

NEWPORT BAY CONSERVANCY
MINUTES OF THE BOARD OF DIRECTORS MEETING
April 3, 2013 Back Bay Science Center
OPEN SESSION

Call to Order/Roll Call

Present: Pres Howard Cork, VP Peter Fuhrer, Treas Donna Flower, Sec Holly Fuhrer, Cathey Bertot, Peter Bryant, Rob Ellis, Virginia Hayter, Angie Vazirian

Absent with Apologies: Rita McCoy, Debbie Moore

Absent at the time of Roll Call: Dennis Kelly

Attendees: Jack Keating, Frances Cork, Donna Nichols, Peter Ridley

Pres Cork called the meeting to order at 5:49 pm. A quorum was present.

Approval of Minutes

Minutes of the March 6, 2013 Board Meeting Open Session were presented by Sec Fuhrer. No corrections or amendments were offered. Mmbr Hayter made a motion to approve. Seconded by Mmbr Ellis. Approved unanimously.

Treasurer's Report

Treas Flower presented the financial report. NBC is in an improved financial position at this time since receiving two large donations amounting to \$50,000.00 which will be discussed in the President's Report.

Mmbr Kelly arrived at 6:05pm.

President's Report

1. Lawsuit
Settlement payment received from NIAC. NBC checks subsequently issued to Roger Mallet and his attorney.
2. Members' Meeting March 7th
Meeting attended by 29 members, 1 staff, and 2 guests. Attendees included 8 Board members. Material presented by Pres Cork was well received. Positive feedback followed.
3. Current Projects (see attached report for details)
 - 3.1 Bayview
 - 3.2 Tidelands to Upland Exhibit
 - 3.3 Watershed Strategy
 - 3.4 Mobile Tide Pool Exhibit
 - 3.5 Removal of Pampas Grass, Galaxy Slope
 - 3.6 Cox's Ditch
 - 3.7 Vista Point
4. Fundraising
 - 4.1 Spring membership drive accomplished.

4.2 Large Donations

Bequests of \$25,000 each were donated from the estate of Betty Orbach, a longtime NBC volunteer, from her son Mike Orbach, and from the estate of Mary Muth.

5. Committees

Members and Chairs are needed for several critical committees.

6. Events

6.1 Earth Day

Patrick reports that the event is fully organized and ready as scheduled for Saturday April 20th.

6.2 Pollinators Symposium

On schedule for June 22nd. Mmbr Bryant reported.

6.3 Contaminants Workshop

Scheduled for May 22nd. VP Fuhrer reported.

7. Spirit of Volunteerism Awards

OC Parks has put forward the nominations of Judy Booth, Evalie Dumars, and Norman Lacourciere. The Board was also invited to place nominations but we missed the deadline this year.

Financial Strategy (recent donations, reserves)

Given that NBC has received \$50,000.00 in two large unexpected and unrestricted donations recently, the question was raised whether the Board should designate a portion of that amount to be placed in reserves in an interest-bearing account. It was further discussed whether the Board should adopt an on-going policy of placing a certain percentage of all unrestricted donations in reserves.

A motion was made by Mmbr Hayter that \$30,000.00 from the two donations be placed in an interest-bearing reserve account. Second by VP Fuhrer. Passed unanimously.

A second motion was made by Mmber Ellis that when NBC receives any large unrestricted donation over \$1,000.00, twenty percent be automatically placed in the reserve fund. Second by Mmbr Vazirian. Passed unanimously.

Pres Cork requested that the Treasurer's Monthly Report reflect the status of this account regularly.

Members Meeting for Approval of Bylaws

The date of Wednesday, April 24th, was set by the Board for a special members meeting to discuss proposed revisions of the Bylaws and to vote on the 2013 Bylaws. Since Pres Cork will be away, VP Fuhrer will preside over the meeting and members of the Bylaws Committee will be present to answer questions and explain the rationale for suggested changes. Copies of the Bylaws have already been sent out to voting members by mail. The meeting notice will be sent out ten days prior to the meeting. Copies of the comparative old and new Bylaws will be sent to the members via Joe Naturalist.

Pres Cork suggested that the Bylaws Committee get together before the meeting to decide how the meeting and the vote should be conducted, and how suggested changes and amendments should be handled.

Board Committee Structure

Pres Cork's proposed committee structure was discussed, specifically:

1. Education Committee

We are asking this committee to evaluate our programs on a regular basis regarding their value to the organization and their effectiveness. For example, should we maintain the Outrigger Program and the Friends' Tour, two programs that we have been struggling to staff with volunteers. The Program Coordinator should be on this committee. This committee should work closely with the Volunteer Support Committee. Currently does not have a Chair.

2. Fundraising Committee

This committee needs to have a strong agenda for bringing in revenues. However, we first need to be clear about what we are raising money for. VP Fuhrer, our grant writer, should be added as should Linda Barker, our merchandising manager. Currently Howard Cork is the Chair.

3. Research Committee

This is a very active committee. Current Chair is Peter Bryant.

4. Board Development

This is a critical committee to the Board. So far we have three people on it and need a Chair. Board agreed we should find members outside the NBC who can assist us.

Information Technology (membership database)

Over the last year, the membership database and other information in the NBC computer have not been easily accessible to those needing it, especially for fundraising. It is in the Access program. The Board agreed we should hire an IT expert to evaluate this for us and make our program more user-friendly. Mmbr Vazirian suggested that we ask Paul Scionti, one of our Naturalists, to take a look at what needs to be done. If necessary, Mmbr Hayter will ask an expert at Oasis to do this for us. It will be important to determine what our needs are and how we want to use the database in the future.

NBC Long-term Strategy/Retreat

There was discussion of whether the Board needs to have another retreat and do some long-term planning. Some members feel that the last retreat in 2012 was not fruitful. Others believe that this is not the right time when the Board has of necessity been preoccupied with getting the organization on a sounder footing. It was suggested that we need to take a look backward to evaluate and discuss some of the pitfalls in our recent history, as well as forward to determine our goals and commitments to the future of the organization. Since there was no consensus, Pres Cork will survey Board members individually on this matter.

Other Business

The issue of cyclists on Back Bay Drive was discussed. It is clear that the speed with which cyclists ride on this road is a safety hazard. People have almost been hit many times and there have been some bad accidents. If someone on an NBC tour gets injured, we could be held liable. Is it possible that the City could enforce the speed limit? The Board agreed that Pres Cork should approach City Manager Dave Kiff about this matter.

Mmbr Hayter made a motion to move into the Executive Session at 8:03 pm. Seconded by Mmbr Bryant. All were in favor.

Holly Fuhrer
Secretary, Newport bay Conservancy