



Camarillo Ranch Foundation, Inc.
Minutes - Board of Directors Meeting

January 8, 2019 – 5:30 p.m.
Camarillo Ranch House
201 Camarillo Ranch Road
Camarillo, CA 93012

252nd Meeting

1. **Call to Order** – Charles Devlin called the meeting to order at 5:30 p.m.

Present - Board Members – President Charles Devlin, Vice President Karen King, Treasurer Martin Daly, Secretary Ellen Smith, Luke Cardella, Shirley Honour, Matt Kohagen, Sandy Nirenberg, Gerry Olsen, Karen Prough, David Schlangen and Martin Shum. Also present - Liaison Board Members – Council members Charlotte Craven and Shawn Mulchay. Others present Chief Executive Officer Marissa Lopez Elkins.

Absent: Susana Reeder, Peter Ellermann

2. **Minutes** – The board unanimously approved the minutes of the November 6, 2018 meeting as corrected.
3. **Next Meeting** – February 5, 2019 in the Camarillo Ranch Conference Room.
4. **Comments**
 - a. Matt Lorimer, member of the public, stated that he appreciates the historic house, site and events held. He wants to understand more about the finances of the Foundation and the fiscal relationship with the City. He stated concern about the low level of profit shown by the Foundation and the need for repairs to the property. Charlotte Craven stated that the that Operating Agreement with the Foundation specifically outlines roles and fiscal responsibilities of both entities.
 - b. Sandy Nirenberg reported on the Docent Executive Committee meeting. She stated that the docents are recruiting for additional docents and that they are reviewing their training program. She relayed communication matters that were discussed.
 - c. Charles Devlin reported on a meeting held with the City Manager on December 20, 2018. Topics discussed included concerns about deficit spending and plans in place for addressing it; request to review the Operating Agreement; and the City's capital improvement project on the parking lot.
 - d. Shawn Mulchay, new City Council member and liaison member of the CRF, introduced himself and stated that he is proud to join the team to help preserve the ranch and promote the legacy of the Camarillo Ranch. He has a background in finance and operations and hopes to use his skills to make a contribution.
 - e. Gerry Olsen brought books on non-profit board structure to donate to interested board members
 - f. David Sclangen thanked board members and staff for their assistance and leadership with Santa Nights. Over 2500 guests attended.
5. **Closed Session** – Gerry Olsen moved and the board unanimously approved the motion to re-order the agenda to move Closed Session up to follow Public Comments. The board went into Closed Session at 6:04 PM to discuss Public Employee Performance Evaluation Pursuant to Gov. Code 54957.6 Title: Chief Executive Officer (CEO). The board reconvened in Open Session at 6:57 PM. No action was taken.
6. **Unfinished Business**

- a. On a motion by Sandy Nirenberg, the board took unanimous action to approve CRF Bylaws as amended by the City Council of Camarillo.
- b. On a motion by Gerry Olsen, the board took unanimous action to approve the 2019 Calendar of CRF Board Meetings with board retreats designated as Special Meetings.

7. New Business

- a. On a motion by Martin Daly, the board unanimously voted to accept the 2017/18 Audit Report.

8. Reports

- a. Executive Committee - Charles Devlin reported that the Programs Task Force is being chaired by Karen Prough and Ellen Smith. He appointed Martin Daly to chair the Operating Agreement Task Force and members Gerry Olsen, Gary Cushing, Sandy Nirenberg and himself. He appointed Martin Shum to chair the Business Development Task Force and members Marissa Lopez Elkins and Shawn Mulchay.
- b. Chief Executive Officer – Marissa Lopez reported on the strategies being implemented to address revenue shortfalls in this year’s budget including: conversion of event staff from salary to hourly pay as needed, tight control of expenditures, and efforts to fill calendar with short term bookings with a variety of product options. She gave an update on the transition to accrual accounting. She gave a summary of plans to consolidate fund raising and community events with Throw Back Thursday food truck events to maximize efforts, attendance and revenues. Martin Shum suggested keeping records of volunteer hours required for events. Lopez Elkins also reported on the new Lions Club grant that will be used to fund the school transportation programs; she stated that School tour booklets, funded primarily by board contributions, will be ready by February.
- c. Programs Task Force - Karen Prough reported on the composition, meeting schedule and purposes of the Task Force. Ellen Smith reported on the draft calendar with multiple strands showing plans for docent recruitment/training and board/docent team building, among other strategies.
- d. Finance Committee – Martin Daly reported on the transition to accrual basis accounting and close monitoring of cash flow.
- e. Fund Development Committee - Karen King stated that the committee has implemented a series of four letters to donors and has plans for three ask events. She showed graphs comparing donor giving increases and better record keeping between 2017 and 2018. She stated that board member giving has reached \$15,000. The next steps will include reactivating donor data base contacts.
- f. Board Development Committee - David Sclangen thanked everyone for completing the board self-assessment survey.

9. Human Resources - None

10. **Adjournment-** Charles Devlin adjourned the meeting at 8:18 p.m. in honor of Christian Reeder.

Ellen Smith, Secretary

Board Approval: February 5, 2019