

**Florida Oceanographic Society
Board of Directors Meeting Minutes
June 1, 2020**

Board Present via Zoom Conference call: Allen Herskowitz, Board Chair, - John Amerling, - Mark Cocorullo, - Gary Goforth, - Paul Hederman, - Linda Houston, - Matt King, - Bob Mathias, - Dan Merritt, - Patricia Noonan, - Scott Turnbull

Board Present via Telephone: none

Staff Attendance: Mark Perry, Cathy Muir

Not Present: Audrey Gillis, Matt Hooks and Nancy Rand

Board Chair

Board Chair, Allen Herskowitz, called the meeting to order at 3:02 pm

Consent Items

- A. Minutes from the Board Meeting May 4, 2020
- B. Executive Director Reports-Education, Research, Animal Care, Operations and Development
- C. Committee & Task Groups
(See Board Website for Minutes, Reports and details)

Board Action – The Chair requested approval of the Minutes from the May 4, 2020 meeting and the consent agenda. Linda Houston made a motion to approve and Pat Noonan seconded it. It was voted on and unanimously approved.

Mark Perry gave an update on our reopening plan. We are now in full Phase 1 under the Governor's Order which allows groups of 10 or more. We are waiting for Phase 2 which would give us more flexibility in gathering group sizes. Mark Perry spoke to the Governor's office and they stated that we may open under our situation and it may not require authorization from local government. We would open Wednesday to Sunday, two limited hour sessions a day, with a break in between for cleaning. There would be partitions, stanchions and signs to direct visitors for social distancing as well as hand sanitizers. There would be a limit of 75 visitors per session. The biggest consideration we have is severe storm occurrence. We don't have enough space to shelter visitors and maintain social distancing so we would have visitors exit through the butterfly garden and issue rain checks. They could shelter in their cars and wait out the storm or come back another day. Our main focus is to keep staff, volunteers and visitors safe.

Financial Report, May 2020, Matt King, Chair,

- There was no Financial Report but Matt King gave a brief overview of the April Financial Statements.

- Cash has been up month over month due to the proceeds from the PPE loan and deferral of some accounts payable. We also held off a construction draw.
- We are up about \$91M. in pledges so it looks like we are starting to build up the pledge pipeline again.
- We have total net assets of \$5,977,916.
- Seacoast Account has \$625M largely due to the PPE funds. Funds over the FDIC limit have been deposited into the Northern Trust Securities Account.
- We are spending down on the Building Account and have a balance of \$2.9MM which takes into account the \$502M paid in April.
- Larry Zabik and Lindsay Zabik put together schedule of remaining draws and we are on target for construction expenditures through the end of the year.
- General Contributions have received \$136,632 and Matt King thanked Mark Perry and the Development team for their great effort.
- All expenditures are under budget by \$50M
- Facilities is up due to some costs out of our control. We had to hire a security company.
- Administration is ahead due to the cost of the compensation survey and employee recognition.
- Fundraising is below due to Oceans Alive being cancelled.
- The month ended with a surplus of \$32,338.

Capital Campaign Update – Pat Noonan, Chair & Nancy Perry, CFRE

- We have new gifts totaling \$11M.
- Pledge payments of \$60M received
- No change in unrecorded pledges.
- Three more positive responses with no amount yet.
- Deane MacMillan, a former Board Chair and current Honorary Trustee is conducting an “Over the Top” campaign writing letters to get more capital donors. Also looking at donors who have contributed and might want to give more.
- Ninety emails are sent every two weeks with construction pictures.

Zabik and Associates Update Report

- There are no Action Items this month
- Everything is on schedule. All doors and windows are in except one window so they can bring in drywall.
- The exhibit design should be ready by the end of June, 2020 but they are not ready to be released for fabrication.
- Trusses are set, roofing, rough drywall, mechanical and electrical systems, and fire sprinkler system are all well under way.
- There was some water damage due to storms. Items were removed and replaced. It cost us about 3 days but still looking toward mid-September opening.

- Change order item 14: we are investigating UV Scrubbers to make the building environmentally safer.
- Change order item 15: a portion of the spiral ducts, which are the connections between the main trunk line to the diffusers in the exhibit area, were not included in the mechanical drawings but were in the architectural drawings. We are pushing back on this and will keep the Board informed.
- We have improved on our owner directed purchases and have saved approximately \$20M.
- Waterproofing should be done by the middle of June.
- Mark Perry had some concern over the structural safety of the Visitor Center building. The 600 gallon tank is being removed. A structural engineer has come in to assess the situation.
- Larry Zabik will get back to the Board on the exact amount needed for the exhibits.
- The goal is to move in before September and get rid of the trailers.

Development Committee Update, Linda Houston, Chair

- Abbie Flood and Michelle Byriel are working on an online auction. We are working with Bid Pal on a microsite. On that site will be all recognition of sponsors. Blast emails will be sent out to preview the items from June 18 to 23 2020. The actual bidding will take place June 24 through June 28, 2020. We project \$20M in proceeds. There will also be opportunities to make donations on the site.
- Oceans Alive overall budget was \$300M and we estimate it will be \$240M. Sponsors and donors have been very generous.
- The mission appeal continues to be successful. Donors have been contacted through email, letters and personal phone calls. We have received \$140,800 from 48 donors.
- The Summer Appeal will go out in July.
- There has been two webinars with 100 attendees. There was some discussion about doing webinars on a subscription at a later date.
- Mark Perry has send out an Advocacy Update. It is critical that the donors see we are continuing our work.
- There have been cultural conversations with other non-profits regarding re-opening guidelines, marketing strategies and collaboration.
- The Teen Ambassador program will be virtual.

Strategic Planning Task Group – Paul Hederman, Chair

- No Report
- Mark Perry thanked Paul Hederman for putting a lot of time and effort into the Strategic Plan and emphasized that we want to continue with the effort. Mark Perry will contact Paul Hederman.

Governance & Nominating Committee, Scott Turnbull

- No report
- Mark Perry thanked Scott Turnbull for reviewing some contracts and memorandums of understanding with Universities and local groups put into place by the Research Director for FOS.

Information Technology Task Group – Dan Merritt, Chair

- There was no report but Mark Perry said that Ryan Merritt has met with Mark Baer to investigate moving to the cloud. Mark Perry also thanked Dan Merritt for working with Mark Baer on programs for the new building, location of AV Room, security cameras and WIFI.

Advocacy Task Group- Gary Goforth, Chair

- Gary Goforth stated that there was an Advocacy Meeting on May 27, 2020 and he would like to see a summary of the meeting posted to the Board Website. Mark Perry sent out an Advocacy Update and that will be posted to the Website.
- The Corps of Engineers made a unilateral decision to reclassify the EAA Reservoir as a new start. We strongly disagree and it will delay work started this year and delay sending the water south. Jackie Savitz would like to get a campaign going to charge President Trump and Senators Rubio and Scott and the Florida delegation to get this project back on track. We should align ourselves with other organizations to ramp up the campaign. Mark Perry and Gary Goforth will work on this.
- The Corps is still reviewing and evaluating alternative operating strategies to manage Lake Okeechobee as part of their LOSOM (Lake Okeechobee System Operating Manual). They are finalizing performance measures but refuse to establish performance metrics.
- There was an issue about adding the savings clause into the water bill and particularly apply it to LOSOM. This savings clause refers back to the Comprehensive Everglades Planned Projects being implemented in the year 2000. This clause refers to any new planned project to preserve the water supply needs in the region particularly for irrigation for agriculture.
- Gary Goforth met with the staff with suggestions to revise the advocacy web page on the FOS Website. He said it would make it easier for the public to move through it and get involved. There will be a meeting with Mark Perry to implement the recommendations.

The Chair stated that this will be the last BOD meeting for the year but we need to stay close to the financial developments over the summer. The next scheduled opportunity for the Finance Committee will be when the next financial statements are received. If a decision needs to be made, the Executive Board will meet. If any further action is needed a zoom BOD meeting will be put together. If a decision needs to be made on Color Ad it will be brought before the full Board.

The meeting was adjourned at 4:24 pm. There is no Board meeting scheduled over the summer at this time.

Minutes recorded by Cathy Muir, Administrative Assistant and submitted by Allen Herskowitz, Chair of the Board of Directors of Florida Oceanographic Society.

Respectfully submitted,

Allen Herskowitz, Chair of the Board of Directors
Florida Oceanographic Society