



BOARD OF DIRECTORS MEETING MINUTES
January 30, 2017 --- Fish Shack, Annapolis, MD

PURSUANT to notice, a meeting of the Board of Directors of the Alliance for the Chesapeake Bay was convened by Bob Paul, Chair, on Friday, January 27, 2016 at 10:00 am at the Fish Shack, Annapolis, MD.

Members present: Bob Paul, Jim Elliott, Andrea Field, Robin Clark , (via conference line), Doug Lashley , Jack Detweiler, Dennis Chestnut, Joe Carnahan, Jen Troy, Jan Jarrett, Sally Hornor, Tara Scully, Rich Hart, Don Boucher (Ex Officio Chair) , Alex Beehler (Honorary Director)

Members not present: Bill Gill, Katie Maloney, Paula Hamel, Steve Pattison, Ginny Snead, Dan Cornell Steve Levitsky, Brent Fewell, Kelly Gutshall.

Alliance Staff present: Al Todd, Mary-Angela Hardwick, Jory Bender, Jaja Leroux, Lou Etgen, Marissa Spratley

WELCOME AND INTRODUCTIONS

The meeting was called to order at 10:00 AM. Bob Paul welcomed all board members and staff to the meeting and noted that we had enough members to make a quorum. Everyone present at the meeting introduced themselves.

Jim Elliott presented the October 2016 board meeting minutes which were reviewed and approved.

2017 Meeting dates were reviewed and Bob Paul encouraged participation in the Watershed Forum and the Taste of the Chesapeake.

Jim Elliott presented a letter of request for approval of a new CBP Citizen's Advisory Committee nominee, Jorge Ribas for approval. Jim notes that the Alliance has a special relationship with the CAC and appoints 8 at-large members. Dr. Ribas would serve as one of these at-large members. Motion presented and approved for Dr. Ribas to be appointed to CAC for a term of four years. His term will end January 27, 2021.

BUSINESS AND COMMITTEE REPORTS

Governance Report- Rich Hart

The Conflict of Interest Form was distributed and members encouraged to sign and submit by the end of the meeting if possible to Jory Bender. Jory will mail forms to those not present. C of I forms are required to be completed each year.

The Board Committee membership list was presented. Rich asked all members to choose 1-2 Committees for participation and most have responded with their preferences. He suggested that all returning Board Members should identify if they wish to remain on past Committees or elect a new Committee for participation. Board Members needing to reaffirm or select a Committee are: Katie Maloney, Steve Pattison, Dan Cornell, and Paula Hamel.

Mr. Hart presented the Board Resolution on Building a Culture of Diversity and Inclusion for approval. Discussion followed with the following ideas:

- Is it broad enough- or should it be more specific in including educators interns, schools
- Document indicates a foundational Board commitment
- More detail can be included in Strategic Plan and a follow-up action plan by Board and Staff

A motion was made to approve with minor modification and was approved by majority.

The Ad hoc committee for Executive Director search will be chaired by Rich Hart. Other members will be Mary Barber, Bob Paul, Jim Elliott, Andrea Field, Ginny Snead, and Al Todd as ex officio staff liaison. Board should bring names of potential prospects to Rich or Bob.

Search Committee Schedule so far:

- February-March - advertise
- April- go through resumes and make calls
- May- interviews
- June – offer

Honorary Directors: There was a motion to add Alex Beehler as an Honorary Board Member and it was approved.

Finance Report: Jack Detweiler

Jack presented the 2017 budget draft. Jack applauded Jaja's hard work. It was discussed that this was a draft that showed a break even status. Jack went through the changes, increases and decreases with some explanation. Audit is first week of May and will yield firmer numbers.

Jaja presented an update on Health Benefits. She reported that staff had been offered Health Insurance for the first time in 2017. Fourteen staff signed up at a cost to the Alliance of \$28,000, about \$10,000 under what was budgeted.

Development Report: Jen Troy and Mary Angela Hardwick

The Development Committee Chair, Jen Troy with Mary Angela Hardwick presented the 2017 fundraising plan that was created with the help of Mary Ellen Olcese from River Network. The purpose of this plan is to raise unrestricted funds. The main strategies are:

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| 1. Foundation Grants | 6. Major Gifts |
| 2. Board Giving | 7. Business/Corporations |
| 3. Small Dollar Donors | 8. Workplace Giving |
| 4. Membership | 9. Planned Giving |
| 5. Events | 10. Other |

Each strategy has a detailed explanation and goals, action steps, timeline and cost. After the presentation and discussion, a motion was made to adopt the 2017 Fundraising Plan and it was approved unanimously.

BOARD TRAINING AND INFORMATION

Mary Ellen Olsece, River Network

Mary Ellen provided an overview of the important and unique roles of the Board of Directors in nonprofit fund-raising and led a discussion among the Board members.

Nick DiPasquale, Director of the Chesapeake Bay Program

Nick discussed the current state of the Bay and its watershed, progress of the Chesapeake Bay Program partnership, and the challenges that lie ahead.

Director's Report

Time ran out for providing the full Director's Report. He was to discuss the Strategic Plan 2015-2020. We are almost to mid-point and it would be a good time to revisit plan. Al will expand this report for the April Meeting as a foundation to a larger discussion of the Strategic Plan. The Executive Committee will take the next few months to consider how best to facilitate a look at revising the plan and the April Meeting will focus on this topic.

Next Board Meeting will be on April 21 in Northern Virginia, location TBD.

Meeting adjourned at 3:25 pm