



NOTICE AND AGENDA

Strategic Planning and Business Meeting
Board of Directors
Aquatic Science Center

To Be Held
June 2, 2011
9:30am - 3:15pm

Bay Conservation and Development Commission

50 California Street
San Francisco, CA 94111

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| 1. Call to Order | 9:30 - 9:35 |
| 2. Public Comments | 9:35 - 9:45 |
| 3. Consent Items | 9:45 - 9:50 |
| a) Approval of Agenda | |
| b) Approval of March 3, 2011, Meeting Minutes
(Attachment 1) | |

Strategic Planning Discussion

- | | |
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| 4. Introduction and Desired Outcomes for the Session
<i>Rainer Hoenicke</i> | 9:50 - 10:00 |
| 5. Strategic Planning Roadmap; Results to date of SWOT and
Environmental Scan Data; Discussion of Pathway to
Plan Completion
<i>Rainer Hoenicke, Marc Beyeler</i> | 10:00 - 10:45 |
| 6. Introduction of Strategic Criteria for Prioritization Process;
Timeline to Plan Implementation Phase
<i>Kelleen Griffin</i> | 10:45 - 11:15 |

Break	11:15 - 11:30
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7. Review Outcomes of the Strategic Planning Subcommittee Meetings – Progress to Date and Key Takeaways (Attachment 2)
Introduction by Dave Williams, Board Chair 11:30 - 12:00

8. Options for ASC Evolution of Operations, Governance, and Identity: Board Composition, Administrative Infrastructure, Relationship between SFEI and ASC (Attachment 3)
Rainer Hoenicke 12:00 - 1:00

Lunch Break 1:00 - 1:30

9. Wrap Up. Summarize Outcomes, Next (Final) Steps on Strategic Plan and Topics for September BOD Meeting 1:30 - 2:30

Business Meeting

4. Review of Action Items from March Meeting 2:30 - 2:45

5. Action Items 2:45 - 3:15
a) Approve FY 2011/12 Program Plan Update and Associated Resolution (Attachment 4 and 5)

Adjourn 3:15

Attachment 1

DRAFT Minutes of the Aquatic Science Center Board of Directors March 3, 2011

Members Present:

Darrin Polhemus (Alternate), State Water Resources Control Board
Ken Landau (Alternate), Central Valley Regional Water Quality Control Board
Vicky Whitney, State Water Resources Control Board
Bruce Wolfe, San Francisco Bay Regional Water Quality Control Board
Kirsten Struve, Bay Area Clean Water Agencies
Alexis Strauss, U.S. Environmental Protection Agency, Region 9
Dyan Whyte (Alternate), San Francisco Bay Regional Water Quality Control Board
Amy Chastain (Alternate), Bay Area Clean Water Agencies
Rainer Hoenicke, San Francisco Estuary Institute
Frank Leung, San Francisco Estuary Institute

Others Present:

Kelleen Griffin, San Francisco Estuary Institute
Stephanie Seto, San Francisco Estuary Institute
Trish Mulvey, SFEI Board and CLEAN South Bay
Page Nelson, Marc Beyeler Associates
Thomas Jabusch, San Francisco Estuary Institute

1. Call to Order

Mr. Wolfe, Acting Board Chair, called the meeting to order at 1:00 p.m.

2. Public Comments

None

3. Consent Items

Ms. Whitney made a motion to approve all consent items, including the agenda and December 2, 2010 meeting minutes. The motion was seconded by Ms. Strauss and passed unanimously with alternates who were not present in December abstaining.

Action Item:

- Correction of future Board meeting dates for 2011: September 1 is an Aquatic Science Center Board Meeting only.

4. Review of Action Items from December Meeting

Mr. Wolfe reviewed and the Board agreed to all completed action items.

5. Program Plan Update

Dr. Hoenicke discussed three additional projects to be included in the Program Plan. Ms. Mulvey requested use of an amended description for the Santa Clara Valley Water District historical ecology project. Dr. Hoenicke agreed to re-write parts of Project 1 (HSRA) description in response to Board concerns of how it was written up, i.e., not a staffing issue, potentially in conflict with governor's executive order and civil service

rules, potential union opposition. It was agreed that this item needed to be written up correctly and characterized/negotiated correctly. Ms. Griffin and Ms. Strauss had additional comments regarding employee liability issues and firewalls between ASC and SFEI. Ms. Whitney made a motion to approve the amendment to 2009/10 ASC Program Plan. The motion was seconded by Ms. Strauss and passed unanimously.

Action Items:

- Project 1: Delete “support” and “Permitting”
- Project 2: Delete “support”
- Dr. Hoenicke to re-write parts of Project 1 (HSRA) description

6. Information and Discussion Items

Dr. Hoenicke reviewed the Executive Director’s Report and gave an update on the Exposure Reduction Project.

7. Strategic Plan Development

Dr. Hoenicke reviewed next steps and critical decision points between March and June. The Board requested to schedule a joint face-to-face meeting with both strategic planning subcommittees of the Aquatic Science Center and SFEI for May. There was also a request to schedule an Aquatic Science Center strategic planning subcommittee conference call for April. The Board reviewed the list of key informants and made a few updates by adding names and correcting typos. The Board also reviewed the draft agenda for the full-day June retreat.

Action Items:

- Update key informants list: Add new names and correct typos
- Revise draft agenda for the full-day June retreat
- Schedule a joint face-to-face strategic planning subcommittee meeting for May
- Schedule an Aquatic Science Center strategic planning subcommittee meeting for April

8. Adjournment

The meeting is adjourned at 2:45 p.m.

Respectfully submitted,

Ken Landau (Alternate)
for Pamela Creedon, Board Secretary

Date

Action Item	Who?	Status
1) Correction of future Board meeting dates for 2011: September 1 is an Aquatic Science Center Board Meeting only.	Ms. Seto	Done
2) Project 1: Delete "support" and "Permitting" (Attachment 2)	Mr. Nelson; Dr. Hoenicke	Done
3) Project 2: Delete "support" (Attachment 2)	Mr. Nelson; Dr. Hoenicke	Done
4) Update key informants list: Add new names and correct typos	Mr. Nelson; Dr. Hoenicke	Done
5) Revise draft agenda for the full-day June retreat	Mr. Nelson	Done
6) Schedule a joint face-to-face strategic planning subcommittee meeting for May	Ms. Seto	Done, scheduled May 13th
7) Schedule an Aquatic Science Center strategic planning subcommittee meeting for April	Ms. Seto	Done, scheduled April 14th

Attachment 2

Joint Meeting of ASC/SFEI Strategic Planning Subcommittees Held on May 13, 2011

The meeting ran from 1 - 4 pm. In attendance were: Alan Ramo, Trish Mulvey, Darrin Polhemus (on the phone), Pamela Creedon, Dyan Whyte, Chuck Weir, Dave Williams, John Callaway. Marc Beyeler, Page Nelson, Rainer and Kelleen were facilitating.

KEY TAKEAWAYS

#1: “Independent science” is best served by the fact of, and not just the perception of, independence. Continue to research pros and cons of organizational structure, but for now maintain both non-profit and JPA.

#2: Broaden geographic focus, beyond just the Bay Area

#3: Minimize administrative burden and redundancy. Explore “One Board” Concept.

#4: Maintain strong SFEI legacy of independent science

#5: Broaden representation on the Aquatic Science Center Board

SUMMARY

Vision, Mission, Goals, and Objectives (“VMGO”)

ASC VMGO is ready to go to the full Board. No additional comments.

RECAP: ASC Vision: *Aquatic ecosystems are being protected and enhanced, supported by independent science.*

ASC Mission: *Provide scientific support and tools for public decision-making and communication through collaborative efforts.*

SFEI’s VMGO needs more baking. Squishy words like ‘transformation’ made members of both Boards uneasy. Guidance offered by Board: Keep it simple, make it forward looking, and emphasize ‘enlightened decision-making’. They suggested the following language (and interestingly, similar language also came from Josh in a previous internal meeting):

RECAP: SFEI Vision: *A healthy Bay and Estuaries*

SFEI Mission: *To serve the Bay Area (and beyond) with sound environmental science.*

Organizational Evolution – The “One Board” Concept

Organizationally, we discussed the heavy burden of maintaining two Boards, and gave as justification for a different structure the following: 1. cost and time to administer by Executive Staff; 2. Extensive coordination amongst the respective Board Members; 3. Identity dilution.

Subcommittee members were in favor of shifting the organizational structure with the following guidelines:

- Maintain recognition as source of independent, well-documented science.
- Maintain the regional focus (i.e. Bay Area) and (nationally renown) core competencies while expanding geographic scope beyond the Bay Area
- No advocacy
- Build in ability to pursue all opportunities for appropriate funding, no restrictions
- Broaden stakeholder governance
- Enhance strong data management capabilities
- Focus on communication and strengthen collaboration
- Create ability to develop and maintain tools for data dissemination
- Create forums to discuss and understand science and its implications for policy and management

Once these guidelines were set, we established that the organizational ‘status quo’ – two Boards, two separate but interconnected organizations – was not acceptable going forward. Specific emphasis was placed on the *evolution* of ASC’s purpose of creation: 1) The need for a "science center" in Region 5 and for key issues in Region 1, especially in Sonoma County; 2) The need for technical transfer of cutting-edge methodologies and tool application piloted with partners in the Bay Area and Southern California to other parts of the state; 3) The need to provide information forums based on authoritative and trustworthy science. We then discussed what forms of governance and structure might be beneficial.

Should SFEI become a JPA; should ASC/SFEI become the SCCWRP of the North?

It was pointed out that a JPA is the unicorn of the government world, seemingly able to accomplish through coordination/collaboration what no one agency could accomplish on its own.

Two underlying questions became the focus of discussion.

First, is there any obvious financial, legal or operations benefit to maintaining a non-profit, 501(c)3? No. Other than tax-exemption, no obvious significant benefit exists. The non-profit designation helped us garner better terms from our new landlord, and it may, although no proof exists, help us be more attractive to Foundation and Family Office Funding. There is specific administration/expense associated with the non-profit, filing a 990 every year, audit, but we would have to do similar administration no matter what the structure. Last, and perhaps significant, the general public seems to be reflecting an upsurge in distrust of for-profit entities with a corollary distrust of governmental bodies. Maintaining the non-profit keeps us out of the mix and focused on our goal of a healthy Bay.

Second, would there be any negative impact to switching to a JPA structure? While several Board members were initially in favor of the concept, our consultants provided feedback from Key Stakeholder Interviews that indicated a negative impact to our two organizations as a whole if we moved to a SCCWRP structure. Many ASC key interviewees felt that SCCWRP was not inclusive enough of their respective viewpoints, meaning they felt disenfranchised from the dialogue in the Southern part of the State. A discussion ensued regarding the critical factors contributing to SFEI/ASC's success in finding/funding projects at the thresholds of conflicting interests and viewpoints. It was specifically noted that legacy Board composition has contributed to good science.

ACTION ITEMS

1. Confirm what a JPA can do today legally.
2. Research possible One Board composition/ranking/structure.
3. Understand the costs associated with running both SFEI/ASC, i.e. how much expense does SFEI absorb on behalf of ASC?
4. Document overlaps and/or gaps in fiscal and administrative oversight. Example: ASC does not have its own Fiscal & Admin Committee. ASC is now recognized by some funding sources as a legal entity separate and distinct from SFEI, requiring separate insurance.
5. What capacity issues/constraints exist in each organization? People? Assets? What criteria have we established to manage our capacity and guide our programmatic investments?

Aquatic Science Center - Proposed Vision, Mission, Goals and Objectives

FROM ASC BOARD DISCUSSION 12/2/10
FROM SFEI SENIOR STAFF DISCUSSION 12/09/10
FROM ASC SP SUBCOMM DISCUSSION 2/2/11
FROM ASC BOD DISCUSSION 3/4/11
FROM EX STAFF/SP SUBCOMM DISC. 04/12/11 & 04/14/11

Track Changes 04/20

Vision:

Aquatic ecosystems are being protected and enhanced, supported by unbiased science.

Mission:

Provide scientific support and tools for public decision-making and communication through collaborative efforts.

Goal 1:

Provide science support services, including the development of new science, focused on connecting science to policy and decision-making.

Objective 1.1

Conduct and support development of research that anticipates and responds to information needs for program and policy adjustments in a rapidly changing environment.

Objective 1.2

Provide timely, relevant, credible, and reliable monitoring data and assessments to aquatic resource regulators, managers, planners, and decision-makers.

Objective 1.3

Provide support for new and innovative approaches to comprehensive stewardship of aquatic resources at the landscape level and in a watershed context, assisting planners, regulators, managers, and policy-makers to better evaluate, understand, and manage cumulative effects of their decisions and actions.

Goal 2:

Expand data and information synthesis by developing appropriate tools and systems.

Objective 2.1

Expand and strengthen the integration of Regional Monitoring information, and the ability to aggregate data from disparate sources.

Objective 2.2

Integrate scientific data and information into the process of problem formulation, policy development, and evaluation of management options, providing support for California Water Quality Monitoring Council (CAWQMC) and regional coordinated monitoring initiatives, including Surface Water Ambient Monitoring Program (SWAMP) and existing Regional Data Centers.

Objective 2.3

Provide a reliable environmental data and information management system that supports monitoring programs, technical support teams, and external partners in a way that users can efficiently store, retrieve, share and visualize data of known quality.

Goal 3:

Provide an independent, accessible forum to improve science and policy integration and communication with a wide variety of stakeholders and decision-makers.

Objective 3.1

Provide inter-agency coordination services where individual agency mandates and missions make it difficult to align common goals and interests (i.e., assist with vertical and horizontal integration of science-based governmental decisions).

Objective 3.2

Enhance accessibility of data and information via technical support and outreach to data generators and users alike, in collaboration with existing Regional Data Centers in order to expand services to other regions of the state.

Goal 4:

Maximize the *value and use* of public financial resources by providing efficient scientific, information-management, and administrative support for multiple stakeholders.

Objective 4.1

Continue to streamline ASC contracts and grants administration practices and requirements, continuously refining project criteria and improving processes for evaluating strategic needs and opportunities.

Objective 4.2

Expand the use of environmental performance assessment measures to improve and enhance tracking and reporting that can serve both regulated entities and regulators.

Attachment 3

To: Board of Directors
From: Rainer Hoenicke, Executive Director
Date: May 24, 2011

Options for Evolution of Operations, Governance, and Identity

Summary

The purpose of this item is to consider feedback from key informants (internal and external) and evaluate if and how the current governance and operational model of the Aquatic Science Center (SFEI administering the operations of ASC with two separate Boards) should be adjusted. The initial intent behind forming a Joint Powers Authority was to develop a mechanism for public agencies to access scientific, information management, and other support services more readily. Since 2007, the Aquatic Science Center has shown to be much more than that. There is good reason to assume that all desirable characteristics of each organization can be established, maintained or enhanced under ONE common governance structure (one Board of Directors), while two legal entities remain in place as 501(c)(3) and JPA. Commensurate benefits may be achieved by lowering the transactional costs of maintaining the operational infrastructure for both organizations under the current arrangement.

Background

The SFEI Board of Directors considered multiple options for creating a Joint Power Authority, starting in 2004, with legal advice from the law firm of Duane Morris LLP. In March of 2006, I prepared for SFEI Board consideration a draft fact sheet that explained the essence of the applicable section series in the California Government Code (see below). The SFEI Board decided to pursue a JPA with close links to SFEI, and which utilizes the provisions in section 6506, whereby the “agency or entity provided by the agreement to administer or execute the agreement may be...a board constituted pursuant to the agreement. It was therefore possible to establish SFEI, or an entity consisting of existing SFEI staff, as the administering agent of the JPA, which resulted in the current administrative service agreement between the two entities that has up to this point put all operational aspects of the JPA into the hands of the SFEI Board and staff.

One key concern the SFEI Board had in crafting the relationship between SFEI and the Aquatic Science Center was that the independence and hard-earned reputation of the Institute as serving **all** stakeholders – not just regulators and regulated entities – be maintained. A governing Board comprised of a broad range of interest groups, including environmental advocates was believed to have contributed in large part to SFEI’s reputation.

During its first three years of operation, the JPA has developed a life of its own. The signatory members (SWRCB and BACWA) recognized its potential outside the geography covered by the SF Bay Regional Water Board and the recognition by external parties that an independent science entity could assist in bringing parties with different value systems and interests together and inform negotiations. Also, many environmental

management challenges facing Bay-Area stakeholders are also encountered in the Delta and upstream. Lessons learned in the past two decades of supporting the signatories to the Comprehensive Conservation and Management Plan for the San Francisco Estuary could be transferred to other parts of the state. Both the SFEI and the Aquatic Science Center's strategic planning committees agreed that the JPA had "outgrown" the status quo between the two entities and no longer represents a viable option.

Options to Be Revisited

Between now and September, staff will work closely with both Strategic Planning Committees to utilize the completed key informant interview results and their analysis to flesh out new options for re-structuring the JPA and its relationship with SFEI. The Aquatic Science center desires its own identity and "brand" outside of the Bay Area, while SFEI wants to maintain its place-based character and its role as "incubator" of new decision-support tools, innovative monitoring methodologies and frameworks, and approaches to giving policy-makers and environmental managers the ability to use science in a learning and adaptive implementation process. The emerging goals and objectives of both organizations are very similar, yet implementation requires keeping the best characteristics of both intact. For SFEI, those characteristics include:

- Ready access to ALL stakeholders envisioning a "healthy estuary" (including societal elements) through close collaboration with the Estuary Partnership
- Potential bridge between public and private sectors and ability to access key drivers of change
- Flexibility and ability to target projects with longer-term impact horizon that are more research-oriented

For the Aquatic Science Center, those characteristics include:

- Public agency status
- Strategic partner of regulated entities and regulators
- Potential for "entrepreneurial arm" of government
- Neutral forum for multiple stakeholders
- Greater geographic focus than just Bay Area
- Potential of more partnership-driven initiatives and flexibility to respond to science-support needs via paid membership

Key questions of what a modified "one operation – two legal entities" may look like are:

- 1) Does the name "San Francisco Estuary Institute" constitute a brand that is well known and has strategic advantages for achieving our goals and objectives?
- 2) Would there be unacceptable drawbacks of establishing identical board membership for both ASC and SFEI?

March 3, 2006

Draft Fact Sheet

Establishment of a Joint Powers Authority

Joint Powers Authorities are usually formed with an eye towards common functional or geographic needs. Through a “Joint Powers Agreement” between two or more public entities (see Government Code Section 6500 *et seq.*), a separate public agency is established that allows the signatories to the agreement to more efficiently deliver services that meet the needs of the people they serve. The savings of tax dollars, through the use of economies of scope and scale, allow the individual JPA members to deliver a higher level of basic services, such as scientific decision support, education, public safety, and many others, to its primary benefactors, the community and its taxpayers.

The purpose of the proposed Joint Powers Authority, to be created via a Joint Powers Agreement between the State Water Resources Control Board and the Bay Area Clean Water Agencies, shall be promotion and delivery of science support functions and information management for governmental and non-governmental organizations in northern California with roles in environmental management, policy development, and communication. More specifically, the Joint Powers Agency (JPA) shall serve as a fiduciary agent for the efficient delivery of financial, scientific, monitoring and information management support functions, as necessary, to complement the activities of the San Francisco Estuary Institute, including:

- (1) integration, evaluation, management and reporting of data and information about the condition of the San Francisco Estuary, adjacent ecosystems in northern California, including the North and Central Coasts and the Central Valley, and the watersheds contained within the jurisdictional area of the San Francisco Bay Regional Water Quality Control Board; stressors acting on conditions; and the potential implications of alternative management responses and scenarios;
- (2) providing a forum and mechanism to refine and use adaptive management principles in beneficial use protection and restoration by tightly connecting science to decision-making processes involving a broad array of stakeholders;
- (3) strengthening the integration of regional monitoring information generated through a variety of efforts, assisting in the refinement of environmental performance measures, and communicating relevant conclusions to a wide variety of decision-makers;
- (4) promoting and administering the Bay Area regional data node for the California Integrated Water Quality System (CIWQS) and the California Environmental Information Exchange Network (CEDEN), and providing information technology support to member agencies and others;
- (5) providing an effective mechanism for science support to other public agencies involved in environmental planning and decision-making, as well as a forum for developing and adjusting environmental management, policy, and assessment questions that form the basis of applied research and monitoring programs in the San Francisco

Bay, the Delta, the watersheds draining through the Golden Gate, and adjacent regions in Northern California.

Attachment 4

Program Plan for the Aquatic Science Center Fiscal Year 2011/12

The Aquatic Science Center (Center) was established for the efficient delivery of scientific and information management support to public agencies and nongovernmental organizations. The Center anticipates the following subject areas where contractual support or fiduciary services may be requested from a variety of state, federal, and local agencies:

- 1) **The San Francisco Estuary Regional Monitoring Program for Water Quality.** Several members would prefer to contribute to the program via a public agency, as their contribution fulfills Water Board NPDES and waste discharge requirements. \$200,000-800,000.
- 2) **TMDL support including: impairment assessments, pollutant conceptual model development, implementation alternatives evaluations, and implementation effectiveness monitoring.** Depending on schedule, the JPA would provide an effective mechanism to conduct necessary technical studies and synthesis. \$100,000-500,000.
- 3) **Collaboration with DFG and other Interagency Ecological Program Partners to study pelagic organism decline and in the Delta and evaluate various habitat restoration options.** The JPA would allow for technical syntheses to occur in a timely fashion. \$300,000-\$500,000.
- 4) **Wetland monitoring as part of adaptive management of restoration implementation steps.** The JPA would assist DFG, the SCC, and other implementers to evaluate alternative restoration pathways based on monitoring information. \$150,000-\$300,000
- 5) **Collaborative efforts with Water Boards, EPA, and other IEP participants to develop and implement a coordinated water quality monitoring program in the Central Valley.** \$100,000-\$250,000
- 6) **Collaborative effort with State Water Board to provide technical support to Surface Water Ambient Monitoring Program.** \$100,000-250,000.
- 7) **Development of technical and scientific recommendations to the California Water Quality Monitoring Council.** \$50,000-200,000.
- 8) **Development of Delta Regional Monitoring Program and Special Studies.** \$250,000-500,000
- 9) **Scientific Assistance to State Water Board for development of a statewide riparian and wetland system protection policy and implementation guidance.** \$250,000-\$450,000

- 10) **Developing California capacity to assess the performance of wetland protection policies, programs, and projects in a watershed context.**
\$300,000-\$450,000
- 11) **Development, technical transfer, and implementation of a standardized set of assessment and tracking tools for California wetlands and riparian areas.** \$1.5- 2M
- 12) **Historical Ecology studies in support of evaluating restoration and protection options in the Bay-Delta region and the Central Valley.**
\$500,000-\$1M
- 13) **Data Portal Development and Management for SWAMP Regional Data Centers.** \$1M-\$1.2M
- 14) **Development of San Francisco Estuary/North Coast Regional Data Center.**
\$500,000-\$750,000
- 15) **Development of a Clean-up Strategy for San Leandro Bay.** \$1M
- 16) **Development of Web-Based Tools to Coordinate Monitoring Activities in the Central Valley.** \$50,000-\$250,000
- 17) **Scientific Assistance to Central Valley Regional Water Quality Control Board and participants in the Salinity Alternatives for Long-Term Sustainability (CV-SALTS) Initiative.** \$5M
- 18) **San Francisco Bay Exposure Reduction Program for Contaminated Fish.**
\$500,000
- 19) **Science Support for Aquatic Resource Protection for the California High Speed Rail Authority Permitting Consortium** \$1M-\$2M
- 20) **Contractual Services to the Bay Conservation Development Commission for Amendments to the Bay Plan.** \$50,000-\$100,000
- 21) **Documenting Historical Conditions and Change in Santa Clara County.**
\$10,000-\$20,000

The Executive Director is authorized to enter into contracts that are consistent with the program plan described above and in accordance with the following desirable attributes:

- The project is consistent with, or supplemental to, activities that are in the SFEI Program Plan.
- The project is of interest to multiple member agencies, including those from both regulated and regulatory agencies. Interest increases when the project is likely to facilitate development of a scientific framework for management issues.
- The project leads to collaboration with technical leaders in the field and establishes scientific precedent.

- The project demonstrates scientific equipment, expertise or capacity currently lacking in the commercial or consulting sector.
- The project is designed to develop scientific tools for evaluating policy and program alternatives and make complex scientific information accessible and understandable to non-technical audiences.
- The project makes scientific understanding of the coastal and estuarine waters and their watersheds more widely available in publicly accessible media (e.g. beyond technical reports and publications).

Two weeks prior to entering into any contracts, the Executive Director will notify the Board of Directors in writing of the intent to enter into a contract on behalf of the Aquatic Science Center. If any Board member objects, a special session of the Board will be called for deliberation and approval of project. In addition, the Executive Director will seek advice from an ad-hoc advisory group comprised of the Board Chair and Vice Chair for any contract over \$50,000 with regard to calling a special session of the Board for deliberation and approval of significant project requests on a case-by-case basis. Each Board Meeting Agenda will contain a standing item for the Executive Director to report on signed contracts and a report on the status of individual contracts and grant agreements.



Attachment 5

RESOLUTION NO. 01-11

BOARD OF DIRECTORS
AQUATIC SCIENCE CENTER

**A RESOLUTION AUTHORIZING AND DESIGNATING A REPRESENTATIVE TO NEGOTIATE
CONTRACTS OR AGREEMENTS ON BEHALF OF THE AQUATIC SCIENCE CENTER**

WHEREAS, in accordance with Section 9.6(c) of the Bylaws, the Executive Director has such other powers and duties as may be prescribed by the Board or the Bylaws; and

WHEREAS, the Board, pursuant to Section 7.1 of the Bylaws, has the authority to authorize and enter into contracts or agreements on behalf of the Aquatic Science Center; and

WHEREAS, the Board designates the Executive Director to sign all contracts, agreements and any amendments hereto.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Aquatic Science Center hereby authorizes Dr. Rainer Hoenicke as Executive Director to negotiate and execute all grants or contract agreements consistent with the Aquatic Science Center's Board-approved Program Plan.

APPROVED AND ADOPTED this 2nd day of June, 2011.

The undersigned, Board Chair, does hereby certify that the foregoing is a full, true and correct copy of a resolution duly and regularly adopted at the meeting of the Aquatic Science Center on June 2, 2011.

AYE:

NAY:

ABSENT:

ABSTAIN:

David Williams, Board Chair