

**Attachment 1**

Action Item	Who?	When?	Date Completed
1. Signatories: Figure out how to structure delegation in ED's absence; Follow-up at March 2012 meeting.	Admin-Fiscal Committee	Completed	02/16/2012
2. Brown-bags: Requested a more timely way be found to bring future brown-bag seminars to the attention of the Board.	Dr. Hoenicke	In Progress; scheduling is part of Science Forum check ins and will become part of Intranet communication	
3. Marine Life Protection Act: Board would like to receive a pre-release of the draft report draft prior to the Delta Plan being finalized by the Delta Stewardship Council.	Dr. Hoenicke	In Progress	
4. Clarification of Strategic Goal 3: Delete 'Forum' and 'Outreach' from Goal 3. Delete 'public' from Objective 3.4.	Dr. Hoenicke	Completed	12/08/2011
5. ASC participation in A&F Committee: This will be a task for the Governance Committee and they will have an answer for the Board by the June 2012 meeting.	Board Governance Committee	In Progress	

**Joint Meeting of the Boards  
Aquatic Science Center and San Francisco Estuary Institute  
December 7, 2011  
9:30 a.m.-3:30 p.m.**

**Members Present:**

Pamela Creedon  
Darrin Polhemus  
Laura Pagano  
Amy Chastain  
Kirsten Struve  
Tom Mumley  
Bruce Wolfe  
Jim Fiedler  
Alan Ramo  
Phil Stevens  
Barbara Salzman  
John Callaway  
Trish Mulvey  
Jeff Haltiner  
Adam Olivieri  
Mitch Avalon  
Dave Tucker via conference phone

**Others Present:**

Jim McGrath  
Fred Nichols  
Rainer Hoenicke  
Kelleen Griffin  
Stephanie Seto  
Howard Zangwill\*  
Alyce Ujihara\*  
Tivo Rojas\*  
Steve Weisberg  
\* = morning only

## **Joint Meeting**

### **1. Call to Order and Approval of Agendas**

The meeting was called to order by Mr. Fiedler, SFEI Board Chair and Ms. Creedon, ASC Vice-Chair (in Mr. Williams' absence), at 9:35 a.m. All were in favor of the approval of agenda for the joint meeting portion of the day.

### **2. Welcome to both Boards and Thank-You to Outgoing Board Members**

Dr. Hoenicke welcomed both Boards to the first joint Board meeting. He thanked outgoing Board members, Mr. McGrath and Dr. Nichols for many years of service. Dr. Hoenicke also highlighted that Ms. Strauss had passed the baton onto Ms. Schwinn who now represents both ASC and SFEI Boards for USEPA Region IX.

### **3. SFEI and ASC Audit Highlights and Audit Committee Recommendations**

Mr. Zangwill summarized the audit report by saying there were no issues from an audit perspective; good controls were in place with minimal audit adjustments. There was discussion about the process for signing contracts. The Board asked the Admin-Fiscal Committee to discuss how to structure delegation in the Executive Director's absence. There will be follow-up at the next Board meeting. Mr. Tucker pointed out that the minutes of the Audit Committee recommended the search for a new Auditor. From a Board standpoint, the Audit Committee is also the entity that would be making the selection for next year's auditor. This is not the responsibility of the Admin-Fiscal Committee.

### **4. ED Report and Quarterly News Highlights**

Dr. Hoenicke noted the smooth transition of the move from Pardee Lane to Central Ave. He acknowledged the dedication of the staff members that were involved in the move. Highlights of the State of the Estuary Conference were discussed. Dr. Hoenicke pointed out that the Napa Historical Ecology Atlas would be published by UC Press early next year, and that UC Press is accepting pre-orders of the book on their website. He also mentioned Dr. Collins' presentation at a conference sponsored by the building industry, and how that sector might want to use the information that the Institute provides. Another prominent report, through the San Francisco Estuary Project had been finalized. It came from American Recovery and Reinvestment Act dollars and tied right into the Proposition 13 grant where Dr. McKee was Principal Investigator. Dr. Klosterhaus and Dr. McKee worked closely on this project, with Jennifer Hunt as project manager, to evaluate the extent to which materials in buildings constructed prior to the restrictions on the use of PCBs might contribute to additional loads to surface waters without additional control measures. This report will come in handy for the PCB TMDL implementation. It will be on the SFEI website shortly. Dr. Hoenicke was proud to mention that the California

Academy of Sciences had asked SFEI to participate on their Technical Science Advisory Team, with Robin serving as the moderator at the December 8 Morrison Planetarium event about valley oaks. He then spoke about the write-up that Ms. Griffin did on her visit to Stanford for the Nonprofit Management Institute Conference. The conference focus was Funding Models and Collective Impact. The Board requested that a more timely way be found to bring future brown-bag seminars to the attention of the Board.

#### **5. Update on Mercury Exposure Reduction Project**

Dr. Hoenicke introduced Ms. Ujihara and Mr. Rojas from the California Department of Public Health (CDPH). Dr. Hoenicke gave a quick summary of take-home messages and engaged the Board in a few questions that came up during the November 22<sup>nd</sup> meeting with Regional Board staff, BACWA staff, and Industrial representatives. Take-home message from this discussion: Long-term funding needs to be developed for maintaining and transferring workable approaches for limiting mercury exposure to sportfish-consuming populations. Ms. Creedon would like to get her staff engaged in follow-up discussions and figure out ways to transfer lessons learned in the Bay Area to the Delta, but needs to figure out next steps before doing so.

#### **6. Toward Board Unification, Phase 1: Reducing the size of the “Transition Board.” Short-term governance needs**

The Board agreed in September to bring up the approach for unifying the SFEI and ASC Boards in the sense that there would be overlapping Board membership while maintaining two separate organizations for the time being. Dr. Hoenicke proposed the idea of forming a joint Governance Committee to work with an external consultant on how to go about unifying the Board (reducing to a more manageable number of member seats between now and June 2012) while meeting principles agreed to at the September 2011 meeting. Dr. Hoenicke suggested that the Governance Committee be an ad hoc committee to streamline deliberations. As Chairs of the two Boards, Mr. Williams and Mr. Fiedler agreed to be Co-Chairs of the Governance Committee and recruit help from the membership of both Boards.

#### **7. Clarification to Goal 3 of ASC-SFEI Strategic Plan**

Both Boards had approved the Strategic Plan at their respective September meetings; however, the SFEI Board and Subcommittee suggested more elaboration on Strategic Goal 3. The Boards reviewed the edits and determined to make the following modifications to Goal 3 and Objective 3.4, from:

*“Goal 3: Forum Communication & Outreach”*

to

*“Goal 3: Communication”*

and, from

*“Provide public platforms where emerging and identified problems with the environmental health of aquatic ecosystems are discussed...”*

to

*“Provide platforms where emerging and identified problems with the environmental health of aquatic ecosystems are discussed...”*

Ms. Salzman made a motion to approve the modification. The motion was seconded by Dr. Callaway and passed unanimously.

#### **8. Update on Marine Life Protection Act and status on San Francisco Bay Options Report under the Marine Protected Areas Program**

Dr. Hoenicke gave a brief update. He spoke with Ken Weisman, Executive Director of the Marine Life Protection Initiative, to determine the status of the San Francisco Bay options report under the Marine Protected Areas Program. The report won't be released until the Delta Stewardship Council has weighed in on the options report. Its expected release is Spring 2012. The Board requested that Dr. Hoenicke inquire about receiving a pre-release of the draft report prior to the Delta Plan being finalized by the Delta Stewardship Council.

#### **9. Strategic Plan Implementation Update**

Dr. Hoenicke gave a status update on the technical and scientific aspects of implementation and the developing plans for implementation. He reviewed the timeline at the end of Attachment 6. He mentioned that the implementation plan was not finished yet, but wanted to give the Board an idea of what direction it was heading. Dr. Hoenicke also mentioned that there was a roadmap lined out until March 2012 and would give status updates to the Board on a regular basis. He indicated that any feedback from Board members would be helpful via e-mails or phone calls. The Board asked for a few clarifications, which resulted in an observation that staff should be careful in not duplicating or complicating staff functions that might place too much burden on overhead.

## **10. 2012 Meeting Dates and Proposed Agenda Items**

Future meeting dates:

- March 1, 2012
- June 14, 2012
- September 13, 2012
- December 5, 2012

Proposed future agenda items:

- Update on sea-level rise
- Update on emerging conceptual model through the RMP
- Update on MPLA Program

### **ASC Business Meeting**

Dr. Hoenicke mentioned that the draft agenda for the ASC Business Meeting required a modification, since the agenda package was printed prior to staff recognizing that the terms of two of ASC's Officers expired in December – Ms. Pamela Creedon as Vice-Chair and Secretary, and Mr. Frank Leung as Treasurer. Mr. Wolfe made an emergency motion to amend the agenda. The motion was seconded by Ms. Struve and passed unanimously. Mr. Polhemus made a second motion to extend Ms. Creedon's term as Vice-Chair/Secretary and replace Mr. Leung with Ms. Griffin as Treasurer. The motion was seconded by Mr. Wolfe and passed unanimously.

### **11. Public Comments**

None.

### **12. Action Items**

Mr. Polhemus made a motion to approve the September 2, 2011 meeting minutes. The motion was seconded by Ms. Struve and passed unanimously. Mr. Polhemus made a motion to approve the Program Plan update and Budget. The motion was seconded by Mr. Wolfe and passed unanimously.

### **13. Adjourn**

### **SFEI Business Meeting**

### **14. Consent Calendar**

Ms. Mulvey made a motion to approve the agenda and September 9, 2011 meeting minutes. The motion was seconded by Dr. Haltiner and passed unanimously.

**15. Admin-Fiscal Update**

Ms. Griffin gave kudos to the Accounting team for their recent work on the audited financials and the accounts receivable collections. She mentioned that sufficient proposals were in the pipeline. Performance evaluations have been postponed and will take place in February 2012. She explained that they were postponed to re-do the entire process for a more streamlined approach. It was asked if there would be Aquatic Science Center participation in the SFEI Admin-Fiscal Committee. Dr. Hoenicke mentioned that the newly created Governance Committee would come up with a recommendation at the June 2012 meeting. He also pointed out the distinct shift in how many projects and how much more funding was now coming through Aquatic Science Center than SFEI.

**16. Approval of 2012 Program Plan and Budget**

Ms. Mulvey made a motion to approve the 2012 Program Plan and Budget, Resolution approving the Plan, and Resolution delegating authority to the Executive Director. The motion was seconded by Ms. Salzman and passed unanimously.

**17. Adjourn for Building Tour**

