



Camarillo Ranch Foundation, Inc.
Minutes - Board of Directors Meeting
February 5, 2019 – 5:30 p.m.
Camarillo Ranch Conference Room
201 Camarillo Ranch Road, Camarillo, CA 93012
253rd 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, Peter Ellermann, Shirley Honour, Matt Kohagen, Sandy Nirenberg, Gerry Olsen, Karen Prough, Susana Reeder and David Schlangen. Also present - Liaison Board Members – Council members Charlotte Craven and Shawn Mulchay. Others present: Chief Executive Officer Marissa Lopez Elkins.

Absent: Martin Shum

2. **Minutes** – The board unanimously approved the minutes of the January 8, 2019 meeting as corrected.

3. **Next Meeting** – March 5, 2019 in the Camarillo Ranch Conference Room.

4. **Comments**

- a. Decent Representative - Ellen Smith, Board/Docent Liaison, gave an update on the Town Hall Meeting held January 31, 2019 that was attended by approximately thirty people. Topics included: the CRF Strategic Plan, CRF fiscal status and budget, the Operating Agreement between the CRF and City of Camarillo, the Operating Agreement Task Force and a summary of Fund Development Committee plans and actions. A question and answer period provided additional opportunities for participants to learn more about specific areas of interest. Smith thanked the board members and staff who attended.
- b. President Charles Devlin thanked Martin Daly, Marissa Lopez Elkins and Sandy Trotter for their work on the interim budget revision; he thanked Martin Shum for his leadership of the Business Development Task Force; and he thanked Karen King for conducting the year end campaign and mid-year evaluation process for the CEO. Devlin shared the letter he wrote to City Manager Dave Norman in which he requested City assistance with the significant additional expenses required to transition to the new accrual accounting method required by the City auditors. The City declined the request. After discussion of impacts, Charlotte Craven agreed to ask for re consideration of the request. Devlin also stated that he would like to see the City appoint a board member to the CRF with CPA experience.
- c. Councilmember Charlotte Craven reported on the City Attorney's opinion with regard to ex officio board members attendance in closed sessions of the board. Because the ex officio members of the CRF are have been defined as non-voting, the City Attorney advised that they not attend closed sessions.

5. **Unfinished Business**

- a. Report on Board Self-Assessment Survey - David Schlangen and Luke Cardella presented a summary analysis of the CRF board self-evaluation survey. 25 of 27 questions scored adequate or above and dealt with legal compliance, board roles, financial audits, risk management and governance structure. Board members identified several areas as needing continued attention: strategic planning measurement and tracking of objectives, donor cultivation, fund raising, venue rentals, challenges with new accounting system, governance and executive committee functions, and ongoing communication between board committees and with docents. It was suggested that the Board Development Committee develop a draft agenda for the March 30, 2019 board retreat that will further the discussion on important themes identified in the survey.

6. New Business

- a. Conceptual plan for estate sale of excess non-museum items - Gerry Olsen presented a draft plan for dealing with excess items that do not meet criteria of time period or family provenance. The plan includes a proposed sale of items after offering to return items to original donors as possible. After discussion and input, Olsen will bring a revised plan back to the board.
- b. Discussion of retreat agenda - After discussion, Charles Devlin asked the Board Development Committee to develop a draft retreat agenda based on priorities identified for attention in the board self-assessment survey. A proposed agenda will be brought to the next board meeting.
- c. Action to approve revised 2018/19 CRF Budget - Martin Daly presented a mid-year budget revision, based on actual expenditures through December 2018, that significantly reduces salary costs and eliminates use of reserves in the final two quarters of the year. Karen Prough moved to approve the revised budget. It was seconded by Gerry Olsen and unanimously approved by the board.

7. Reports

- a. Chief Executive Officer – Marissa Elkins Lopez presented a series of graphs tied to budget expenditure categories for the first two quarters of the year. She described how community events have been redesigned in order to both increase attendance and be more profitable. In addition, during community events there will be information tables for the purpose of reaching out to members, donors and potential volunteers. Elkins gave updates on the school tour program and grants awarded for bussing. She described changes made in the venue rental program that are designed to be more efficient and profitable in partnership with Command Performance catering. The new website provides detailed information about party packages, prices and options.
- b. Executive Committee - Charles Devlin reported that the committee dealt with budget revisions, staffing ramifications and the CEO evaluation procedure.
- c. Board Development Committee - David Schlangen announced information about a non-profit cohort leadership class at California Lutheran University and presented the idea of creating a “dashboard” to illustrate committee progress toward strategic objectives.
- d. Finance Committee – Martin Daly announced that a new statement showing cash flow by month has been created as part of the monthly financial report to the board.
- e. Fund Development Committee - Karen King reported on the Leaders Circle of members donating \$1000 or more annually and the upcoming ask event on February 12, 2019 that will feature a docent and student who will speak to guests about the impact of the school tour program.
- f. Programs Task Force - Karen Prough reported on the proposed estate sale and effort to recruit for docent volunteers at upcoming events including Throwback Thursdays and the Camarillo Farmers Market.
- g. Operations Agreement Task Force - Martin Daly reported that the group which includes community volunteers has begun to meet.
- h. Business Development Task Force - Charles Devlin reported that the group began by identifying competitors, customers and collaborators. They discussed key performance indicators for a dashboard and possible business models.

8. Closed Session – None

9. **Human Resources** - None

10. **Adjournment**- Charles Devlin adjourned the meeting at 7:24 p.m.

Ellen Smith, Secretary

Board Approval: March 5, 2019