

Board Meeting Minutes

April 27, 2005

Board Meeting called to order at 7.10 p.m. by Lisa Baumbach-Reardon (LBR) President at the office of Fred Griffin (FG) in Davie, Florida. In attendance, a quorum of Lisa Baumbach-Reardon (LBR), Dr. Barbara K. Pryor (B. Pryor), Barry Heimlich (BH), Joan Florsheim (JF), Doug Young (DY), Marti Reynolds (MR), and Fred Griffin (FG) acting as Recording Secretary for the meeting.

No copies of previous meeting minutes available, therefore, copies will be reviewed at the next Board Meeting.

LBR: Old business: FG gave report on Birdathon. No participation by general membership; two pledges secured of \$92. Suggested that Birdathon be a separate event and have its own chair. Need an early start. Suggested this should be arranged as an event by itself.

FG mentioned that Paddy Cunningham-Pescatore is sponsoring Fort De Soto weekend 4/30/05 to 5/2/05. She stated that 9 people are attending with a contribution to BCAS of about \$50 per person. This weekend trip needs more publicity because it has been a popular trip in the past and could be a big event.

LBR: On May 21, 2005, BCAS meets at Fern Forest for its Annual Meeting to elect 2005–2006 Board of Directors. There will be a birding trip led by FG at 9 a.m. and a meeting at 11 a.m. with elections and picnic afterwards furnished by BCAS. LBR will handle the logistics. RSVP needs to be made to BCAS by phone or via email by 5/14/05. Those nominated for 2005–2006 BCAS Board of Directors are: Barry Heimlich, Doug Young, Dr. Barbara K. Pryor, Joan Florsheim, Ken Burgener, Marti Reynolds, Paddy Cunningham-Pescatore, Gloria Cashin, Lisa Baumbach-Reardon, and Fred Rehage. Nominations from the floor will be entertained. After the Board is elected, it will take a vote on the Officers.

MR: Next year will there be monthly chapter meetings? BH: Yes, starting in September or October and going through May with time out in December. Meetings will be held at Fern Forest since the consensus is that it is an excellent place for all of Broward County and South Palm Beach County as well.

LBR: Suggestion made to have a postcard announcing the Annual Meeting. Further decided that a one sheet mailer will be produced listing this last year's accomplishments at BH suggestion. Editor B. Pryor will be contacted to do so.

New Business: LBR: Former Senator Bob Graham will be honored at dinner in Washington, DC by Parks Association for his work on the Everglades. It is suggested that we write a letter commending him and send a \$100 donation to the Parks Association. So moved by MR. Seconded by DY and approved.

LBR and DY: Report on the first Audubon Academy held in St. Petersburg in March 2005. The event gave chapter leaders guidance on how and what to do to better organize and how to introduce new Board members to what is going on. Suggested an organization manual should be set up. An independent fundraiser (whose services are being used by some chapters) gave a presentation. All the chapters present at the Academy reported difficulty in finding people to serve on their Board. The next Audubon Academy session will be October 2005.

BH: Airport expansion: Attended Broward Airport Authority meeting where someone indicated Leigh-Fisher is doing more studies; a new EIS is due soon. BH made a plea for parallel north runway. Attendance relatively low at meeting.

FR: Attended opening of new Flood Gates and Pump Station on the C-111. This will help to attain a phosphorus level consistent with water quality requirements for the Everglades restoration initiative.

BH: Since the sugar industry will phase out in the next decade or so, there needs to be participation by all of South Florida in the use of sugar lands to ensure such land is not overdeveloped and that a good portion is returned to the original headwaters of the Everglades. This issue will be pursued through the Everglades Coalition, which includes B. Pryor, Everglades Coalition (EVCO) Delegate and Incoming EVCO Outreach Team Leader 2005-2006.

MR: BCAS scholarship should go to a student in recognition for studies in environmental areas. She will have a nomination from South Plantation magnet group. The scholarship amount is going to be \$400. The student awarded the BCAS scholarship will be requested to give a short presentation next fall.

New Business: BH reviewed Finance Committee (BH, JF, FG, and MR) activities. Met with Schwab and Wachovia and decided to have Schwab be our advisor. The committee requested a moderate conservative approach. Based on a moderate conservative approach, Schwab drew up a recommended portfolio for BCAS. Such investments should yield between 6 and 7% annually. BH drew up a financial agenda (incorporated below) as follows:

1. Motion to remove Cheryl as Treasurer of the Corporation effective immediately and instruct her to promptly transfer all bank accounts, check books, software, files, etc. to JF.
2. Motion to appoint JF as Treasurer and Secretary effective immediately.
3. Name B. Pryor Assistant Secretary and Recording Secretary/Officer responsible for recording and distributing minutes of Board Meetings (in addition to other duties).
4. Motion to remove Cheryl and FG as signatories on bank and investment accounts.
5. Motion to name BH, JF, LBR as signatories (B. Pryor?) on all bank/investment accounts.
6. Motion to establish an Investment Committee of three members of the Board who are also Officers of the Corporation.
7. Motion to appoint JF as Chair of the Investment Committee and BH and LBR as members. The Chair shall prepare a proposal for operating guidelines for the Investment Committee to be reviewed and approved at the next Board Meeting in May. In the meantime:

- a. The Investment Committee shall meet at least quarterly and as required to review and oversee the investment portfolios of BCAS.
 - b. A quorum shall be a majority of the Committee members i.e., 2 members. A majority vote of the Committee shall consist of no less than 2 votes. Meetings may be held in person, teleconference or by the exchange of email, fax or mail.
 - c. The minutes of all Committee meetings shall be written by the Chair and distributed to all members of BCAS Board within one week of all Committee meetings.
 - d. The Investment Committee shall make decisions regarding purchase and sale of securities upon consultation with the Schwab Investment Advisor and by majority vote of the Committee members.
 - e. The Investment Committee shall invest only in mutual funds for stocks and bonds, money funds, Certificates of Deposit, and US Treasury Securities. The Investment Committee shall not invest BCAS funds in individual stocks or bonds other than U.S. Treasury Securities.
 - f. The Investment Committee shall report quarterly to the Board on the status and any actions it takes.
 - g. The Investment Committee shall promptly make copies of monthly statements of BCAS investment accounts and any reports prepared by the Schwab Investment Advisor available to the entire Board.
8. Review Schwab Portfolio Consultation and Motion to accept and follow the recommendations.
 9. Motion to open an Investment Account with Chas. Schwab & Co.
 10. Motion to transfer in addition the account at Primerica to Chas. Schwab & Co. by selling the mutual funds in the Primerica account and transferring the cash in the account to Schwab.
 11. Motion to initially invest the funds as recommended in the Schwab Portfolio Consultation on a pro rata basis.

FG moved to approve the financial agenda; seconded by FR. Unanimously approved by all in attendance.

LBR: BCAS needs storage space. Toward this end, she will get three bids.

No further business presented, the meeting adjourned at 9:10 p.m.

Submitted by Fred Griffin Asst Secretary

Date: May 12, 2005