

**NEWPORT BAY CONSERVANCY**  
**Draft Minutes of the Annual Meeting**  
**Muth Interpretive Center**  
**November 6, 2014**

**1. Call to Order**

NBC President, Howard Cork, called the meeting to order at 7:05pm and declared that a quorum of the voting membership of the Newport Bay Conservancy (NBC) was present.

**2. Greetings and Welcome**

President Cork welcomed all attendees to the meeting. He noted the invited guests who could not make the meeting and sent their apologies. This included Scott Fegley from OC Parks, Matt Yurko, California Coastal Commission, Carla Navarro, California Department of Fish and Wildlife (CDFW) and Dave Kiff from the City of Newport Beach. Stacey Blackwood from OC Parks also sent her apologies.

President Cork introduced the Special Election Committee whose role is to register voting and non-voting members and guests, administer ballots, count votes and certify the results of the voting. The Committee was comprised of: Donna Flower (Chair), Betsy Flynn, Angie Vazirian, Jean Whitaker and Lucinda Wright. Frances Cork was appointed as meeting recorder and Constance Bean, Andrea Lingle and Jean Savage to certify the minutes.

**3. Acknowledgements of Appreciation**

President Cork thanked the members of the Board of Directors for their contributions during the past year including the new members who had joined the Board. It had been helpful to have some new perspectives. He also thanked all the NBC volunteers for their help, which had amounted to around 10,000 hours of service during the year. President Cork thanked Heather Cieslak, Operations Director, and Jeanne Stein, Volunteer Coordinator, for their work during their first year with the Conservancy.

President Cork then expressed appreciation for the strengthened cooperative relationship we have had in 2014 with our partners around the Bay – CDFW, OC Parks, the City of Newport Beach and the California Coastal Commission. Finally, President Cork welcomed the eighteen volunteers taking the ten-week 2014 Naturalist training course.

**4. Approval of the minutes of the 2013 Annual Meeting**

The final draft minutes of the 2013 Annual Meeting were distributed in advance of the meeting to all voting and non-voting members as required by the Bylaws. President Cork asked if there were any corrections or additions to these minutes. None were voiced. A motion to approve the minutes was made by Jack Keating and seconded by Linda Barker. All were in favor by a show of hands and the Minutes of the 2013 Annual Meeting were approved. No abstentions or objections were registered.

**5. Presentation of the 2014 NBC Annual Report**

A complete copy of the Annual Report (attached) had been distributed to members prior to the meeting. President Cork highlighted some key points from the Report.

He began by referencing the challenges in 2013 when there were no paid staff and many volunteers stepped up to fill the void. Since then, Heather Cieslak, Operations Director, and

Jeanne Stein, Volunteer Coordinator, had been appointed and there had been a period of consolidation with staff getting established. A healthy sign for the organization is that over 40 new volunteers had attended the one-day Associate Naturalist training program since January and 18 were enrolled in the current Naturalist program, one of our largest numbers for several years. One of the new volunteers had remarked on the good camaraderie she had found in NBC compared with another organization she had considered. President Cork referred to the Gallup Survey on employee satisfaction used in many large businesses. The single question that shows the highest correlation with overall organization effectiveness was 'Do you have a best friend at work?' In NBC there are many strong friendships amongst our volunteers and we need to continue to be a welcoming organization.

President Cork then referred to the progress made in re-establishing the Upper Newport Bay Collaboration meetings with the partner agencies at the Bay. It was important to be able to address issues that cross landowner boundaries such as trail planning, new signage around the Bay and siting of a second Osprey platform. President Cork circulated sample designs of new signage that it was hoped could be installed within the next 12 months. He thanked NBC Naturalist Jim Cokas for his design work on the project.

Another area of progress was the Watershed Project where after the June Symposium at Back Bay Science Center with agencies and interested people in the watershed, a consensus had emerged on moving forward to seek to define what is a healthy and sustainable Bay. Board Mbr Michelle Clemente had volunteered to complete the data catalog started by Roger Mallet and work on a Citizen Science program as part of the next stage of the Watershed Project.

Looking ahead, President Cork said the major challenge ahead is fundraising. He was pleased to report there is an enthusiastic fundraising committee that is working on grant applications and other sources of funding. The President then asked if anyone had any questions or comments about the Annual Report.

Discussion took place regarding the importance of informing the new City Council on the work of the Conservancy, and of the value of building relationships with other wetland/estuarial conservancies in Southern California. Peter Bryant mentioned that February 2, 2015 was World Wetlands Day and NBC was planning a Wetlands Symposium on January 31 to mark the occasion. Regarding the Bayview project, it was pointed out that this would be the first major restoration project in the Bay which would be led and managed by the Conservancy, as opposed to those on which we had played a significant supporting role.

Peter Bryant thanked the President for all his work in NBC over the past year.

## **6. Presentation of the 2013 Financial Report.**

Treasurer Flower presented a brief summary of the source and use of funds for 2014 through September 30, using pie charts indicating the percentage of each type of income and expense based on total income of \$165.9K and total expense of \$190.9K. The Board planned for the increase in expenditure in order to have staff in place to increase our fundraising effort in the coming year. Also presented was an NBC Cash-In-Banks Summary Chart showing Unrestricted and Temporarily Restricted cash in banks in January 1, 2014 and September 30, 2014. It indicated a decrease of \$108K in total cash during these nine months due to the fact that there had been significant expenditure of restricted funds on planned projects including the new Tidelands to Uplands exhibit at the Muth Center and the ISOPod (former Sharkmobile) mobile exhibit, and the annual membership renewal drive would take place later in November.

Treasurer Flower thanked the County and CDFW for their support of our activities and then invited questions or comments. Jack Keating asked what the unrestricted cash position would look like for 2015. Treasurer Flower replied that this was expected to improve in the next

year. Peter Bryant then asked whether any grants included an overhead for administrative costs incurred by NBC, and was informed that the Watershed Grant did have this included.

## **7. Presentation of the Candidates and Election**

President Cork introduced the Chair of the Board Development Committee, Holly Fuhrer, who reported for the Committee comprised of Judy Booth, Constance Bean, Peter Fuhrer, Jack Keating and Peter Ridley. Under the Bylaws, up to 13 members can be elected to the Board, half plus one in even numbered years and the other half in odd-numbered years. Six current Board members have two-year terms that do not expire until November 2015. The Committee was therefore recommending six candidates this year, five who were returning Board members and one who was new. A search had taken place for the one remaining open position for someone specifically with fund raising experience but no one had as yet been identified. The Board would retain the right to co-opt a suitable member in the coming year before the next election in order to strengthen our fund raising capability.

The candidates put forward for election from the current Board were: Peter Bryant, Donna Flower, Jean Whitaker, Danielle Zacherl and Dick Zembal. The sixth candidate was Nancy Gardner who has been a member of the Newport Beach City Council for the last 8 years and has a special interest in water quality and watershed issues. According to the Bylaws, a majority of votes are needed for each candidate to secure a place on the Board.

The Chair of the Special Election Committee, Donna Flower, announced the distribution of attendees at the meeting: 31 voting members, 5 non-voting members, 6 guests, and 2 staff members. She then instructed the voting members on how to complete their ballots which were distributed and collected by Special Election Committee members.

## **8. Short Program**

Board Member Frances Cork introduced the short movie “Yosemite: A Gathering of Spirit” by Ken Burns and Dayton Duncan commissioned by the Yosemite Conservancy to mark the 150<sup>th</sup> Anniversary of the signing of the Yosemite Grant in 1864 by President Abraham Lincoln.

## **9. Announcement of Election Results**

Holly Fuhrer announced that all six candidates received a majority of votes and that the 2014-15 NBC Board of Directors would consist of:

Peter Bryant	Nancy Gardner
Michelle Clemente*	Virginia Hayter*
Frances Cork*	Sarah Kimball*
Howard Cork (as past President)	Jean Whitaker
Donna Flower	Danielle Zacherl
Holly Fuhrer*	Dick Zembal
Peter Fuhrer*	

\* term expires November 2015

**10. Installation of the Board of Directors**

President Cork installed the new Board of Directors and requested that the new Board members remain after the meeting was adjourned to determine a date for the Board's first meeting at which Officers will be elected and to appoint interim Officers.

**11. Adjournment**

The meeting was adjourned at 8.50pm.

Minutes prepared by:

Date:

Frances Cork .....

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Minutes certified by:

Constance Bean .....

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Andrea Lingle .....

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Jean Savage .....

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