

Natural Communities Coalition
BOARD OF DIRECTORS
Minutes of Quarterly Meeting

Date: June 16, 2016
Time: 1:00 p.m.
Location: Irvine Ranch Water District
Community Meeting Room
15500 Sand Canyon Avenue
Irvine, CA

I. Call to Order

The meeting was called to order at 1:03 p.m., by President Mark Denny. President Denny led the meeting attendees in the flag salute.

Roll Call

The following Directors or Alternates, constituting a quorum of the Board, were recorded as present at the meeting:

William Miller, US Fish and Wildlife Service
David Mayer, California Department of Fish and Wildlife
James Newland and Eric Dymmel, California Department of Parks and Recreation
Mark Denny, County of Orange
Steve LaMar, Irvine Ranch Water District
Diane Doesserich, Metropolitan Water District
Travis Huxman, University of California, Irvine
Doug Feremenga, Transportation Corridor Agencies
Lisa Rudolf, City of Irvine
Dean Kirk, Irvine Company
Nancy Gardner, City of Newport Beach
Elisabeth Brown, At-Large Public Alternate (Environment)
Brian Norton, Orange County Fire Authority
Tom Maloney, Coastal Greenbelt Authority

The following Directors were recorded as absent:

Vacant, Southern California Edison
Headlands Reserve, LLC
Thomas Eastman, At-Large Public Director (Recreation)
Michael Recupero, At-Large Public Director (Business)

II. On a motion by Director Steve LaMar, which was seconded by Director Nancy Gardner, the minutes of the March 17, 2016, meeting was approved with abstentions from those who were not present at the meeting.

III. Investment Report: 1st Quarter 2016

Daniel Schoessow, Senior Vice President and Senior Investment Officer of Northern Trust, reported on the investment performance of the Endowment, Acquisition and Restoration, and Cowbird Funds during the 1st Quarter of 2016.

IV. Wildland Reports:

A. "HPWREN: a fire surveillance network for OC wildlands "

Battalion Chief Brian Norton of Orange County Fire Authority, and Frank Vernon, PhD, of the University of California, San Diego, provided the Board of Directors a summary overview of the benefits, and the planning and implementation opportunities and challenges in Orange County related top the establishment of a HPWREN System. Following a brief discussion, the Board offered its support to Chief Norton and Dr. Vernon.

B. "Science Integration Meeting Final Report and Next Steps"

Dr. Mitrovich provided the Board of Directors an overview of the NCC Science Integration Meeting held in February and the direction it has given staff in developing multiple year integrated projects.

V. Governance

President Denny announced that the Nominations Committee is seeking recommendations from the Board of Directors to fill the vice president vacancy.

The executive director reported that recent changes to the California Corporation Code required amendments to the organization's bylaws. A revised draft was reviewed and approved by the Executive Committee and is present to the Board for discussion and adoption.

On a motion by Director Nancy Gardner, which was seconded by Director Travis Huxman, the revised bylaws were unanimously approved.

VI. Financial Report: May 31, 2016

In Treasurer Dan Miller's absence, President Denny called on the executive director to provide an overview of the May 31, 2016 financials. The financials give an eight month look into the fiscal year. Executive Director Jim Sulentich invited discussion from the Board of Directors. President Denny called for a motion to approve the financial report.

On a motion by Director Gardner, which was seconded by Director Michael Recupero, the May 31, 2016 financial report was approved unanimously.

VII. Committee Reports

President Denny called for committee chairs to provide details on meetings and actions referenced in the Board packet.

VIII. Executive Director's Report

The executive director summarized the due diligence conducted on employee retirement options. With the review and recommendation of the Executive Committee, a SIMPLE IRA program with Paychex as the plan service provider was identified. In order to enroll in the employee program, the executive director reported that the Board of Directors would need to approve the benefit program and adopt the following draft resolution:

***Whereas**, the Board of Directors of the Natural Communities Coalition, 501(c)3 corporation, taken on June 16, 2016, the following resolutions were duly adopted.*

***Whereas**, the Board of Directors of this organization has considered the salient features of the SIMPLE IRA employee benefit plan, which when executed and carried out, will provide benefits to its employees and their beneficiaries; and*

***Whereas**, it is believed that the adoption of the SIMPLE IRA will encourage continuous employment and employee loyalty, in the mutual interest of the employees and the organization; and*

***Therefore**, it is resolved, that the Board of Directors of this organization hereby adopts the SIMPLE IRA and does hereby authorize the President to execute an Adoption Agreement setting forth the terms and conditions of the Plan; and its*

***Further resolved**, that Paychex is hereby appointed as Plan Service Provider to serve for such terms and to have such powers and duties as set forth in the Plan and the applicable administrative services agreement; and it is*

***Further resolved**, that the Plan shall be effective for the Plan Year ending 2016; and it is*

***Further resolved**, that for the Plan adopted pursuant to this Resolution, that Executive Director be and hereby is designated as Plan Administrator, and Executive Director be and hereby is designated as Trustee.*

***In witness whereof**, this Resolution is executed in date of June 16, 2016.*

On a motion by Director Steve LaMar, which was seconded by Director Gardner, the SIMPLE IRA Employee Benefit Program with Paychex as the plan service provider and the resolution was approved unanimously.

IX. NCC Strategic Plan

Executive Director Sulentich directed the Board to a table in the board packet summarizing the progress made to date on the implementation of the approved 2016 – 2018 Strategic Plan.

X. Oral Communications

President Denny called for oral communications from the Board of Directors and public.

XI. Closed Session

President Denny announced that no closed session was on the agenda, but polled directors to determine if a closed session was needed. No request was made.

XII. Adjournment

The next meeting will be held at 11:00 p.m., on September 15, 2016, at Bommer Canyon Cattle Camp, City of Irvine following the NCCP/HCP 20th Anniversary Celebration.

The meeting was adjourned at 2:40 p.m.

Respectfully submitted, _____
James Sulentich, Executive Director

ATTEST: _____
Mark Denny, President