

**Florida Oceanographic Society - Board of Directors Meeting  
March 27, 2019  
Minutes**

**Board Present:** Pat Noonan, Board Vice-Chair, John Amerling, Mark Cocorullo, Dan Merritt, Paul Hederman, Gary Goforth, Matt Hooks, Matt King, Bob Mathias, Nancy Rand and Scott Turnbull.

**Board Present via Telephone:**

**Staff Attendance:** Mark Perry, Cathy Muir

**Not Present:** Allen Herskowitz

**Board Vice-Chair**

Board Vice-Chair, Pat Noonan, called the meeting to order at 3:02 p.m.

The meeting began with a viewing of the segment Channel 5 did on Florida Oceanographic which was broadcast live from the Coastal Center. It highlighted the anticipated one millionth visitor which should occur soon. Viewers also had a chance to see our new building design. This will be posted on the Board Website. Pat Noonan also welcomed our new Board Member, Dan Merritt.

**Capital Campaign Update Pat Noonan and Nancy Perry, CFRE**

- We have a total of 84 gifts, including 6 new committed gifts, with a combined total of \$4.9 million.
- There is a new \$500K gift
- Both bridges are committed and paid for.
- There have been 11 positive responses (no amounts yet) from packages that were handed out at Oceans Alive, with a conservative forecast of \$250K.
- There were 10-12 packages handed out at Oceans plus another 31 prospects have been presented with plans
- Several meeting have been set up with great prospects.

**Mission Moment:** Volunteers in Action at Florida Oceanographic – Abigail Flood, Director of Development

In 2018 we had 428 volunteers who worked a remarkable total of 17,000 hours! There are currently 220 active volunteers who give 5 plus hours. We have year round, seasonal, regular schedule, individuals, family and groups. There are many different areas where volunteers can contribute: exhibits, program presenters, sea turtle scouts, special events, water quality testers, green team, seagrass, oyster shell and currently we are doing a long term microplastics project. Rosemary Badger, who is our Volunteer Coordinator, was congratulated on her great job with the program. More information can be viewed on the website.

**Consent Items**

- A. Minutes from the Board Meeting – February 27, 2019

- B. Executive Director Reports-Education, Research, Animal Care, Operations and Development
- C. Committee & Task Group Reports

See Board Website for Minutes, Reports and details.

*Board Action* – The Chair requested approval of the Minutes from the February 27, 2019 meeting and the consent agenda. Scott Turnbull moved for approval and Nancy Rand seconded the motion; they were voted on and approved.

### **Major Issues Discussion**

#### **Financial Report March 27 2019– Matt King - Treasurer**

Matt King presented the recent financial summaries. The details are summarized in the Minutes of the Finance Committee Meeting of February 27, 2019. There was discussion concerning the probable need to take out a bridge loan to cover construction expenses prior to receiving all the gift amounts. Gary Goforth made a motion to approve the February Financial Statements. It was seconded by Mark Cocorullo voted on and unanimously approved.

#### **Capital Expansion Update – Facility Task Group – John Amerling, Chair and Larry Zabik**

1. There were exhibit design meetings at FOS on February 14-15, 2019. The design is nearing completion at 80%.
2. Brent Wood should have the completed architectural drawings ready by April 4, 2019.
3. Gary Goforth suggested that because of the building project we continue having Board meetings through the summer and the Executive Committee can make a decision on that. There was general agreement on this suggestion.
4. The Bridges have received full funding and naming commitments, and we have received the permit for installation. Gary Goforth again requested a safety plan for the public, employees and animals. One goal when installing the bridges, and for the building construction in general, is to minimize impact to FOS day-to-day operations subject to protecting the public, employees and animals safety. Brittany Biber has spoken to FWC and they sent a material recommendation for mesh on the bridges. Larry Zabik said the total cost of the bridges will be \$375K or less, including transportation, fabrication, installation and the foundation. After further discussion it was decided that we should have a safety plan specific to the bridges and foundation construction/installation prior to the full safety plan in order to move forward with the bridges without delay. Larry Zabik said he would work with Steve Hooks to obtain the safety plan as soon as possible. John Amerling made a Motion to
  - (1) approve the Purchase Order for the purchase of the bridges (50% down on an estimated at \$200,000 cost),
  - (2) approve a contract with Hooks Construction for the assembly and installation of the bridges and construction of the bridge foundations, and
  - (3) approve payment for other costs incurred for the construction of the foundations and assembly and installation of bridges, e.g., crane rental and

bridge assembly, if separate from Hooks contract (estimated total of \$175,000).

The approval of these is contingent upon the following:

- (1) receiving a safety plan for the public, employees and animals during the period of the bridges and foundations assembly, construction and installation, and
- (2) not-to-exceed cumulative price of \$375,000.

Bob Mathias seconded the Motion. It was voted on and unanimously approved.

5. An extension to the boardwalk needs to be built to keep open access to the north end of lagoon. Hooks Construction gave us an estimate of \$15,000;
6. There was discussion regarding an appropriate policy for the Board to approve construction contracts and to establish a threshold authority for Mark Perry. We need to have a clear policy for purchase orders, construction and change orders. Larry Zabik will provide to the Board next month a recommended policy for these items. Mark Perry has a Letter of Authority which allows him to enter into contracts up to \$5K on items not included in the annual budget approved by the Board. Scott Turnbull said he would review the Letter of Authority to see if it needs to be updated.

#### Strategic Planning Task Group – Paul Hederman, Chair

Paul Hederman discussed his Strategic Plan stating it was a one year fairly traditional approach. There are 8 visions and under each vision there are key strategies. The staff is creating tactical goals for those strategies. Scott Turnbull questioned whether the SWOT Analysis of our weaknesses and challenges needs to be a component of the Strategic Plan; after discussion Gary Goforth made a motion to approve the Strategic Plan, including the Core Values with the Mission and Vision, but to exclude the SWOT analysis. Scott Turnbull seconded the motion it was voted on and unanimously approved. Gary asked Paul if he was satisfied that general safety issues have been addressed; he said yes, with Mark's assurance. Pat Noonan thanked Paul Hederman for his hard work in creating the Strategic Plan.

#### Development Committee Update, Nancy Rand, Chair

- FOS had 605 visitors today.
- Oceans Alive had a banner year bringing in \$361,635, 18% over last year.
- Cash call brought in \$55,200 for Education; Sponsorship brought in \$205,500 and was up in every category, 45- \$1,000; 5 - \$5,000; 1- \$10,000 28 - \$2,500 and 98 business partners.
- Raffle ticket sales brought in \$10,000
- The VIP party, hosted and funded by Nancy and Mike Rand was huge success. All sponsors Bronze and above were invited to the party and it increased sponsor sales. Some auction items were also sold at the party.

- Bob Mathias suggested that we send out letters thanking people for their support and keep them engaged throughout the year. The Development Department presently does send out letters for any donation.
- Pat Noonan thanked Nancy Rand for all of her work on the Ocean's event this year and the past years. Pat stated that Nancy has revolutionized this event. The board concurred and gave Nancy a well-deserved round of applause!

Advocacy Task Group- Gary Goforth, Chair

- Gary Goforth was the keynote speaker at the Committee of the Islands annual meeting, in Sanibel Island.
- Gary Goforth and Mark Perry attending the SFWMD meeting and presented our Resolutions regarding Lake Okechobee operations and Basin Management Action Plans to the new Governing Board.
- The next FOS Advocacy meeting will be held on April 16, 2019 at the Coastal Center.
- Mark Perry will attend the Everglades Coalition Quarterly meeting on March 29, 2019.
- Mark Perry will attend Everglades at the Florida Legislature on April 7 and 8, 2019.
- President Trump will visit the Everglades on March 29, 2019. He has put \$63 million in his budget, even though the State of Florida asked for \$200 million to equal the state's contribution.

Governance & Nominating Committee, Scott Turnbull, Chair

- Scott Turnbull thanked Don Merritt for joining the Board.
- There are two new prospects for the Board. Allen Herskowitz had lunch with one of them and Scott Turnbull is in touch with the other. There will be an update at the next meeting.
- There was discussion regarding adding two Honorary Trustees, Mary Jo Askew and Deane MacMillan. A motion was made by Mark Cocorullo to approve both candidates it was seconded by Matt Hooks, voted on and unanimously approved.
- Scott Turnbull reminded the Board that the next Board meeting is our Annual Meeting so we should be thinking of who will be on the Executive Committee.

The meeting was adjourned at 5:12 pm. The next meeting will be held on April 24, 2019 at 3:00 pm at the Coastal Center.

Minutes respectfully submitted by Gary Goforth, Secretary of the Board of Directors and recorded by Cathy Muir, Administrative Assistant.

Respectfully submitted,

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