

ELIZABETH F.
GAMBLE GARDEN
HISTORIC HOME & GARDEN

APPROVED on September 24, 2024

Gamble Garden Board Meeting Minutes
Carriage House, Elizabeth F Gamble Garden
Tuesday, August 27, 2024

Members Present: Robin Allen, Donna Bohling, Karen Douglas, Pat Gregory, Sue Krumbein, Susann Mirabella, Judy Paris, Carmen Pekelsma, Julie Shinn, Susan Woodman

Members Absent: Pat Davis, Susan McDonnell, Colette Rudd, Susan Sweeney

Quorum Established: Yes

Staff: Mica Pirie, Executive Director
Other Guests: Margie Harrington, Noelle Queen

The meeting was called to order at 3:33 PM by President Donna Bohling. She appointed Mica Pirie to record the minutes of the meeting as the board secretary, Colette Rudd, was absent.

Approval of Agenda
The agenda was approved.

Consent Agenda
Board Minutes for the June 25, 2024 Board Meeting were approved.

Finance Report
Karen Douglas presented an overview of the FY24 End-of-Year Treasurer's Report that was discussed in detail in the June 2024 End-of-Year Commentary. The net result was a YTD operating gain of \$104K, compared to a budgeted loss of \$16K. The \$2.8m operating reserve includes six months of operating expenses, other current liabilities, the board-designated projects, the Brody bequest, planned maintenance, and donor-restricted projects.

The California Nonprofit Integrity Act of 2004 requires charitable corporations with gross revenues of \$2M or more to prepare annual financial statements audited by an independent certified CPA. Gamble met that criterion in FY24.

MOTION: At the recommendation of the Finance Committee, Karen Douglas moved the approval of the selection of Robert Lee and Associates (RLA) to perform the FY24 audit of Gamble Garden's financial statements.

MOTION APPROVED

MOTION: Karen Douglas moved the approval of Nadine Priestley as chair, Sarah Clark, and Dana Perkins to serve on the Audit Committee.

MOTION APPROVED

Board Development
Board Development Chair Robin Allen presented the nomination to the Board of Noelle Queen.

MOTION: As Chair of the Board Development Committee, Robin Allen moved that the Board elect Noelle Queen to the Board of Directors for a 2-year term beginning immediately and ending on June 30, 2026.

MOTION APPROVED.

Resignation of Board Member Donna Sheridan

All Directors acknowledge receipt of Board Member Donna Sheridan's resignation via email.

Board Meeting Schedule

MOTION: Susann Mirabella moved the Board approve the schedule of meetings for the Gamble Board of Directors as shown in the Gamble Garden August 27, 2024 Board materials, Attachment 5, "Proposed Board Meeting Schedule," with the November meeting changed to November 18, 2024. The attachment states that all Board Meetings will be the fourth Tuesday of the month at 4 PM to 5:30 PM, in-person, in the Carriage House unless noted otherwise.

MOTION APPROVED.

Proposed Lease Terms with the City of Palo Alto

MOTION: At the recommendation of the Horticultural Complex Task Force, Karen Douglas moved that the Board accept the proposed terms for the new lease in Attachment 6 shown in the August 27, 2024 Board materials "Proposed Lease Terms with the City of Palo Alto" and the Board authorizes the Task Force to begin negotiations with the City.

MOTION APPROVED.

Board Organization Goals Discussion

- The board discussed how best to "roll out" the FY25 goals throughout the organization.
- A separate discussion document will be sent to the board prior to the next Board meeting.
- This discussion will continue at the September Board Meeting.

FY25 Board Goals (Approved by the Board on March 26, 2024)

- 1) **Horticultural Complex & Community Room.** Proceed with steps necessary to plan, approve and build a horticultural workshop, offices for the garden staff, a greenhouse, and a community room to support our mission.
- 2) **Buildings and Grounds and Operations.** Specify and set priority for projects needed to maintain our buildings and grounds and support our activities. Determine funding sources and implement as feasible.
- 3) **Sustainability.** Plan for long-term fiscal sustainability. Plan volunteer leadership sustainability.
- 4) **Inclusion, Diversity, Equity and Accessibility.** Encourage all committees to include IDEA-focused goals in FY2025 as appropriate—inclusion, diversity, equity, access, gender, age, population etc.
- 5) **Program and Community Outreach.** Support the expansion of education programs for children and adults. Continue to evaluate educational and community outreach activities. Explore additional opportunities to partner with the city and like-minded organizations.

Executive Director Report, Mica Pirie

- Reviewed the email bulletin sent last week to the Board and Committee Chairs.
- The garden pathways are being re-done.
- A new Administrative Assistant has been hired in the office.
- A letter to the editor at the Daily Post about our security cameras was published. Mica contacted the author of the letter, who lives close to Gamble. The security cameras were installed due to plant theft and have significantly reduced theft in the covered areas. Theft of plant and other garden materials still occurs in places they do not cover. Audio recording is not enabled and recording access is limited to the Garden Director and Executive Director.
- Upcoming partnership events will be held on September 17th with Canopy and the Chamber of Commerce, and in October with the Palo Alto Art Center for their GROW! Exhibit.

Fund Development Report, Susann Mirabella

- In September, the Board will hear about the Annual Appeal. Full participation from the Board is critical.
- Winter Festival planning is underway with several new committee members. The Winter Festival committee is seeking a chair for WF24.
- September 5, 2025 is our Spring Tour kick-off meeting with Chair Nadine Priestley.
- 40th Anniversary party planning is underway. This will be a gala event in a private garden in September 2025. Proceeds for this event were approved by the Board to support the Horticultural Complex project.

Program Development, Sue Krumbein

- Sept 5 –Fund Dev and Program Development joint meeting. It will be an opportunity for all program chairs to be in the room together.

Board Development, Robin Allen

- The Board Development Committee will meet in September.
- Debbie Benson and Pat Brown will be joining the committee this year.
- Pat Brown, a new member to the committee, will be our secretary.
- The Board Kick-Off orientation on August 20 was well received.
- A second Orientation is scheduled for Sept 5 at 2:45 PM. Two new Board members and any others unable to attend on Aug 20th will be in attendance.
- The BDC has contacted a few potential Board candidates.

Volunteer Development Report, Julie Shinn

- Since Jan 2023, 108 volunteer applications have been reviewed.
- The largest number of new volunteers are interested in volunteering in the garden.
- The second most popular request is to join the Flower Arrangers.
- Second Saturday is also a frequent request.
- Special events, such as children's events and Winter Festival are requested.
- Volunteer Development will be holding an event for Prospective Volunteers on Thursday September 5 at 4 PM.
- Takes a lot of emailing back and forth to figure out what they want to do
- New Volunteer Orientation is scheduled for October 23rd.

President's Report, Donna Bohling

- **Committee updates and report schedules**
 - After seven years of chairing of the Second Saturday Committee, Mary Powell has chosen to step off in October.
 - Encouraged all Board members to contact a couple of committee chairs and ask about attending a meeting.
 - Proposed a new schedule of requesting Committee Report for the Board materials of three times per year: Oct, February mid-year check, final report in June.
- **Charter Reviews**
 - After 40 years, our charters are inconsistent, sometimes in conflict with either another charter or an approved board policy, and do not have the same content.
 - Susan Sweeney, Chair of Governance, and Colette will do a 360 review of our "ecosystem" and all charters.
- Adjourned at 5:33 PM

Respectfully submitted by Mica Pirie, Executive Director

- **APPROVED FY25 BOARD MEETING SCHEDULE**

All Board Meetings, unless noted, are the 4th Tuesday of the month, 4pm – 5:30pm.

All Board Meetings are in-person, in the Carriage House, unless advised otherwise.

- Tuesday August 27, 2024
- Tuesday September 24, 2024
- Tuesday October 22, 2024
- Tuesday November 19, 2024
- No Board Meeting in December
- Board Holiday Party, Monday December 16, 2024
- Tuesday January 28, 2025
- Tuesday February 25, 2025
- Tuesday March 25, 2025
- No Meeting in April 2025
- Tuesday May 27, 2025
- Tuesday June 24, 2025