

Friends of Casco Bay
Board Meeting – Minutes
Hybrid Meeting: In-person at GMRI and Online via Zoom
Tuesday, March 21, 2023, 5:30 p.m.

In Attendance

Board: Sandy Marsters (President), Stephen Bushey, Ellen Grant, Howard Gray, Bud Higgins, Pat Ianni, David Kaufman, Peter LeBourdais, Seb Milardo, Malcolm Poole, Joan Samuelson
Staff: Susan Bosco, Mike Doan, Will Everitt, Jeff Fetterer, Sara Freshley, Robby Lewis-Nash

Welcome – *President Sandy Marsters*

Sandy welcomed everyone and asked that they share their favorite thing about spring in Maine.

Action Item – *Acceptance of Consent Agenda*

Malcolm moved, Bud seconded: *PASSED*

2023-2028 Strategic Plan Discussion – *President Sandy Marsters and Executive Director Will Everitt*

Sandy said the strategic plan is the main reason we are here tonight and hopes that everyone sees something they contributed in the report. Will said he and the staff are excited about the plan. The plan will allow us all to talk about and share the core aspects of our work in the coming years. Will reviewed the changes to the strategic plan following last week's workshop (the changes are noted in a document included in the board package).

Malcolm shared one of the double business cards from a past strategic plan that lists all of the key aspects of the plan. He will make a new one for this strategic plan.

Action Item: *Vote on the 2023-2028 Strategic Plan*

Pat moved, Malcolm seconded, to approve the strategic plan as presented: *PASSED*

Bud said he is impressed by everyone who helped to draft the plan; by Malcolm for his leadership; by Sandy, Will, and Nancy for drafting the plan; and especially by the input from staff. It is incredible to have such a strong capture of what staff do in this document. Ellen echoed Bud, saying that after the workshop last week she feels that our staff is very strong, thoughtful, and informed. It is a great reflection on the organization.

FY24 Operating Plan and Budget Discussion – *Executive Director Will Everitt*

Will reviewed the FY24 operating plan. He said the most important Baykeeping work is facilitating the Maine Ocean Climate Collaborative and improving our climate monitoring. Working on our statewide stormwater laws, like the MS4 permit, is also important Baykeeping work. We will also grow our partnerships with an eye toward diversity and meeting our fundraising goals. Will said this plan represents the first time we are making the connections between the strategic plan and the operating plan explicit.

Will added that there was one substantive change in the operating plan, which was about our Casco Bay Matters Events. In the community engagement section, the plan had said that we will change the name of

the event because we thought it sounded too much like Black Lives Matter. That language was unclear, and is easily interpreted to mean that we want to change the name because we do not support racial justice. In fact, we want to change the name because we support Black Lives Matter, but do not want to appropriate the name associated with a racial justice movement, a comment we have received from our community.

Malcolm asked the staff if they can carry out the operating plan. Staff said yes. Malcolm said his only concern is that we are not providing the resources to achieve the science work we want to do. Seb agreed, but that he is more concerned about the long term decisions of what equipment we will purchase. He understands that is the purpose of our collaborative "tech team" work with other marine scientists. Bud clarified that he expects staff will update the board regularly on our progress to achieve this plan. Ellen asked if we have had a problem with reporting progress in the past, and the group responded we have not. Malcolm said he wants Sandy and Will to collect metrics and weave them into our board meetings in the coming year.

Will reviewed the proposed budget of \$1,388,116 to meet the needs of the operating plan. We will raise \$800k. The remaining funds will come from releases. \$194k we raised this year, is carried over to be released in FY24 for work that we told funders we would do next year. Much of this is improving our science work, and some is Water Reporter and community engagement work. Additionally, we will complete our normal releases from our funds: the Baykeeper Boats fund, our Emeritus Fund for Advocacy, and a 5% quarterly release from our Baykeeping Endowment Fund. We will also release \$105k from the Climate Change and Casco Bay Fund. The FY23 budget included a provision for an additional \$200k release, if needed, to help us move and hire new staff. We did not move and we did not hire as quickly as we thought we would. By releasing \$200,000 of unrestricted surplus funds raised in prior years for strategic use in FY24, we plug a budget gap. This allows another year to "grow", including the costs of the new office, while being fully staffed. Malcolm clarified that the \$200k is our surplus, which means it is not money we have to raise. Will said we cannot do this often. Will said that many of the funds we said we were going to draw from in the FY23 budget did not need to be fully drawn or drawn at all. Essentially we surpassed our fundraising goals in FY23 and our expenses were lower than anticipated, so we are moving forward those draws to this year.

Seb said that it seems like we are playing it safe with our fundraising goals instead of being aspirational. This year we raised \$690k, but next year our goal is to raise \$480k. Why so much less? Will clarified that \$200k of the \$690k is from the Broadreach grant supporting our science work. Will said we do not expect to receive another \$200k from that funder again. Will said we try to be conservative in the budget. We probably will not spend all of the money in this budget, and we will probably raise more than is reflected in this budget. Seb said if a strategic plan goal is to increase our fundraising then this seems slightly out of line with that goal. Malcolm said much of the budget reflects expenses that we know are fixed because they are payroll expenses. That is mostly what we are approving. Bud said one of the major goals for the year is a new office space, a major expense. Do we have the right funding for that major objective, as far as expenses? Will thinks we do. Malcolm agreed. Will clarified that we can stay at the SMCC location for the foreseeable future, but that our current space with our current staffing and programs is inadequate.

Ellen asked if we need more help finding office space. Malcolm said we have good brokers. Will thinks more eyes are always better and that it is a very complicated process. Pat asked to hear more about the qualities we are looking for in an office. Will said we are looking for workspaces for 12 people, about 2,500-3,000 square feet of space, and a location somewhere between Cape Elizabeth and Falmouth. It has to have parking to accommodate volunteers. It should be easy to access and visible, not as out of the way as our current office. We will likely keep the boats where they are. Ideally the office will be its own small building. Joanie said there could be good options in Yarmouth along the Royal River. Will said that we have limited our search to locations between Falmouth and Cape Elizabeth because that is where our staff are used to commuting to, but that Yarmouth could work.

Action Item – *Vote on accepting the FY24 operating plan and the budget that supports it*
Malcolm moved, Seb seconded: *PASSED*

Treasurer's update about our banking situation – *Will Everitt*

Will referenced the recent news of banks closing, which made him realize we have quantities of cash at two banks that are well over the FDIC \$250k insurance limit. We want to make sure that our cash is safe by immediately opening new accounts at other banks to ensure all our funds are FDIC insured. Will clarified that this is not a conversation about how best to invest or manage these funds. This is about the immediate action to get these funds insured. Additionally, when the Paycheck Protection Plan (PPP) came out, it was clear that other nonprofits working with small banks like Bangor Savings received much more support working through the complexities of the program. For this reason, it would be good to open an account with them.

Pat asked how we picked Bangor Savings and M&T for our new accounts, and if either of our two existing banks gave us any warning about our deposits over the FDIC insurance limit to reassure us that our funds were safe. Will said neither of our current banks reached out to us about the banking crisis. Will said we picked Bangor and M&T because they are close to our office in South Portland, Bangor Savings has good CD rates and we have had a previous relationship with them, and that M&T is where we have our credit cards. Bud agreed with this plan. He said that we should have a conversation in the future about investing. Malcolm said that we have more money in savings accounts right now because we made the decision to pull money out of the market because it has become so volatile. Seb said he thinks it is a little reactive to do this, and that if everyone across the country did this, there would be another bank run. He understands the logic of our decision, but the advice from Janet Yellen (U.S. Treasury Secretary) is to sit tight. Will clarified that the FDIC limit applies to total assets at a bank, not to individual accounts at a bank. Malcolm said another option would be to buy a six month bond. Pat asked if we need liquidity with these funds. Will said we mostly do.

Action Item – *Board Resolution to authorize staff to open two new savings accounts*

In order to keep bank balances under the FDIC insurance limit, the Board of Directors of Friends of Casco Bay hereby authorizes Executive Director Will Everitt and Staff Scientist Robert Michael Doan, as our signatories, to open new Checking and Savings accounts or Certificate of Deposit at Bangor Savings Bank and M&T Bank.

Peter moved, Ellen seconded (Seb abstained): *PASSED*

Malcolm proposed to amend the action item to include “investments.”

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Peter moved, Bud seconded (Seb abstained): *PASSED*

Community Engagement Committee Report Out – President Sandy Marsters

Sandy noted that Kirsten is away on business and read the update she wrote that is included in the board package.

Will commented that he is excited that the community engagement committee is meeting again. We put these meetings on hold in light of the strategic planning meetings, but it is great that these meetings are happening again. Joanie added that Kirsten is doing a great job leading the committee. Joanie suggested that hosting the film event at Hannaford Hall could be a good opportunity to get Hannaford to showcase their fish and suppliers.

Environmental Justice, Diversity, Equity, and Inclusion Committee update – Staff Writer Robby Lewis-Nash

Robby read the definitions, noting that the definitions included in the board package were incorrect. Will will share the correct version with board members after the meeting. Joanie thanked everyone on the committee for their work and asked about the inclusion of “air pollution” in the environmental justice definition. Will clarified that some of our water-focused work, like nitrogen pollution or carbon emissions, are air pollution issues, too. Ellen asked if this will be a public facing document. Will thinks it mostly will be, though there are still some details to be worked out.

Ellen asked if we wanted to say “gender” or “gender identity” in the inclusion definition. She said “gender” seems to refer to men and women, whereas “gender identity” may be broader and more inclusive. Robby commented that he thinks the two terms are synonymous. Gender is socially constructed, so the term “gender” includes the many ways someone can choose to identify. A term like “sex” on the other hand, is more restricted and refers specifically to anatomy. Ellen said we should keep talking about this and land on the most inclusive language.

Bud asked if we think all organizations are doing EJDEI work; are we ahead of the curve or moving with the crowd? Joanie and Pat agreed that everyone is working on this. Will said that of our partners, there are some organizations that have worked on this more and others are right where we are. Pat said she thinks some of these definitions will change. Joanie said she thinks we need to get it out there now. Pat encouraged all board members to add their input. Ellen said we should respect the work of the committee and not raise too many questions about it, trusting that the committee has done its work well.

Executive Director update – *Executive Director Will Everitt*

Will said our name, Casco Baykeeper, was originally licensed by San Francisco Baykeeper. When Waterkeeper Alliance was formed, San Francisco Baykeeper licensed Waterkeeper to license “Baykeepers.” Recently, San Francisco Baykeeper (one of the seven original Waterkeepers, including us) got into a conflict with the Waterkeeper Alliance and pulled out of the Alliance, revoking Waterkeeper’s ability to license Baykeepers. In short, the conflict arose because Waterkeeper was licensing new Waterkeepers in the San Francisco Baykeeper’s watershed and they did not like that. As a result, some Baykeeper organizations around the country have simply changed their name from “Baykeeper” to “Waterkeeper”, keeping their licensing through the Alliance. We are one of a few historic Baykeeping organizations, and we are in conversation with San Francisco Baykeeper to retain our Baykeeper license.

Will clarified that we will keep our membership with the Waterkeeper Alliance because of the benefits of that membership, like legal advice. Moving forward, we will work with San Francisco Baykeeper to license our name. Our logo is not licensed, but specifically the name “Baykeeper” is. Malcolm said he thinks that we should get the legal resources we need to keep our name. We do not need to be pushed around by San Francisco Baykeeper. We have had this name for over 30 years, we have market presence, this is our name. Bud wants assurance that we can keep our Baykeeper name, and that if we retain our membership to the Waterkeeper Alliance, we will not run into problems getting our name licensed by San Francisco Baykeeper. Will said he is confident that we can maintain good relationships with both organizations and avoid future conflict.

Will updated the group on the motion to dismiss our appeal of Maine’s MS4 permit. The Cumberland County Soil and Water Conservation District, through the Interlocal Stormwater Working Group (which convenes the towns in our region that are regulated under the MS4 permit), have filed a motion to dismiss our appeal of the MS4 permit. As a reminder, our appeal aims to require regulated towns to improve their plans to manage stormwater to actually meet the standards described in the MS4 permit. Their motion to dismiss claims two things: that Maine Department of Environmental Protection’s (DEP) approval of these plans was not final agency action and thus Friends of Casco Bay did not have standing to dismiss; and, that we filed our appeal one day after the deadline. We do not think either of their claims are true. Maine’s Attorney General’s office has said that DEP’s approval of the plans were final agency action. As for the filing deadline, Friends of Casco Bay calculated the 30-day filing period from the date we received notice of DEP’s approval. The deadline also ended on a holiday, so we understood that there would be an additional day to file our appeal. In our response to the motion to dismiss, we are considering including a request for an Environmental Protection Agency (EPA) letter to DEP be officially added to the record. The EPA letter explicitly states that the MS4 permit is inadequate in the ways that we at Friends of Casco Bay assert. The MS4 permit is a federal permit that the EPA has authorized the DEP to administer, and in that sense, EPA is the ultimate authority on the adequacy of these Clean Water Act permits.

Will ended by sharing some personal news from Ivy that she asked him to share. Will said Ivy is not here tonight giving this Baykeeping update because her partner has been diagnosed with esophageal cancer. She is taking care of him and he is getting chemotherapy every two weeks. There are going to be periods for the next two months where Ivy is less available than normal, especially on Mondays and Tuesdays. Will and the board said their hearts are going out to Ivy and Michael and that our support is behind them.

Will reminded the group that he will be overseas for the April board meeting. Will recommends that Sarah Lyman takes the lead at our next board meeting to do a deep dive on our development work. We can also do a Baykeeping update.

Adjournment – Sandy adjourned the meeting at 7:31 p.m.