

**Florida Oceanographic Society
Board of Directors Meeting Minutes
May 22, 2019**

Board Present: Allen Herskowitz, Board Chair, John Amerling, Mark Cocorullo, Matt Hooks, Linda Houston, Matt King, Dan Merritt, Pat Noonan, Nancy Rand and Scott Turnbull.

Board Present via Telephone: Gary Goforth and Bob Mathias

Staff Attendance: Mark Perry, Cathy Muir

Not Present: Paul Hedernan

Board Chair

Board Chair, Allen Herskowitz, called the meeting to order at 3:03 p.m.

Mission Moment: Education Programs-Summer 2019-Zack Jud, Director of Education and Exhibits

Zack Jud gave an overview of activities happening in the summer.

- We had the last two groups of Deserving Kids this week. This is a grant funded program.
- We had 54 groups booked in 2018 and already have 54 groups booked for 2019.
- The Sea Turtle program starts May 30 and goes through August 1.
- We have two education interns and they receive a grant funded stipend.

Dan Merritt suggested that we get involved with Operation 300 and will follow up with Zack Jud.

Consent Items

- A. Minutes from the Board Meeting – April 24, 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 April 24, 2019 meeting and the consent agenda. They were voted on and approved.

Allen Herskowitz welcomed and thanked Linda Houston for being our newest BOD Member.

Major Issues Discussion

Capital Campaign Update Pat Noonan and Nancy Perry, CFRE

- Total of 88 gifts - \$5,353,931.
- New 2 committed gifts totaling \$400,050.

- A 5 year pledge of \$250K was paid off in 2 years.
- 11 positive responses with no amount yet with a conservative forecast of \$200K.
- Meeting with Tiger Woods PR VP in June.
- Working with Geoffrey Smith on Coral Reef Sculpture for the front of the new building.

Financial Report, April 2019, Matt King, Chair

- Cash is up due to a \$400K donation
- Brown and Brown is paid up but we need to research why it still is showing as prepaid
- Increase in payables due to payments to Color Ad and an Interior Designer. Seagrass and Culvert projects are still continuing to be paid down.
- The Seacoast Account is above the FDIC limit and Mark Perry will transfer overage to the Northern Trust Securities account.
- Admissions is favorable to the budget. The large increase last month was due to a deposit from Groupon.
- Education showed an increase last month because a large amount of summer camp registration fees came in early.
- General Contributions are down due to capital campaign
- The Treasury Bill for \$2.5M has matured and was rolled into another 4-week Treasury Bill. The current yield is 2.4%. An Additional Treasury Bill was purchased for \$725K with a 4 week maturity at a similar yield.
- Research expenses are still down due to an open staff position
- Facilities expenses are still up due to replacement of an air conditioner and other one time repairs.
- Fundraising expenses were up because we finally paid Sailfish Point for Oceans Alive. That should close out the book on the event.
- We ended April 2019 with a shortfall of \$11,676.
- Northern Trust is discontinuing their sweep accounts so we will be opening up some new accounts to replace them.
- Matt King handed out an updated Capital Campaign report which is posted to the Board website.

Capital Expansion Update – Facility Task Group – John Amerling, Chair, Larry Zabik; Zabik & Associates

- The page flip meeting was held May 9, 2019.
- The architect is on schedule for May 30, 2019.
- Permits are on schedule for May 31, 2019.
- We need to increase the length of the bridges because the foundation is hitting the lagoon wall on one side and it needs to be clear from pipes on the other side. After a discussion it was decided that the best way to accomplish this would be to install a triple span bridge. This will be discussed with the Bridge Company.
- We need to consolidate the Hooks safety procedures and FOS safety procedures.

- There will be separate call trees for Hooks Construction and FOS in case there is a problem.
- There will be weekly meetings to inform staff of progress and any upcoming issues that may require a delayed opening. If there is a need for a delayed opening, we will have advance notice to post it to the website and our phone message.
- Gary Goforth said he would like to see more detail of the safety plan.
- Upcoming schedule milestones are attached.
- We are presently about 6 to 8 weeks behind and are looking at an August 2020 opening
- It was discussed that because of the building project, the Board should meet in the summer. The June meeting may be held by email or phone. The meeting in July will be held on July 10, 2019 at 3:00 p.m. The Finance Committee Meeting will also be held on July 10, 2019 at 2:00 p.m.
- John Amerling mentioned that at the February 2019 meeting there was a motion approved that we would order the bridges with a cap limit of \$375K and contingent upon receiving a safety plan. He would like this discussed at the June meeting.

Governance & Nominating Committee, Scott Turnbull, Chair

- Scott Turnbull said he had met with Audrey Gillis and Mark Perry and would like to recommend Audrey Gillis to the Board. Linda Houston made a motion to approve and Pat Noonan seconded it. Audrey Gillis was unanimously voted onto the Board.
- Allen Herskowitz handed out the list of BOD Committees and Task groups. Allen asked that anyone contact him if they wanted to be added to a Committee. He noted that Phil Wintercorn has resigned from the Finance Committee due to work obligations. Matt Hooks has agreed to join the Finance Committee.
- Dan Merritt has agreed to head up the Information and Technology Task group and will meet with Mark Baer.
- There are presently 14 members on the Board.
- Gary Goforth would like the Board to consider a full-time staff member dedicated to Advocacy.

Strategic Planning and Task Group, Paul Hederman, Chair

- Paul Hederman will review our organization staff and salaries. He will also do a compensation survey to make sure we are competitive with other organizations.

Development Committee Update, Nancy Rand, Chair

- Visitation is up from last year
- We raised \$10,225 on Great Give Day
- Oceans Alive 2020 already has Co-Chairs.
- We are going to celebrate our millionth visitor as an entire day event. This should happen in mid-June.
- We are the benefitting charity for Mulligans in Stuart on Thursdays for the month of June.

Advocacy Task Group- Gary Goforth, Chair

- Mark Perry and Gary Goforth have been attending the SFWMD meetings. They are optimistic about what is happening at the meetings.
- The Governor has set up a Blue Algae Task Group.
- Todd Thurlow will speak at the next Rivers Coalition meeting.
- Mark Perry presented a Resolution to the BOD to continue the moratorium on off-shore drilling. After discussion and a few minor revisions, John Amerling made a motion for the Board to accept the Resolution. It was seconded by Pat Noonan, voted on and unanimously approved. It is posted to the BOD website.

The meeting was adjourned at 4:32 pm. The next meeting will be held on July 10, 2019 at 3:00 pm at the Coastal Center.

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

Respectfully submitted,

Bob Mathias, Secretary of the Board of Directors
Florida Oceanographic Society