

**Newport Bay Naturalists and Friends
Approved Minutes
Board of Directors Meeting
Newport Beach Main Library
August 21, 2008**

1. Call to Order

President Dennis Baker called the meeting to order at 6:30.

Board members present: Dennis Baker, Carolyn Kraber, Matt Yurko, Blake Anderson, Peter Bryant, Jack Keating, Larry McKinney, Krista Sloniowski, Don Krotee, and Rita Goldberg.

Board members absent: Tom Mooers

Staff present: Donna Flower-Carroll

Others present: None

2. Minutes

The minutes of the May 16, June 19, and July 17 meetings were approved.

3. Accountant's Report

Flower-Carroll reported that our funds are in good shape. She has introduced a new format for presenting part of the financial picture of NBNF—a project-based format that indicates the budget/spending status of each of our major projects. Board members complimented her and said they liked the format.

4. Directors' Handbooks

The Board and Flower-Carroll discussed the need for new and replacement board handbooks. Krotee needs one. The veteran directors received handbooks years ago that may no longer be current. Flower-Carroll said that she would confer with Mallett when he returns from vacation and will prepare new handbooks and replacement pages for anything obsolete. She plans to have this done by the September board meeting.

5. Executive Director's Report

Mallett is on vacation and did not attend this meeting. Keating read from an 8.11.08 update written by Mallett:

SCE has been approached for funding a new BBSC Sharkmobile. SCE is interested in the project and is willing to bypass their normal grant screening process. Mallett is budgeting \$50-75 thousand for the vehicle.

Regarding the BBSC event, Mallett reports that he has asked Goldberg to prepare a budget, based on the proposal from the Dunes. Mallett will send a mock-up of the invitation and has asked her to work on the design with input from Leslie. Donna will be asked to handle printing of pre-letters, envelopes and/or labels for the guest list. There are four invitation lists coming from NBNF and others that must be collated and culled.

Funding for the proposed Interpretive Center mural has been slow. These funds will be used for the artists that have been identified to do the work. Mallett has been contacted by the artists wondering when the project will be funded and the work can begin. Fletcher Jones has elected to stop its funding of this project. New sponsor(s) need to be identified and recruited. NBNF has committed to raising funds for OC Parks for the project, but the Board has taken no affirmative action on this commitment. Funds will flow from OC Parks to NBNF that will contract with the artists. Mallett asked for direction and help from the Board.

Regarding Vista Point, there is still work to be done to collect all of the funds that have been committed to the project. Partial project funding is now with NBNF. An additional \$10,000 is coming through Buck Johns. A ground breaking ceremony needs to be planned and executed. (Note: We have already had a ground breaking ceremony. Are we talking about the 10/11 projected opening?)

The Desired State of Newport Bay has been re-drafted by Mallett with the help of a few others. It will be circulated to all of the Board members. Once it is in a suitable final draft state, it will be "walked around" the principal stakeholders for their review and (hopefully) buy-in. If NBNF can get support from others and be sensitive to their views of the future desired state of the Bay, then it will be far easier to enlist support and make progress. Mallett is slated to speak at the September Watershed Stakeholder meeting.

Keating suggests that the board members look at the upcoming "Tracks" for a story on the Desired State.

DFG & NBNF have drafted an agreement on fund raising. It will be circulated with the Board for comments.

The data cataloging project is moving slowly. Mallett requires input from people like Susan Brodeur. He also intends to get information on the Clapper Rail decline from Dick Zimbal. He intends to restart the effort on September 1.

Mallett has received two applications for Program Coordinator. Keating has a third that he will forward to Mallett. The selection process will begin when Mallett returns from vacation.

6. NBNF Message Points

Baker described some of the problems that have occurred as a result of not having well thought-out message points and terminology when we speak to other stakeholders and to the general public. How we are viewed and supported by others depends a lot on how clearly we describe ourselves and our intentions.

7. Report of the Advocacy Committee

The Committee is chaired by McKenney and includes Keating and Anderson.

There was no meeting of the Committee since the last board meeting. The Committee intends to draft advocacy guidelines under which the Committee and the Board can operate. The Committee intends to develop key message points to address the concerns raised under item #6. The Committee will take the lead responsibility of conducting the “walk around” of the Desired State document. The Committee will also draft a scope of the NBNF mission with an eye toward addressing the question, “What do we take on?” And, lastly, the Committee is prepared to take the lead in improving communication between the Board and the General Membership of NBNF.

8. Report of the Bylaws Committee

Keating is the Bylaws Committee

The bylaws have been circulated to the Board. Keating received comments and incorporated them into the final draft.

Kraber suggested that the Bylaws be amended slightly to match the Articles of Incorporation regarding the liquidation of remaining funds if NBNF was to be disbanded. The Board agreed.

Next year, the Bylaws Committee will review the Articles of Incorporation and draft proposed amendments to make them match the current needs and conditions of NBNF and its evolved mission since the last time they were amended.

Action: Moved by Keating, seconded by Kraber, and approved 10-0: The Bylaws as amended by Kraber were approved for conveying to the NBNF General Membership at its November meeting for consideration and approval.

9, Report of the Board Development Committee

Keating and Goldberg are on the BDC.

Goldberg reported that she has a board candidate in mind—Bruce Mulnar. She will continue the dialogue with him and report back to the Board. Goldberg also reported that she will follow up with Tammy Leslie.

Baker and Keating reported that they are prepared to help recruit candidates and are willing to take them onto the Back Bay in kayaks, provide them lunch and tour the features of the Bay.

10. Report of the Research Committee

This committee is chaired by Bryant and includes Yurko, Sloniowski and Haydock

Bryant reported that this newly formed Board committee has not yet met.

Bryant noted that there is an EPA education grant available with a December 2008 deadline. It has a funding range of \$30-50 thousand which seems about the right scale for NBNF's purposes. Bryant suggested that this would match with his idea of NBNF taking on educational program at the BBSC. Practical hands-on experience could be included in the program. Imagine students helping researchers. The Research Committee will complete the EPA grant application and will convey it to Mallett for his review. Assuming Mallett agrees to the concept, he would then be asked to transmit the completed application to EPA.

Baker talked to Steve Weisberg (Executive Director of the Southern California Coastal Water Research Project) about Martha Sutula (also of SCCWRP) joining NBNF in an appropriate capacity. They agreed that having her on the Research Committee would be best. Bryant will approach Sutula and ask her to join the Research Committee.

Regarding the Nitrogen/Selenium Task Force, Wanda Cross (staff member of RWQCB) has expressed concern to Baker that there should be an NBNF representative attending the meetings. The high level of selenium detected in Big Canyon are a reason for NBNF to be involved. After a brief discussion, Baker asked Bryant to be the NBNF representative and he agreed to do so.

11. Report of the Fund Raising Committee

Baker, Goldberg, Krotee, McKenney, Bryant and Mooers are on the Committee.

A date for the BBSC event has not been set. A September date had been set but the Committee ran out of time and decided to reschedule.

As mentioned in the ED's report above, the mailing lists from Leslie Daigle, Bill Cooper and NBNF will be combined.

All board members are asked to attend this event. This is an opportunity to have face time with key members of the public from whom we seek support and funds.

Goldberg suggested that NBNF consider the use of fund raising specialists to organize and promote special events that would bring needed funds for Newport Bay restoration

and improvement projects. She noted that they can be very successful. She suggested that an annual NBNF event would build over time and could be a significant way to raise funds and increase general public awareness of our mission and accomplishments.

Concerns were raised by other board members about the percentage of the gross proceeds that go to these fund raising specialists. The general consensus of the board members was that we would have to approach this idea with caution and make certain that the contractual arrangements are reviewed carefully and that a contract between NBNF and a fund raising specialist be written so that most of the proceeds are directed to NBNF.

The Committee will meet, consider these issues and report back to the Board at a future meeting.

12. Board Member Fund Raising Responsibilities

Board Chair Baker reminded the board members that there is a “give or get” responsibility that we all have as members. All of us had committed to raising funds. For instance, few have contacted the people on the prospective donors list that was finalized at the June board meeting. Baker said that he is concerned that nearly all of us have not followed through with this overall commitment and he intends to reach out to every director.

Baker offered in-service training through the OC Volunteer Center for those directors that want it.

13. Board Meeting Time and Day

The Board agreed to move its regularly scheduled board meetings to the Back Bay Science Center. There is plenty of room for the board to meet.

Baker asked Krotee for help in locating a suitable board conference table. It must be large enough to accommodate a board of 15, two staff members and a few visitors.

14. New Business for a Future Board Meeting

Three items were suggested for a future board meeting:

1. Delhi Channel project
2. IC Entrance Mural
3. Representatives/liaisons from OC, DFG, UCI, CCC and others to attend NBNF meetings

15. Announcements

September 20 is Bay Clean up Day. Kraber announced that she is heading the Big Canyon crew and is asking for volunteers. Goldberg reported that she will be participating in the event.

16. Adjournment

The board meeting was adjourned at 8:45 PM