



ELIZABETH F.
GAMBLE GARDEN
HISTORIC HOME & GARDEN



APPROVED

Gamble Garden Board Meeting Minutes
June 27, 2023
4:00 pm – 5:30 pm
Meeting in-person, Carriage House

ROLL CALL

Members Present: Robin Allen, Donna Bohling, Sarah Burgess, Sarah Clark (President), Lena Dawson, Karen Douglas, Pat Gregory, Susann Mirabella, Sheri Moody, Judy Paris, Carmen Pekelsma, Anne Ritchie, Colette Rudd, Kathie Shaw, Donna Sheridan, Susan Woodman, Joan Zwiep (President Elect)

Quorum Established: Yes

Guests: Marco Maina, Mary Powell, Julie Shinn, Nancy Wong

Welcome: The meeting was called to order at 4:05 pm by Sarah Clark

Consent Agenda: *Sarah Clark*

- Approval of Minutes for May 23, 2023 Board Meeting

Consent Agenda Approved.

Board Development Slate, *Lena Dawson*

Lena Dawson submitted the Board Slate for FY24

MOTION

Lena Dawson moved on behalf of the Board Development Committee, to elect the following Board Members as Directors, for a two-year term:

Lena Dawson
Susann Mirabella
Colette Rudd
Donna Sheridan
Julie Shinn
Susan Sweeney
Nancy Wong

MOTION APPROVED

MOTION

Lena Dawson moved on behalf of the Board Development committee, to elect the following officers to the FY24 Board:

Joan Zwiep, President
Colette Rudd, Vice President, Programs
Susann Mirabella, Vice President, Fund Development
Donna Bohling, Secretary
Karen Douglas, Treasurer

MOTION APPROVED

Finance, Karen Douglas

MOTION

Karen Douglas moved on behalf of the Finance Committee, that the board adopt the FY24 draft budget that is included in the board packet with a deficit of \$16,167.

MOTION APPROVED

MOTION

Karen Douglas moved on behalf of the Finance Committee, that the board designate the \$454,119 of reviewable gifts as follows:

- \$65,500 for Operating Reserves
- \$50,000 for Planned Maintenance Reserve adjustment
- \$138,619 for one-time projects not funded by Planned Maintenance Reserve
- \$100,000 for the Endowment
- \$100,000 for the Horticultural Complex project

MOTION APPROVED

MOTION

Karen Douglas moved on behalf of the Finance Committee that the board accept the FY22 Audited Financial Statements.

MOTION APPROVED

MOTION

Karen Douglas moved that effective July 1, 2023, Joan Zwiep, as President, Karen Douglas, as Treasurer, and Marco Maina, as Executive Director, be on the list of signers on Gamble Garden's checking and investment accounts. All other signers will be removed. This is consistent with our Accounting Policy Manual.

MOTION APPROVED

MOTION

Karen Douglas moved on behalf of the Finance Committee, that the board consider the proposal for Main House Window blinds, not to exceed \$7100. The FC has reviewed the project and determined that funds are available and processed were followed.

MOTION APPROVED

MOTION

Susan Woodman moved on behalf of the House Subcommittee, to contract with Interiors and Textiles of Palo Alto for the purchase and installation of seven woven shades in the living room and dining room at a total cost of \$7,052. The proposal has been approved by the Executive Director and the Finance Committee.

MOTION APPROVED

IDEA Task Force Final Report, Mary Powell

The IDEA Task Force submitted a final report to the board as included in the materials and is disbanding at the end of June. Mary Powell, Co-Chair, gave a slide presentation emphasizing two of the six recommendations.

- An outline for Cultural Mindfulness Training was presented.
- The Task Force unanimously recommends Edutainment for Equity (E4E) be engaged at a cost of \$4,000 to provide a series of three customized training sessions on Cultural Mindfulness for the board, staff, and committee leaders, and that this recommendation be accepted at the June 2023 board meeting for implementation before the end of the 2023 calendar year.
- The Task Force asks that this recommendation be accepted at the June 2023 board meeting for implementation before the end of the 2023 calendar year.
- E4E will deliver three workshop sessions, once a week for 3 weeks. In the workshops participants will
 - o Examine the ways that their positionality informs perspective.
 - o Investigate the way that their positionality shapes their relationships and interactions.
 - o Examine the way their positionality informs how they design systems.

- The IDEA Task Force recommends that the board create a new board committee in FY25, called the Equity Committee, to continue the work of IDEA into the future. The chair of this committee will have a board seat and have the role of Equity VP.

MOTION

Colette moved that the Board approve entering into a contract with E4E for Cultural Mindfulness training services as described above in the report at a cost of \$4000 to be completed by December 1, 2023 and contingent upon receiving positive references from local organization who have engaged E4E.

MOTION APPROVED

MOTION

Sarah Burgess moved that the Strategic Planning Committee investigate E4E references to determine relevance of E4E to Gamble.

MOTION APPROVED

Charters, Sarah Burgess

MOTION

Sarah Burgess moved that the Board accept the revised committee charters as included in the board materials.

MOTION APPROVED

MOTION

Sarah Burgess moved that the entirety of the charters be aligned according to the language of the charters just approved by the board, in the portions dealing with the procedural aspects and excluding any specific committee duties, responsibilities and missions of the committees.

MOTION APPROVED

Executive Director Update, Marco Maina

- Gamble received a revision to the CAW Contract.
- After CAW received the list of Gamble stakeholders, they recommended four Program Verification Workshops instead of three, resulting in an increase in the contract amount from \$117,303 to \$123,278.
- The contract will now be billed hourly and is not to exceed \$123,278.
- Marco revised the Horticultural Complex Task Force calendar to include a later delivery of the lease extension as city employee Sunny Tong has not started on the stewardship agreement.
- We received a \$50K donation for the Horticultural Complex project from Launce Gamble
- Gamble is one of the beneficiaries of the Wendyce H. Brody Trust. We need to sign the Waiver of Claims terms for the gift. Marco will send copies of the documents to the Board and legal counsel for review.

MOTION

With the recommendation of the Garden House Task force, Colette Rudd moved to authorize Marco Maina, the Executive Director, to sign a revised contract from CAW Architects for Phase 1 Architectural Services for a new horticultural complex at Gamble Garden (revised date TBD) not to exceed \$123,278 in professional architectural services plus \$1,000 in reimbursable expenses, to be paid from funds allocated to the Garden House/Horticultural Complex project.

MOTION APPROVED

MOTION

Colette Rudd moved, with the recommendation of the Garden House Task Force, this project be renamed the Horticultural Complex Project and the Horticultural Complex Task Force.

MOTION APPROVED

MOTION

Colette Rudd moved that we accept the distribution from the Wendyce H. Brody Separate Trust and accept the value of \$1,195,000 dollars contingent on review by our attorney.

MOTION POSTPONED

Announcements, Sarah Clark. Joan Zwiap

- FY24 Board Meeting Calendar: Discussion was held regarding the first Board meeting date in FY24, originally scheduled for August 22, 2023. All board members present indicated that they were available on August 29, so it was agreed to change the date from August 22. Joan was asked to send out a revised board meeting schedule.
- Board orientation for new Board Members is scheduled for July 20, 2023. Lena Dawson will be in touch with details.

Farewells, Sarah Clark

- Four members of the Board are leaving as of July 1, 2023: Sarah Clark, Sarah Burgess, Anne Ritchie and Kathie Shaw.
- Three members will be joining the board for FY24: Julie Shinn, Susan Sweeney, and Nancy Wong

The Board recognized and thanked Sarah Clark for her excellent service and guidance as Co-President and President the last two years.

Meeting adjourned at 6:20 pm,

Respectfully Submitted by Donna Bohling, Board Secretary