

NEWPORT BAY CONSERVANCY
MINUTES OF THE BOARD OF DIRECTORS MEETING
November 14, 2012, Oasis Senior Center
OPEN MEETING

Present: Peter Fuhrer, Cecilia Patterson, Rita McCoy, Cathey Bertot, Peter Bryant, Howard Cork, Donna Flower, Holly Fuhrer, Virginia Hayter, Angie Vazirian

Absent: Debbie Moore, Dennis Kelly, Rob Ellis

Other attendees: Jack Keating, Frances Cork

Interim Vice President, Peter Fuhrer, called the meeting to order at 4:10 pm.

IVP Fuhrer announced that Past President, Debbie Moore, had declined to take the position of Chair of the Board Development Committee as dictated in the current Bylaws, thus leaving the position open. A motion was made by Member Hayter that the Board Development Committee be a regular committee and its members appointed by the Board President with the advice and consent of the Board. Member Cork seconded the motion. The motion was approved unanimously.

It was agreed that the election of new officers would be held after the arrival of Members Ellis and Kelly who were delayed. Mr. Keating was therefore given the floor to put three issues before the Board.

1. Vista Point

Mr. Keating advised that this location is looking very shabby and needs a regular maintenance program. This is a memorial to Frank and Fran Robinson. The donor plaque needs cleaning. The plantings are overgrown and block views of the Bay. Although the property is managed by DFG, the area manager, Carla Navarro, does not have the resources to handle this. Jack suggests that NBC assume this responsibility and attempt to raise funds for ongoing maintenance.

2. Bayview Heights Storm Drain

This area is a big problem during the winter season due to run-off which has dumped 10,000 pounds of sediment into the Bay. Dealing with it is complicated by the fact that the properties involved run between two private residences, onto County property, then onto DFG property. The City is also concerned about it since it is a source of pollution of the Bay. Mr. Keating feels it will need professional intervention and cannot be done by volunteers. IVP Fuhrer pointed out that this kind of issue will be reviewed by the new Watershed Coordinator.

As an aside, Mr. Keating also mentioned the City storm drain at East Bluff Park which presents an even worse sediment issue. The City has fixed the section of road that has been washed out so that it will not be eroded but the continuing sediment problem has not been addressed.

Member Ellis arrived at the meeting at 4:35 pm.

3. Galaxy Drive Bank

This area is badly overgrown with non-native plants, especially Pampas grass. Mr. Keating would like to see the pampas grass removed and the bank restored. This project is beyond the capacity of volunteers and will need professional help. The responsibility belongs to DFG and Carla Navarro is aware of the

need but lacks resources. Dover Shores Home Owners Association is willing to help and could probably be engaged. Mr. Keating has surveyed the Bay with the Newport Beach Fire Chief who is very concerned about three areas that he feels are serious fire hazards and dangerous to homeowners.

Member Kelly arrived at 4:40 pm.

Member Cork also raised the issue of Big Canyon Loop Trail which is badly degraded. The bridge is now falling apart and presents a danger to hikers who use it. It is located on DFG property. Carla Navarro has now closed it due to the liability risk. Member Cork has approached Ms. Navarro to get agreement to NBC seeking funds to enable the restoration of the boardwalk and bridge.

After discussion it was agreed that these are important issues and need to be taken into account in the strategic planning process which needs to be completed as a matter of urgency.

Election of New Officers

President

Member Bryant nominated Member Cork. Member Hayter seconded. Member Cork accepted the nomination, stating that he saw the role as a fulltime job, and that he believed the priorities were to ensure any immediate financial issues were resolved, ensure we build a solid plan for 2013, without which we cannot fix our budget or establish a practical fundraising plan. He would also establish regular town hall meetings to ensure open discussion of issues of concern to the Board and members.

There were no further nominations. Nominations were closed. Motion was made by Member Hayter that we accept a voice vote. All were in favor. Member Cork was elected unanimously.

Vice President

Member Hayter nominated IVP Fuhrer. Seconded by Member Kelly. IVP Fuhrer accepted the nomination. All were in favor. Member Bryant requested that he be the Chair of the Bylaws Committee which is designated in the Bylaws as a function of the Vice President. VP Fuhrer relinquished the position and all were in favor of Member Bryant's appointment.

Treasurer

VP Fuhrer nominated Member Flower. Seconded by Member Kelly. Member Flower accepted the nomination, asking for help from the past treasurer in the transition. Interim Treasurer Cecilia Patterson agreed. All were in favor.

Secretary

IVP Fuhrer nominated Member Fuhrer. Seconded by Member Hayter. Member Fuhrer accepted the nomination. All were in favor.

President elect Cork presided over the remainder of the meeting. He announced that the first order of business will be the selection of Committees and Chairs. He wants to reduce the number of committees and simplify the operations of the Board. He will give this some thought and circulate his ideas for Board consideration so that decisions can be made at the December meeting. Regarding Board meetings, his recommendation is to focus each meeting on a few important issues so that they can be discussed thoroughly and effective decisions made. He wants the Bylaws Committee to start deliberations immediately so that we can present a new set of draft bylaws to the voting membership

early in the new Board's term. Cathey Bertot expressed her concern that we now have only 54 voting members and only 23 of them showed up for the Annual Meeting and Elections out of a total of 41 people in attendance.

It was decided to hold the next Board meeting on Wednesday December 5, 2012 at 5pm at the BBSC. It will adjourn promptly at 7:00 pm. Sec. Fuhrer will contact Robin about scheduling the meeting and obtaining a key to the building.

Pres. Cork and Sec. Fuhrer will notify the members regarding the election of new officers. Pres. Cork will also draft a letter to the membership from the new President.

Member Kelly left the meeting at 5:40 pm.

Member Hayter made a motion that the Board be charged with developing a calendar for the year. Seconded by VP Fuhrer. All approved.

The issue was raised whether we need an "Executive Committee" to meet in between Board Meetings to deal with issues that shouldn't be postponed for a month. Member Hayter commented that if Executive or Officers meetings are informal, no minutes need be taken, but if formal, then minutes need to be produced. All recommendations and actions must come to the Board.

Mr. Keating raised the question of the "Board Policy Manual" and its current status. It was agreed that the manual and all of NBC's records need to be reviewed and reorganized.

Member Flower inquired who will supervise our employee Patrick McCaffrey. Member Hayter advised that Board officers, through the President, are in charge of staff. Howard will discuss this with Mr. McCaffrey.

Outgoing Secretary McCoy presented the Board meeting minutes for September and October 2012. Member Ellis made a motion to approve them. Sec. Fuhrer seconded. All were in favor.

Outgoing Treasurer Cecilia Patterson presented the 2011 NBC Tax Return which is due November 15, 2012. Several questions were discussed. Motion made by Member Hayter to accept the Tax Form 990 as presented and amended by Cecilia. Seconded by Member Ellis. All were in favor.

President Cork made a motion to adjourn the open session at 6:40 pm. Treas. Flower seconded. All were in favor.

Respectfully Submitted,

Rita McCoy, Outgoing Board Secretary, Newport Bay Conservancy
Holly Fuhrer, Secretary Elect