



MAGC Board Meeting Minutes Monday, February 21, 2011

Attendees:

MAGC Board Members - Kathleen Cerf, Diane Doodha, Lynn Langford, Ed Lewis, Nanette Londeree, Doug Murray, Alex Ross

Staff Members – Chris Kelley

Program Partner Representatives -

Garden Society of Marin – Bob Battersby, Phillip Terry

Marin Garden Club – Suzanne Edwards

Marin Rose Society – Don Chapman

Marin Society of Artists – Jane Liston

Moya Library/RHS – Gary Scales

Northgate Group / Laurel House – Darlene Miller, Sharon Mohler, Chris Petersen, Barbara Peterson

A) Call to Order and Approval of Minutes - *Diane Doodha, President*

- Meeting called to order at 4:35 p.m.

Action: Minutes of Board of Trustees Meeting January 12, 2011 approved

B) President's Report - *Diane Doodha, President*

- 1) Revised Board of Trustees (BOT) meeting format reviewed;
 - Agenda and materials for review / discussion to be distributed in advance of meeting
 - Focus will be on Board's governance responsibilities - communicating information and necessary Board decisions
- 2) Board of Trustee Elections:
 - Ballot for upcoming election of Trustees will be included in *MAGC Happenings*; Doodha and Londeree for reelection, Scott White as a new Trustee
 - Instructions for returning ballot included in *MAGC Happenings*
- 3) Follow-up to February 3, 2011 Program Partners "Clear the Air" Meeting
 - MAGC BOT request for President's Council to elect a five-member Advisory Committee will be acted on at the March 11, 2011 President's Council meeting
 - Notes from meeting distributed via email and hard copy

C) Finance Committee Report - *Doug Murray, Treasurer*

- 1) 2010 Year End Results (unaudited)
 - Year began with a projected deficit of (\$37,980); year-end actual was \$16,308 positive
- 2) 2011 To Date Results

- January results show deficit of (\$33,115); this is due in large part to the budgeted annual insurance premium payment of \$25,000, and low short-term rental income during the month
 - Short term rental revenue and pipeline projects for February indicate revenue is on target
- 3) 2010 Audit
- Proceeding with a full audit of 2010 financials; bids received from three firms
 - Recommendation to Board to hire accounting firm Wilson, Markle, Stuckey, Hardesty & Bott from Larkspur at a cost of \$5900 to perform the audit (target completion date May 2010)

Action: Hiring of accounting firm Wilson, Markle, Stuckey, Hardesty & Bott at a cost of \$5900 approved

D) CEO's Report – Chris Kelley, CEO

- 1) Short and Long Range Planning
- Adjusted 2011 budget was reviewed and major changes (highlighted in yellow) described; need for increased expenses in some expense classes to facilitate needed improvements (e.g., IT system upgrades, marketing materials)
 - This is a dynamic document to be used as a monitoring / planning tool
 - "MAGC Plan Overview – Draft 2/21/11" reviewed; this is a preliminary outline of necessary steps to "Get the MAGC House In Order"
- 2) 2011 Funding Plan Overview
- "2011 – 2012 Funding Plan Overview" reviewed; this summary level documents identifies the key elements of funding plan vs approved 2011 budget; also includes a brief list of prospective program and event activities that may be utilized for obtaining funding
 - Short / Long-term Planning spreadsheet reviewed and explained; this is the first iteration of a 1 – 7 year plan with key element time frames included, many that will happen concurrently

E) Advisory Committee Reports

- 1) Horticulture Operations – Nanette Londeree
- Cagwin & Dorward have created a site map of major water-valve shut off locations (no extra cost to MAGC)
 - Greenhouse in nursery is completed and already in operation
 - Brainstorming meeting on the possible installation of an edible garden is scheduled for March 7, 2011
 - Marin Master Gardeners will be renovating the Medical Herb Garden as part of their organization's 25th anniversary; Tuesday, scheduled for April 26, 2011
- 2) Rental Space – Lynn Langford

- Pratum Library; due to unplanned financial setbacks, business may be closing. Owner has submitted a revised business plan for MAGC review. MAGC has reviewed with legal counsel about next steps
 - California Watercolor Association will be holding their prestigious month-long show at MAGC, 9/8/11 through 10/10/11, hosted in conjunction with Marin Society of Artists (MSA)
- 3) Facility Operations – *Ed Lewis*
- “Report and Recommendation of the Space and Facilities Committees ADA Compliance Plan,” 12/6/10 was discussed; it identifies needed improvements from 2011 – 2014; it can serve as a roadmap for needed repairs

Action: Draft “Report and Recommendation of the Space and Facilities Committees ADA Compliance Plan” 12/6/10 approved

F) President’s Council Report - *Diane Doodha, President*

- 1) Advisory Council
- MAGC has been leading the bi-monthly President’s Council meeting for many years and sought clarification about this meeting vs those meetings being initiated by the Program Partners under the same name.
 - The President’s Council meeting was described in the 1992 Support Group Agreements, and also included in section 5.4 in the approved July 1, 2010 Program Partner’s Agreement. it reads:

“MAGC and each Program Partner shall designate a representative to serve on a council (the “President’s Council”) which shall be chaired by the representative designated by MAGC. The President’s Council shall be convened at least quarterly by its chairperson to review matters of common concern to MAGC and the Program Partners and to make recommendations regarding any actions to be taken affecting MAGC, any of the Program Partners, the Privileges and Responsibilities Agreement or the Center generally. The representative serving on the President’s Council shall report the deliberations of the Council and any recommended actions at the next convenient meeting of the Boards of Trustees or other governing boards of their respective organizations.”

Action: The scheduled March 11, 2011 President’s Council meeting will go as planned. Chris Kelley will act as the Board of Trustees’ representative. After this meeting, Chris Kelley, MAGC, will work with Program Partners to establish meeting format / agenda for subsequent meetings.

G) Program Partner Reports

- 1) Moya / Ross Historical Society – Bob Battersby
- MAGC should implement a memorial on the site to reflect one of its key purposes (per by-laws). The proposed flag to be located in front of Moya (recommended at a prior Board meeting) is not likely feasible for multiple

reasons. \$1600 is available for this purpose, and a few possible options have been identified.

Action: Bob Battersby to meet with Chris Kelley to review potential options; a revised proposal to be presented at a subsequent Board meeting.

- 2) Marin Society of Artists – Joan Liston
 - o MSA will be joined by Laurel House, Marin Rose Society, Marin Garden Club, Garden Society of Marin and the Moya / Ross Historical Society for the March 12, 2011 Patio and Art Sale

H) Other Business – None

I) Adjournment – 6:25 p.m.

Next Board of Trustee Meeting: March 21, 2011; 4:30-6:00 p.m.

Prepared by Chris Kelley and Nanette Londeree, February 23, 2011