

**Newport Bay Naturalist and Friends
Draft Minutes
Board of Directors Meeting
Back Bay Science Center
September 17, 2009**

1. Call to Order

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

Board members present: Jack Keating, Peter Bryant, Don Krotee, Cathy Lam, Jerry King and Larry McKenney

Board members absent: Blake Anderson, Krista Sloniowski

Staff present: Donna Carroll

2. Approval of minutes

No minutes, deferred until October Board meeting

3. Executive Director's Report

Director Mallett provided a written Executive Director's report that is incorporated into these minutes by reference. There were no questions or comments.

4. Accounts Report/Treasurer's Report/Finance Committee

Donna Carroll reported that conditions were unchanged, fund raising continues along with normal expenses. Fund raising and grant application will continue as opportunities present themselves.

The SPON check was reported to have been received.

5. By-Laws Committee

Director Keating indicated that there were no new activities to report, that the Board would be receiving updates and proposed changes at the October Board meeting, including Director Anderson's comments. The Board was reminded that the General Meeting was scheduled for the first Thursday in November, that being November 5, 2009 @ 6:30 p.m.

6. Board Development

Director Keating acknowledged new Director Jerry A. King and opened discussion related to the proposed candidacy of Steve Bender as a potential new director. Board members Baker, Keating and Krotee supported the recommendation and commented on their knowledge and relationship to the nominee. The vote was unanimous in support of the recommendation as proposed by Director McKenney. Motion was seconded by Director Krotee, adding additional history related to the nominee's fund raising and community

involvement. Motion to accept Steve Bender as a Board member was approved unanimously.

Director Keating announced the continuing work on the annual Board package including: Notice of Meeting, by-laws changes and Statements of Interest to serve as a Board member. Board members were reminded that they needed to prepare a one (1) paragraph Statement of Interest to be considered for continued service on the Board. Director Keating indicated that ten (10) names would be placed in nomination for the Board.

7. Donors and Community Relations Committee

Director Keating referenced the Ten-Year-Plan and the "mini retreat" notes of May 21 as a review assignment for the three (3) new Ad Hoc Committees and stressed the need to 'study' and explore the needed action to implement their goals. The points referenced for consideration and action were:

- Confirm objectives
- Review goals and reaffirm
- Consider appropriate measurable 'tasks' related to goals and objectives and select specific tasks based on priority
- Review activities involving interface of Board and Staff, and define extent of participation
- Goals and tasks should be accompanied by a reasonable expectation of performance

In this regard, the Donor and Community Relations Committee (DCR) has established goals and tasks and of those, four (4) have been prioritized.

- Identify at least ten (10) targeted community organizations for outreach through October and November. Prepare related information about each organization, follow-up and action response.
- Recruit five (5) new naturalist members including potential committee members.
- Organize and implement a program to contact at least thirty (30) potential corporate members as identified from the NBNF database. At least three (3) per Board member was suggested to accomplish this task. Board members were asked to identify their choice of contacts from a list of ninety (90) contacts.
- Organize and facilitate a Board sponsored volunteer and friend celebration for November.

Board members were provided the list and asked to identify their choice of contacts for submittal to Carroll. Carroll was assigned the task of pulling together the list of submittals for circulation to the Board.

Director Keating moved to approve the process and commitment to the four (4) prioritized tasks, for the newly formed DCR. Motion was seconded by Director McKenney and approved unanimously.

8. Research Committee

Director Bryant reviewed the past action of the Board instituting a grant program for work in the Bay. He indicated that the research workshop that followed produced six (6) projects for consideration. He further identified the need to understand each project, secure funding for study and the need to establish a tracking of funding and management procedure in advancing the studies. He proposed having the donor keeping track of the expenditures.

Director Baker proposed paying directly for equipment and supplies associated with the project study.

Director Keating requested that Carroll review our tax exempt status as well as seeking an attorney's opinion to assist in forming the best approach for tracking funds. He further suggested that the opinion should check the tax liability for the grantee.

Director Bryant further explained that some projects were in the early stages of start up and some were awaiting weather conditions appropriate to the study design. Director Bryant added a brief description of parts of a study in formation.

9. Advocacy and Partner Relations Committee

Director Anderson was absent, no report was given.

Director Baker presented a power point with an explanation of proposed use in the organizational advocacy and outreach. He further proposed that a hard copy would be made available as well as an edited and reviewed power point that Board members could use in their outreach to potential donors. Director Baker requested that Board members provide him with written comments and suggestions that he could consider for incorporation into the presentation, including any slides of the Bay or activities related to the Bay that might be considered for inclusion.

10. New Business

Director McKenney indicated that recent changes related to his Moulton Niguel Water District Board meetings, the change in MNWD meetings will create a conflict (for at least 6 months) to the Newport Bay Naturalist and Friends Board meetings. He asked for feedback or suggestions. No action was taken or proposed.

11. Announcements

No announcements were given.

12. Adjournment

The meeting adjourned at 8:57 p.m. The next regular meeting of the Board is scheduled for October 15th at 6:30 p.m. at the BBSC.