

NEWPORT BAY CONSERVANCY  
MINUTES OF THE BOARD OF DIRECTORS MEETING  
Back Bay Science Center Conference Room  
Wednesday September 16, 2015, 2:00-4:00 pm  
OPEN SESSION

**1. Call to Order/Roll Call**

**Directors Present:** Peter Fuhrer, Michelle Clemente, Holly Fuhrer, Peter Bryant, Nancy Gardner, Molly Stallcup, Jean Whitaker, Danielle Zacherl

**Directors Absent:** Frances Cork, Howard Cork, Donna Flower, Sarah Kimball, Dick Zembal

**Staff:** Heather Cieslak

**Guests:** Jamie Montgomery

The meeting was called to order by Pres Fuhrer at 2:05 pm. Pres Fuhrer welcomed Molly Stallcup who has just been appointed by OCParks to represent them on the NBC Board per our Memorandum of Understanding.

**2. Secretary's Report**

Sec Fuhrer presented the minutes of the August 19, 2015 Board Meeting. No corrections or amendments were offered. Motion made by Mbr Gardner to approve the minutes, seconded by Mbr Zacherl. All were in favor.

**3. Treasurer's Report**

No Treasurers Report was presented due to Treasurer's absence from the meeting.

**4. Committee Reports**

Board Development Committee – Nancy Gardner, Acting Chair

Mbr Gardner reported that the committee has successfully recruited two new Board candidates and is waiting to hear from two other possibilities. In addition, the committee will be recruiting two people to run as Non-Board members of the Board Development Committee. Six current members of the Board will be returning to complete their two year terms ending in 2016.

Mbr Zembal arrived at 2:10 pm.

Sec Fuhrer presented proposed changes to the Board Code of Involvement which had been recommended by last year's Board Development Committee but remained as unfinished business. The rationale for these changes were discussed. Essentially it was felt that the old code was so stringent in its requirements that it had become a deterrent to recruitment. Mbr Gardner made a motion to accept the revised code. Mbr Clemente seconded. All were in favor.

Bylaws Committee – Michelle Clemente, Chair

VP Clemente presented the proposed changes in the Bylaws which can be summarized as follows:

1. Three seats on the board are to be reserved for Naturalists. While there have usually been Naturalists on the board, there is no requirement to that effect. This change would ensure continuous member representation

2. Voting by mail would be allowed. Most members look forward to the Annual Meeting, but there are some who are unable to attend because of illness, travel or other reasons, and this way their voices will still be heard. Note: This is not electronic voting.

3. Two new committees are to be created: the Technical Advisory Committee (TAC) and the Land Owners Committee (LOC), both of which would be made up of non-NBC members but with an NBC board liaison. The TAC would allow us to attract more scientists and to involve them more closely in the mission. The LOC would facilitate better communication and cooperation among the landowners.

4. Two standing committees of the Board, the Board Develop Committee and the Bylaws Committee, are to be merged into the Governance Committee. This will help streamline work and committee participation.

A red-lined version showing the precise wording of the changes was also presented for discussion. A motion was made by Mbr Zacherl that the Board accept the recommended Bylaws changes set forth by the Bylaws Committee, seconded by Mbr Bryant. All were in favor. Both of these documents will be sent out to the membership for their consideration in preparation for a discussion and vote at the Annual Meeting.

If the membership approves of these changes, the committee structure of the Board will have to be reorganized. It was suggested that this be addressed at the 2016 Board Retreat.

#### Board Development Committee – Nancy Gardner, Acting Chair

Mbr Gardner requested time to present an addendum to the Board Development Committee Report. When she and Past Pres Cork met with Gary Moore, head of Visit Newport, he offered to help NBC develop a strategic plan and pay for it by using his staff. Mbr Gardner questioned whether the Board would be interested in pursuing this offer and exploring it more fully. The Board agreed that we should move ahead.

#### Research Committee - Danielle Zacherl, Chair of Scholarship Award Committee

The Research Committee was granted a budget allotment of \$5,000 for research proposals at \$1,000 each. The committee received only three applications and approved two, one for \$1,000 and one for \$629.91. Discussion ensued as to why we did not have a better response to our call for applications. Mbr Zacherl feels that the timing at the beginning of summer was not conducive to the academic schedule. She suggested that we advertise our call in January.

It was also suggested that next time we make a call for applications, we ask for more focused proposals, e.g. sea level rise or climate change. Additionally, it was recommended that we consult other stake holders about what research interests they might have.

The Research Committee now has approximately \$3,300 left in the Scholarship budget and the question remains what to do with the funds. Board member Peter Bryant submitted an application and several Board members questioned if this appeared to be a conflict of interest.

Mbr Zembal made the argument that applications should be dealt with on their merits alone and whether the applicant is capable of running a high quality research program. He sees no conflict of interest or appearance of impropriety as long as Mbr Bryant recuses himself from the decision-making process.

Several Board members agreed that this is an awkward situation. Mbr Bryant suggested that we make a distinction between small competitive grants which provide seed money for student projects and ongoing research supported by the Research Committee. He was encouraged to make a separate request for support for ongoing research as he has in the past.

A motion was made by Mbr Gardner that the \$3,300 allotted to the Research Committee be rolled back into the Scholarship Fund. Seconded by Mbr Bryant. All were in favor.

## Education Committee – Peter Bryant, Chair

Mbr Bryant reported on the status of the Naturalist Program which is the main focus of the Education Committee now and starts tomorrow night. Because this is a substantial college level academic course, he is wondering if we should try to offer it for college credit. Question was raised whether people would take it for their college record who have no intention of becoming Naturalists and docents for NBC which is the primary purpose of the program. Pres Fuhrer asked Mbr Bryant to investigate this possibility.

## **5. Meeting with Matt Yurko, Community-based Restoration Program** – Peter Fuhrer

Pres Fuhrer and others met with Matt Yurko of the California Coastal Commission and Director of the Community Based Restoration Program to clarify his relationship with NBC. In the past, NBC's collaboration with Mr Yurko has led to significant progress in restoration projects around the Bay. His Stewards Day program with NBC has trained many NBC volunteers to become leaders in restoration activities.

Mr Yurko has received a grant funding restoration in Newport Valley for five years. As a result, he is no longer available to volunteer his time to NBC. From now on, if NBC wishes to have his services, we must contract them and pay for them. If NBC received another grant such as the Bayview project, we could hire Mr. Yurko to do the job, just as we hired Barry Nerhus for Bayview. It was agreed that NBC will continue to supervise the Nursery and to conduct the Roots and Steward's Day Programs.

Question was raised whether we need a Memorandum of Understanding with the CA Coastal Commission as we have with OCParks to define our future relationship.

Question was also raised about who will follow up with Mbr Kimball's restoration survey and plan for the Upper Newport Bay for which NBC invested \$4,000 for interns to conduct the study and in which Mbr Kimball has invested much energy and time. Even though Mbr Kimball is going off of the Board, she may be interested in remaining involved in the project.

## **6. Meeting with OCParks** – Peter Fuhrer

Pres Fuhrer and Past Pres Cork met with OCParks administrators Stacy Blackwood and Bill Reiter to discuss our on-going relationship with this important land-owning partner. Pres Fuhrer reported that it was a very productive meeting. They are pleased that our volunteers have complied with their new training requirements. They also support NBC volunteers managing the K-3 elementary school program.

## **7. Hiring a New Volunteer Coordinator** – Peter Fuhrer and Heather Cieslak

Hiring advertisements were sent out in different venues. Over forty applications were received. The Search Committee composed of Heather Cieslak, Peter Fuhrer, Donna Flower, Judy Booth, Frances and Howard Cork, and Holly Fuhrer reviewed the applications and selected a list of ten applicants to be interviewed. OD Cieslak conducted phone interviews and narrowed the selection to six. The interviews will take place in the next two weeks.

## **8. Bayview Project** – Peter Fuhrer

Pres Fuhrer and Sec Fuhrer reported on the progress of the Upper Bayview Restoration site. Ongoing maintenance is being conducted under the leadership of Peter Ridley, Don Millar, and Frances Cork with 8-10 volunteers meeting regularly to water the plantings and weed invasives and the site is currently doing well because of that. Pres Fuhrer will continue managing the project along with Frances Cork.

Planning for the lower Bayview site will involve Carla Navarro since it is on DFW land. Sturdy fencing will be required to keep the horseback riders from trampling the plantings. Barry Nerhus has

been contracted to do the planting which will take place at an appropriately favorable time during the year. There will be a clear understanding of the scope of work that NBC expects from Mr Nerhus' Company regarding the planting and follow-up maintenance that will be required.

#### **9. Operations Director Report**

Operations Director Heather Cieslak gave her report with the following high lights:

1. The Naturalists Training program will begin on September 17 with 18 students. The course will be open to our land-owning partners for the first time.
2. The Bobcat and Tidelands exhibits at the IC are progressing.
3. The fundraising event "Baycation" is scheduled for October 11 from 10 to 2. A flyer will be sent out inviting people within a two mile radius of the IC to visit the IC and the BBSC with activities planned in both venues. The flyer will also invite memberships and request donations.
4. NBC received a \$1,500 donation from SoCal Edison.
5. UCI students who belong to a club devoted to non-profit agencies have offered to donate a consulting team to work on specific areas of our operations. We have asked them to focus on our marketing operations.
6. Clean-Up Day and "Green on the Green Expo" are both ready to go this weekend, as is the Pacific Symphony Quartet Concert on September 25 at the IC. Members and Volunteers are encouraged to attend.

#### **10. Other Business/Matters Rising**

Gayle Whitaker has suggested that NBC develop some videos for advertising and put them on You Tube. The Board agreed this is a good idea and should be planned and supervised by our Marketing Committee.

#### **11. Adjourn**

Mbr Gardner made a motion to adjourn the meeting, seconded by Mbr Zacherl. All were in favor. The meeting ended at 3:57 pm.

Holly Fuhrer, Board Secretary  
Newport Bay Conservancy