

**Florida Oceanographic Society
Board of Directors Meeting
November 14, 2018**

Board Present: Allen Herskowitz, Board Chair, -John Amerling, - Paul Hederman, - Gary Goforth, - Matt King, - Bob Mathias and Pat Noonan
Pat Noonan

Board Present via Telephone: None

Staff Attendance: Mark Perry, Cathy Muir

Not Present: Mark Cocorullo, Matt Hooks, Nancy Rand and Scott Turnbull

Chair

Board Chair, Allen Herskowitz, called the meeting to order at 3:02 p.m.

Consent Items

1. Minutes from Board Meeting – October 24, 2018
2. Executive Director Reports-Education, Research, Animal Care, Operations & Development
3. Committee & Task Group Reports
(See Board Web Site for Minutes, Reports and details)

Board Action The Board requested that the approval of the Minutes be deferred to next month because the Board did not have enough time to read them.

The Chair requested approval of the consent agenda other than the minutes. The items were voted on and approved.

Major Issues Discussion

Gary Goforth commended everyone on the great work FOS is doing. He requested that the Research Report summarize the grant programs and post on the web site to let the public know about the incredible comprehensive work being done here. The Research Department attended and promoted seagrass collection at the Sailfish beach cleanup. He gave kudos to Zack Jud as a Public Educator. Zack, who has published three papers, will be highlighted in the Stuart Magazine this month. It would be great to get this information on the website. Gary also noted what a fantastic month of October the gift shop has had. He further noted that Brittany Biber has done a fantastic job with caring for the animals when we had the red tide.

It was discussed that the Board would like to continue to have a monthly mission moment. Everyone welcomed Bob Mathias as a new Board Member.

- A. Financial Report October 2018 – Matt King - Treasurer

- Cash is at \$2.6M and we continue to collect for the Capital Campaign. Liabilities are at \$28K and our net assets are \$5,137,184. We need the accountant to provide us with more details on Capital Campaign account.
- Operating fund is down due to seasonality.
- The Northern Trust Securities account has an apparent discrepancy of \$37k, although we think we understand why. We are looking into gifts of securities that were moved out of the Capital Campaign Account to resolve this. This will be revisited next month.
- The Treasury Bills come due December 27, 2018. The Finance Committee will make a decision at the December 19, 2018 meeting and present a recommendation to the Board about reinvesting the funds
- We have to make sure we have sufficient funds in the Capital Building fund because some of the pledges stage out over 3 years and the TDC is a reimbursable grant. There was also discussion that we should allow for a certain percentage of pledges not honored. Gary Goforth asked for additional clarity in the capital campaign reporting to differentiate cash vs. pledges and income vs. expenses. Matt King Agreed. In addition, it was decided that the Capital Campaign report add a new line indicating pipeline pledges so it can be correctly explainable to the Board.
- John Amerling indicated we will get a Construction Cash Flow report from Zabik and Associates.
- General Contributions are down but this is not unusual during a capital campaign.
- The difference in Special Events from the previous year is due to Lights on the Lagoon sponsorships. We will not be having that event this year.
- We had 64,418 visitors in the prior fiscal year which set a new record. The gift shop also set a record bringing in \$204,537.
- Research expenses are down due to staffing shortage.
- Facilities expenses up due to unexpected expenses related to storm damage.

B. Capital Campaign , reported by Pat Noonan and Nancy Perry

- Patricia Noonan reported that we are almost at 100% participation from Board to Capital campaign and encouraged all to participate.
- Nancy Perry reported that we now have 44 gifts totaling \$3.78M.
- Nancy Perry reported that the cocktail party with Jack and Barbara Nicklaus was a success. There were 175 RSVPs and 150 attended. Thirty-five capital campaign packages were given out and 25 to new prospects. Nancy Perry will follow up with those prospects. CBS news and Stuart Magazine attended. Alex Hagan from Channel 5 could not attend but would like to follow up with a story. Mark and Nancy Perry will be having lunch with Jack and Barbara Nicklaus.
- There are 12 prospects who have said yes but not amount yet.
- Gary Goforth inquired whether we have reached out to larger national organizations such as Ocean Conservancy. Jackie Savitz, who is a member of our Advocacy Task

group is also involved with that organization. He suggested that we tap into other organizations who have common missions with us.

C. Capital Improvements Update – Facility Task Group – John Amerling, Chair

- John Amerling would like to set the Meeting dates for the Facility Task Group to one week prior to the BOD Meeting at 12:00 p.m. The next meeting will be held on December 12, 2018. He would like to talk about strategy, finances, the role of the Construction Manager, safety and the integrity of our project.
- Larry Zabik was brought into the meeting to give a project update. The Exhibit Design Team will be meeting with us on November 28 or 29th. The Agreement with Color-Ad/C7 A1A 141 still needs to be finalized. Hooks Construction will be involved with the Bridge installation and this should take about 4 to 6 weeks.
- Gary Goforth inquired as to when we will see a safety plan. It needs to be written, followed and conform with OSHA. Steve Hooks will present a safety plan and Zabik and Associates will be working on one as well. Since our financial projections are based on continued visitation it was also discussed that we provide a safety training course for volunteers.
- There is no interior designer right now. Diane Devant has been contacted. Pat Noonan suggested Howard Snoweiss who is well-known and worked on many projects such as the Ritz-Carlton.
- The Board requested that Zabik provide a budget and cash flow projection for the next Board meeting.
- There was discussion the we need to have a major project contracting policy in the By-Laws to protect donor's dollars. Mark Perry will discuss this with Scott Turnbull.
- There was discussion about giving Mark Perry a threshold amount to make payments. After an explanation that the approval process works a little differently, it was decided that we need to come up with a draft for levels of authority for the December 12, 2018 meeting.
- Sales tax could be saved if the contractor prepares his invoice on FOS letterhead.
- FOS needs to remain operational during the construction process, subject to visitor and staff safety.
- It is possible that the sculpture can be moved directly to its permanent location and not be put into storage.

D. Strategic Planning Task Group – Paul Hederman, Chair

- Paul Hederman attended the lead staff meeting to discuss and help them work on their tactical goals. He stated that this is the hardest and most critical part of the Strategic Plan and has offered to assist anyone who may need help. He would like all goals finished by December 4, 2018.

E. Development Committee Update, Nancy Rand, Chair presented by Mark Perry

- Oceans Alive will be held on March 24, 2019 at Sailfish Point and will be hosted by Linda Houston and Audrey Gillis. The VIP Party will be a Blue Lagoon Luau hosted by Nancy and Mike Rand on March 8, 2018.
- The Faust Foundation has been fully funded and they are expected to continue their annual support of FOS. We recently received a check for \$33k.
- The Capital Campaign Announcement was held on November 13, 2018 with special guests Jack and Barbara Nicklaus.
- There will be a special new members event at Audrey Gillis's home on November 26, 2018.

F. Governance and Nominating Committee – Scott Turnbull, Chair

- There was no report but everyone was encouraged to keep searching for new contributing members. All potential members should be referred to Scott Turnbull

G. Advocacy Task Group-Gary Goforth, Chair

- Gary Goforth gave a presentation at the October Rivers Coalition Meeting on “Water Quality of Lake Okeechobee and the St. Lucie Estuary Watershed.”
- The volunteer advocacy group met at FOS. There were about 20 members present and we want to capitalize on that. We also hosted a showing of Microplastics webinar.
- EVCO has nominated Mark Perry as Conservationist of the Year.
- Gary Goforth was asked to be the keynote speaker at the annual meeting of Committee of the Islands at Sanibel Island next March.
- Gary Goforth met with Brandon Tucker with the SFWMD to discuss Lake Okeechobee and St. Lucie Estuary water quality.

Adjourn

The meeting was adjourned at 4:45 pm. The next meeting will be held on December 19, 2018. Minutes respectfully submitted by Gary Goforth, Secretary of the Board of Directors and recorded by Cathy Muir, Administrative Assistant.

Respectfully submitted,

Gary Goforth, Secretary of the Board of Directors
Florida Oceanographic Society

