

NEWPORT BAY CONSERVANCY
Draft Minutes of the Annual Meeting
Muth Interpretive Center
November 7, 2013

1. Call to Order

NBC President, Howard Cork, called the meeting to order at 7:03 pm 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 recognized special guests, Carla Navarro from the Department of Fish and Wildlife, Krista Sloniowski, NBC Watershed Coordinator, and Portia Bryant, OC Parks Ranger. He also noted other invited guests that could not make the meeting, Matt Yurko, California Coastal Commission, Robin Madrid, Department of Fish and Wildlife, Sue Stoffell, OC Parks, and Dave Kiff, City of Newport Beach.

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 is comprised of Chair Donna Flower, Betsy Flynn, Angie Vazirian, Cathey Bertot, and Jean Whitaker.

President Cork introduced and welcomed NBC's new staff members, Heather Cieslak, Operations Director, and Jeanne Stein, Volunteer Coordinator.

President Cork appointed Heather Cieslak as meeting recorder and Judy Booth, Andy Lingle, and Linda Barker to certify the minutes. He asked if there were any objections to these appointments or to the Special Election Committee members. No objections were made.

3. Acknowledgements of Appreciation

President Cork thanked the members of the Board of Directors for their contributions during the past year and the volunteers who served on the various committees supporting the Board. The President gave special thanks to the members that were leaving the Board, Rob Ellis, Dennis Kelly, Cathey Bertot, Angie Vazirian and Rita McCoy.

President Cork thanked the NBC Volunteers for the hard work they have put in this past year especially to compensate for cutbacks in staff. He also expressed appreciation for the cooperation of our partners around the Bay, the City of Newport Beach, DFW, OC Parks, and the California Coastal Commission, and welcomed new class members taking the 2013 Naturalist training course.

4. Approval of the Minutes of the 2012 Annual Meeting

The final draft minutes of the 2012 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 Andy Lingle and seconded by Frances Cork. All were in favor by a show of hands and the Minutes of the 2012 Annual Meeting were approved. No abstentions or objections were registered.

5. Presentation of the 2013 NBC Annual Report

President Cork prefaced his presentation of the Annual Report by projecting slides of several photographs that were taken around the Bay by John Johnson from the 1940's to the 1960's.

He began the Annual Report with a quote often referred to as the "Chinese curse" - "May you live in interesting times" - which he felt was an apt introduction to his review of the past year with NBC volunteers picking up the slack in the absence of staff members and various challenging events and issues arising that had to be addressed. In total, more than 11,000 hours were recorded in the past 12 months which is a substantial increase over 2012 and a reflection of the extra volunteer hours required by the increased demand this year.

A complete copy of the 2013 NBC Annual Report is attached.

At the conclusion of his presentation, President Cork gave special thanks and recognition to Rita McCoy who, because of illness, had to stand down from the Board. Many friends have visited Rita in the past few months. Others paid tribute to her at her home in Dana Point in June where she was celebrated at a special gathering commemorating her many years of dedicated service to the NBC.

The President asked if anyone had any questions or comments about the Annual Report. Peter Ridley brought up the revised Bylaws. The President noted that the Bylaws Committee had worked hard to bring the Bylaws up to date and had made significant improvements in the revisions approved by the membership in April 2013.

Looking ahead to next year, President Cork reflected on the results of the strategic planning session held by the Board in June and the strategic priorities that were established:

1. Build on our research and restoration based programs and activities so that we are, and are perceived to be, actively contributing to the body of knowledge regarding estuarine ecology;
2. Simplify, standardize, and focus our volunteer training to ensure consistency and quality in our education programs and make it easier to equip volunteer staff to deliver these programs;
3. Actively build collaborative relationships with other organizations (non-profits, colleges, agencies etc.) with interests and expertise relevant to our mission;
4. Focus efforts on up-grading the interpretive and other public facilities in and around the Bay.

In the short term, the new Board will focus on:

1. Orientating the new Board and staff;
2. Invigorating fundraising;
3. Cleaning up and streamlining our database of volunteers, members, and friends.

After President Cork's presentation, Peter Ridley stood up on behalf of the members and gave thanks to him and to the Board for all the work they have invested in the NBC this past year and the positive changes that have come about as a result.

6. Presentation of the 2013 Financial Report

Treasurer Flower presented a brief summary of the source and use of funds for 2013 through September 30 using pie charts indicating the percent of each type of income and expense based on total income of ~\$190K and total expense of ~\$123K. Also presented was an NBC Cash-In-Banks Summary Chart showing Unrestricted and Temporarily Restricted cash in banks in January 1, 2013 and September 30, 2013. It indicated an increase in over \$80K total cash during these nine months

allowing us to hire two new part-time staff members and start a \$30K Reserve Fund. Planned fundraising for 2014 should enable us to sustain our current financial status and increase our reserves.

7. Election of the Board of Directors

President Cork introduced the Chair of the Board Development Committee, Peter Fuhrer. The Chair introduced the rest of the committee comprised of Ginger Hayter, Holly Fuhrer, and Jack Keating. The Chairman remarked on the search process saying that the Committee had recruited talented candidates whose strengths were needed on the Board, reviewed their applications and found them to be well qualified. He stated that the Committee and the Board recommended them highly and wholly endorsed their candidacies. The Chair then asked each of the candidates present at the meeting to stand and talk about their experience and desire to be a part of NBC's Board of Directors. In the absence of candidate Danielle Zacherl, the Chair presented her qualifications.

The Chair of the Special Election Committee, Donna Flower, announced the distribution of attendees at the meeting: 34 voting members, 4 non-voting members, 5 guests, and 2 staff members. She then instructed the voting members how to complete their ballots which were distributed and collected by Special Election Committee members. Voting members were also instructed to vote for two candidates for non-board members on the Board Development Committee who were also listed on the ballot.

8. Short Program

The President introduced Dr. Peter Bryant who talked about his experiences doing research on whale migration aboard an old traditional sailing vessel in Alaska and Greenland.

9. Announcement of Election Results

Betsy Flynn announced that all twelve candidates received a majority of votes and that the 2013-2014 NBC Board of Directors would consist of:

Peter Bryant	Peter Fuhrer
Michelle Clemente	Virginia Hayter
Frances Cork	Sarah Kimball
Howard Cork	Jean Whitaker
Donna Flower	Danielle Zacherl
Holly Fuhrer	Dick Zembal

Peter Ridley and Jack Keating were also elected as non-Board members of the Board Development Committee.

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, to appoint interim Officers, and to participate in a lottery to determine which Board members will run in even-numbered years (a one year term) and which in odd-numbered years (a two year term).

11. Adjournment

The meeting was adjourned at 9:25 pm.

Minutes prepared by:

Date

Heather Cieslak _____

Minutes certified by:

Judy Booth _____

Andrea Lingle _____

Linda Barker _____