

NEWPORT BAY CONSERVANCY
MINUTES OF THE BOARD OF DIRECTORS MEETING
Back Bay Science Center Conference Room
Wednesday July 15, 2015, 2:00-4:00 pm
OPEN SESSION

1. Call to Order/Roll Call

Directors Present: Peter Fuhrer, Michelle Clemente, Donna Flower, Holly Fuhrer, Peter Bryant, Nancy Gardner, Jean Whitaker, Danielle Zacherl, Dick Zembal

Directors Absent with Apologies: Frances Cork, Howard Cork

Directors Absent: Sarah Kimball

Staff: Heather Cieslak

Guests: Jack Keating, Ed Alatpour

The meeting was called to order by Pres Fuhrer at 2:10 pm.

2. Secretary's Report

Sec Fuhrer presented the minutes of the June 17, 2015 Board Meeting. No amendments or corrections were offered. Motion made by Mbr Gardner to approve the minutes, seconded by Treas Flower. All were in favor.

3. Treasurer's Report

Treas Flower presented the Treasurer's Report. As approved at the June Board meeting, the funds donated in response to the mid-year appeal were applied to the high school water program to cover the shortage of grant funds from the 2014/2015 school year. We have received \$2,115 which is short by \$175. We also have the expense of a bussing invoice we have not yet received. Hopefully, July donations will cover the balance.

The Variance Report which was distributed to the Board shows the actual income and expense figures for January to June. There are no indications that we will go over our projected expenses for 2015, however there are concerns regarding meeting our income goals in three areas – Corporate Donations, Friends Memberships, and Corporate Memberships.

The June 2015 Profit and Loss statement, also distributed, summarizes unrestricted operations for the month of June as well as for YTD January through June 2015. It should be noted that our Gross Profit before Operating Expenses is \$45,590 for the first six months of 2015. Our projected expenses to cover for 2015 are \$111,500.

The preliminary Balance Sheet of cash in bank shows a total of \$280,749 at 6/30/15 in Bank of America checking and Pacific Community savings. Of this \$124,349 is unrestricted and \$156,810 is restricted. We continue to have \$60,000 of our unrestricted funds in reserves.

4. Committee Reports

Fundraising Committee – Nancy Gardner

The corporate drive has been delayed. In place of that the committee is suggesting another program which involves buying a mailing list and sending out a letter soliciting donations and inviting people to an open house. The event would be called "Baycation" where we would have fun activities planned, maybe have a Reggae Band, using both the IC and the BBSC. The committee will ask the Board to vote on this at the next meeting.

Board Development Committee – Nancy Gardner

The committee is recommending the development of a Board that will “take the organization to the next level,” one that is focused primarily on fundraising and strategic direction as more traditional Boards are. Along with the Bylaws Committee, the BDC is recommending that a certain number of NBC Naturalists be included on the Board to retain that voice but that the rest of the Board be made up of influential members of the larger community who can help us grow and expand our scope of influence. The committee also recommends that we expand the Advisory Board membership as well as its participation in the decision-making processes of the Board.

Mbr Zacherl posed the question of what a more “traditional” Board would look like. Mbr Gardner offered the example of “Explore Oceans” which has a Board of extremely effective fundraisers. She also cited the Surfrider organization which has a technical advisory committee that works adjacent to the Board to provide information and assistance so that the Board can concentrate more on policy issues. Mbr Gardner feels that NBC needs well connected people on the Board who will work actively to promote the organization and are not just “empty suits.” She advised that building a Board is a difficult process that requires time, patience, and effective persuasion, finding the right people and the right balance.

Bylaws Committee – Michelle Clemente

The Bylaws Committee is aligned with the Board Development Committee and will present a formal proposal at the next meeting regarding its recommendations. They are considering the possibility of asking representatives of our landowning partners to be on an advisory committee. They are also considering changing the Bylaws in such a way as to enable us to amend the Bylaws more easily and efficiently.

Mbr Kimball arrived at 2:15 pm.

Research Committee – Peter Bryant, Chair

Chairman Bryant reported on plans for the August 1 Symposium and requested assistance in advertising the event. Pres Fuhrer responded that the Marketing and Communications Committee would do so.

Mbr Zacherl reported on the status of the Mini-grants Program being offered by NBC. She sent out a call for proposals that are due today. Only three people have applied. She proposes that we do another call in the fall since summer is not the best time to reach academics. The Research Committee has money for five grants at \$1,000 each. Mbr Gardner questioned whether, if we receive four deserving applications, we can make awards of \$1,250 each. The Board agreed that would be appropriate. Mbr Gardner also asked if we have a policy about Board members applying for these grants. It was pointed out that we have not faced this situation before and there is no clear policy at present. Apparently a member of the Research Committee (Peter Bryant) has applied for reimbursement for work that is already in progress. He has agreed to recuse himself from the decision making process. Board members pointed out that this could be awkward if it is perceived as a conflict of interest. Others expressed the opinion that if we are trying to encourage research in the Bay, quality is important. No consensus was reached on this issue.

Education Committee – Peter Bryant

The Naturalist Training course was discussed. Questions were raised about who is responsible for the content of the course and who is organizing it, functions that require a lot of time and energy. Mbr Bryant has upgraded the course considerably for this year’s class. OD Cieslak reported that six people are interested. Twenty one students can be accommodated. The charge is \$35.00 which covers study materials and snacks. VP Clemente inquired if the course is open to land-owner staff.

Restoration Committee - Sarah Kimball

Chairwoman Kimball announced that the committee will be presenting the results of its land survey and a restoration plan for the entire Bay at a meeting on July 30. Maps of the plantings in the entire Bay will be presented. This is what the interns that NBC has supported financially (\$4,000) have been working on. It was agreed that the interns should make a presentation to the Board at the August meeting.

5. Operations Director Report

OD Cieslak presented her report with the following highlights. The last Associates Training was held on June 20. Another one is scheduled on August 29. DFW is updating its kiosks. The OCParks "Tidelands to Uplands" Exhibit is progressing. Electrical and plumbing work is expected to be completed by mid-October. A taxidermy Bobcat display has been donated to the IC. OCP will be taking responsibility for its installation and maintenance. Amy Erickson of OCParks has been offering docent training sessions to our Naturalists. We are continuing to update the NBC website. We have been helping the YMCA with part of its summer program on Wednesday mornings. We have received \$3,000 from the Pralle Family Foundation. The Plein Air event will be held this coming weekend.

6. Discussion of Grant Writing Priorities

It was agreed at the June Board meeting that we should allot a substantial amount of time in our July meeting to a further discussion of our grant writing priorities. Pres Fuhrer reviewed his experience with the NBC grants that he has been involved with in his tenure on the Board from 2011 to 2015. He suggested that they have fallen into three categories:

1. Large grants from private foundations that have supported staff positions or specific programs (such as The Volunteer Coordinator and the Outrigger Program);
2. Large grants from Government sources that have supported specific projects that we have had to execute and administer using staff, hired contractors, Board members as project managers, and volunteers (such as the Watershed Coordinator and the Bayview Restoration);
3. Small grants under \$5,000 from various sources either for specific purposes or unrestricted (such as REI, Pacific Life, individual donors or groups).

Pres Fuhrer reminded the Board that in 2014, after assessing our larger grants which required capabilities that NBC was not equipped with, the Board agreed that in the future we would play a more facilitative role in encouraging other agencies to undertake projects that NBC does not have the capacity to take on itself.

At the June Board meeting, three possible target areas for grants were identified as staff salaries, specific educational programs, and research projects.

Sec Fuhrer presented information she had received from a Grant Writing Consultant, Leah Nosek, recommended by OneOC, and strongly recommended that we spend the money to get some professional input in our search for grant funding rather than the "hit or miss" approach that we seem to have taken in the past.

Mbr Gardner inquired what it was about the Watershed Coordinator Grant that caused the Board to back away from that sort of funding. It was extremely labor intensive for the Board President who ended up acting as the Project Manager and it did not provide sufficient administrative fees. It also went on over three years.

Mbr Zembal suggested we take a look at what we have received money for in the past and what we have done with it. That information tells funders a lot about who we are and how effective we have been.

Mbr Zacherl left the meeting at 4:00 pm.

VP Clemente left the meeting at 4:05 pm.

The following program priorities were identified in the discussion:

- Outrigger tours
- Kayak tours
- Walking tours

The following core operating expenses were identified:

- Operations Director
- Volunteer Coordinator
- Program Coordinator
- Education Coordinator
- Administrative Assistant

Targets of our educational programs:

- The public
- Elementary School
- High School
- College

The subject of sea level rise was discussed again. There are many topics related to this area that are on the front burner now with multimillion dollar grants available. Sea level rise will clearly impact the Bay's ecosystems and especially its endangered species significantly. Should NBC take up this cause and if so, how and who would champion it for the organization? We need to look for opportunities for collaboration with other agencies. We don't have to be in charge.

Question was raised whether we should just focus on three priorities and stop taking a "shot gun" approach and trying to do too many things, stop spreading ourselves too thin and just concentrate on a few things that we know we do well.

It was suggested that we write a job description for an Education Coordinator that would encompass all of the programs instead of a Program Coordinator.

7. Other Business/Matters Rising

Question was raised about what we are doing to prepare for "Newport Green" on September 19. It was agreed that Mbr Gardner, OD Cieslak, and the Marketing Committee need to start planning specifically.

8. Adjourn

Motion made by Mbr Zembal to adjourn the meeting, seconded by Mbr Gardner. All were in favor. The meeting ended at 4:30 pm.

Holly Fuhrer, Board Secretary
Newport Bay Conservancy