Project Oceanology
Board of Directors Meeting Agenda
March 17, 2020

1. Establish a quorum (5 members minimum)

2. Review and Accept Minutes of February 2020 meeting

3. Public comments

4. Chairman’s Remarks to the Board

5. Executive Director’s March Report - Q & A

6. Discussion of Standing Committees

7. Discussion of FY21 Budget Preparation

8. New Business

9. Executive Session for personnel matters

10. Confirm/establish meeting dates:
    a. April 21, 2020 at 4:30pm

11. Adjourn
Project O Board of Directors Meeting  - February 11, 2020

Attending Members: Kathy Howard (MSMHS), Ev Brown (Bozrah), Jason England (Groton), Alden Miner (Franklin), Stephani Jones (NFA), Mike O’Connor (Waterford), Dave Bednarz (Ledyard)
Representing Project O-Jim McCauley (Exec.Director).
Public: 1 Project O staff members: Molly Jacobs

Meeting was opened at 4:45 by Treasurer Jones.
1. Quorum was established.
2. Minutes of 11/12/19 were reviewed and a motion was made to accept them (O’Connor/Bednarz). Unanimous.
4. Chairman’s remarks: none. Chairman Spera was unable to attend. According to the by-laws, the treasurer will conduct the meeting.
5. Review of IRS form 990, 8870-EO and related Schedules. Board members asked several questions which led to discussions of changes in assets, donors, state support, new programming impact on budgets and the potential for continued growth in those areas. Motion was made to accept the 990 documents as presented. (England/ Howard) Unanimous.
6. Executive Director’s monthly report Q & A for December, January & February: Refer to the report handouts for details. The report included updates on:
   * 1. Budget/Finance, *2. Grant Activities/ Update, RFP for FY21 is not out yet, expected in early Feb. This is later than usual. Investments in and grants from Community Foundation of Eastern CT was described. *3. School Year Programs, very busy fall schedule! Work with Alliance districts and potential for partnering with small schools was discussed. No additional news to report on and Wind progress or support although there has been some communication both ways. Several new wind activities were developed as part of the initial programming. *5. Public Programs, *6. Summer Camps: A new Tech Day Camp is being added. All enrollments are open and slots are being filled. Member schools had one email invite and another will be sent in early to mid-March. *7. Staff. *8. Administration/Logistics, *9. Outreach- *10. Board Administration, contacts & meeting work with member superintendents regarding the Interdistrict Committee Agreement continues and district progress was outlined. Several have not responded lately & Jim will try and reconnect.
7. Standing Committees: Handout describing the committees for the Board of Directors as described in the pending by-laws was available to all. Formation of, tasks of and makeup of the committees was discussed. Molly gave a potential description of the tasks envisioned for the Program Committee. Membership would be of Board members but others could attend and be invited to join standing committee meetings. It was the Board’s consensus that purpose statements for the 3 standing committees be drafted for discussion and sent out to all members PRIOR to the next meeting.
8. New Business: None.
9. Motion to go into executive session at 5:42 for personnel matters. Dr. Jacobs was invited to attend. (Bednarz/England) Unanimous. Motion to come out of executive session at 5:55 (O'Connor/England).

10. Poll results regarding next meeting dates for the Board of Directors was summarized. Trend seemed to be for Tuesdays although there were very few respondents. Discussion of alternating monthly meetings and committee work sessions and ways to increase member participation in meetings and committees. It was the consensus of the board to set the next 2 meetings as:

* 3/17/20 at 4:30 and * 4/21/20 at 4:30

11. Motion to adjourn at 6:04PM. (Bednarz/ O'Connor). Unanimous.

Respectfully submitted,
Evelyn Brown, sec.
To: Board of Directors, Project Oceanology
From: Jim McCauley, Executive Director
Date: March 17, 2020
Subject: Executive Director’s Report

1. Budget/Finance
   a. The IRS Form 990 approved by the board in February 2019 has been provided to the CPA and transmitted to the IRS.
   b. Executive Director and Accounts Manager visited Merrill Lynch portfolio managers on February 12. Summary of holdings and recent returns are as follows:

   Managed Funds:
<table>
<thead>
<tr>
<th>Period</th>
<th>Opening Balance</th>
<th>Additions</th>
<th>Closing Balance</th>
<th>Return</th>
</tr>
</thead>
<tbody>
<tr>
<td>2020</td>
<td>296,405</td>
<td>0</td>
<td>306,708</td>
<td>3.48% (2020 YTD)</td>
</tr>
<tr>
<td>2019</td>
<td>231,710</td>
<td>0</td>
<td>296,405</td>
<td>27.92% (CY19)</td>
</tr>
</tbody>
</table>

   Non-Managed Funds:
<table>
<thead>
<tr>
<th>Period</th>
<th>Opening Balance</th>
<th>Additions</th>
<th>Closing Balance</th>
<th>Return</th>
</tr>
</thead>
<tbody>
<tr>
<td>2020</td>
<td>183,793</td>
<td>0</td>
<td>186,397</td>
<td>1.42% (2020 YTD)</td>
</tr>
<tr>
<td>2019</td>
<td>95,150</td>
<td>80,377</td>
<td>183,793</td>
<td>8.87% (CY19)</td>
</tr>
</tbody>
</table>

   Combined:
<table>
<thead>
<tr>
<th>Period</th>
<th>Opening Balance</th>
<th>Additions</th>
<th>Closing Balance</th>
</tr>
</thead>
<tbody>
<tr>
<td>2020</td>
<td>480,188</td>
<td>0</td>
<td>493,105</td>
</tr>
<tr>
<td>2019</td>
<td>326,860</td>
<td>80,377</td>
<td>480,198</td>
</tr>
</tbody>
</table>

   Note: The summary above reflects the prior 13+ months of portfolio performance. The addition of 80,377 was placed in CDs as authorized by the board at the November 2019 meeting. The overall increase in value of the portfolio during the period (after subtracting the 80,377 addition) was 83,868.
   c. FY21 budget preparation is a separate agenda item.

2. Grant activities/update
   a. Frank Loomis Palmer Foundation - the full proposed amount of $13.6k for vessel and lab programs for New London Middle School students has been approved; programs will be scheduled for fall 2020; revenues will be deferred to FY21.
   b. Bodenwein Public Benevolent Foundation - $1.5k of the $4.5k application to support 2020 summer day camps for students from New London County with priority to New London and Groton residents (Alliance Districts) was approved; revenues will be deferred to FY21.
   c. CFECT Environmental Grant - application for $41.6k grant to partner with CT Audubon Society to deliver 4 teacher PLEs during 2020-2021 school year remains pending.
   d. CFECT Norwich Youth Grant - application for $10.9k to provide Seventh Grade at Sea program involving vessel and school visit programs during 2020-2021 school year remains pending.
   e. 21st CCLC Grant - application for $71k grant over two years to partner with Norwich Public Schools for teacher workshops and after school programs as part of the NOAA and NAAEE-21st CCLC Watershed STEM Education Partnership Grant program is pending.
f. Eversource Grant - submitted application for $2.5k grant to Eversource to support our new Undersea Technology Camp; application is pending.
g. CSDE FY21 Interdistrict Grants - the RFP was published February 27 and applications are due Monday April 6. Substantial new requirements have been implemented by CSDE that may preclude Project O from applying for reimbursement of any indirect costs. Modifications to our Connecticut River Connections program are being considered.

3. School Year Programs
   a. First phase of 18 CRC school visit programs concluded February 7; second phase of 18 visits commenced February 24 and is scheduled to conclude April 3.
   b. CRC Eagle Watch programs aboard EL3 commenced February 13 and are scheduled to conclude March 13.
   c. Completed 28 after school programs in 7 elementary schools as part of NPS ESH program.
   d. Completed 4 elementary programs funded through foundation grants.
   e. Completed 17 member/subscriber and 4 non-member programs.
   f. Hosted Groton Diversity Leadership Workshop on February 27 with ~50 Groton, New London, and Ledyard high school students and ~300 Groton 7th graders.

4. Public Programs
   a. USCG-approved professional mariner courses were provided to 12 students during the week of February 10. All students completed the course successfully and provided exceptionally positive feedback on the course, instructor, and facilities. Our webpage will reflect tentative plans to offer courses again next winter; prospective students will be able to sign up to receive updated information as it becomes available.
   b. Seal Watch - six public cruises are scheduled for March 7 to May 2; the first cruise has filled to capacity and the others are filling slowly; sales are expected to quicken a few days before the events if weather forecasts are favorable.
   c. Birding by Boat - two public cruises are scheduled for March 14 and March 24; ticket sales are slow, but are expected to quicken based on weather forecasts.
   d. Oceanographic and Sunset Cruise tickets for July and August are available online; few tickets have sold.

5. Summer Camps
   a. Camp registration is open and registrations as of March 3 include 6-OEA(+2 this month), 53-Ocean Camp (+26), 10-Marine Science Research Experience (+4), 1-Undersea Tech (+1).
   b. Mystic Seaport Joint - registration is open on Project O website, 3 registrants (+1).
   c. Mystic Aquarium Joint – registration is open on Mystic Aquarium’s website.
   d. NESS Joint - formal agreement has been put in place, registration is open, 3 registrants (+2).
   e. Participated in Pfizer’s Camp Fair along with several other local camp sponsors.
   f. Planning a Project O Summer Camp Open House on April 18.

6. Staff
   a. Completed two additional educator interviews and 3 resident supervisor interviews; offers are pending.
   b. Completed several intern interviews; 2 people have been offered and accepted the internships; additional interviews are pending, and applications are still being accepted.

7. Administration/Logistics
   a. Hosted two reps from Connecticut Chapter of NAME (National Association for Multicultural Education) for staff professional development.
   b. Completed Coast Guard’s annual inspection of EL2 with no discrepancies.
c. Continuing to dialogue with SmallCo to identify the way forward for improvements and updates to our FileMaker scheduling software.

d. Three contractors have visited to scope a project for media equipment and electrical work planned for the cafeteria and classroom; awaiting proposals, equipment lists, and cost estimates.

e. Completed initial draft of an RFP for development of Project Oceanology Data System (PODS), which is envisioned to enable students to record science/environmental data collected during programs via tablet for uploading into the Long Island Sound Integrated Coastal Observing System (LISICOS) database. Funding for the project is included in the NOAA BWET grant. Draft RFP is being reviewed by subject matter experts.

8. Outreach

a. For the second consecutive year, Dr. Molly Jacobs was invited by Ocean Conservancy in Washington, DC to participate in a series of meetings with congressional offices to advocate for funding of NOAA programs. The meetings were held March 2-5, expenses were sponsored by Ocean Conservancy, and the activities are considered lobbying.

b. Dr. Jacobs will participate as a special award judge in the 72nd Connecticut Science and Engineering Fair at Quinnipiac University on March 10.

c. Earth Day outreach has commenced for two efforts; the first will involve identifying and providing training, cleanup kits, and a media kit to community groups that will hold their own beach cleanup activities (contact cleanup@oceanology.org to sign up); the second will involve hosting individuals for a beach cleanup event on Earth Day.

9. Board Administration

a. Discussion of Standing Committees is a separate agenda item. A pdf describing the committees and their purposes is being forwarded with this report.

b. The date for the next meeting of the board is TBD. All board members have been requested to provide feedback via an emailed poll to schedule meetings that will enable maximum participation. Responses are still being accepted and the link will be made available again to members that have not responded. As a reminder, board meetings are anticipated once each month from September through November and February through June.

c. Revision to Interdistrict Committee Agreement and Bylaws.

Each of the eleven school districts that are currently members have indicated plans to remain members under the newly proposed cooperative agreement and bylaws. Our attorney at Shipman and Goodwin is conducting a final review, at which time appointments will be made with Superintendents/Heads of schools from Groton, NFA, East Lyme, Waterford, Ledyard, Bozrah, Preston, Salem, Franklin, Sprague, and Columbia.
Executive Committee: There shall be an Executive Committee, composed of the officers as defined in the Bylaws. If none of the officers are designated representatives of member districts, the Board of Directors shall elect at least one designated representative of the member school districts to serve on the Executive Committee as well. In addition, the Board of Directors may, but need not, elect a community member to the Executive Committee. The Executive Committee is authorized to exercise the authority of the Board of Directors between meetings of the Board of Directors when prompt action is advisable and calling a special meeting is not practical. A majority of the members of the Executive Committee shall be a quorum for purposes of taking action.

Members:  
Board Chairman, Dr. Nicholas Spera, ISAAC  
Board Treasurer, Ms. Stephani Jones, NFA  
Board Secretary, Ms. Evelyn Brown, Bozrah  
Community Member (optional, TBD)

Standing Committees: There shall be three standing committees, Programs, Budget and Personnel, the members of which the Chairperson shall appoint. The Board of Directors may also create ad hoc committees to examine specific issues and report back to the Board of Directors. Each committee shall keep minutes of its proceedings and shall make such reports to the Board of Directors as it may require.

Members:  
Programs Committee: TBD  
Budget Committee: TBD  
Personnel Committee: TBD

Operation of Committees: The meetings of the Board of Directors, and meetings of its committees shall be conducted in accordance with the Connecticut Freedom of Information Act, Conn. Gen. Stat. § 1-200 et. seq.

Ex officio member: The Executive Director shall be an ex officio member of the Board of Directors and of all committees, including the Executive Committee. “Ex officio” shall be defined as the right of participation in deliberations without right of vote and without the privilege of being elected an officer of the Board of Directors.

* As prescribed in pending bylaws
Standing Committee Purpose Statements

Programs Committee
The purpose of the Programs Committee is to provide structured and consistent opportunities for Project Oceanology to leverage the educational and teaching expertise of the Board of Directors. The Programs Committee will have the opportunity to support and advance programmatic work at Project Oceanology in areas including strategic planning, marketing of programs to schools and other entities, curriculum development, and networking with school administrators, program directors, and others. Meetings are anticipated twice annually and as needed.

Budget Committee
The purpose of the Budget Committee is to provide guidance in the development of an annual budget to achieve strategic goals. The Budget Committee will assist in identifying general spending priorities, determining appropriate compensation and benefit levels, assessment of investment opportunities, developing capital improvement priorities, and other related tasks assigned by the Board Chair. Meetings are anticipated once each fall, twice in the winter prior to the presentation of the annual budget to the Board in February, and as needed.

Personnel Committee
The purpose of the Personnel Committee is to provide guidance in the development of personnel policies, job descriptions that require approval by the Board, employee evaluations, and other related tasks assigned by the Board Chair. The majority of Personnel Committee work is anticipated to be able to be completed remotely through email (document review and comment), with regular meetings twice annually to identify priorities and discuss processes.
Re: Documents for Project Oceanology March 17, 2020 Board Meeting

1 message

Fri, Mar 13, 2020 at 9:27 PM

Members of the Board,

Dr. Spera has cancelled the meeting scheduled for next week March 17 due to several factors related to the coronavirus.

In lieu of a formal meeting, we will host a virtual meeting on Tuesday instead. I will send you an email update Tuesday morning regarding our operating status and the impact (our best estimate at that point) of the pandemic at Project O. This virtual meeting will be an opportunity to discuss anything you wish from my March report to the update. I'll be connecting from home myself, since I have just returned from Europe and commenced the 14 day stay at home monitoring period (no symptoms yet :).

We'll plan on 4:30pm on Tuesday for the virtual meeting; but since most schools are closed Tuesday, let me know if you'd rather schedule earlier in the afternoon.

We're considering a few software platforms for the virtual meeting; I expect you will be able to access the meeting from a computer, tablet, or phone. Details on the platform will be provided NLT Monday.

Best regards,

Jim McCauley
Executive Director
Project Oceanology
(860)445-9007
www.oceanology.org

On Wed, Mar 4, 2020 at 5:48 PM Jim McCauley <jmccauley@oceanology.org> wrote:

Members of the Board/Delegate Assembly,

Please note that I am sending this a week earlier than usual since I will be away on vacation next week.

The following documents are attached for your review prior to the upcoming meeting on Tuesday March 17 at 4:30pm:

1. Agenda
2. Minutes of the last meeting for approval
3. Executive Director's Report for March 2020
4. Board Committees and Purpose Statements

Please review the documents prior to the meeting. The scheduled meeting time does not allow reviewing the documents in detail during the meeting. Hard copies of these documents and other documents supporting agenda
items will be provided at the meeting. Please let me know if there is other information you wish to have prior to or at the meeting.

Please park in Lot D adjacent to our building. A link to register for parking will not be provided, but you may register your vehicle at our front desk upon arrival if you wish.

Thank you, and I look forward to seeing you on Tuesday the 17th.

Best regards,

Jim McCauley
Executive Director
Project Oceanology
(860)445-9007
www.oceanology.org
Logged In Members: Nick Spera (ISAAC), Ev Brown (Bozrah), Jason England (Groton), Mike O’Connor (Waterford), Nat Trumbull (UConn)
Representing Project O-Jim McCauley (Exec.Director).
Public: 4 Project O staff members: Molly, Leslie, Lisa, Marissa

Meeting was opened at 9:59AM by Chairman Spera.

1. Chairman’s remarks: Unofficial meeting status was discussed, agenda & meeting access not posted for public so no official business or motions. Review of governor’s newest coronavirus info from last night regarding leeway with meetings, grants, deadlines, working from home, no gatherings etc. Today, discussing impacts on Project O, actions to date and going forward.

2. Executive Director’s bulleted email list (3/16/20 4:29PM) on Covid-19 actions, programming & staff was outlined. Refund policy is outlined there. There was a long discussion of the role Project O could play in providing online programs. Molly outlined a few ongoing ideas that the staff educators were currently working on and fielded questions/suggestions regarding other options such as drop-off kits, videos & supporting activities, data nuggets, PR opportunities, statewide availability, video help, use of CRC funding to develop materials, LIVE from Project O, elementary story/critter/craft idea, UConn coastal perspective series or other panel discussions on topics.

3. Executive Director’s monthly report Q & A for March: Refer to the report email document for details. Jim is in quarantine after travel in Europe & working from home. His report included updates on:

   * 1. Budget/Finance,
   * 2. Grant Activities/Update,
   * 3. School Year Programs,
   * 4. Public Programs,
   * 5. Summer Camps,
   * 6. Staff,
   * 7. Administration/Logistics,
   * 8. Outreach,
   * 9. Board Administration, work with member superintendents regarding the Interdistrict Committee Agreement continues and all districts have indicated willingness to continue under the new documents, the atty has completed his final review of the documents. Jim will look into the logistics of electronic signing to finalize the agreement.

4. Public Comment: Lisa remarked that she would be looking at the financial & programming impacts of the cancellations.

5. Standing Committees: No discussion. Descriptions were sent out as an email to board members.

6. Budget- no discussion on FY21, impacts from this virus on FY20 are priority now.

7. New Business: Jim outlined what the employees were currently doing regarding hours, onsite vs. at home work, disinfecting work, and educator development work. Currently there are no layoff or unemployment filings. May change in upcoming weeks.
8. Next meeting discussion & topics. Jim suggested an emergency special meeting in 2 weeks for updates and some motions regarding authorization for grant filing. That will also be virtual, posted so as to be legal for business and held on March 26, 10AM, Zoom.

April Regular meeting date of 4/21/20 at 4:45 TBD

Zoom meeting closed at 10:47.
Respectfully submitted,
Evelyn Brown, sec.