

San Antonio Bay Partnership

**The Finance Committee and the Board of Directors for
The San Antonio Bay Partnership, Inc.
Will meet on
Tuesday, July 24, 2012
1:30 to 3:30 pm**

**The University of Houston – Victoria
Meeting Room A (Room 223), University West Bldg.
3007 N Ben Wilson St, Victoria, TX, 77901
(see attached map for location & directions to meeting room)**

These meetings are open to the public. Participation in the meetings will be available via conference call – see the page four for dial in instructions

Finance Committee Meeting:

AGENDA

- I. **Welcome, Introductions and Roll Call**
- II. **Approval of the Agenda**
- III. **Approval of the Minutes of the May 22, 2012 meeting of the Finance Committee
(Attachment 1-A)**
- IV. **Financial Report on income, expenses and payables as of Jul 24, 2012, and possible
action thereon (Attachment 1-B)**
- V. **Discussion of fundraising issues and activities for the San Antonio Bay Partnership, Inc.**
- VI. **Other Business**
- VII. **Set Date of Next Meeting**
- VIII. **Adjourn**

The Meeting of the Board of Directors for the San Antonio Bay Partnership, Inc. will commence immediately following the Finance Committee meeting. See Agenda on the next page.

See page 3 for meeting location, parking and page 4 for conference call information.

Board of Directors Meeting:

AGENDA

- I. Welcome, Introductions and Roll Call
- II. Approval of the Agenda
- III. Approval of the Minutes of the May 22, 2012 Meeting of the Board of Directors
(Attachment 2-A)
- IV. Secretary/Treasurer's Report
- V. Report on the status of the SABP, Inc. application for federal tax-exempt status as a Section 501(c)(3) charitable organization.
- VI. Discussion of, and possible action on designating membership of certain committees for the San Antonio Bay Partnership management and planning program
- VII. Report on the status of the CMP-funded Habitat Conservation and Coastal Access Planning Project for the San Antonio Bay Area
- VIII. Discussion and possible action on date and agenda for the next General Public/Stakeholders
- IX. Other Business
- X. Set Date of Next Meeting
- XI. Adjourn

If you have any questions, please contact James Dodson at 361-649-1518 or jdodson27@gmail.com

See page 3 for meeting location, parking and page 4 for conference call information.

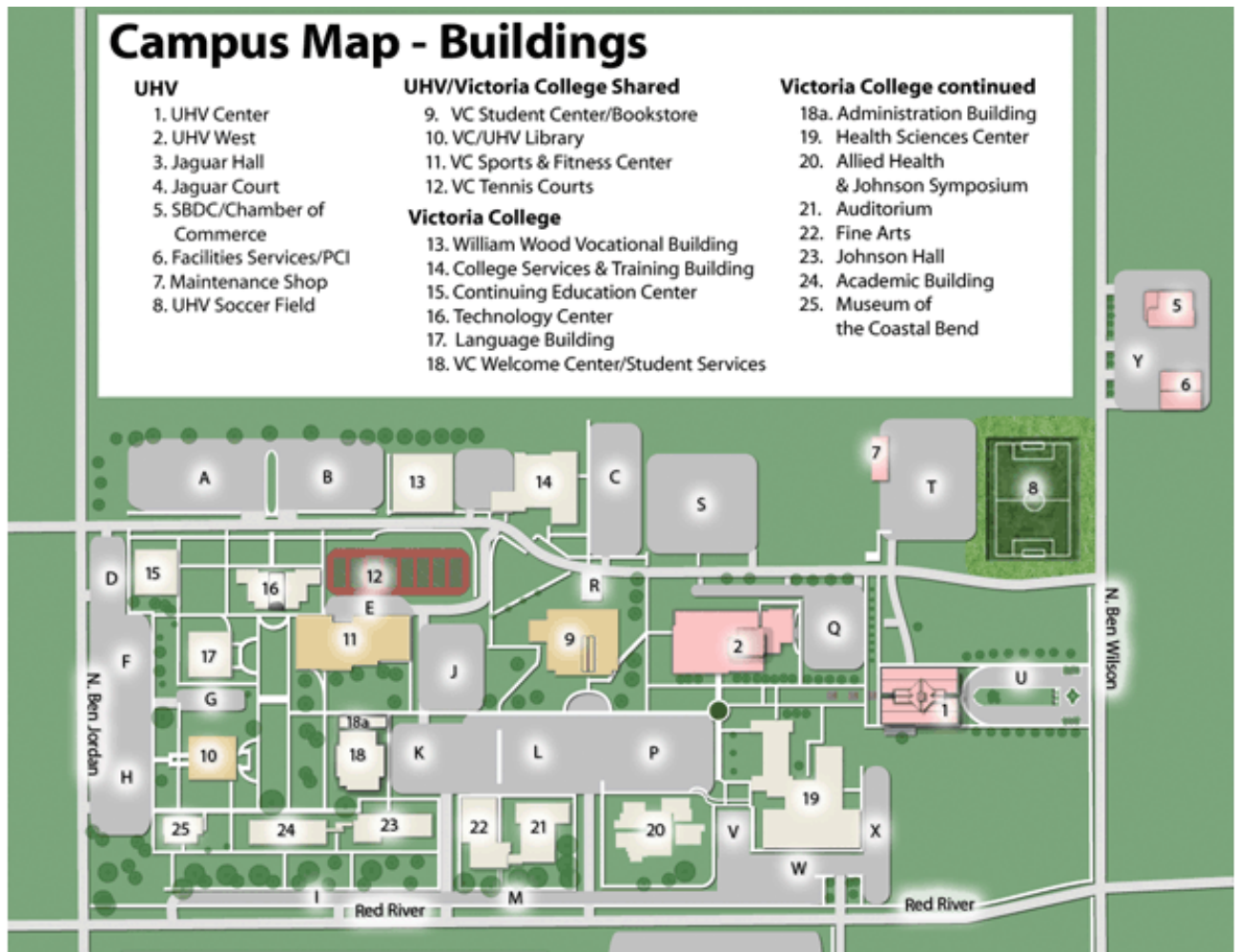
MEETING LOCATION

The University of Houston – Victoria
Meeting Room A (Room 223), University West Bldg.
3007 N Ben Wilson St, Victoria, TX, 77901

On the map below:

Meeting Room A (Rm 223) is located on the second floor of the University West Building, which is Building “2” (indicated in pink)

Meeting participants must park in UHV Special Events Parking, which is Located in Lot T (indicated in grey), accessed via the north entrance off N. Ben Wilson St., immediately adjacent to the soccer field (#8)



Conference Call Dial-In Procedures

You may join in this meeting by conference call using the following dial-in directions:

- 1) Dial the toll-free conference system access number: **866-590-5055** and
- 2) When prompted, enter the conference access code: **8463538**, then hit the # sign; you will be automatically added to the conference call.

The conference call will be initiated at 1:30 pm -- you may dial in anytime after that.

ATTACHMENTS

Finance Committee Meeting Agenda

- 1-A:** Minutes of the 5-22-12 Finance Committee meeting
- 1-B:** Financial Report

Board of Directors Meeting Agenda

- 2-A:** Minutes of the 5-22-12 Board of Directors meeting

ATTACHMENT 1-A

Minutes of the May 22, 2012
Finance Committee Meeting

**MINUTES OF THE
MEETING OF THE FINANCE COMMITTEE FOR THE BOARD OF DIRECTORS for
THE SAN ANTONIO BAY PARTNERSHIP, INC.**

Tuesday, May 22, 2012

The meeting was held in Meeting Room A (Rm. 223) in the University West Building, at the University of Houston – Victoria. The meeting came to order at 11:17am.

Committee members Roy Foley and John Kusalus were present at the beginning of the meeting. Mr. Kusalus served as Chair until Ms. Terry Baiamonte arrived later. *Also present were: James Dodson (Facilitator), Rosario Martinez, Leo Trevino, Allan Berger, Walter Womack, Steve Raabe, Norman Boyd, Mike Gonzalez and Chuck Lorea.*

The Committee approved the agenda as printed. Minutes of the February 23, 2012 meeting of the SABP, Inc. Finance Committee were approved unanimously.

Mr. Kusalus asked Mr. Dodson to present the Financial Report under Item IV. The Financial Report was presented as contained in the agenda materials. Mr. Kusalus asked what the hourly rate is for calculating the in-kind services donated by committee members while attending SABP meetings. Ms. Martinez responded that it is \$7.25 per hour for all participants except federal employees or others who are being paid for that time under a federal grant program.

Mr. Kusalus asked for a motion to approve invoices submitted for professional services and expenses, and to authorize payment. Mr. Foley made the motion; Mr. Kusalus seconded the motion; motion was approved.

Mr. Kusalus then opened discussion regarding fund raising activities for the San Antonio Bay Partnership, Inc. under Item V. Mr. Kusalus stated the need to secure funds to provide local match for the existing Tx Coastal Management Program (CMP) grant for habitat conservation and coastal public access planning and to support general program activities associated with the San Antonio Bay Partnership. Ideas for fund raising programs were then discussed. Allan Berger noted that there is significant public interest in the Matagorda Lighthouse, but that access is not easily available. Mr. Berger suggested that SABP, Inc. might sponsor a fund raising field trip/social event to the Matagorda Lighthouse using a commercial charter service to provide transportation. Other locations for this type of field trip were also mentioned, including a visit to the proposed site of the Cedar Bayou Project.

It was decided that Ms. Baiamonte would investigate the availability, cost and suitability of using the charter boat “The Skimmer,” which is based out of the Fulton Marina and can access areas in the San Antonio Bay area, and that the timeframe for the event would be some time in October. There was also some discussion of holding a “social” event prior to the proposed field trip and using the opportunity to sell tickets for the field trip at that time.

Bob McCan noted that the budgets for these kinds of events need to be carefully evaluated to assess the potential benefits versus the time and expenses involved. Others noted that it is important to determine if there are other fund raising events scheduled for the same time as the proposed field trip in order to assure that there would be enough interest in this event.

Mr. Dodson then opened discussion on Agenda Item VI, regarding indemnity coverage for SABP, Inc. Board Members. He presented the quote for a \$1 million Directors and Officers (D&O) Liability policy issued by the Philadelphia Insurance Companies and received from Ms. Carol Rains with the Goliad Service Insurance Group. The quoted annual premium was \$1,163.00, which Mr. Dodson noted was not available in the current SABP, Inc. budget as all funds received to date are designated as local match for

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the CMP project grant. The Committee members indicated that while it is still their desire to obtain the D&O liability coverage, funds would have to be raised for this specific purpose.

It was decided to hold the next Finance Committee meeting in conjunction with the next SABP Stakeholder meeting.

There being no other business, the meeting adjourned at 12:05 pm.

Minutes Approved by Action of the Finance Committee for the San Antonio Bay Partnership, Inc. at an official meeting on:

Date

Terry Baiamonte, Secretary-Treasurer

ATTACHMENT 1-B
Financial Report for Period Ending July 24, 2012

Income: Cash

Donation from City of Victoria Environmental Services Division	\$1,000.00
Donation from San Antonio River Authority (Challenge Grant)	\$4,000.00*
* Includes \$850.00 previously paid by SARA for fees associated with the submittal of the 501(c)(3) application for IRS determination of status of SABP, Inc. as a charitable organization	
Payment from CBBEP on SABP Inv. #1 to CBBEP for CMP project facilitation services – March 2012	\$2,767.50
Payment from CBBEP on SABP Inv. #2 to CBBEP for CMP project facilitation services – April 2012	\$ 540.00
Payment from CBBEP on SABP Inv. #3 to CBBEP for CMP project facilitation services – May 2012	\$2,422.50
Payment from CBBEP on SABP Inv. # to CBBEP for CMP project facilitation services – June 2012	<u>\$1,125.00</u>
Total Income:	\$11,855.00

Expenses - Paid:

Application fee for 501(c) (3) determination by IRS (paid directly by SARA)	\$ 850.00
LRPR Invoice No 1 for March 2012	\$ 367.50
LRPR Invoice No 2 for April 2012	\$ 615.50
James Dodson (dba GroundSwell Enterprises) Invoice No 1 for March 2012	\$2,400.00
James Dodson (dba GroundSwell Enterprises) Invoice No 2 for April 2012	<u>\$ 67.87</u>
Total paid:	\$4,300.87

Expenses – Encumbered (to be paid after Finance Committee Approval):

LRPR Invoice No 3 for May 2012	\$ 623.00
LRPR Invoice No 4 for June 2012	\$ 300.50
James Dodson (dba GroundSwell Enterprises) Invoice No 3 for May 2012	\$1,943.57
James Dodson (dba GroundSwell Enterprises) Invoice No 4 for June 2012	<u>\$ 932.01</u>
Total to be paid:	\$3,799.08

Account Balance after all payments: \$3,755.05

In-Kind Services Credits:

Donation of Professional Services – James Dodson – April 2012	\$1,950.00
Donation of Professional Services – James Dodson – May 1 -15, 2012	<u>\$1,050.00</u>
Total:	\$3,000.00

Donation of Professional Services – Work on Status & Trends Reports, Through June, 2012

April	\$ 612.00
May	\$2,287.00
June	<u>\$5,462.00</u>
Total:	\$8,361.00

Donation of Time and Participation in CMP Project Meetings, Through June, 2012

April	\$ 319.00
May	\$ 159.50
June	<u>\$ 87.00</u>
Total:	\$ 565.50

Total In-Kind Services Donated, Thru June 2012: \$11,926.50

ATTACHMENT 2-A

Minutes of the May 22, 2012
Board of Directors Meeting

**MINUTES OF THE
MEETING OF THE BOARD OF DIRECTORS for
THE SAN ANTONIO BAY PARTNERSHIP, INC.**

Tuesday, May 22, 2012

The meeting was held in Meeting Room A (Rm. 223) in the University West Building, at the University of Houston – Victoria.

The meeting came to order at 12:30 pm.

All Board members were present: John Kusalus (Chair), Roy Foley and Terry Baiamonte. *Also present were: James Dodson (Facilitator), Rosario Martinez, Leo Trevino, Allan Berger, Walter Womack, Steve Raabe, Norman Boyd, and Jana Lloyd.*

The Board approved the agenda as printed. Minutes of the February 23, 2012 meeting of the SABP, Inc. Board of Directors were amended to note the correct time of the end of the meeting, and then approved unanimously.

Mr. Kusalus then asked if there was any discussion regarding the proposed appointment of two new Board of Directors members. Two nominations were received: Mr. Allan R. Berger and Mr. Bob McCan. Mr. Foley moved to make the appointments; Ms. Baiamonte seconded the motion; motion was approved unanimously. Mr. Kusalus then welcomed the two new Board members and noted that they would begin their term immediately.

Mr. Kusalus asked Ms. Baiamonte to present the Secretary/Treasurers report. Ms. Baiamonte reported that all Board members were present at the Finance Committee meeting held immediately prior to the current Board meeting and, unless there were questions about issues discussed in the Finance Committee meeting, she would consider the Treasurer's report accomplished. There were no questions.

Mr. Kusalus then moved to Item VI – report on status of filing of the 501(c)(3) application. Mr. Dodson stated that the application had been filed on February 24, 2012 and that no word had yet been received regarding the determination by the IRS.

Discussion then began on Item VII – an organizational structure for the San Antonio Bay Partnership. Mr. Dodson presented a draft of an organizational chart; questions were asked about what each of the proposed committees would do. Mr. Kusalus and Mr. Raabe both asked whether there was a need for the proposed "Steering Committee." Mr. Trevino explained how the Coastal Bend Bays and Estuaries Program was structured. After more discussion, it was decided to simplify the proposed organizational structure, eliminating the "Steering Committee" and the "Project Implementation Committee," and inserting, instead, a "Coordination Committee." The Board then adopted the revised organizational structure, a copy of which is attached.

Mr. Kusalus then asked Mr. Dodson to report on the CMP-funded Habitat Conservation and Coastal Public Access planning program activities. Mr. Dodson summarized the work done to date, including a report on the meeting held earlier that day, and noted that a field trip to view some of the sites in the inventory of locations had been scheduled for July 10, 2012.

Mr. Dodson then went over the agenda for the General Stakeholder meeting to be held that afternoon, from 2 – 5 pm, noting that there would be a presentation on the CMP project at that time. He also described several other presentations on the agenda.

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MEETING OF THE BOARD OF DIRECTORS for
THE SAN ANTONIO BAY PARTNERSHIP, INC.

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There was no other business brought up for discussion.

It was decided to hold the next Finance Committee and Board of Directors meetings on July 24, 2012 and to schedule the CMP project stakeholder work group meeting prior to the Finance Committee and Board of Directors meetings.

The meeting adjourned at 1:33 *pm*.

Minutes Approved by Action of the Board of Directors for the San Antonio Bay Partnership, Inc. at an official meeting on:

Date

Terry Baiamonte, Secretary-Treasurer