

NEWPORT BAY CONSERVANCY
MINUTES OF THE BOARD OF DIRECTORS MEETING
Back Bay Science Center Conference Room
Wednesday September 17, 2014 2:00-4:00 pm
OPEN SESSION

1. Call to Order/Roll Call

Directors Present: Howard Cork, Peter Fuhrer, Donna Flower, Holly Fuhrer, Frances Cork, Ginger Hayter, Sarah Kimball, Jean Whitaker, Danielle Zacherl, Dick Zembal

Directors Absent with Apologies: Peter Bryant, Michelle Clemente

Guests: Jack Keating

The meeting was called to order by President Cork at 2:07 pm.

2. Secretary's Report

Sec Fuhrer presented the minutes of the August 20, 2014 Board Meeting. Motion made by Mbr Hayter to approve, seconded by Mbr Zacherl. The minutes were approved unanimously.

3. Treasurer's Report

Treas Flower presented the Financial Report. The Balance Sheet shows that our Unrestricted Funds including Receivables on an accrual basis have been decreasing since 12/31/13. The cause is the decline in income from individual and corporate memberships and donations. This will continue until our planned fundraising campaign begins to bring in revenue. Fortunately we have reserves that we can draw on during this time when our expenses are greater than our income, however, our goal is to bring in as much as we spend each year and not have to rely on reserves.

The 2014 Variance Report based on the 2014 budget from January through June 2014 shows that we have not met our goals except for kayak tours which are doing exceptionally well at over \$10K net profit for the first 6 months of 2014. Questions were asked and answered regarding the various line items on the budget as well as ideas on how we can increase our revenue.

VP Fuhrer reported that the Bay View Project is now going forward and will need to be funded immediately. According to Treas Flower, we have a reimbursable grant for this project. All invoices and reports should be submitted as quickly as possible in order to get a rapid turn-around.

4. President's Report – Howard Cork

There were no questions or comments raised from the President's Report to the Board. Pres Cork reported that the Volunteer Appreciation Dinner was very successful and expressed thanks to the five-agency committee that organized and executed it, especially the Chairman, Matt Yurko.

5. Committee Updates

Restoration Committee – Sarah Kimball, Chair

Chairwoman Kimball has put together a first draft of an overall restoration plan for the UNB open space. Pres Cork reported that he advised the UNB collaboration team of this at their recent meeting, and the idea of a strategic plan for restoration around the Bay was received enthusiastically.

Mbrs Kimbal and Zacherl reported on the planning for the Uplands to Tidelands Exhibit at the IC. The tank is due to be installed later in October and Pres Cork had requested that Mbrs Kimball and Zacherl help with the design of the interpretive material. They have sought clarification on the target audience and the intended learning objectives for the exhibit, also how these fit within the wider use of the Interpretive Center.

Heather Cieslak arrived at 2:50 pm.

Fund Raising Committee – Ginger Hayter, Chair

Pres Cork reported that he had called a meeting of all those in the NBC who are interested in fund raising as he proposed at the last Board meeting. There was a good turnout plus several others who wanted to participate but were unavailable on the day. Martha Wolf and Liz Grant are doing research now on grant possibilities. Martha, who is very experienced in fund raising, presented several good ideas to the group. She proposed that our fund raising efforts revolve around a theme such as “A Healthy Bay”, and that we tie this all in with NBC’s 50th Anniversary celebration in 2017. The group felt both were excellent ideas and should be followed through. President Cork felt it was a fruitful meeting and that plenty of energy was present.

OD Heather Cieslak requested approval to buy a software database that is currently on offer to nonprofits for a heavily discounted price of \$99. She has used this package in the past and believes it will be of real help to us. After discussion, a motion was made by Treas Flower to purchase it for NBC use. Seconded by Mbr Hayter. All were in favor.

Mbr Cork reported for the Membership sub-committee. The Membership Drive will be held in November. The mid-year drive brought in \$7,575.00. The projected expectation is to double that via the year end Drive, which would give us approximately \$18,000.00 for the year.

Board Development Committee – Holly Fuhrer, Chair

Chairwoman Fuhrer reported that the Committee has met and created a prioritized list of potential candidates who are currently being approached. Since 11 current members of the Board are returning – 6 who are in two year terms and 5 who are in one year terms and have opted to run again – there are two slots available to fill. We are currently in correspondence with two potential candidates who we feel would be great assets to the Board. The committee will continue down its list if they decline. The deadline for applications is October 9. A final slate of recommended candidates will be presented to the Board by the committee at the October 15 Board meeting. The protocol for the Annual Meeting and Elections on November 6 was reviewed. Board members were asked to attend. After the election results are announced, the new Board is installed, and the meeting is adjourned, the new Board will remain and choose a date for their first meeting at which time new officers will be elected.

Pres Cork confirmed that he will not be standing for re-election but plans to be an active Immediate Past President.

Mbr Cork then presented the newly revised "NBC Volunteer Requirements" policies and led a discussion. She stated that the purpose of the revision was to incorporate the decision made at a members meeting last year to fix a minimum of 48 hours of volunteer service during the preceding year to qualify to vote in the Board elections at the Annual Meeting, and to clarify some of the language in the original document defining the various categories of membership which was published in 2002.

Mbr Zacherl left the meeting at 3:45 pm.

Mbr Hayter made a motion that the Board accept the NBC Volunteer Requirements document as presented and amended. Seconded by VP Fuhrer. Motion passed unanimously.

6. Other Business/Matters Rising

No other business was raised.

7. Adjourn to Executive Session

Motion to adjourn was made by Mbr Hayter and seconded by Mbr Cork. All were in favor. The meeting ended at 3:53 pm.

Motion made by Mbr Zembal to open the Executive Session, seconded by Mbr Kimball. All were in favor. The Executive Session was called to order at 3:54 pm.

The Executive Session was conducted and concluded at 4:47 pm.

Motion was made by Mbr Hayter that the Board move back into Open Session. Seconded by Mbr Kimball. All were in favor. The Open Session resumed at 4:49 pm.

Motion was made by Mbr Zembal to keep OD Heather Cieslak on a full time basis for another year starting on her one year anniversary in October. Motion passed by voice vote.

VP Fuhrer moved to adjourn the Open Session, seconded by Mbr Whitaker, and passed unanimously.

The meeting adjourned at 4:58 pm.

Holly Fuhrer
Board Secretary, Newport Bay Conservancy