

TCS Board of Directors Meeting
MINUTES
Monday, March 3, 2014
2:00- 4:00 PM Eastern

Attendance: President Lisa Schiavinato, Treasurer Mo Lynch, Secretary Susannah Sheldon; Directors Tom Bigford, Andy Bohlander, Chris Ellis, Susan Farady, Chad Nelson, Brian Smith; Executive Director Judy Tucker, Rick DeVoe

Unable to attend: Directors Matt Nixon and Tony Macdonald, Kate Morrison

President-Elect Recruitment (Schiavinato)

1. No concrete nominations received
2. Discussions with Ruth Kelty, Rick DeVoe, Lauren Wenzel, and Julia Wyman.
 - a. Lauren may be interested in fall
 - b. Ruth expressed interest but has not committed
 - c. Rick is interested but reluctant since we do not know exactly where we are headed, but may be willing to run in the fall.
 - d. Julia Wyman interested but needs to ensure she can make the time commitment
 - e. We may need to wait until after the retreat before having a firm commitment

Secretary's Report (Sheldon)

1. Approval of January 22, 2014 Board of Directors minutes
 - a. Motion: (Chris) To approve January 22, 2014 Board minutes
 - b. Second Chad
 - c. No opposed, motion passed
2. Report of e-votes:
 - o **MOTION:** (Schiavinato) To approve the annual reaffiliation of TCS Chapters for 2014 as submitted by Chris Ellis, Chapters Committee Co-Chair. SECOND: (Morrison)
 - 7 voted in favor, 0 voted against, 5 did not vote. Motion passed.
 - o **MOTION:** (Schiavinato) To approve the contract between Taylor & Francis and The Coastal Society for 2014-2015. SECOND: (Morrison)
 - 8 voted in favor, 0 voted against, 4 did not vote. Motion passed.
 - o **MOTION:** (Morrison) As of March 1, Lisa Schiavinato will become (Acting) President until 12/31/14. SECOND: (Sheldon)
 - 8 voted in favor, 0 voted against, 1 abstention, 3 did not vote
 - Lisa questioned the term "Acting" in the title, stating that this implied someone was temporarily in a position and she is filling the remainder of Kate's term.
 - There was no objection to the previous motion being changed to eliminate "Acting." Motion passed.

Treasurer's Finance Report (Lynch)

1. Financial report
 - a. Income of \$2679, expenses of \$3346; still operating fine, as total assest are \$46,477.
2. Summit budget
 - a. Mo walked through the details of the summit budget
 - b. Estimated income of \$11,500; estimated expenses of \$9,525
 - c. Leaves us with balance of \$1,975 income from Summit
 - d. This does not include the Communications Committee's request for logo redesign, as we are using the existing logo in Summit promotion. Given the timeframe in which it takes to design one, this expense may not occur until 2015, and will come out of the main TCS budget, not the Summit budget.
 - e. Summit Co-Chairs Kristen Fletcher and Caitlyn McCrary developed this budget
 - f. Good idea to have matching shirts with RAE staff.
 - g. The question was asked if there is a chance that we would lose money if the minimum registration of 1,150 is not met. This is a low estimate given the attendance history of both organizations. However, \$8,000 is guaranteed for TCS, and is factored into this budget for a net profit of \$1,975. If we meet the 1,150 registration threshold, we will get the second \$8,000.
 - h. NOAA ban on travel and nonessential hiring lifted, so this is positive news for the Summit
 - i. Approving the 2014 TCS budget will include approval of the Summit budget
 - j. Solicitation for Sea Grant programs done in December; Virginia Sea Grant will provide a \$1,000 donation to support student travel to the Summit
3. 2014 budget
 - a. Mo stepped through details of the proposed budget
 - b. Hoping that estimated income from Summit exceeds our minimum
 - c. There were no questions/comments
 - d. Approving the 2014 TCS budget includes approval of the Summit budget
 - e. **Motion** (Bigford): To adopt draft 2014 budget. Second: (Nelsen)
 - i. 9 voted in favor, 0 voted against. Motion passed.

Retreat Planning (All)

1. Logistics update (Lisa/Brian)
 - a. The retreat will likely be postponed until late May/early June
 - b. The consultants need a few months to prepare, but this will be part of the negotiation
 - c. Lisa will send around a doodle poll to get a sense of availability
2. Reference Checks Made by Board
 - a. Lisa spoke to Karen Amspacher with the Core Sound Waterfowl Museum about Meredith Emmett from Third Space Studio.

- i. Karen found her to be competent and she is open to having some Board members assist her with the work
 - ii. She sticks closely to the contract to avoid cost overages.
- b. Tom spoke to Fawn Pattison of Toxic Free NC, who has worked with Third Space Studio. Feedback was generally positive, but they tend to be assertive in their methods and would expect a significant amount of participation from the Board. They will get us where we ask them to go.
- c. Rick spoke to Eric Grace from Kaniksu Land Trust about Conservation Impact. This group is used to working with trust-type clients, so our model is a bit different for them. They use an iterative approach, demand board engagement, and are focused on the questions we want answered.
 - i. Costs to that organization was less than our quote: strategic plan (\$7.5K) and marketing plan (\$12.5K); TCS should be willing to negotiate a bit
 - ii. He also identified other consultants (Solid Ground in OR and William Murray in ID)
- d. Judy spoke with Shelli and Leigh of Conservation Impact and found out we don't get the synthesis of the data until we are present at the retreat. They will not come to the retreat with a prepared marketing or strategic plan, but work with the Board to determine what the future TCS could look like, based upon the Board interaction. We then move into another phase of the discussion where we determine who in the organization is willing to support the effort needed to reach that future.
- e. Not in the current budget, but funds are available that can be added to support this.
- f. Chris spoke to Melinda Wiggins with Student Action with Farmworkers, who spoke highly of Third Space Studio.
 - i. Worked with them 3 times on short-, long-, and strategic planning activities
 - ii. They were capable of getting up to speed on content prior to these assessments
 - iii. Proficient with end products, cost-benefit analyses, and decision-support tools
 - iv. Two-part process: what is a desirable end-state look like and what needs to happen to ensure this happens
 - v. Stick to timelines and met all commitments in contracts
- g. Susan Farady to spoke to Susan Matthews at US Forest Service about C.I.;
 - i. They were retained to do a partnership analysis the USFS had with a non-profit
 - ii. Lots of interviews and market analysis beforehand
 - iii. Accomplished a significant amount in a short period of time
 - iv. The partnership was taking more funding than the effort were returning to the partnership
 - v. Her recommendation was not to skimp for fear of cost; "you get what you pay for"
- h. Bethany Chaney submitted a proposal to Judy and Lisa this morning; she came in about \$12k, while admitting she felt like the work was worth more. Judy offered to disseminate, but the group decided we had sufficient options,
- i. It was agreed that if we do not have evidence that other groups will offer significantly different results or costs, we should not expand the search for consultants.

- j. We should consider negotiating the contracts with the consultants, however, and not take them at face value.
 - k. Lisa indicated that there may be some financial support from the Coastal Services Center in working with Conservation Impact, since they initially recommended them and this could also be a demonstration project or training for Chris, possibly \$1,000.
 - l. NC Sea Grant may be willing to also support this; we would need to have a strong proposal and would have to be less than \$10,000.
 - m. TCS typically budgets for retreat meeting rooms and meals; ~\$700-1,000
 - n. Matt Nixon also offered funding from the Maine Coastal Program; again TCS would submit a proposal
 - o. Concern expressed that there was no budget item to cover this; it is not the purview of external organizations to cover this kind of effort for the organization
 - p. If we do not receive significant outside financial support for this retreat, then we will have to reconsider Judy's involvement in TCS
 - q. We have \$12K in uncommitted funds right now; we may get ahead of dues and have not included the \$8K additional we may get from fall summit. Some of this may be used to support a contract
 - r. Some assets also need to be reserved also for the implementation phase of whichever option we select
 - s. Third Space Studio has gotten strong recommendations all-around, and is significantly less expensive. All else being equal, what is the benefit of going with C.I. if they are more costly?
 - t. Brian, Susannah, and Mo also agreed that Third Space seemed like the appropriate option given the positive feedback and cost aspect.
 - u. Anyone who would like to assist Lisa negotiate is welcome; she will ask for an expanded proposal and detailed budget from 3rd Space Studio.
 - v. We need to decide what we want to get out of this before we contract with anyone. We need help understanding who we want to be, and then need help developing a business model and strategic plan.
 - w. Coastal ocean NGO world is a competitive environment, so we need to make sure a consultant has a broader national perspective.
3. Elements of new business plan (Matt/Susannah)
- a. They have compiled a document of various funding models. They will make recommendations for each as to the suitability for TCS.
 - b. Susannah feels that we need to have an idea of what our product/service line is before the retreat (and before making a decision on a funding model(s); we will need to be able to sell this in order to get funding).
 - c. Mo thinks determining this should be part of the retreat process.

ACTION ITEMS

1. Matt and Susannah will finalize recommendations on funding models to submit to the Board. Each model will be included in the document, with pros and cons accompanying recommendations. Update: At Lisa's request, Susannah forwarded her the research for use by the consulting company. This can serve as a baseline for their efforts.

2. Tom recommended delaying calls to other organizations so they can be coordinated with the consultant's research effort.
3. Lisa, Rick, and Judy will speak to Third Space about expanding their contract and a more detailed budget.
4. Lisa will revise the retreat proposal and pursue funding for it and the consultant.
5. Lisa will send out a Doodle poll for best dates for the retreat, avoiding end of semester grading and CHOW.