

**Tri-Valley Conservancy  
Board Meeting Agenda**

**THURSDAY  
August 13, 2009  
\*\*\*7:00 p.m. \*\*\***

**Robert Livermore Community Center  
4444 East Avenue, Livermore, CA  
Sycamore Room**

- |   |   |           |
|---|---|-----------|
| 1 | <b>Call to Order</b>  | 7:00 p.m. |
| 2 | <b>Agenda Review</b> - <i>At this time TVC Board may consider reordering or continuing agenda items</i>   |           |
| 3 | <b>Minutes</b> - <i>Review and Accept Public Meeting Minutes June 18 and Special Meeting Minutes July 8, 2009</i>   | 7:05 p.m. |
| 4 | <b>Open Forum</b> – <i>An opportunity for members of the audience to speak on an item not listed on the agenda. Each speaker is limited to five minutes</i> | 7:15 p.m. |
| 5 | <b>Matters for Consideration</b>  | 7:20 p.m. |
|   | A. Endowment Funding - <i>Review and Discuss BOD poll results from the July 31, 2009 TVC BOD Workshop</i>   |           |
|   | B. North Livermore Resource Study – <i>Approve final draft</i>  |           |
|   | C. 2009 – 2010 Board Meetings – <i>Discuss format and schedule</i>  |           |
| 6 | <b>TVC Committee Reports</b>  | 8:00 p.m. |
|   | A. Finance Committee - <i>June &amp; July Finance Report</i>  |           |
|   | B. Land Conservation Committee Report   |           |
|   | C. Resource Development Committee Report  |           |
|   | D. Board Governance Committee Report  |           |
| 7 | <b>Adjourn to Closed Session</b>  | 8:15 p.m. |
| 8 | <b>Matters Initiated by Staff and Directors</b>   | 9:00 p.m. |
|   | A. Staff  |           |
|   | B. Board of Directors   |           |
| 9 | <b>Adjournment</b>  | 9:30 p.m. |

# Tri-Valley Conservancy Board Meeting Minutes

August 13, 2009

Robert Livermore Community Center  
4444 East Avenue, Livermore 94550

## **Board Members Present:**

Rik Hansen–Chair  
Jean King -Vice Chair  
Mary Roberts - Secretary  
Karl Wente – Treasurer  
Mark Eaton  
Kathy Farrell  
Miriam Miller  
Michael Princevalle  
Bill Thomson

## **Board Members Absent**

Jim Perry

## **TVC Staff**

Sharon Burnham  
Laura Mercier

## **Public**

### **1) Call to Order**

The meeting was called to order at 7:01 pm by Chair Rik Hansen

### **2) Agenda Review**

None

### **3) Review and Accept Public Meeting Minutes June 18, 2009 and Special Meeting Minutes July 8, 2009**

Roberts made a motion, seconded by Thomson to approve:

1. June 18 2009 Board Meeting minutes.

**Yes:** 5

**Absent:** Perry

**Abstained:** Hansen, King, Miller, Wente

2. July 8, 2009 Special Board Meeting minutes.

**Yes:** 7

**Absent:** Perry

**Abstained:** Eaton, Hansen

### **4) Open Forum - none**

5) **Matters for Consideration:**

1. **Endowment Funding**

Hansen led discussion reviewing the July 31, 2009 BOD Retreat regarding the endowment funds (see Attachment 1). Discussion ensued about future known expenses such as Bobba Property, SLVAP potential litigation, dollar cost averaging, lump sums versus monthly transfers, and types of investments in the capital fund versus endowment fund.

Following initial discussion King made a motion seconded by Eaton to transfer \$1M from the Capital to the Endowment Fund. Further discussion led to amending this motion to be “Transfer \$1M from the Capital Fund to the Endowment Fund and stop monthly transfers of \$15K”.

Discussion continued about the balance of Capital and Endowment funds, stewardship of existing Conservation Easement, acquisitions of future Conservation Easements, public perception and visibility versus mission and purpose of the funds.

After discussion Hansen called the question. The vote was as follows

**Yes:** 4

**No:** 5

**Absent:** Perry

Roberts made a motion seconded by Eaton to transfer \$500,000 from the Capital to the Endowment Fund and stop the monthly \$15K transfers.

After discussion Hansen called the question. The vote was as follows

**Yes:** 4

**No:** 5

**Absent:** Perry

Eaton made a motion seconded by Wente to eliminate the Endowment fund. Discussion included the necessity for an endowment, financial planners and experts input stating to maintain current organization the endowment fund requires more, acquiring conservation easements and properties, future of the organization in the next three – four years, grant writing. Eaton and Wente withdrew their motion.

Wente made a motion seconded by Hansen to discontinue transferring \$15K from the Capital to the Endowment Fund.

After discussion Hansen called the question. The vote was as follows

**Yes:** 3

**No:** 5

**Abstained:** Farrell

**Absent:** Perry

## 2. North Livermore Resource Study

Staff confirmed that all comments made by the public and Land Conservation Committee have been addressed. After further discussion and staff confirming public comments will be available online Roberts made a motion seconded by Farrell to approve the final draft of the North Livermore Resource Study including incorporation of responses to comments as presented.

**Yes:** 8

**Absent:** Perry

**Abstained:** Hansen

Further discussion ensued amongst the BOD identifying the next steps including how this study will be utilized by TVC and activities TVC will participate in North Livermore in future workshops.

## 3. 2009 -2010 Board Meetings

BOD and staff reviewed the proposed 2010 calendar. Burnham reminded the BOD during the last retreat the BOD indicated they wanted to meet more often to minimize discontinuity. Discussion ensued about replacing retreats with workshops ending with a motion made by Wente, seconded by Princevalle to approve the proposed 2010 calendar as presented.

**Yes:** 7

**Absent:** Perry

**Abstained:** Hansen, Thomson

Further discussion concluded that Mark Eaton would lead a subcommittee along with Mary Roberts and Rik Hansen to select the topics for the workshops scheduled in March, May and September. BOD meetings will be held January, February, April, June, July and December – the BOD will not meet during the months of August and November.

## 7) TVC Committee Reports

### 1. Finance Committee – June and July 2009 Financial Reports

Wente reviewed the June and July 2009 financial reports with the Board. He explained Barbara Graham gives him a report on any high end expenses identified in each month. Discussion included Market gains, transfers to operating and endowment accounts. Members of the BOD commented the report format makes it easier to understand the status of TVC's accounts.

A motion was made by King and seconded by Princevalle to approve the June and July 2009 financial reports as presented.

**Yes:** 8

**Absent:** Perry

**Abstained:** Hansen

### 2. Land Conservation Committee – No additional information to report at this time

### 3. Resource Development Committee

Farrell reviewed with the BOD the donations through Jan-July 2009 identifying an increase in the number of donors but the average of the donation per donor is less compared to previous years.

She continued to explain to the BOD that she and Laura Mercier have been making contact with personal contacts of hers (Kathy Farrell) and meeting with them on a one-on-one basis over coffee. She explained she and Laura were testing to see the response and so far it has been positive.

Farrell suggested to the BOD if they did not want to directly meet with some of their personal contacts that she and Laura would be happy to set up meetings – it would be helpful if the BOD would refer names to Laura Mercier. If requested Laura can send out an example of the letters being sent to the referrals.

#### **4. Board Governance Committee –**

Burnham reminded the BOD two directors, Thomson and Princevalle, will be off the BOD in 2010. Currently this BOD can have up to 12 members on the board and this would be a good time to have the future replacements participate now so that by 2010 they have a better understanding of TVC and the role of the BOD. Burnham noted some of the BOD have submitted names and asked for others to send in their recommendations pointing out there are only two more BOD meetings for 2009.

- 9) **Adjourn to Closed Session 8:00 p.m.**  
**Resumed to Open Session 8:20 p.m.**

#### **10) Matters initiated by Staff and Directors**

1. Burnham updated the BOD about the TANC project and an Ad-hoc coalition that is being formed led by Alameda County. Currently TVC is coordinating the first meeting and from there the County will be responsible for the future of this coalition.
2. Burnham announced because all of TVC BOD renewed with LTA, TVC won a free registration for a BOD to attend the LTA Rally. This includes the Board Summit on Monday, October 12<sup>th</sup> and TVC will be awarded a plaque Tuesday, October 13<sup>th</sup> for receiving the LTA Accreditation. At this time the only BOD planning on attending are Rik Hansen and Kathy Farrell. If there are any others interested be sure to contact the TVC office as soon as possible.
3. Eaton asked for a status of the Tenuta property. Staff is waiting to hear from the property owner and City – they are to present the Bed & Breakfast plan identifying the specific areas within the residential house that will be utilized for the B&B. Once TVC has received this it will be presented to TVC BOD.
4. Wente reviewed with the BOD the outcome for the July 31, 2009 retreat versus the goals – complemented everyone's participation and felt that the retreat was a success and is looking forward to this organization moving forward.

#### **11) Adjournment**

General consensus was made to adjourn the meeting at 8:40 p.m.

# Calendar for year 2010 (United States)

**Annual Meeting**

**January**

Su	Mo	Tu	We	Th	Fr	Sa
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

**Board Meeting**

**February**

Su	Mo	Tu	We	Th	Fr	Sa
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28						

**Workshop**

**March**

Su	Mo	Tu	We	Th	Fr	Sa
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

**Board Meeting**

**April**

Su	Mo	Tu	We	Th	Fr	Sa
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	

**Workshop**

**May**

Su	Mo	Tu	We	Th	Fr	Sa
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

**Board Meeting**

**June**

Su	Mo	Tu	We	Th	Fr	Sa
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30			

**No Meeting**

**July**

Su	Mo	Tu	We	Th	Fr	Sa
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31

**Board Meeting**

**August**

Su	Mo	Tu	We	Th	Fr	Sa
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

**Workshop**

**September**

Su	Mo	Tu	We	Th	Fr	Sa
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

**Board Meeting**

**October**

Su	Mo	Tu	We	Th	Fr	Sa
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

**No Meeting**

**November**

Su	Mo	Tu	We	Th	Fr	Sa
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30				

**Board Meeting**

**December**

Su	Mo	Tu	We	Th	Fr	Sa
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

**Operating Account Recap  
 Monthly YTD vs. Budget**

	Mar-09 Actual	Apr-09 Actual	May-09 Actual	Jun-09 Actual	Jul-09 Actual	YTD 2009 Actual	2009 Budget Approved	2008 Actual
<b>Account Summary</b>								
Capital Fund - OPEN	\$ 5,463,990	\$ 5,494,347	\$ 5,718,674	\$ 5,822,059	\$ 5,822,649			
Capital Fund - CLOSE	\$ 5,494,347	\$ 5,718,674	\$ 5,822,059	\$ 5,822,649	\$ 5,895,333			
Monthly Change in Value	\$ 30,357	\$ 224,328	\$ 103,384	\$ 590	\$ 72,684			
Account Statement from Below	\$ (51,681)	\$ 15,738	\$ (61,026)	\$ (3,866)	\$ (75,663)			
Market Loss and Extraordinary?	\$ 82,038	\$ 208,589	\$ 164,411	\$ 4,455	\$ 148,348			
Endowment Fund - OPEN	\$ 4,813,945	\$ 5,044,976	\$ 5,491,156	\$ 5,767,119	\$ 5,818,588			
Endowment Fund - CLOSE	\$ 5,044,976	\$ 5,491,156	\$ 5,767,119	\$ 5,818,588	\$ 6,102,205			
Monthly Change in Value	\$ 231,031	\$ 446,180	\$ 275,963	\$ 51,470	\$ 283,617			
Account Statement from Below	\$ 39,883	\$ 25,548	\$ 29,052	\$ 26,480	\$ 21,847			
Market Loss and Extraordinary?	\$ 191,148	\$ 420,633	\$ 246,911	\$ 24,989	\$ 261,770			
Checking - OPEN	\$ 25,432	\$ 60,603	\$ 32,412	\$ 69,700	\$ 38,744			
Checking - CLOSE	\$ 60,603	\$ 32,412	\$ 69,700	\$ 38,744	\$ 74,305			
Monthly Change in Value	\$ 35,172	\$ (28,191)	\$ 37,288	\$ (30,956)	\$ 35,561			
Account Statement from Below	\$ 36,307	\$ (28,996)	\$ 36,570	\$ (30,181)	\$ 35,424			
	\$ (1,135)	\$ 804	\$ 718	\$ (775)	\$ 136			
<b>Net Variance</b>	\$ 296,559	\$ 642,316	\$ 416,635	\$ 21,104	\$ 391,862			
<b>Capital Account</b>								
<b>Income</b>								
Dividend Income	\$ 2,386	\$ 1,416	\$ 725	\$ 2,450	\$ 745	\$ 10,533		\$ 26,515
Interest Income	\$ 30,933	\$ 29,322	\$ 23,249	\$ 8,684	\$ 8,592	\$ 130,255		\$ 317,085
Mitigation (Pleasanton, Ruby Hills)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,801		\$ 60,189
Mitigation (Pleasanton Transition)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		\$ 20,655
Investment Income - Class Action	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		\$ 3,622
<b>Total Income</b>	\$ 33,319	\$ 30,738	\$ 23,974	\$ 11,134	\$ 9,337	\$ 143,589	\$ -	\$ 428,067
<b>Expense</b>								
Transfer to Operating Account	\$ 70,000	\$ -	\$ 70,000	\$ -	\$ 70,000	\$ 280,000	\$ 420,000	\$ 420,000
Transfer to Endowment Account	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 105,000	\$ 180,000	\$ 180,000
<b>Total Expense</b>	\$ 85,000	\$ 15,000	\$ 85,000	\$ 15,000	\$ 85,000	\$ 385,000	\$ 600,000	\$ 600,000
<b>Net Income / Expense Variance</b>	\$ (51,681)	\$ 15,738	\$ (61,026)	\$ (3,866)	\$ (75,663)	\$ (241,411)	\$ (600,000)	\$ (171,933)
<b>Endowment Account</b>								
<b>Income</b>								
Dividend income	\$ 3,827	\$ 2,183	\$ 1,110	\$ 4,024	\$ 1,222	\$ 17,043		\$ 38,238
Interest Income	\$ 21,057	\$ 8,364	\$ 12,941	\$ 7,456	\$ 5,625	\$ 67,019		\$ 129,881
Transfer from Capital Fund	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 105,000	\$ 180,000	\$ 180,000
<b>Total Income</b>	\$ 39,883	\$ 25,548	\$ 29,052	\$ 26,480	\$ 21,847	\$ 189,062	\$ 180,000	\$ 348,119
<b>Net Income / Expense Variance</b>	\$ 39,883	\$ 25,548	\$ 29,052	\$ 26,480	\$ 21,847	\$ 189,062	\$ 180,000	\$ 348,119
<b>Operating Account</b>								
<b>Income</b>								
Donations	\$ 2,289	\$ 1,621	\$ 492	\$ 1,662	\$ 1,542	\$ 10,380	\$ 40,000	\$ 25,474
Special Events	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,550	\$ 60,000	\$ 46,857
Education	\$ -	\$ 430	\$ 550	\$ 10	\$ -	\$ 1,290	\$ 2,000	\$ 1,725
Grants	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,000	\$ 9,000
Checking Account Interest	\$ 61	\$ 44	\$ 54	\$ 45	\$ 32	\$ 357	\$ 1,200	\$ 1,371
Refunds/Rebates	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Stewardship	\$ -	\$ 1,000	\$ -	\$ -	\$ -	\$ 4,785	\$ 5,000	\$ 5,143
TRANSFER from CAPITAL	\$ 70,000	\$ -	\$ 70,000	\$ -	\$ 70,000	\$ 280,000	\$ 410,150	\$ 420,000
<b>Total Income</b>	\$ 72,350	\$ 3,095	\$ 71,096	\$ 1,717	\$ 71,574	\$ 298,362	\$ 523,350	\$ 509,570
<b>Expenses</b>								
Accounting/Bookkeeping	\$ 5,160	\$ -	\$ 1,185	\$ -	\$ -	\$ 9,600	\$ 10,000	\$ 9,450
Acquisition Expenses	\$ -	\$ -	\$ 360	\$ 1,200	\$ 880	\$ 8,081	\$ 10,000	\$ 33,295
Automobile Expense	\$ 248	\$ -	\$ -	\$ 278	\$ -	\$ 526	\$ 600	\$ 602
Business Promo and Ad	\$ 3,320	\$ 881	\$ 1,780	\$ 4,598	\$ 2,903	\$ 18,343	\$ 34,500	\$ 41,870
Conferences/Seminars/Training	\$ 439	\$ 4,010	\$ 868	\$ 349	\$ 332	\$ 7,128	\$ 18,500	\$ 13,717
Dues and Subscriptions	\$ 350	\$ 68	\$ -	\$ 350	\$ -	\$ 968	\$ 5,000	\$ 5,187
Fundraising	\$ -	\$ 880	\$ 256	\$ 277	\$ 1,447	\$ 3,360	\$ 32,100	\$ 38,897
Information Services	\$ 153	\$ 208	\$ 583	\$ 283	\$ 208	\$ 2,286	\$ 7,800	\$ 6,870
Insurance	\$ -	\$ -	\$ 270	\$ -	\$ -	\$ 270	\$ 9,000	\$ 8,686
Land Conservation Plan Project	\$ 3,550	\$ -	\$ -	\$ -	\$ 159	\$ 10,320	\$ 65,000	\$ 50,027
Legal	\$ 45	\$ 578	\$ 476	\$ -	\$ 496	\$ 2,348	\$ 10,000	\$ 6,177
Legislative Support	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,000	\$ -
Office Expense	\$ 644	\$ 2,519	\$ 2,294	\$ 2,076	\$ 2,318	\$ 12,945	\$ 28,500	\$ 40,645
Payroll & Benefits	\$ 22,059	\$ 22,845	\$ 22,958	\$ 22,383	\$ 23,952	\$ 158,368	\$ 257,600	\$ 259,806
Professional Fees	\$ -	\$ -	\$ 2,898	\$ -	\$ 3,201	\$ 9,116	\$ 16,000	\$ 15,381
Sponsorship	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,000
Stewardship Expenses	\$ 74	\$ 103	\$ 597	\$ 106	\$ 253	\$ 1,301	\$ 16,750	\$ 6,486
<b>Total Operating Expenses</b>	\$ 36,043	\$ 32,090	\$ 34,526	\$ 31,897	\$ 36,150	\$ 244,960	\$ 523,350	\$ 547,096
<b>Net Income / Expense Variance</b>	\$ 36,307	\$ (28,996)	\$ 36,570	\$ (30,181)	\$ 35,424	\$ 53,402	\$ -	\$ (37,526)