

**Newport Bay Naturalist and Friends
Board of Directors Meeting Minutes
Back Bay Science Center
May 20, 2010**

1. CALL TO ORDER:

6:11 P.M.

Board members present: Blake Anderson, Jack Keating, Jerry King, Krista Sloniowski, Peter Bryant, Cathy Lam and Dennis Baker

Board members absent: Don Krotee, Steve Bender, Larry McKenney, and Kristine Simon

Staff Present: Roger Mallett

Other public members present: None

2. REVIEW AND APPROVAL OF MINUTES

March 31, 2010 – Continued
November 19, 2009 – Approved

3. TREASURERS REPORT

The Executive Director gave the Treasurers Report as follows:

- The City of Newport Beach was billed for the remaining balance of the Upper Newport Bay Data Catalog Project.
- Billing to the County of Orange for the new IC exhibit will increase overall balances for NBNF.
- Current status of response from City Manager Dave Kiff on the Comprehensive Resource Management Plan has not been forthcoming. Exec Director will follow up with the City.

Board Member D. Baker requested the status of the Exec. Dir. Salary.

Exec. Dir. Mallett responded that the salary was \$60,000/yr. and NBNF was awaiting the remaining money from the City to bring 2010 payroll current. There is still arrears of roughly \$38,000 of deferred salary, starting bonus and benefits for 2008/9.

Board was directed to refer to the 2010 Budget breakdown for details. Comments by Board members D. Baker, K. Sloniowski, and P. Bryant suggested that a determination of City obligations and those of NBNF was in order, and that all known grant revenue and other expected revenue should be reviewed for certainty along with the timing for receiving such revenue.

The Chairman proposed a salary sub-committee to establish a clear reference for the concerns expressed. That sub-committee would report back at the next Board meeting. Sub-committee members would be Chairman B. Anderson, Board members J. Keating and a member to be named by the Chairman. Motion by B. Anderson with all Board members present approving.

4. EXECUTIVE DIRECTOR'S REPORT

The Executive Director referred Board members to his report that had been forwarded earlier electronically.

Board member D. Baker referred to the report on interns and offers to assist Rita or Patrick as need be.

The Exec. Dir. indicated that he would discuss the issue with Rita as well as Patrick to determine the appropriate approach to managing interns.

Board member requested that the Exec, Dir. Review State law involving 'paid' interns for non-profits as legislative changes had been approved with respect to volunteer and paid workers.

Board member D. Baker referred to reported item on the Delhi Channel and indicated that there did not appear to be any City of Newport Beach help for this project. He indicated that the Big Canyon project that had been delayed may also be in the same situation.

The Exec. Dir. responded that Board member D. Krotee was reviewing the situation with respect to possible alternative funding. He also expressed the need to return to the project 'stakeholders' to seek new direction.

Board member reminded the Board that the State Regional Water Quality Control Board had approved the County Plan and the associated responsibilities for stormwater within its jurisdiction and that the County may have to address some

of the run-off issues. Board member motioned to receive and file the Exec. Dir. Report, second by Board member J. Keating. All Board members approved.

5. ORAL REPORTS OF BOARD COMMITTEES

- PETER BRYANT – RESEARCH COMMITTEE

Referred to report that had been electronically sent to Board members and ask for questions. There being none, a reminder of the upcoming Research Workshop on Eel Grass was made.

- CATHY LAM – DONOR AND COMMUNITY RELATIONS COMMITTEE

Committee member Cathy Lam referred to the Committee Report sent out electronically and reminded the Board that an event they were working on, scheduled for Math Interpretative Center would take place on June 5, 2010 and would benefit the NBNF. Event cards and reminders were made available to Board members for distribution and participation.

Board member, referring to the DCR Report, asks about NBNF relationship to the Bacchus Society web site and participating in potential donations. Board requested additional explanation and expected return as well as obligations associated with membership. D. Baker explained the motion process and made a motion to participate, seconded by J. King.

Discussion of the motion included establishing limits of liability and withdrawal procedures if NBNF determined that the arrangement was not working satisfactorily.

Board member motioned to table the item until additional information could be obtained, Motion second by Chair B. Anderson, and was passed.

6. NBNF's OUTREACH PRESENTATION

Board member D. Baker reported that service club and other interested organizations were viewing his presentations with great interest. Board Member C. Lam raised the issue of 'branding the organization and proposed a motion that a group of Newport Bay Stake holders rethink the NBNF vision, values and brand and report back findings and suggestions in two to three months. That motion was seconded by Board member D. Baker.

The Exec. Dir. indicated that this idea had been discussed with the PR Consultant assisting the Board, indicating that the people report being confused by the name and that the Board should remember that there had been ten years of operation since the merger with the 'Friends' had taken place, and that it might be appropriate to discuss a re-branding as vision and values may have been expanded or changes over that time. He further proposed that the community, other non-profits, supporters as well as interested City Council members are invited into the discussion. He suggested that this effort may expand beyond the DCR activities and should include many voices. Board member C. Lam moved the item, seconded by Board member P. Bryant, suggesting areas covering re-branding and a new 10 year plan. Maker of motion agreed.

Board member J. King proposed a substitute motion to direct the DCR Committee to explore re-branding and visioning and to report back to the Board with a plan to initiate such a plan by the next Board meeting. The motion was seconded by Board member J. Keating. Voted: all 'Ayes'.

Board member D. Baker discussed both the seven minute and fifteen minute version of his DVD presentation and provided a walk through of panels.

Chairman B. Anderson, relating back to the earlier discussion expressed concern to the Boards recent focus and direction and the materials represented in the panels, indicating that the issue was one to be discussed in the review exercise.

Chairman B. Anderson reflected on the Board meeting schedule, pointing out the important work activity of the Board as being inconsistent with the need to receive information, discuss, and respond in a timely fashion all of which in his view required more frequent meetings.

Director D. Baker asks to pole the Board on meeting frequency.

Executive Director Mallet cautioned that there was a need to have the Boards involvement in the action plan, new web site and other associated actions proposed by the Board.

Board member added that there was also the need to discuss community activities, and suggested community involvement as well as issues of authority and operations associated with the Board.

Exec. Dir. Mallett referred the Board back to the action plan for each committee including interaction of Board members with each committee, adding that the Steering Committee decided to divide the effort between three members to assist and help communications within the Committee activities. Accordingly, Anderson will work with the Research Committee, Mallett with the Donor and

Community Relations Committee and Keating with the Advocacy and Government Relations Committee.

The Chairman indicated that he would proceed with monthly meetings until the Board directed him otherwise based on necessary Board activities. Motion to adjourn made by Board member J. King, second by Chairman B. Anderson.

Next scheduled meeting: June 24, 2010 at 5:00 p.m.

Minutes approved at June 24, 2010 Board Meeting