

NEWPORT BAY CONSERVANCY  
MINUTES OF THE BOARD OF DIRECTORS MEETING  
March 6, 2013 Back Bay Science Center  
OPEN SESSION

**Call to Order/Roll Call**

**Present:** Pres Howard Cork, VP Peter Fuhrer, Treas Donna Flower, Sec Holly Fuhrer, Cathey Bertot, Peter Bryant, Rob Ellis, Virginia Hayter

**Absent with Apologies:** Rita McCoy, Dennis Kelly

**Absent at the time of Roll Call:** Debbie Moore, Angie Vazirian

**Attendees:** Jack Keating, Frances Cork

Pres Cork called the meeting to order at 5:50 pm. A quorum was present.

**Approval of Minutes**

Minutes of the February 6, 2013 Board Meeting Open Session were presented by Sec Fuhrer. No corrections or amendments were offered. Mmbr Hayter made a motion to approve. Seconded by Mmbr Bryant. Approved unanimously.

**Research Committee Report**

Chrmn Bryant reported on the planned symposium on "Plants and their Pollinators: Interactions for a Healthy Planet" scheduled for Saturday June 22, 2013 which will include speakers, lunch, field trips and demonstrations, and a native plant sale. Motion was made by Mmbr Hayter to implement the symposium. Seconded by VP Fuhrer and passed unanimously.

**Financial Report/2013 Budget**

Treas Flower presented the projected 2013 Budget regarding unrestricted funds. The figures are preliminary through June and should be revisited at that time to see if any adjustments are required. Mmbr Hayter moved to approve the report, seconded by Mmbr Ellis. The motion passed unanimously.

Treas Flower also presented a statement of cash flow for January and February indicating a negative balance of \$1,231.00. She stated that income is typically low for this time of year and that income is expected to pick up throughout the year which should produce a December projected positive balance of \$38,100.00.

Mmbr Hayter moved to accept the January/February cash flow statement, seconded by VP Fuhrer, and passed unanimously.

**President's Report**

Pres Cork discussed the report that he intended to present to the membership at the Members Meeting the following night, March 7, 2013 at the IC at 6:30 pm. Included will be an update about the Mallet lawsuit, a review of 2012, what we have accomplished since the new Board was installed, a look forward to our operating plan for the remainder of the year, the challenges we face, a report regarding NBC's financial status, and an update of progress on our major projects. There will be an announcement of the proposed Board Committee structure and the need for volunteers to step up and participate.

Pres Cork will also notify the membership that we have increased our liability insurance to include specific coverage for the kayak tours.

Pres Cork announced to the Board that after a review of the Capital Campaign Fund, it has been determined that there are both restricted and unrestricted monies in this fund and that there are sufficient unrestricted funds to repay the monies borrowed from the restricted funds. This will be the subject of a future Board discussion.

Pres Cork will introduce Krista Sloniowski, the new NBC Watershed Coordinator, to the membership tomorrow night and announce that she will give the first talk at the revived Naturalist Meetings to be announced.

### **Bylaws Committee Report**

Chrmn Bryant presented the final version of the Revised Bylaws with three amendments recommended by the Board and approved by the Bylaws Committee. The Committee also reviewed and approved "Proposed Membership Requirements and Benefits: 2013" to accompany the Bylaws.

Mmbr Kelly arrived at the meeting at 6:45 pm.

Mmbr Hayter suggested that a "Corresponding Secretary" position be created to aid the President in his duties. Pres Cork asked that discussion about this be tabled for review by the Board at a later time.

Per the current Bylaws, the final revised Bylaws document must be sent out to all of the voting members on paper by postal mail ten days prior to a meeting. The rest of the membership will be notified electronically and all will be invited to a Members Meetings to discuss and vote on passage of the 2013 Bylaws. The proposed membership requirements and benefits will be included. The voting list compiled for the 2012 elections will be used to determine the voting membership.

The proposed membership requirements and benefits were discussed briefly by the Board and attendees. Mmbr Bertot brought a motion to the floor that the Board accept the Bylaws revisions and approve the statement of requirements and benefits. Mmbr Ellis seconded the motion. Passed unanimously by the Board.

### **Committees**

Pres Cork made a plea that Board members and volunteers step forward and sign up to help with the committees. He stated that our budget and finances are now stabilized and we have an operating plan for the year. But because we don't have paid staff, we can't get all of our business done. He is taking up the slack as best he can but we need administrative help. Mmbr Hayter suggested a committee run by two volunteers to take over administrative functions that are now not being routinely accomplished. It was suggested that the Board needs to prioritize its grant writing program to try to get funding for this.

Mmbr Bryant left the meeting at 7:00 pm.

The closed meeting that was scheduled to follow was cancelled by Pres Cork.

Mmbr Hayter made a motion to adjourn the meeting at 7:08 pm. There were no objections.

Holly Fuhrer  
Secretary, Newport Bay Conservancy