



BOARD OF DIRECTORS MEETING MINUTES

February 26, 2016 — Chesapeake Bay Program “Fish Shack” Conference Room, Annapolis, MD

PURSUANT to notice, a meeting of the Board of Directors of the Alliance for the Chesapeake Bay was convened by Don Boucher, Chair, on Friday, February 26, 2016 at 10:00 AM in the “Fish Shack” meeting room at the Chesapeake Bay Program in Annapolis, MD.

Members present: Chair Don Boucher, Alex Beehler, Brent Fewell, Bill Gill, Steve Pattison, Bob Paul, Celeste Regan, Ginny Snead, Jennifer Troy, Jack Detweiler (via conference line), Andrea Field (via conference line), and Paula Hamel (via conference line)

Members not present: Dennis Chestnut, Robin Clark, Dan Cornell, Jim Elliott, Chris Hamilton, Rich Hart, Doug Lashley, Steve Levitsky, Kathleen Maloney, and John Quinn

Alliance Staff present: Al Todd, Mary-Angela Hardwick, Jeanne-Marie Leroux, Lisa Wadsworth, Lou Etgen, Joanna Freeman, Dan Brellis, and Corinne Stephens

Welcome and Introductions

The meeting was called to order at 10:08 AM. Don Boucher welcomed all board members and staff to the meeting. Don then turned the meeting over to Al. Al welcomed everyone to the meeting and informed the board that going forward the board handbook and all board materials would be located on the secure board materials section of the website. We no longer provide handbooks on paper to conserve resources and ensure that the Board always has access to the most recent board materials. Al turned the meeting over to Mary-Angela to give the development update.

Business and Committee Reports

Development Report

The development report was presented by Jennifer Troy and Mary-Angela Hardwick. Mary-Angela thanked everyone for the opportunity to serve as Director of Communications and Development. She is looking forward to adding a Communications Assistant to support her in continuing the growth of the department.

Mary-Angela created a communications and development calendar and presented a brief overview of key calendar dates 2016.

Mary-Angela presented the results of our 2015 campaigns: annual appeals have consistently been raising approximately \$20,000 per year; the mid-year appeal has been steady over the last three years; renewals have been steady over the last three years; the Taste continues to trend upward.

The Taste in 2016 provides a special opportunity since it is the Alliance's 45th anniversary. Palate Pleasers will be the lead caterer and are looking forward to incorporating a 45th anniversary theme to the event. Although income was level, Taste expenses went up last year due to a larger space, additional caterer, and many guests were invited gratis with the hopes of bringing them back next year as Friends sponsors. We hope to continue to keep expenses in the 10-15% range. The Development Committee will be meeting to discuss setting some fundraising goals for this year's Taste. Foreexample, the goal for 2016 Friends sponsorships might be 50 (2015 it was 25). Brent wanted to know if there would be an opportunity for B4B and Taste cross-sponsorship. We are working on strategy for this. The Alliance would like to have cornerstone sponsor at sapphire level which is \$20,000 but this has been a reach in the past.

Mary-Angela asked if the board still uses both printed and electronic Taste materials. The board consensus was that they generally use electronic materials but still have a need for printed materials. How can the Alliance create a stronger outreach for Taste sponsors? Al and Mary-Angela will work on key talking points for the board to use. Don suggested that Alliance staff continue to "hound" the Board members to follow up on commitments for Taste sponsors – send email reminders every week for example. He also suggested that a Board member serve as "event chair" so they can be direct voice to Board. Alex said one of the responsibilities of the "event chair" is to get board members on the phone to tie down their board sponsorships. Al added that last year Jenn and Laura worked with Board to identify targets for outreach and we will do that again at April Board meeting. April meeting will feature discussion on fundraising opportunities Alliance can engage in such as direct mail appeals, membership and Taste.

The board should mark their calendars for the Annapolis film festival Friday, April 1st at 2:00 – there will be three movies and an environmental discussion panel. The event will happen at St. Anne's Parish house. April 2nd is Project Clean Stream and the board is encouraged to come out to a site to support this great program.

Finance Report

Presented by Celeste Regan and Jaja Leroux. Alliance had a good fiscal year. We exceeded budget dramatically by 35%. We had \$4.9 million in revenue and \$ 5.2 in expenses but this was a result of restricted funds so it is okay. The Alliance has established some financial stability as a result of the hard work of staff and of Liz Biggs, who contributed heart and soul to get this done. We still have lots of work to do as our core funding is still federal and state grants. We are a business that requires more sophisticated accounting for all of our grants. For the 3rd year in row there has been no draw on line of credit. 2016 budget has stretch built in.

The Alliance has adopted a Non-Erisa 403b retirement plan using an Oppenheimer prototype. The Alliance still has a ways to go fiscally before it can pay employee benefits such as insurance and retirement plans, but we did set up to have pre-tax insurance premiums and pre-tax retirement contributions. The Board was asked to approve the 403b prototype.

Upon motion made by Celeste Regan, seconded by Jennifer Troy and unanimously approved, it was RESOLVED that the Oppenheimer 403b prototype be approved.

Governance Report

October 2015 board meeting minutes were reviewed and approved.

Upon motion made by Jack Detweiler, seconded by Steve Pattison and unanimously approved, it was RESOLVED that the draft minutes from the October 30, 2015 Board Meeting, previously provided, be approved.

Don reminded everyone to fill out their conflict of interest statement and return it to Lisa. The conflict of interest statement is required each year.

Al presented the governance report for Rich Hart who could not attend the meeting. There have been several Board member changes effective January 2016: Bill Gill and Steve Levitsky have joined the Board. Martin Poretsky has left the Board.

Al briefly discussed the by-laws revision process. The major change was the membership section. The old by-laws stated that the organization was membership driven with an annual member meeting, call of meetings by members, etc. We are a membership organization but members are constituted by the ways they contribute to the organization and what benefits they receive. The governance committee will review and approve the new by-laws, route them to the rest of the Board and the April meeting will be approval of these by-laws.

The small group board meetings will all take place in March. The core business of these meetings will be Board recruitment. Board members should bring their recruitment list to the small group meetings. If a Board member will not be attending, you can email your list directly to Al.

Every board member should fill out a board committee selection sheet as many committee slots are still open.

Program Committee Report

Presented by Bob Paul. Bob provided an overview of the Alliance program guide for 2015. The blue boxes in the guide are program areas that help communicate what the Alliance does and each program is identified as a focus area. In 2016, the program committee will develop an outline to define a program's successes so that we can define the direction we want to go.

The innovation fund is a mechanism that allows staff to pursue ideas outside of the box such as new program opportunities, new software, etc. The Alliance is in a position where it can start to draw on the professionalism and expertise of staff. It also gives the board the ability to make sure that innovation is moving in direction we want to go. The Alliance management team will review applications and approve them. The board will not be part of the approval process. The innovation fund is a total of \$25,000 with the ability to receive up to \$5,000 for an idea.

Alex wanted to know if any work had been done for RiverWise Schools. Lou said that school healthy habitats are in the works with NFWF and CBT and we are working on how we can get involved in this initiative.

Executive Director's Report

Al presented the Executive Director's report. The Alliance management team completed an assessment of all of the Alliance programs based on 5 primary program areas – building stewardship, reducing

polluted runoff, conserving forests, assisting local governments, and supporting partners. The Alliance has delivered and grew significant programs in these areas.

The Alliance has received a lot of attention in Pennsylvania for our government work in that we are able to encourage and bring together municipalities to work together instead of independently.

RiverWise congregations has been recognized everywhere as a model for the faith community. We successfully worked with over 30 churches which created substantial recognition for the Alliance's work.

Major tree planting initiatives were launched by the Alliance in 2015. The Alliance planted almost 120,000 trees in 2015. RCPP, PA Trees for tomorrow, and Altria were huge supporters of the Alliance's success. Altria did a tree planting to offset their carbon needs in a voluntary capacity.

We are in our 4th year of the READY program in Howard County and our goal is to transition the program to local groups. The READY model is also expanding to other parts of the watershed in Annapolis and Lancaster as well as Carlisle.

Businesses for the Bay is off the ground and is being used in an unrestricted fund capacity. We have a big marketing and communications challenge to get the word out to businesses for membership. We will be hosting at least 3 forums with business communities throughout the year. The Board is encouraged to sign up as either members or sponsors. Our goal is to raise \$75,000 this year. We pitched the program to the Keith Campbell Foundation for a grant. Scott's also wanted to participate and will commit \$20k to the Alliance with a portion of the funds going to B4B and the rest will going to PCS. Luckstone has committed as a Businesses for the Bay sponsor and Perdue is considering joining as well.

The Watershed Forum sold out again last year and we will continue to roll out our ForumPlus program to keep the Forum momentum going on a regional level.

The Alliance now has 31 employees throughout the watershed and we need to start thinking about mentorship and guidance initiatives for the Alliance staff. We were able to establish pre-tax insurance and 403b options for employees and hope to do more in the future. Our number of board members has increased and we will kick-off a recruiting drive for new members at our small group meetings over the next month. We have signed a 5 year extension of our Annapolis lease.

After our 2015 audit, we expect to enter 2016 with a positive unrestricted net asset balance for the first time in over 12 years. All staff have contributed to this effort by expanding grants, careful management of resources and better grant tracking. Liz Biggs was a crucial part of helping the Alliance implement better grant tracking but has left and Jaja has taken over the Finance department. We currently have a budget of nearly \$5 million dollars and manage over 50 separate grants and agreements. Celeste pointed out that the Alliance manages many grants but they are purposeful.

The Taste of Chesapeake was the most successful Taste to date and we will again hold the Taste at the AAMC. This will allow us to expand attendance and sponsorship of this community event.

Al has been working on a partnership with Flying Dog Brewery. Flying Dog looks for long-term partners that they can work with and build into their philanthropy. They currently work with ORP and True Blue. Flying Dog will brew a specialty beer with a stream and clean water theme. A portion of the sales of this beer will go to the Alliance to support stream restoration work. The brew may be a saison and Flying

Dog will be looking for a name. The goal is to have the beer in draft form for the Taste and then have on shelves by 2017. Brent suggested we involve the public for the naming convention with Flying Dog having the ultimate decision on a name. Alex suggested that we try to work in a tree theme.

Laura has transitioned from her duties as Director of Development and Communications and Mary-Angela has taken her place. We will be hiring a communications assistant to work with Mary-Angela in promoting Alliance programs, writing newsletter, etc. Altria has partnered with another organization to create a new Alliance website. This is a \$50,000 pro bono offer and the Alliance is very grateful for this opportunity. The Alliance meets twice a week with the team. The design concept is complete and we will soon be ready to start offering content to them. Don encouraged the Board to think about innovative ways to contribute resources to the Alliance such as Altria did.

The floor was opened to ask questions about the Executive Director's report. The board had no questions about Executive Director's report.

Break for Lunch

Building Stewardship: Project Clean Stream

Project Clean Stream is a local community driven event that engages citizens and advocates diversity. Joanna Freeman and Dan Brellis, Project Clean Stream Managers presented an overview of the program. Project Clean Stream has been around for 13 years engaging volunteers and getting people out into the environment. 2015 was a landmark year for PCS in the number of cleanup sites and amount of trash collected. PCS has various levels of volunteer engagement: the general public, site captains, and site coordinators which are organizations with 2 or more clean-up sites. PCS is a flagship Alliance program. While trash isn't biggest issue in the watershed, it is something that the local community can participate in and feel good about. A challenge of PCS is securing funding and capturing the information of participants.

Businesses for the Bay Update

Corinne Stephens provided a B4B update and presentation of membership goals and levels. Brent wanted to know what the accountability mechanism was for the membership goals. Members will commit to an action and send in a metric next year (ex. I planted 10 trees, etc.) as part of renewal. All Board members who have businesses were encouraged to join.

Board Member Highlights, Concluding Comments and Announcements

Don asked the board to think of different ways they can contribute to the Alliance as Board members and bring up their ideas at the small group meetings.

It is time to start working on the environmental leadership award recipients for 2016. Committee members are being requested and recruited. The committee will consist of 4-5 staff and board members. We will need to have recipients determined by July meeting. Jack volunteered for the committee as well as Paula.

Meeting was adjourned at 2:45