

**Newport Bay Naturalists and Friends
Final Draft Minutes
Board of Directors Meeting
Back Bay Science Center
February 19, 2009**

1. Call to Order

President Dennis Baker called the meeting to order at 6:35

Board members present: Dennis Baker, Blake Anderson, Larry McKenney, Don Krotee, Peter Bryant, Jack Keating, Cathy Lam and Krista Sloniowski.

Board members absent: None

Staff present: Roger Mallett

Others present: None

2. Minutes

The final draft minutes of January 15, 2009 were approved.

3. Account's Report

Krotee provided the accountant's report, based on the written report authored by Donna Flowers-Carroll.

Baker reported that NBNF has spent approximately \$55,000 for the theatre upgrades at the Muth Interpretive Center. The project is approximately 95% completed. Curtains that close on the projection screen were added for \$2400. The 10% contract retention will be released to the contractor when the work is completed and approved. The theatre is now available for events including movie showing events that provide income or improve the education mission.

The rate of annual membership renewals are slightly less than last year's pace. Through February 15 we are 42% renewed. Last year we were at 45%.

4. Executive Director's Report

The Central Area Watershed Management Executive Committee met on February 18. NBNF had sent a letter to them recommending that the Central Area go it alone and not be associated with the Santa Ana Watershed for planning and funding purposes. Few members of the Executive Committee had read the letter. However, an informal straw poll among the Executive Committee revealed a general consensus to remain our own region. However, a decision has not been made and a "dual path" is still in place.

McKenney reported that Supervisor Moorlach said that lobbying Sacramento will be essential to get approval to break away. DWR may not approve our plan to do so. Advocacy and outreach will be important to articulate our collective vision and to place ourselves in a favorable position to receive State funding for Central Area Watershed projects.

5. Budget

Mallett has proposed a budget for next fiscal year that has been the subject of discussion of the board in November, December and January. Keating asked Mallett whether the recent budget problems in Sacramento will significantly impact the income side of the budget as proposed by Mallett. Mallett reported that the proposed NBNF budget will not be out of line. The budget is up 40% for next year as compared to 2008 actual. This is mostly due to work performed on the UNB data catalogue not being billed until 2009. Mallett reported that the NBNF income stream depends in part on the project and services contracts that are successfully awarded to NBNF.

Regarding staff salaries, Mallett reported that they are allocated against the major activity categories of NBNF.

Approval of the budget was moved by McKenney, seconded by Krotee and approved 8-0 with the condition that staff develop a macro that allows for a detailed look down into the budget.

6. Muth Interpretive Center New Entrance Project

Supervisor Moorlach's office has said it has conceptually approved the idea of funding NBNF to that NBNF can initiate the entrance improvements. The basic conceptual design has been okayed by OC Parks. Now the scope of work and project management responsibilities must be drafted for the funding to be provided by the County.

Baker cautioned that NBNF must do this project well to establish our credibility and competency so that future project funding will continue to come our way. Baker, Keating and Mallett will jointly collaborate to draft the scoping document.

Mallett said that projects of this magnitude need a designated project manager to be successful. He will be the PM for this. Future projects will need to have a PM that is so delegated or NBNF will have to hire a consultant.

7. Board Development

Mallett and the Board discussed the role and responsibilities of the Board. Board members are not project people. Board members don't write NBNF correspondence. The Board forms relationships that are the basis for NBNF staff to ask for money from

donors. Mallett recommended that the Fundraising Committee be re-named the Board Donor and Community Relations Committee in keeping with those ideas.

8. Ten-Year Plan

Mallett provided an outline of a 10-year plan for NBNF that is incorporated into these minutes by reference. It sets the responsibilities of the Board, staff and volunteers.

Approval of the plan as submitted was moved by Anderson, seconded by McKenney and approved 8-0.

9. Research Committee

Bryant provided a draft outline of a proposal for funding up to 10 pilot projects, each with a funding ceiling of \$1000. It is incorporated into these minutes by reference.

A motion was made by McKenney, seconded by Krotee and approved 8-0 to:

Authorize the Research Committee to create and advertise an RFP for up to 10 pilot research projects of up to \$1000 each, funded by NBNF.

10. Advocacy and Partner Relations Committee

The Board discussed the future role of this committee. It will evaluate and make recommendations for policy issues like the nature of the relationship between SAWPA, NBNF and the Central Area Watershed. It will make recommendations for relationships with other entities. McKenney said that he would pick up his fall work, dust it off and re-draft it for consideration by the Committee and the Board.

How should priorities for this Committee be set? Mallett said that he would bring an agenda item to the next meeting for consideration.

The Board discussed the concept of having the Board meet every-other-month to leave room for the committees to meet.

11. Hyatt Resort Improvement Project

NBNF (Baker, Krotee, Anderson and Keating) met with representatives and consultants working for Hyatt on the expansion of the resort on February 5, 2009. SPON's Jan Vandersloot also was present. Krotee is also co-chair of SPON so had a dual role at the meeting.

The project consists of 88 hotel rooms/time shares and a new ballroom. The issue at hand is whether the 100-foot clearance requirement between buildings and ESHA (Endangered Species Habitat Area) should be strictly interpreted or whether it can be relaxed in exchange for offsetting natural resource improvements funded partially or totally by Hyatt.

The general consensus of the Board was to say that it makes sense to relax the 100-foot requirement and negotiate for other improvements that will benefit the general condition of Upper Newport Bay.

Krotee moved, McKenney seconded and the Board approved 8-0 that:

Krotee is authorized to represent NBNF in resolving the development agreement in meetings with the City of Newport Beach and interested parties with the objective of maximizing the resource improvements that Hyatt will provide in exchange for the relaxation of the 100-foot requirement.

12. Delhi Channel Cleanup

Baker reported that he met with Dave Kiff, Assistant City Manager for Newport Beach, to discuss the funding of the clean up of Delhi Channel. The City is holding \$3 million in funds provided by The Irvine Company as part of a settlement. According to Baker, Kiff does not have sufficient staff time available to manage NBNF as it manages the cleanup project. Baker said he was taken aback when Kiff reported that he did not have the settlement agreement between TIC and Bob Caustin. Baker approached Caustin for a copy of the agreement to understand the terms and conditions of the agreement in an attempt to find a pathway for NBNF to move forward in the absence of cooperation from the City. Caustin said that he will not provide a copy of the agreement to neither the City nor NBNF but will talk to Kiff

The problem is that according to the terms of the settlement agreement there is a deadline for spending the money. NBNF is concerned that the opportunity to make improvements to Delhi Channel and to Big Canyon will be lost if work doesn't begin in a reasonable length of time.

13. Nitrogen/Selenium Task Force

There was a 2½ hour meeting of the task force on February 19.

14. Fund Raising Committee

The Irvine Company has provided NBNF \$10,000 every year for some time. But during calendar year 2008 it failed to provide the funds. NBNF will approach Sat Tamarabuchi for help in approaching TIC and re-establishing this important funding stream.

15. Transfer of Portia

The Assistant County Ranger assigned to the Muth Center is transferring to another County facility. NBNF will provide a suitable letter and gift to mark her extraordinary contributions to Upper Newport Bay. Lam and Flowers-Carroll will work together to write the letter and select the gift. Portia's replacement is a new County employee.

16. New Business

There was no new business reported

17. Announcements

Lam announced she will be overseas during March and April

Anderson announced that he may have a prospective board member for consideration by Keating and the Board. His name is Steve Bender who is very active in Newport Beach real estate and non-profits. He has returned to Newport Beach after two-years doing business in Greece.

AGALITA wants to partner with us. Baker will meet with them and explore ideas

Newport Mesa Unified School District has approached NBNF with an idea to partner on student environmental education.

18. Adjournment

The meeting was adjourned at 9:10 PM. The next regular meeting of the Board is scheduled for March 19 at 6:30 PM at the BBSC.