

**Florida Oceanographic Society
Board of Directors Meeting Minutes
February 23, 2021**

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, - Nancy Rand, - Scott Turnbull

Board Present via Telephone: none

Staff Attendance: Mark Perry, Cathy Muir

Not Present: Matt Hooks

Board Chair

Board Chair, Allen Herskowitz, called the meeting to order at 2:59 pm

Consent Items

- A. Minutes from the Board Meeting January 25, 2021
- 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 January 25, 2021 meeting and the consent agenda. Nancy Rand made a motion to approve and Pat Noonan seconded it. It was voted on and unanimously approved.

Mission Moment: Education during COVID, Zack Jud, Ph. D. Director of Education

Zack Jud gave an update on how the Education Department is dealing with COVID. We are still doing six programs daily with minor modifications. We have put up stanchions and ropes to promote social distancing.

The coastal lecture series has become a winter time institution in Martin County. We have had 1,766 attendees on a zoom based series averaging 250 people per night. We have harvested 748 unique emails which will be used to promote similar events. Each lecture is recorded and posted to the FOS You Tube page which has allowed us to get to a larger geographic audience. We have received a tremendous number of emails from our participants with positive comments and thanking us for continuing this series.

We do not anticipate any in person field trips this year so we will be using virtual programming. Our grant funded field trips have transitioned into virtual field trips. Our Deserving Kids to the Coast will offer 50 free virtual field trips in St. Lucie for second graders.

Summer camp will continue again this year and we will continue to provide a safe environment. There will be eight weeks of camp from ages 5 through 16. We have filled 104 of our 122 spots so far. Last summer some camps were cancelled so instead of refunds we

gave out 16 rain checks to be used this year and the amount will be about \$4,000 out of our camp budget. There was also a \$10 increase this year.

We have also provided some income generating programs such as private turtle walks, private tours of the Center, staff led beach walks and nature trail walks. Two tours of the Center for \$400 each were booked in January.

There is a shortage of education volunteers because thirty of our day to day volunteers have taken a leave of absence due to COVID.

We did have a winter intern and are actively promoting our summer college internship program. We have a small budget for stipends and also some housing help from a local landlord. John Amerling also offered assistance to any intern from his alma mater, Williams College.

Zack Jud also wanted to express thanks to the Board on behalf of his staff. They are so appreciative and grateful for everything the Board has done to keep us moving forward for the last 11 months. He said they realize that behind the scenes it was ultimately the Board and Nancy Perry's fundraising that kept things going.

Mark Perry spoke about his trip to ColorAd. He was impressed with being able to go through and interact through the exhibits. He will be going there one more time in April.

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

- Nancy Perry reported exciting news that the capital campaign has reached \$7,422,284.
- We have a donor who has pledged \$350K for the naming rights on Waterworks.
- There are also two more committed gifts totaling \$17,500.
- Pledge payments of \$77,500 have been received plus \$30,000 for the gift shop remodel.
- There is a donor who has discussed continued support for education staffing in the spring.
- Scott Turnbull reported that one of our long time donors, Larry Cusick recently passed away. FOS was the charitable beneficiary of the Diane Cusick Trust and Larry Cusick was the remaining beneficiary so it should be paid out soon. FOS is also the beneficiary of Larry Cusick's Estate. There may be some complications with issues that have to be reviewed and addressed. Scott Turnbull is in touch with the bank and attorney and will keep us updated.
- Gary Goforth stated that the news of a pledge for the Waterworks is phenomenal but this is one component of the new building that has received negative feedback from the staff. He will help staff develop an educational waterworks exhibit that can enhance the research and education functions of FOS. He also requested that if there are any funds left over, we could use a new stingray tank. An Advisory committee for Waterworks has been set up with Gary Goforth as Chair, Zack Jud, Amy Grimmer and Lori Driscoll.
- Pat Noonan thanked Nancy Perry for raising the \$7.5M and continuing to bring in large gifts at the end of the campaign. She stated that Nancy Perry has fueled the

transformation of FOS and stated that she is privileged to have watched this miracle happen. As a token of appreciation, Nancy Perry was presented with a gift.

Zabik and Associates Update, Larry Zabik, Lindsay Zabik and Nancy Rand, Chair

- Larry Zabik presented a project update. The punch list is complete but we do have to make some adjustments.
- The sidewalk should be in the first week of March.
- Phase 1 of the Exhibit Installation will begin when the tanks are delivered on March 1, 2021. Phase 2 will begin on April 19, 2021.
- We have the funds for the buildings and exhibits but not yet for extras.
- We are presently working on the concept plan for the Visitor Center.
- Lindsay Zabik is working on a budget for parking lot lighting, signage and security.

Financial Report, Matt King Chair

- Our cash position is at \$1,789,945 which is a little drawn down due to actual operating results which were at a \$38K loss
- There is an increase month over month of about \$40K in pledges received due to the ongoing success of the capital campaign. There are some Oceans sponsorships in the \$263K number
- Liabilities accounts payable is increased due to the payment to ColorAd.
- The PPP loan of \$235K has been cancelled. We have applied for and received approval for a second installment PPP loan and expect to receive the \$235K in a week. This will help with the operating short fall for the balance of the operating year.
- The Seacoast account has \$236K in operating cash which is down about \$40K due to operating loss sustained in January. Operating funds are at \$429K. Capital funds are at \$1.3M which includes the building and capital reserve and the Geoffrey Smith Sculpture account. We have \$1.137M to complete the building and exhibits. The Endowment fund is at \$161K.
- The Statement of Revenue and Expenses show admissions up slightly in January but we are still down 27% compared to January 2020. Education is down but had a strong month and gift shop is behind last year but still ahead of budget. General Contributions had phenomenal success at \$135K over the pace we projected for budget and going a long way with helping our numbers. Memberships are holding up well favorable to the budget by about \$22K. Special Events is a challenge at 50% where we budgeted for the year.
- We are on budget for expenses. Research is under budget due to staffing.
- Facilities is tracking over budget due to an unanticipated increase in insurance premiums not factored into the budget.
- Fundraising and administration expenses are in line with the budget.
- Revenue was at \$137K and expenses were \$176K which resulted in a \$38K loss.

Development Committee Update, Linda Houston, Chair

- There is a huge amount of work be done for Oceans Alive The auction will be March 24-25, 2021. Last year the auction brought in \$30K and projected sales received to date are \$25K. We raised \$200K in sponsorships last year and this year we already have \$112K for a “non-event”. We still have an opportunity for raffle sales.
- We are revising our business partner program to align it more with our mission
- First look coming up and two business partners, Wilmington Trust and Northern Trust will underwrite. This will help with our expenses.
- Working with Gary Goforth and team to have advocacy content relevant and up to date on the website.
- Visitation is solid on weekends at almost 100% but weekdays weak 40% to 60% which is in line with what Martin County tourism is experiencing.
- The Freedom of Spirit award will be in April and we anticipate the Grand Opening to be in May.
- We are still working on implementation of a new pricing structure and on branding and marketing of the new Ecocenter marketing third floor for events

Advocacy Task Group- Gary Goforth, Chair

- Gary Goforth reported that they are continuing their weekly advocacy team meetings. It has been exciting providing new content for the web page.
- John Amerling has been busy researching environmental issues and drafting resolutions that the Board had requested last month Those include Lake Okeechobee Systems Operations Manual (LOSOM), The EAA Storage Reservoir and The 404 Wetlands Program. The Resolutions are being reviewed and will be sent to the Board.
- They are also drafting a one page list of legislative issues which are in essence our position statements These can be used when Mark meets with legislators and they are consistent with resolutions passed in the past.
- Mark Perry thanked the advocacy Committee for all of their work and he suggested that the resolutions be circulated to the Board.

Governance & Nominating Committee, Scott Turnbull

- The BOD elections are coming up in April. Scott Turnbull stated that Matt Hooks has not been present for Board or Finance Meetings and that his position should be considered as an open spot. We need to openly solicit new Board members. Allen Herskowitz nominated Bob Mathias to succeed him as Board Chair. There will be a meeting in April to accept nominations from other Board members which will be presented at the April meeting.

Information Technology Task Group – Dan Merritt

- Dan Merritt will set up an appointment with Mark Baer to make sure everything in the new build is compatible and up to speed

Strategic Planning Task Group – Paul Hederman, Chair

- Paul Hederman has received an updated plan from Mark Perry which will be revised and recommitted to and will guide us over the next three years. It will be sent out to the Board.
- Allen Herskowitz stated that it is the Board's responsibility to have a succession plan for the Executive Director. We need to create a retirement plan for Mark Perry and allow him to do so gracefully. Allen Herskowitz is working with a former Board member to create a retirement fund for Mark. We need to find a way to create returns for the value he has provided for all these years. It is possible that we could use the existing retirement account. There will be an Executive Session to discuss and report back to the Board.

The meeting was adjourned at 4:21 pm. The next Board of Directors Meeting is scheduled for March 22, 2021.

Minutes recorded by Cathy Muir, Administrative Assistant and submitted by Nancy Rand, Secretary of the Board of Directors of Florida Oceanographic Society.

Respectfully submitted,

Nancy Rand, Secretary Chair of the Board of Directors
Florida Oceanographic Society