

After completion of nominations from the floor a voice vote was taken. The following was duly elected, by unanimous vote of those represented at the meeting, as Treasurer to serve according to the time limits set forth in the Bylaws and until their successors are elected and qualified.

Diana Surber

Oakland CA 94602

On motion duly made and carried by the affirmative vote of the majority of Directors present at the meeting, the following resolutions were adopted:

IT IS RESOLVED that the Board of Directors authorizes the removal of Eleanor Dunn and the addition of Diana Surber as signatory to the Friends of Sausal Creek bank account held at the Community Bank of the Bay.

Discussions were carried out on the following subjects:

Approval of the November Board Meeting Minutes:

The approval of the minutes of the November 13, 2002 board meeting was tabled. The minutes will be approved over e-mail before the next board of directors meeting. Charlotte Bell will resend the current version of the minutes to board members by e-mail.

Election of Diana Surber to Board, Treasurer's Office

Sally Kilburg nominated Diana Surber for the Board of Directors. She has spent 20 years in healthcare finance doing accounts payable, payroll, chief financial officer and more. For the last 10 years she has been on the consulting side where the clients are the healthcare providers.

Administration and Operations

Employee Transition presented by Charlotte Bell: Charlotte Bell and Kristen Hopper became employees on January 1, 2003. We are using a payroll service to pay employees and insure that all taxes are submitted in a timely manner. An application for workers compensation has been submitted and is still being processed.

Linda Morse is currently volunteering to be the point person for the employees. She will help resolve conflicts between the employees and be the one they go to for questions.

Financial

a. Budget summary presented by Charlotte Bell: We will have about \$5,000 left at the end of our fiscal year (June 30). We are still need to fundraise money to keep up our current spending levels or else we will be about \$10,000 short a year from now. Charlotte Bell felt that there were very few areas we could cut back spending in. Sally Kilburg pointed out that we should focus on raising our income, not cutbacks. Charlotte Bell also calculated that having an office, executive director and 3 additional staff would cost the organization, in the ball park of, \$250,000 a year; this is a long-term goal that the board seemed to be in favor of. It was mentioned that fundraising will be easier if we pick an executive director who is a really good fundraiser and have really good board development. It was generally agreed upon that there would be a more in-depth conversation about fundraising at the next board meeting.

b. California state tax exemption filing presented by Charlotte Bell: We filed at the end of November. We still have not heard back from the state.

c. Update on Grant Applications presented by Jim Hafner:

We did not receive the Sierra Club Youth in Wilderness Grant for travel subsidies to the Wednesday morning educational program. This was not a big surprise because the Sierra Club is terminating this program.

Jim, with the help of Charlotte and Kristen, applied for a small grant, less than \$2,000, for Earth Day. It covered materials for interpretive signage to be installed on earth day and some tools.

Jim Hafner also sent a prioritized wish list for the Dimond Canyon and Restoration Areas to Fish and Wildlife via the coordinator of the San Francisco Joint Venture so they could add it to an informal priority list for a pot of \$5000 which they have. We are waiting to hear back from Kristen Hopper for a few additional details. There will be more about the budget and details next month.

The next grant coming up is the 5 Star grant. Jim Hafner has not reviewed the list of grants he has been compiling lately. If he has time he reviews this, but right now his time is short. Jim would rather help polish up grants instead of pulling them together, therefore we need to divide up the work or figure out who can do that kind of work for us. We have a lot of the text, but we need to gather it together, polish and get the budgets worked out. Currently this is always done at the last minute and will eventually cause us to miss grant opportunities.

We will have a fund development committee meeting during the end of January. Sally Kilburg requested we discuss this there.

During the next board meeting we will discuss and come to an agreement about the role of individual board members in fundraising. Once we are agreed, there will be an expectation that all new board members will be aware of when they join. The fund development committee will include this discussion in the fund development strategy presentation next month.

Committee Reports

Fundraising presented by Jim Hafner: The Fund development committee is working on a fund development strategy. The strategy will be a roadmap for the group. The first draft will be a rough document meant to encourage board discussion and input. The committee will complete the 1st draft and send to the board in advance of the February meeting. Jim has asked the board to commit to reading and thinking about the strategy before the February meeting. At the meeting we will discuss the strategy. For a couple weeks after the meeting, committee members will solicit further input from the board. Jim would like to have one-on-one conversations with board members. We then hope to present the revised strategy at the March meeting where it will either be approved or revised further. This strategy is an important step towards agreeing upon and ultimately achieving our fundraising goals and therefore needs to be a high priority. Sally Kilburg also wants the fundraising committee to address how we can more easily get grants out. Also, she would like the committee to work on getting assistance from the general members in this. It was mentioned that this requires training of volunteers and therefore would take some time to implement.

Board Development presented by Linda Morse: Linda Morse handed out “FOSC Board Development- Thought Piece” (see Attachment A). She requested that we think about the role of the board this next month. Board development will be a major issue for the next board meeting. Linda Morse wants to have a round table discussion about what role we want the board to play. In addition, we can discuss the idea of an emeritus board.

Restoration presented by Michael Thilgen: The restoration committee has also recognized the need for strategic planning. They feel the need to develop criteria for selecting projects. They also want to develop ways to manage projects and to do publicity. The nursery also requires more planning. The nursery no longer produces plants for our immediate needs. There are a number of plants being propagated for other projects. They need to learn to look at least a year ahead and to determine the processes needed to get “x” number of a particular plant by a deadline.

The group is working on these tasks primarily of subcommittees of 1 to 3 people.

Nursery update by Michael Thilgen:

Eucalyptus poles have been placed in the ground and we are ready to hang the parachute for the central work area. Later, Michael plans to have a cloth roof made to fit this work area.

The East Bay Conservation Corps will be out for 5 weeks to work on the nursery. They may want to work in Dimond Canyon a little. Work in the canyon requires more FOSSC supervision. At the nursery they will clear acacia, do some construction, creation of educational circles and propagation. They will not be building basic structures because we will not be able to have the materials on site in time.

East Bay Conservation Association will be having a Martin Luther King workday with us on January 20. They will spend the morning in the canyon and the afternoon in the nursery. We would like to have 4 to 5 members of the Friends at both sites. Michael will be there in the morning. Charlotte will be there in the afternoon, Linda can tentatively make it and Jim might also be able to make the afternoon.

FOSSC Representation on Matters of Public Policy:

There will be a nursery building pre-planning meeting next week on Wednesday with the City of Oakland and the landscape architect- Wolfe Mason. Sally, Kristen Hopper and Michael will be attending. The meeting will discuss the Cascade and Nursery construction. The original amount of money for Joaquin Miller Park improvements was \$150,000. Sally Kilburg was informed that Dick Spees has contributed another \$40,000 to the Joaquin Miller Park improvements from his discretionary fund. There is also talk that the funds will no longer be divided evenly between the three projects: the cascades, tot lot and nursery.

There will be a meeting about the Leimert Bridge retrofit tomorrow; Sally and Ralph will attend. They plan to start construction this summer so it seems like the project is far along. The environmental impact statement is already done. It is unknown if anyone in the Environmental Services Division of the City of Oakland is currently watching this project for the environmental impact. We will find out if there is someone. We would like to see if we could take this opportunity to pull some acacias and ensure that any fish in the pool below the bridge are protected. Sally will also contact Sam Cohen about this and see if he is interested in being a liaison for this project.

There will be a meeting about the Bond DD money next week. Leslie Estes will determine how the money going towards creeks will be distributed. Kristin Hathaway informed us that Leslie has already drafted a list of projects for the bond DD money. We will get copy of that list from her.

Montclair Golf Course- It is unknown if Michael Lee is going to the Montclair Golf Course meetings. Jim Hafner will find out. If he hasn't been attending lately then we will have to find a new FOSC representative. We will announce the need for a representative to the general membership. The representative might need to be appointed to the committee by Jim Ryugo. Sally mentioned that lots of the deliverables on the agreement they had with us are still not done. There is a push to lengthen the retaining wall at the golf course. It was suggested that we need to ensure that the creek ordinance is enforced if they decide to build a new wall.

Jim Hafner has been attending the San Francisco Bay Joint Venture meetings. Kristin Hathaway always goes to the meetings and can give us a report on them if we want her to. A lot of the meeting is about funding or technical aspects of restoration. It would be best for FOSC to be attending these meetings.

It was decided that FOSC should have a couple of people be the leader for each issue. The leader would follow the issue, attend the meetings associated with the issue, or be responsible for finding some one to attend the meetings.

Other Old Business:

Birding Brochure:

Karen Paulsell, with the help of the FOSC birders, has made a very good bird brochure. She wants about \$300 to print it on cardstock and have it tri-folded. It is a birding checklist that would be posted at the trailheads and given out to the public. It was generally agreed that the brochure was beneficial for the FOSC. However, we do not have any extra money. Charlotte Bell ended up in an awkward position of having to tell Karen, after she had put so much work into the brochure, that we could not fund to print the brochure right now and that she would have to fundraise to print the brochure. Sally Kilburg is trying to get a corporate sponsor for the brochure. They will get their name on the brochure in exchange for paying for the printing expenses. It was generally agreed that that would be an appropriate way to generate the money needed. But this points out our need to develop better protocols for requesting funds. Eventually the group wants to pre-approve expenditures instead of using reimbursements.

Diana Surber said that she would help us develop these protocols as well as helping with budgets for grant applications. She requested to speak with the fund development committee about these issues the next time they met.

Charlotte A. Bell, Secretary