said that she would investigate how the electronic election could work.

Sponsorship of the 2027 Natural History of the Gila Symposium: Donna explained that Jim McGrath, who was organizing the next Natural History of the Gila Symposium, had asked whether GNPS would consider being a sponsor, something GNPS had traditionally done in the past. Sponsors were able to have a table in the lobby. Naava suggested that we review our budget for sponsorships; there was still plenty of time to decide.

2026 NPSNM conference budget: On behalf of the conference planning committee, Margie circulated the draft conference budget that the committee had adopted. Some figures were definite and others were based on our own chapter's past experience or extrapolated from the figures provided by the Taos and Las Cruces chapters. She emphasized that the budget was provisional and subject to change as more specific information on costs was obtained. Under "Miscellaneous" expenses she had offered two alternatives - \$500 or \$1,000 – which would

result in total expenses of either \$46,645 or \$47,135, slightly more than the anticipated income of \$45,700.

Several members asked how we could be sure that we would have 200 registrants. Betty explained that 200 was our best guess based on the attendance in 2018, the last time we hosted the state conference. Experience had shown that NPSNM members were particularly eager to come to Silver City because of our plethora of field trip opportunities, so the planning committee was emphasizing that aspect. David pointed out that if there were fewer than 200 registrants, some of the more expensive items like catering would be reduced correspondingly.

Betty said that, since the Gila Chapter was hosting the conference on the 50th anniversary of the Native Plant Society of New Mexico, the conference planning committee felt that we might be willing to spend a little more than we were expecting to be reimbursed in order to make it a special occasion. Naava suggested that the Board should decide the maximum that we were willing to lose on the conference. The consensus was that we could acceptably lose up to \$5,000 on the conference, but should not be aiming for that amount. Naava also suggested that, to be on the safe side, we should adopt the draft budget assuming the higher amount of \$1,000 in miscellaneous expenses, for total expenses of \$47,135, and her suggestion was followed.

Motion: The Board approved the proposed draft 2026 Conference Budget in the version showing expenses of \$47,135.

At Margie's suggestion, the following motion was adopted:

Motion: All expenditures from the budget must be approved by a majority of the conference planning committee.

Naava said that, to begin with, she would pay for conference expenses by transferring funds from the GNPS money market fund with Edward Jones, but she would prefer to transfer a lump sum at one time, rather than making continual withdrawals.

GNPS Endowment: Margie said that the Board had long talked about the need to decide what to do with our largest account, the mutual fund (AIVSV) managed by Edward Jones, which had originally been set up back in the 1990s at the instigation of then GNPS President Jack Carter. Although we referred to it as an endowment, technically it was not and had no conditions attached to it. She had consulted with Vladimir Gnilozubov, our financial advisor at Edward Jones, and had information comparing the returns on our three investment accounts. The largest account, our "endowment" fund, American Funds Investment Company of America® Class A (AIVSV), was volatile, but had notched a one-year return of 8.29% and a five-year return of between 17.07% and 18.44% despite a dive last winter; Vladimir considered it a good long-term investment vehicle. The AB Government Money Market A (AEAXX) had experienced a one-year return of 3.55%, but only a 2.9% five-year return. The SCBG money market fund at Edward

Jones, Federated Tr US Treasury Obligations (TTOXX), had done better, with a 4.27% one-year return and a 15.97% five-year return.

David said that obviously the mutual fund over time did much better than a money market fund, but the question was what was the main investment intended for? It was agreed that, although it was important to have a nest egg, the funds should not sit there forever unused. Marty noted that most endowments provided for the interest to be used and the principal kept intact. Several members pointed out that the mutual fund, although volatile, earned much more than, say, a CD. David suggested that one way to utilize the account was to withdraw a certain small percentage each year, unless the principal dropped below an agreed floor. The discussion was tabled.

Other Business

Posters: Betty reported that the Santa Fe Chapter had recreated the NPSNM spring/summer and summer/fall flower posters and had distributed 10 copies of each to each of the chapters free of charge for them to sell for \$15/poster. More could be obtained from the Santa Fe Chapter for \$5/poster to cover their costs. We would have a good opportunity to sell them at the Holiday Party. We would want to avoid having to ship them, which would be expensive and time-consuming, and so would not want to put them on the book webpage. The Board agreed to sell them at the Holiday Party. Betty would coordinate with Naava about perhaps selling them through her store.

Board meeting schedule: Naava said that our usual schedule of the second Tuesday afternoon of the month was particularly difficult for her, since she was on duty in her shop on Tuesdays and Fridays to work around the schedules of her assistants. A Wednesday afternoon schedule was tentatively suggested.

The meeting was adjourned at 4:35 pm.

Respectfully submitted,
Betty Spence
Secretary, Gila Native Plant Society

Appendix: Decisions taken by exchange of emails since September 9, 2025

Motion taken by exchange of emails on September 14-15, 2025: The Board approved the selection of Phil Connors as keynote speaker at the 2026 NPSNM state conference and agreed to pay him a speaker's fee of \$2,000.

Explanation: Don Graves, chair of the conference planning committee, spoke with Phil Connors at length and concluded that Phil would be an appropriate and excellent keynote speaker for the 2026 NPSNM conference. Phil Connors has just published his fourth book, *The Mountain Knows the Mountain*. Board members who have heard him speak agree that he would give a good presentation.

Description of Volunteer Jobs: On September 11, 2025, Margie Gibson submitted a draft list of jobs for which GNPS volunteers are needed, with descriptions; Cara Staab offered some revisions.

Non-Taxation Transaction Certificates: On September 18, 2025, Naava Koenigsberg, GNPS Treasurer, announced that GNPS is now set up to generate Non-Taxation Transaction Certificates so that we can buy certain types of products without having to pay sales tax.

Motion taken by exchange of emails on September 25, 2025: The Board approved the printing of a 2026 state conference bookmark.