

**Special Meeting of the Water Conservation Garden Authority
Friday, December 13, 2024, 3:00 p.m., Water Conservation Garden Multipurpose Room**

1. CALL TO ORDER AND ROLL CALL

1.1 Vice Chair Hedberg called the meeting to order at 3:09 p.m.

1.2 Attendance:

- Voting Members Present:
 - Kathleen Hedberg, Vice President (Helix)
 - José Lopez (Otay Alternate)
 - Dan McMillan (SDCWA)
 - Nicole Beaulieu DeSantis (City of San Diego)
 - Steve Castañeda (Sweetwater)
- Absent
 - Mark Robak, President (Otay)
 - Dr. Lynn Neault, Secretary (GCCCD)
- Guests, Presenters, and Staff Members Present:
 - Lauren Magnuson (Director of Garden Operations)
 - Tim Townsley (The Garden)
 - Lisa Prius, SDCWA
 - Brian Olney (Interim Administrator, The Garden; HWD General Manager)
 - Jennifer Bryant, Director of Administrative Service, Helix
 - Stephen Zolezzi (Garden Volunteers)
 - Kristin Kjaero (Minutes)
 - Harold Bailey

2. PLEDGE OF ALLEGIANCE

3. APPROVAL OF AGENDA

There were no comments. Director Castañeda moved to approve the agenda and Director McMillan seconded; the motion passed unanimously.

4. PUBLIC COMMENTS

There were no public comments.

5. ACTION AND DISCUSSION ITEMS

5.1 Approval of the Minutes of the October 22, 2024, Regular Meeting

Director McMillan moved and Director DeSantis seconded approval of the minutes; the motion passed unanimously.

5.2 Update on Garden Operations/Finances and Volunteer Efforts

Lauren Magnuson, Director of Garden Operations, presented an update on garden operations/finances and volunteer efforts.

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- Finances
 - Magnuson handed out financials and budget. (See Attachment 1)
 - Director McMillan stated that we need to look at adjusting legal expenses.
 - Rice Family Grant
 - We received a \$15,000 grant from the Rice Family Foundation for youth education programs, which we will earmark for South Bay schools to help with bussing.
 - Endowment
 - \$116,379.33 from the endowment will be transferred to the JPA.
 - Director Castaneda stated that the Friends are in the final stages of their dissolution.
 - Stock transfer
 - The Garden has been given a \$100,000 stock transfer from a volunteer.
- Anniversary Celebration recap
 - 1,600 people attended. In pre-registrations there were 119 from the City of San Diego, 143 from Helix, 72 from Otay and 60 from Sweetwater.
 - 23 new members signed up during the event.
 - We received \$794 in plant sales, \$700 in donations at the cookie table, \$1,515 in new memberships, and \$2,000 sponsorship from Sycuan.
 - There were two hundred submissions to the adult photo and kids art contests.
 - The event was covered by KPBS.
- Admissions and Memberships
 - November we gained 111 new memberships (19 San Diego, 27 Helix, 10 Otay, 6 Sweetwater, 49 unknown.)
 - In addition to 1,600 people at the anniversary celebration, over 1300 people visited in November (218 San Diego, 411 Helix, 332 Otay, 89 Sweetwater Authority, 16 Padre/Lakeside, 191 other).
- Upcoming Events
 - Ten workshops with the County of San Diego are being planned for 2025. Dates are being confirmed with instructors.
 - The education team will begin booking school field trips in January.
 - Tomatomania in March.
 - Spring Butterfly Festival in May.
- Volunteers
 - The volunteers recorded 979 hours in November, not including a few that forget to log hours.
 - January through November, volunteers recorded 8,526 hours. To put it into perspective, that's equivalent to four full time people, offsetting \$160,000 that would otherwise have to be budgeted.
 - Our next volunteer training will be January 25 from 9 AM to 1 PM, registration through the website. We would appreciate it if JPA Agencies would help publicize it.
- Garden Operations
 - Square (point of sale), Join It (memberships) and QuickBooks have allowed us to collect accurate data, which has been helpful to put together the draft budget for FY 2025-26.
 - We have filled the final full-time position, a Community Program Coordinator who will coordinate youth and adult education programs, event rentals, social media, and some administrative and development tasks.
 - Tortoises have been put in brumation and will remain so until April. We have raised about \$3,000 to retrofit The exhibit.
 - We are cleaning out the owl box to prepare for the return of the Barn Owls, Hoot and Holla, in February.
 - Tim just drained the pond, repaired and refilled. The trees are both have been trimmed, and new planting will be going in.
 - We have been working with GCCCD to resolve the issue of the vehicles.
 - We are researching phone lines for better access for staff.
 - Magnuson is in the process of scheduling visits to JPA boards in January to give them an update.

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5.3 Resolution 24-05 Authorizing Banking Signers on the Garden Bank Account

Brian Olney, Interim Administrator, presented a draft resolution for the Board to consider authorizing banking signers on The Garden's bank account. See Attachment 2.

- The bank we had been using has changed its processes and the Garden has had some updates, so we have looked at other banks.
- The draft resolution proposes:
 - Moving our accounts from US Bank to Neighborhood National Bank.
 - Updating procedures so that checks up to \$2,500 require one signature, and above that will require two signatures.
- Director Castañeda moved to approve the draft, which was seconded by Director McMillan. It passed unanimously.

5.4 Resolution 24-06 Authorizing a Fidelity Trading Account to Accept a Private Donation to the Garden

Brian Olney presented a draft Resolution 24-06 For the Board to consider authorizing a Fidelity Trading Account to accept the stock donation to the Garden from a volunteer. See Attachment 3.

The volunteer has requested the transfer be done by the end of year. Magnuson will ask the donor whether they wish to remain anonymously.

Director Castaneda moved and Director Lopez seconded approving the draft resolution. The motion passed unanimously.

5.5 Update from the Ad Hoc Committee to Review and Discuss Operating Plans and Future Development of the Water Conservation Garden

Director McMillan presented an update from the Ad Hoc Committee. See Attachment 4.

- Director McMillan announced that he will be stepping down from SDCWA, and may be replaced by current alternate Gary Croucher.
- Magnuson will put together a slide presentation on the various possible financial situations depending on who continues in the JPA.
- Director McMillan stated that we need a clearer idea of what the JPA members will do, so Magnuson will be doing her outreach in January to present the benefits of the Garden.
- Director Castañeda said that if everyone stays involved things should be fine, but if the City of San Diego pulls out it would be a problem for other members to financially absorb their contribution. He recommended Magnuson focus her outreach particularly on San Diego.
- Director McMillan brought up the College's vision of using the Garden on weekdays, and volunteers open it to the public on weekends.
 - Magnuson stated that she does not believe that is a realistic scenario for several reasons. The Volunteers come on weekdays but not weekends. The Horticultural Department does not have the capacity to maintain the Garden, nor the budget to staff all the hours that the volunteers offset. The College cannot have youth programs on their campus so school programs would go away.
 - Director Castañeda said it is up to the JPA representatives to communicate to their Boards what the Garden would look like if the College took over.
- Director Hedberg suggested that the Ad Hoc Committee be asked to come up with another type of business plan how the Garden could continue without going to the College.
 - Brian Olney suggested we put this on the next agenda for discussion.

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5.6 Future Meeting Dates

Our next regularly scheduled meeting is January 28 at 3:30 p.m.

5.7 Acting Administrator Comments

We will have a full agenda, including the election of officers, the wind down of the Friends and transfer of the Endowment, establishing a new Treasurer and changing signers, and the Attorney will address how to approach the next MOU.

Director Castañeda said that in the resolution of the Friend's bankruptcy, Mission Driven Finance was fully repaid and GCCCD received the remainder of the money in their accounts (\$84,906.11).

5.8 Legal Counsel Comments

None.

6. ADJOURNMENT

The meeting adjourned at 4:30 p.m.

The next regularly scheduled meeting is January 28 at 3:30 p.m.

Attachment 1

Water Conservation Garden Authority
Statement of Activity
 October/November 2024

	October	November
Revenue		
Sales		
Admissions	\$ 2,702.00	\$ 3,083.00
Donations	\$ 10,219.00	\$ 1,236.76
Donations directed by individuals	\$ 3,000.00	\$ 15,000.00
Total Donations	\$ 13,219.00	\$ 16,236.76
Education	\$ 40.00	\$ 107.00
Events	\$ 550.00	\$ 95.00
Memberships	\$ 4,354.98	\$ 17,596.77
Membership Refunds	\$ (546.17)	\$ (1,008.92)
Total Memberships	\$ 3,808.81	\$ 16,587.85
Total Sales	\$ 20,319.81	\$ 36,109.61
Sales of Product Income		
Discounts/Refunds	\$ (293.45)	\$ (470.50)
Gift Shop	\$ 937.50	\$ 2,302.50
Plant Sales	\$ 452.00	\$ 1,474.02
Total Sales of Product Income	\$ 1,096.05	\$ 3,306.02
Total Revenue	\$ 21,415.86	\$ 39,415.63
Expenditures		
Advertising & marketing		
Website Fees	\$ 195.00	\$ 870.00
Total Advertising & marketing	\$ 195.00	\$ 870.00
Building Expenses		
Building Maintenance	\$ 796.84	\$ 539.24
Cleaning	\$ 398.28	\$ 534.59
Total Building Expenses	\$ 1,195.12	\$ 1,073.83
Contract & professional fees		
Accounting fees	\$ 3,500.00	\$ 3,500.00
Legal fees	\$ 2,400.00	\$ 3,120.00
Wellness Education	\$ 500.00	\$ -
Total Contract & professional fees	\$ 6,400.00	\$ 6,620.00
Garden Expenses		
Garden Maintenance	\$ 407.21	\$ 720.24
Total Garden Expenses	\$ 407.21	\$ 720.24
Insurance		
Property insurance	\$ 2,428.28	\$ -
Liability insurance	\$ -	\$ 1,204.57
Total Insurance	\$ 2,428.28	\$ 1,204.57
Office expenses		

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Bank fees & service charges	\$ 74.49	\$ 65.39
Equipment lease & maintenance	\$ 302.84	\$ 302.84
Event Expenses	\$ 927.19	\$ 1,174.32
Expenses to Review	\$ -	\$ 296.78
IT Contracts	\$ 750.00	\$ 420.00
Memberships & subscriptions	\$ 555.50	\$ 71.99
Merchant account fees	\$ 385.95	\$ 1,205.03
Office supplies	\$ 196.05	\$ 35.56
Safety & Security	\$ 54.50	\$ 32.00
Shipping & postage	\$ -	\$ 29.20
Software & apps	\$ 255.00	\$ 305.00
Volunteer Expenses	\$ 1,007.80	\$ -
Total Office expenses	\$ 4,509.32	\$ 3,938.11
Payroll expenses		
Taxes	\$ 1,441.86	\$ 1,521.62
Wages	\$ 16,994.86	\$ 17,483.04
Workers' compensation insurance	\$ 1,126.00	\$ 1,126.00
Total Payroll expenses	\$ 19,562.72	\$ 20,130.66
QuickBooks Payments Fees	\$ 229.00	\$ 229.00
Utilities		
Gas & Electric	\$ 2,059.19	\$ 2,017.70
Internet & TV services	\$ 425.97	\$ 425.01
Trash Removal	\$ 1,347.47	\$ 335.03
Water & Sewage	\$ 8,613.76	\$ 3,007.74
Total Utilities	\$ 12,446.39	\$ 5,785.48
Total Expenditures	\$ 47,373.04	\$ 40,571.89
Net Operating Revenue	\$ (25,957.18)	\$ (1,156.26)
Other Expenditures		
Vehicle expenses		
Vehicle gas & fuel	\$ -	\$ 145.02
Total Vehicle expenses	\$ -	\$ 145.02
Total Other Expenditures	\$ -	\$ 145.02
Interest Income	\$ -	\$ 26.06
Net Revenue	\$ (25,957.18)	\$ (1,275.22)

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Water Conservation Garden Authority
Budget vs. Actuals
Oct-Nov, 2024

Revenue (Non-Agency Contribution)

	Budget	Actual	Variance
Admissions	\$4,000.00	\$5,785.00	\$1,785.00
Memberships	\$5,000.00	\$20,396.66	\$15,396.66
Events/Edu	\$2,000.00	\$792.00	\$1,208.00
Store/Shop Sales	\$1,000.00	\$4,402.07	\$3,402.07
Donation/Grants/Misc	\$400.00	\$29,455.76	\$29,055.76
Total	\$12,400.00	\$60,831.49	\$48,431.49

Revenue (Agency Contribution)

	Budget	Actual	Variance
City of San Diego	\$75,828.00	\$75,828.00	\$0.00
Helix Water District	\$101,105.00	\$101,105.00	\$0.00
Otay Water District	\$101,105.00	\$50,552.50	46,552.50
SD County Water Authority	\$151,657.00	\$75,828.50	\$75,828.50
Sweetwater Authority	\$75,828.00	\$37,914.00	\$37,914.00
Total	\$505,523.00	\$341,228.00	\$160,295.00

Less Overpayment of Interim Funding Period
(March 2024 - June 2024, \$4,000)

Expense
(Budget vs Actuals)

	Budget	Actual	Variance
Operational Expense	\$66,734.17	\$53,231.29	\$13,502.88
JPA Administrative	\$13,435.00	\$13,020.00	\$415.00
Utilities	\$9,842.00	\$18,231.37	(\$8,389.37)
Insurance	\$1,466.67	\$3,632.85	(\$2,166.18)
Contingency for unknowns	\$5,000.00	\$0.00	\$5,000.00
Total	\$96,477.84	\$88,115.51	\$8,362.33

Attachment 2



BOARD REPORT

TO: Board of Directors

FROM: Brian M. Olney, Interim Administrator

INITIATED BY: Lauren Magnuson, Director of Garden Operations

DATE: December 13, 2024

SUBJECT: Bank Signing Authorization

Recommendation:

The Board adopt Resolution 24-05 authorizing signers for the Garden account with Neighborhood National Bank.

Background:

The Water Conservation Garden Authority has maintained a bank account with U.S. bank to manage the receipt of revenue and payment of operating expenses for many years. Recently, U.S. Bank modified their online banking protocols and changed the Garden's account type to a government account. These modifications have severely disrupted the ability for the Garden's contract accountant, Cube LLC, to continue online banking, data management, electronic payments and receipt of revenue on the Garden's banking account. After several weeks of trying to work with U.S. bank to correct these issues, we were unable to find resolution.

The Director of Garden Operations and accountant researched other banking opportunities that could provide the electronic online banking services needed to maintain the Garden

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accounting services. Neighborhood National Bank can provide the electronic online banking services needed to work with our accounting system. Neighborhood National Bank can also offer additional benefits of interest bearing accounts and has a local branch within a mile of the Garden. To maintain efficient and effective banking and data management on the Garden account, the Director of Garden Operations, treasurer and accountant have moved the Garden banking from U.S. Bank to Neighborhood National Bank.

This change requires the board to re-authorize banking signers to the Garden account at Neighborhood National Bank by resolution. It is recommended to approve the same authorized signers that were previously authorized to maintain continuity and oversight of the Garden account.

Sahar Abushaban	Water Conservation Garden Authority Treasurer
Mark Robak	Board President
Lauren Magnuson	Director of Garden Operations

Checks or withdrawals in an amount less than \$2,500.00 will require signature by any one of the three authorized signers and checks or withdrawals of \$2,500.00 or more will require signature of two of the authorized signers. Having three authorized signers will provide flexibility in case of the unavailability of the authorized signers.

Attachments:

1. Resolution 24-05 – Authorizing Banking Signers

**RESOLUTION 24-05
OF THE WATER CONSERVATION GARDEN AUTHORITY BOARD OF DIRECTORS
AUTHORIZING SIGNERS ON THE BANK ACCOUNTS
OF THE WATER CONSERVATION GARDEN IN NEIGHBORHOOD NATIONAL BANK EFFECTIVE
IMMEDIATELY**

WHEREAS for the efficient and economical operation of the Garden, it will be convenient, at certain times, for legal obligations to be paid from the Garden bank account; and

WHEREAS it may be necessary from time to time to change authorized signers on these accounts.

NOW, THEREFORE, IT IS HEREBY RESOLVED, DETERMINED AND ORDERED by the Water Conservation Garden Authority Board of Directors as follows:

- Section 1: An account has been established at Neighborhood National Bank.
- Section 2: When obligations of the Garden are due for payment and there are sufficient funds in the account to pay such obligations, the treasurer may cause payment thereof to be made from these accounts.
- Section 3: The account as described above in Section 1 have been established in the Neighborhood National Bank upon such terms and conditions as may be agreed upon with said bank.
- Section 4: It is necessary to authorize and designate the following board member and employee of this organization to draw checks on accounts of this organization signed as provided herein with signatures duly certified to said bank by the secretary of this organization, and said bank is authorized to honor and pay any and all checks so signed, including those drawn to the individual order of any officer or other person authorized to sign the same, and to endorse in the name of this organization and receive payment of all checks, drafts and commercial paper payable to this organization either as payee, endorsee, or otherwise:
- Sahar Abushaban, Water Conservation Garden Authority Treasurer
Board President, Mark Robak, and/or
Director of Garden Operations Lauren Magnuson.
- Section 5: Withdrawals from these accounts in an amount less than \$2,500.00 shall be made upon the signature of any one of the foregoing designated persons and amounts of \$2,500.00 or more shall be made upon the signature of any two of the designated persons. Further, accounts shall be governed by said bank's bylaws, the national banking laws, the laws of the

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Resolution 24-05
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state of California, all future amendments thereto, and by all rules and practices as to interest and activity charges of said bank.

PASSED, ADOPTED AND APPROVED this 13th day of December 2024 by the following vote:

AYES:

NOES:

ABSENT:

Mark Robak, President

ATTEST:

, Secretary

Attachment 3



BOARD REPORT

TO: Board of Directors

FROM: Brian M. Olney, Interim Administrator

INITIATED BY: Lauren Magnuson, Director of Garden Operations

DATE: December 13, 2024

SUBJECT: Fidelity Trading Account

Recommendation:

The Board adopt Resolution 24-06 authorizing the establishment of a Fidelity trading account and authorized signers on the account.

Background:

A volunteer at the Garden would like to make a generous donation of stock from an existing Fidelity trading account to the Water Conservation Garden Authority in the amount of approximately \$100,000.00 to support the ongoing operation of the Garden. The donation is "open" with no designation on how the donation is used by the Garden to support ongoing operations. The Director of Garden Operations and contract accountant, Cube 10 LLC, have worked with a Fidelity representative to determine what is required to accept transfer of the donated stock. Fidelity requires that the Water Conservation Garden Authority establish a Fidelity trading account that the donated stock can be transferred in to and an accompanying resolution authorization establishment of the account and authorized signers on the account.

The volunteer donor has requested the transfer of stock from the account before the end of calendar year 2024. If approved by the board, the Director of Garden Operations will work with the accountant to quickly establish the Fidelity trading account and transfer the stock before the end of the calendar year. Once the new Water Conservation Garden Authority account is established and stock is transferred, the board can discuss at the January 28, 2025, regular board meeting how the Fidelity stock account should be utilized in support of ongoing Garden operations. The stock could remain as stock or cashed out for funds to be used in support of the Garden. Examples for use of the funds could include support of the general fund, reserved for capital projects or designated to a specific project. The board will provide direction on use of the funds.

If the board would like to accept the donation, approval of resolution 24-06 is required to establish a Fidelity trading account and authorize the following signers on the account so action can be taken before the end of calendar year 2024.

Sahar Abushaban	Water Conservation Garden Authority Treasurer
Mark Robak	Board President
Lauren Magnuson	Director of Garden Operations

Attachments:

1. Resolution 24-06 – Authorizing Fidelity Trading Account and Authorized Signers

RESOLUTION 24-06
OF THE WATER CONSERVATION GARDEN AUTHORITY BOARD OF DIRECTORS
AUTHORIZING ESTABLISHMENT OF A FIDELITY TRADING ACCOUNT AND AUTHORIZED
SIGNERS ON THE ACCOUNT EFFECTIVE IMMEDIATELY

WHEREAS a volunteer of the Garden has generously offered a donation of stock in the amount of approximately \$100,000.00 to support ongoing operations of the Garden; and

WHEREAS it is necessary to establish a Fidelity trading account to accept the donation of stock; and

WHEREAS it is necessary to authorize signers on the Fidelity trading account to manage the acceptance of the donation.

NOW, THEREFORE, IT IS HEREBY RESOLVED, DETERMINED AND ORDERED by the Water Conservation Garden Authority Board of Directors as follows:

Section 1: A Fidelity trading account is to be established for acceptance of a donation of stock.

Section 2: The account as described above in Section 1 has been established with Fidelity upon such terms and conditions as may be agreed upon with Fidelity.

Section 3: It is necessary to authorize and designate the following board member, treasurer and employee of this organization to act as signers on the Fidelity trading account to accept the donation of stock and manage the account as directed by the Board of Directors:

Sahar Abushaban, Water Conservation Garden Authority Treasurer
Board President, Mark Robak, and/or
Director of Garden Operations Lauren Magnuson.

Section 4: Further, the Fidelity trading account shall be governed by Fidelity's bylaws, national trading account laws, the laws of the state of California, all future amendments thereto, and by all rules and practices as to interest and activity charges of Fidelity.

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PASSED, ADOPTED AND APPROVED this 13th day of December 2024 by the following
vote:

AYES:

NOES:

ABSENT:

Mark Robak, President

ATTEST:

,Secretary

Attachment 4



BOARD REPORT

TO: Board of Directors

FROM: Brian Olney, Interim Administrator

INITIATED BY: Dan Mcmillan, Board Member
Steve Castaneda, Board Member
Lauren Magnuson, Director of Garden Operations

DATE: December 13, 2024

SUBJECT: Report of the Ad-Hoc Committee

Recommendation:

The Board receive a report from the Ad-Hoc Committee reviewing garden operating models.

Background:

Board President Mark Robak formed an ad-hoc committee to review operating models for the Water Conservation Garden at the May 2, 2024, special board meeting. The initial ad-hoc committee is comprised of Board President Mark Robak, and board members Dan McMillan and Steve Castaneda to discuss possible future operating scenarios for the Garden.

At the August 6, 2024, special meeting of the Board, Board President Robak modified the ad-hoc committee members by removing himself and adding board member Lynn Neault to work with existing board members Dan Mcmillan and Steve Castaneda. The ad-hoc committee held a meeting on August 19, 2024, to continue discussions on operating models. The ad-hoc committee developed a draft set of principles to foster planning and discussions of transitioning Garden operations to the Grossmont-Cuyamaca Community College. The

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suggested draft transition principles were provided to and discussed by the full board at the September 24, 2024, regular meeting of the board.

The ad-hoc committee was again modified at the September 24, 2024, meeting to remove board member Neault. The ad-hoc committee will continue work on evaluating operational models with board members Dan McMillan and Steve Castaneda. Director of Garden Operations Lauren Magnuson and a member of the volunteer group will help facilitate and support the ad-hoc committee.

The ad-hoc committee will report out on meetings held or information developed through October and November 2024.