

TCS Board of Directors Meeting

February 27, 2015

Minutes

Attending: President Tom Bigford; Treasurer Mo Lynch; Directors Susan Farady, Lewie Lawrence, Steve MacLeod, Matt Nixon, Brian Smith, Erika Washburn

Not Attending: Directors Chad Nelson, Chris Ellis; Secretary Susannah Sheldon; Executive Director Judy Tucker. Each had an unavoidable conflict.

President's Remarks: Bigford explained that Julie Wyman is officially off our Board and should not be cc'd with any Board business as per the conflict of interest rules with her Senate position. He also noted that Executive Director Tucker, Director Ellis, and Secretary Sheldon had conflicts.

Bigford also mentioned that he is working on a Letter to Members to summarize our successes last year, our plans this year, and changes on the Board and with our committees. Forward any items to him immediately.

Secretary's Report:

Motion (Farady), Second (Nixon): to approve the minutes of the January 21, 2015, TCS Board meeting as written. Bigford noted we had a quorum before calling the vote. Motion passed. [note one edit: "Draft" should have been deleted from title.]

Action: Repeated from last minutes for Sheldon to distribute updated Board roster to the Board and to the website, to post updated biographical statements to the site, and to put the approved January meeting minutes in the public section of the web site and the draft February meeting minutes in the Board-only section.

Treasurer's Report:

Lynch summarized the "revenue and expense report" and "net assets report" that he sent via email on February 26.

Regarding the revenue/expense report, Lynch noted the good pace for income from member renewals. Bigford noted that we should anticipate minor revenue from the joint meeting with CERF/NEERS in April (perhaps \$1,000-2,000). He also noted the *Bulletin* expenses of \$2,500 will not be needed due to our new communications strategy, as approved on our January 21 call.

Lynch was to confirm with Tucker that we have received the letter of agreement from Shantel Ellenfield for tax preparation and that Tucker had circulated a trends report on TCS budget items for the past five years (both from the minutes to our January 21 call).

President-Elect Discussion:

As announced earlier, Wyman needed to resign from her post as President-Elect to satisfy the ethics rules for Senate staff. Bigford convened a special call of the Board on February 13. We discussed the position and our need to select a replacement from our existing Board (as per the TCS Bylaws). Unfortunately, we did not have a quorum and could not entertain a vote. We were to vote electronically, but Bigford decided to conduct that business during this Board call.

One Board member expressed interest in serving the rest of Wyman's term, i.e., the remainder of calendar year 2015 – Nixon. After discussion to confirm that all Board members had the opportunity to affirm interest, the motion was made:

Motion (Lynch), Second (Lawrence): To approve Matt Nixon as the new President-Elect of TCS for the remainder of 2015. Motion passed unanimously.

With that action, we now have a vacant Director slot on the Board. Our options are to select from the unelected slate of our 2014 elections (David Loomis from East Carolina University and Paul Hindsley from Eckerd College remain from that ballot) or to consider other TCS members for appointment. We decided to review the biographies for both members and the voting, then to determine how to proceed. This will likely be an e-vote in mid-March.

Communications Committee Report:

Bigford reminded all that we are to implement the member communications strategy adopted on our January 21 call. In lieu of the traditional *TCS Bulletin*, we are to rely now on increased web site content, emails, a new e-newsletter, a blog, and social media. The Action from the minutes to that January call needs to be implemented. Bigford will circulate a plan.

The Board discussed the proposed logo. Five options were developed by the Communications Committee (Meg Gardener, Kari MacLauchlin, and Caitlyn McCrary) and circulated to the Board on February 19 for an e-vote designed to simplify our conversation. The e-vote was unanimous for the "circlewave" option. Based on that, Bigford entertained a motion:

Motion (Lynch), Second (Washburn): To approve the "circlewave" option as the new TCS logo. Motion passed unanimously.

Based on that action, TCS should now transition to that logo on the website, letterhead, and planning materials for all activities and events. Bigford notified McCrary immediately after the call ended so the Communications Committee could plan accordingly.

Washburn inquired about the status of our new committee structure, as changed in late 2014. Those changes were effective with the new year but have not been explained thoroughly to all committee members, especially those on committees that have been merged or abolished. Bigford will talk with Nixon and Tucker about next steps to implementation.

Chapters Update:

In Ellis' absence, Bigford noted that all chapters are preparing their annual reports, that the process is providing the opportunity to discuss the new membership requirement for chapter members, that the University of Washington Chapter is having a vote on its future affiliation with TCS, and that the East Carolina Chapter has been very active with special events. Past President Lisa Schiavinato will represent TCS and attend an April screening of the Green Fire Productions videos on "Ocean Frontiers" She and Bigford will attend a "Toast to the Coast" event in Greenville, NC on May 7, again with the opportunity to market TCS. That event will be joint with other TCS chapters in North Carolina and with the state chapter of the American Fisheries Society. We hope to unveil the new TCS logo at the May event.

Revenue Generation:

Bigford again reminded all that we need to generate non-dues revenue to develop a bank account to support our annual business plan going into 2016. We are making progress on the CERF/NEERS event on April 16-18 in Bristol, RI but few others. We'll gain some visibility on the National Wetlands Day event with the Environmental Law Institute on May 21 (Bigford to attend) but the only other effort is the proposed joint RAE-TCS 2016 Summit.

Regarding the latter, Bigford summarized on-going negotiations with Jeff Benoit on the Terms of Agreement for 2016. TCS stands to gain more control over its share of registration income based on a new, pro-rated approach. We hope to receive two, \$8,000 payments for our role, double what we got in 2014. Other details have been shared via email. Based on that, Bigford entertained a motion to accept RAE's invitation to be co-convener for 2016:

Motion (MacLeod), Second (Lynch): To accept RAE's offer to join them as co-convener for the 2016 Summit in New Orleans. Motion passed unanimously.

Bigford wrote Benoit and Harvey Potts at RAE immediately after the call to let them know we accepted their offer and to share the new logo for their use in marketing the Summit.

Bigford reminded all that we need to submit testimonials to Smith for use in approaching foundations, in developing a general support letter, and for events such as the 2016 Summit. Testimonials have been received from Tucker, Washburn, McCrary, and Bigford. All have been forwarded to RAE.

Foundation work continues to sputter. Bigford's discussion with Heather Ludemann at Packard did not open any doors, but she did offer to discuss further. Bigford will arrange a call, with Smith. Nixon offered to call an acquaintance at the Moore Foundation regarding a possible role for TCS related to coastal and marine spatial planning. Bigford and Smith offered to join the call.

Actions: Bigford and Nixon arrange calls with Foundations, as noted.

Lynch reminded all that we can use "Amazon Smile" to designate a small portion of each Amazon purchase for a non-profit. TCS could reap some revenue from this opportunity.

Action: Bigford to ask Communications Committee to develop a strategy with a timeline for promoting this opportunity to the TCS membership.

MacLeod suggested we consider merchandizing our new logo on clothing and accessories. We need to follow up. Lynch reminded us that we must pay taxes on sales.

Action: Tucker to share her knowledge. Bigford to check on how this works at the American Fisheries Society.

Next meeting:

The next call will be in late March or early April. Watch for a Doodle Poll.

Adjournment:

The meeting adjourned at 1:50 PM ET.

Minutes prepared by Tom Bigford