

**New Mexico Foundation for Open Government (NMFOG)**  
**Board of Directors Meeting Minutes**  
**Thursday, February 22, 2018**  
**12 p.m.**  
**Albuquerque, NM**

**Members Present**

Karen Moses, President; Susan Boe, Vice President; Carl Baldwin, Treasurer; Mike Melody, Secretary; members Kathi Bearden, Dede Feldman, Viki Harrison, Tom Johnson, Sammy Lopez (telephonically), Paula Maez, Melanie Majors, Steve McKee, Rory McClannahan, Fred Nathan, Charles “Kip” Purcell, Mary Lynn Roper, Hal Stratton, Bob Trapp, Greg Williams, Dan Yohalem, Joe Zebas. Charles Peifer via Proxy to Greg Williams

**Staff:**

Peter St. Cyr, Executive Director

**Call to Order**

President Karen Moses called the meeting to order at 12:10 p.m. A quorum was present. Ms. Moses thanked Mary Lynn Roper for hosting the meeting in the KOAT conference room.

**Approval of Agenda**

Ms. Moses called for the approval of the agenda. Mr. Trapp requested that the Legal Affairs Committee Report and the Legislative Report be moved up to follow the President’s Report. Mr. Melody moved and Mr. Baldwin seconded. The motion to approve the agenda, as amended, carried.

**Approval of Minutes**

Ms. Moses called for the approval of the minutes of the December 11, 2017 meeting. Mr. Yohalem requested a change to the Legal Update section, stating that he reported that the Corizon Health case was on appeal. Mr. Williams moved and Mr. Melody seconded that the minutes be approved as amended, and the motion carried.

**President’s Report**

Ms. Moses stated that she felt that in order for FOG to have a successful new year, Committee assignments should be decided during the meeting. The following members volunteered:

Legislative: Ms. Boe, Ms. Feldman, Ms. Harrison, Mr. Johnson, Mr. Nathan, Mr. Trapp, Mr. Williams

Legal: Mr. Williams, Mr. Yohalem, Mr. Purcell, Mr. Stratton

Dixon Planning: Ms. Maes, Ms. Majors, Mr. McClannahan, Ms. Bearden

Dixon Awards: Ms. Roper, Ms. Bearden

Dixon Marketing: Ms. Harrison, Ms. Majors, Mr. McClannahan, Mr. McKee

Membership Fundraising: Mr. S. Lopez, Ms. Majors, Mr. McClannahan, Mr. McKee (Ms. Moses noted that she felt this Committee should focus on grants).

CLE: Mr. Stratton, Mr. Williams, Mr. Yohalem, Mr. Purcell

Finance: Mr. Baldwin, Mr. Melody, Mr. Trapp

### **Legislature Report**

Mr. Williams gave a recap of FOG's legislative efforts to require the Spaceport to comply with open records law. Through the hard work of Ms. Moses, Mr. Williams, Mr. St. Cyr, Ms. Boe and Ms. Harrison, the pending legislation was amended, making it more acceptable. Mr. Williams cautioned that the "devil is in the details" regarding Spaceport's compliance.

FOG's past lobbyist, Karen Foster, was not available this year, but Mr. Williams recommended that the Legal Committee retain someone for the 2019 session.

### **Legal Update**

Mr. Williams reported that nothing has changed in the Britton case and in the San Juan Water Users case.

Mr. Yohalem recapped the merits of the Corizon case. Corizon has appealed. Briefs are being prepared on both sides and will be filed in the next month.

FOG has been asked to become involved in the case of Dan Libbitt versus UNM Foundation. The Foundation claims that they are not subject to open records law because they are a private foundation. Mr. Libbitt has filed an IPRA request for Foundation financial records, including the Wise Pies naming agreement. A Florida group, similar to FOG, is preparing an amicus brief, and Mr. Libbitt is asking New Mexico FOG to sign off on the brief. The Legal Committee is recommending that we participate. Mr. Williams made the motion to participate, and Mr. Yohalem seconded. Mr. Johnson commented that SBJ would be interested in signing on as well. Ms. Harrison warned how political any issue involving UNM is. Motion carried.

### **Finance Committee Report**

The Finance Committee report was given by Mr. Baldwin with assistance from Mr. Melody and Mr. Trapp. The balance sheet as of December 31, 2017 shows a very liquid status with \$152,807 in cash. The Board had previously approved moving \$40,000 from the checking account into the investment account and moving the investment account from UBS to Vanguard, both of which had not been accomplished as of February 22, 2018. Mr. Baldwin expressed the Committee's frustration about the situation and hoped the transfer would take place in the next week.

The proposed 2018 budget was presented. Mr. Baldwin noted that revenues were down \$6,415 from 2017, primarily in grants received. He said that the Committee's proposal was conservative in revenues and less conservative in expenditures resulting in a projected deficit of \$13,783. The Committee recommended that increasing revenues should be a Board priority going forward. Expenditures in 2017 were down primarily because a Membership Director/Assistant was not hired. The Committee strongly recommended that position be filled as soon as possible to overcome some of the administrative and accounting issues experienced in 2017, and they reflected the cost of that position in the 2018 budget.

At her request, Mr. Baldwin and Ms. Boe met with FOG's contracted bookkeeper to discuss her issues with getting accurate and timely accounting information. Mr. Baldwin believes that much

of the problem was in FOG's transmission of information and told the Board he has become more involved to facilitate a system that is acceptable to all.

Mr. Williams moved that the 2018 budget be approved as submitted, and Ms. Boe seconded. Mr. McClannahan expressed concern about the proposed deficit. Ms. Moses stated she felt the budget was conservative in both the revenues and expenditures and a Board priority will be to raise revenues in 2018. Mr. Johnson inquired if the CLE training was an area for growth. Ms. Boe asked if the amount held in investments was reasonable for a non-profit organization. Motion to approve the budget carried, with Mr. Nathan dissenting, stating he wanted a balanced budget.

Mr. St. Cyr was asked why FOG was not receiving a Thornburg grant as we have in the past. His information from Thornburg was that their transparent government initiatives had been met, but that recently, FOG had been invited to submit another application. Mr. St. Cyr is attempting to clarify what Thornburg has designated as major initiatives at this time.

### **Executive Director Report**

Mr. St. Cyr stated that he was pleased committee assignments had been made early so it would allow for more planning.

The Gubernatorial Forum will be held on March 11, 2018 from 2:00 to 3:00 p.m. at KNME Studio with Mr. Purcell and Ms. Roper as Moderators. Common Cause New Mexico, New Mexico Press Association and FOG are co-sponsors. The Forum will be live streamed, and video and sound will be offered to other media outlets.

Mr. McClannahan informed the Board that the New Mexico Press Association will supply informational packets to all print media participants in support of Sunshine Week. Ms. Maes indicated that the New Mexico Broadcasters Association will be doing the same for their organization members.

Mr. St. Cyr discussed the details of an Albuquerque Isotopes banner fundraiser, where FOG would be the beneficiary of an \$8,500 pledge by Ultra Health. Mr. Williams moved that the proposal, as presented, be considered and Ms. Feldman seconded. Motion did not carry. Ms. Harrison and Ms. Feldman voted for the motion.

A discussion of the Thornburg grant initiatives followed. Mr. Yohalem feels that Thornburg is interested in expanding governmental transparency. Mr. St. Cyr stated that Thornburg grants are not project specific.

Mr. St. Cyr ended his presentation by stating that his first year had been very successful. He assured the Board that the Vanguard deposit would be made by the end of February.

### **New Business**

Mr. Johnson asked if shares of stock can be deposited into FOG's Vanguard accounts. Mr. Melody indicated he would follow up.

**Executive Session**

Mr. Melody asked that the meeting transition to Executive Session; Ms. Moses agreed, and the meeting then moved into Executive Session to discuss the Executive Director's evaluation at 2:05.