

MINUTES OF FIRST MEETING

OF BOARD OF DIRECTORS

OF

DEL MAR FOUNDATION

a California Nonprofit Public Benefit Corporation

The Board of Directors of DEL MAR FOUNDATION held its first meeting on September 28, 1981, at Del Mar, California. Written waiver of notice was signed by all of the Directors.

The following Directors, constituting a quorum of the full Board were present at the meeting:

JOEL O. HOLLIDAY
LOUIS M. TERRELL
WILLIAM H. KIRWIN, JR.

There were absent:

NONE

On motion and by unanimous vote, WILLIAM H. KIRWIN, JR., was elected temporary Chairman and then presided over the meeting. MARI SLATER was elected temporary Secretary of the meeting.

The Chairman announced that the meeting was held pursuant to written waiver of notice signed by each of the Directors. Upon a motion duly made, seconded and unanimously carried, the waiver was made a part of the records of the meeting; it now precedes the minutes of this meeting in the Corporation's Minute Book.

The Chairman announced that the Articles of Incorporation of the Corporation had been filed with the Secretary of State of the State of California on AUGUST 20, 1981. The Chairman then presented to the meeting a certified copy of the Articles showing such filing, and the Secretary was instructed to insert the copy in the Corporation's Minute Book.

BYLAWS

There was then presented to the meeting for adoption a proposed set of Bylaws of the Corporation. The Bylaws were considered and discussed and, on motion duly made by LOUIS M. TERRELL and seconded by WILLIAM H. KIRWIN, JR., it was unanimously

RESOLVED, that the Bylaws presented to this meeting be and hereby are adopted as the Bylaws of this Corporation;

RESOLVED FURTHER, that the Secretary of this Corporation be, and hereby is directed, to execute a Certificate of Adoption of the Bylaws, to insert the Bylaws as so certified in the Corporation's Minute Book and to see that a copy of the Bylaws, similarly certified, is kept at the Corporation's principal office, as required by law.

The Chairman announced that the Corporation had been formed without first obtaining official determinations that the Corporations would be exempt from payment of state corporate franchise taxes and federal corporate income taxes. The Chairman further announced that counsel for the Corporation had submitted to the California Franchise Tax Board an application for exemption from state corporate franchise taxes under Section 23701(d) of the California Revenue and Taxation Code and that this application is now pending. The Chairman further stated that, once this application for exemption is granted, the Corporation should prepare and submit to the Internal Revenue Service an Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code as a charitable organization. This matter was considered and discussed and, on motion duly made by LOUIS M. TERRELL and seconded by JOEL O. HOLLIDAY, it was unanimously

RESOLVED, that, once this Corporation receives a determination from the California Franchise Tax Board that it is exempt from payment of state corporate franchise taxes, it shall prepare and submit to the Internal Revenue Service an Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code as a charitable organization.

ELECTION OF OFFICERS

The Chairman then announced that the next item of business was the election of officers. Upon motion duly made by LOUIS M. TERRELL and seconded by JOEL O. HOLLIDAY, the following persons were unanimously elected to the offices shown after their names:

WILLIAM H. KIRWIN, JR.	President
JOEL O. HOLLIDAY	Vice-President
MARI SLATER	Secretary
LIZ WARGO	Treasurer

Each officer who was present accepted his or her office. Thereafter, the President presided at the meeting as Chairman, and the Secretary acted as Secretary.

COMPENSATION FOR OFFICERS

There followed a discussion concerning the compensation, if any, to be paid by the Corporation to its officers. Upon motion duly made by JOEL O. HOLLIDAY and seconded by LOUIS M. TERRELL, it was unanimously

RESOLVED, that the officers of the corporation would serve without compensation.

CORPORATE SEAL

There followed a discussion concerning the desirability of having a corporate seal designed and made. Upon motion duly made by LOUIS M. TERRELL and seconded by JOEL O. HOLLIDAY, it was unanimously

RESOLVED, that the corporation would not have a corporate seal designed and made at this time.

PRINCIPAL OFFICE

After discussion as to the exact location of the Corporation's principal office for the transaction of business in the county named in the Bylaws, upon motion duly made by LOUIS M. TERRELL and seconded by JOEL O. HOLLIDAY, it was

RESOLVED, that the principal office for the transaction of business of this Corporation shall be at 1050 Camino Del Mar, in Del Mar, California.

BANK ACCOUNT

The Chairman recommended that the Corporation open a bank account with VALLEY FEDERAL SAVINGS & LOAN ASSOCIATION. Upon motion duly made by LOUIS M. TERRELL and seconded by JOEL O. HOLLIDAY, it was

RESOLVED, that the funds of this Corporation shall be deposited with VALLEY FEDERAL SAVINGS & LOAN ASSOCIATION.

RESOLVED FURTHER, that the Treasurer of this Corporation be and hereby is authorized and directed to establish an account with said Bank and to deposit the funds of this Corporation therein.

RESOLVED FURTHER, that any officer, employee or agent of this Corporation be and is authorized to endorse checks, drafts or other evidences of indebtedness made payable to this Corporation, but only for the purpose of deposit.

RESOLVED FURTHER, that all checks, drafts and other instruments obligating this Corporation to pay money shall be signed on behalf of this Corporation by the Treasurer and any one of the Directors, and that all checks, drafts and other instruments obligating this corporation to pay an amount of money in excess of Five Hundred and 00/100 Dollars (\$500.00) must be signed by the Treasurer and any two Directors.

RESOLVED FURTHER, that said Bank be and hereby is authorized to honor and pay all checks and drafts of this Corporation signed as provided herein.

RESOLVED FURTHER, that the authority hereby conferred shall remain in force until revoked by the Board of Directors of this Corporation and until written notice of such revocation shall have been received by said Bank.

RESOLVED FURTHER, that the Secretary of this Corporation be and hereby is authorized to certify as to the continuing authority of these resolutions, the persons authorized to sign on behalf of this Corporation and the adoption of said Bank's standard form of resolution, provided that said form does not vary materially from the terms of the foregoing resolutions.

FISCAL YEAR

The matter of the adoption of a fiscal year was then considered. After discussion, upon motion made by LOUIS M. TERRELL, seconded by JOEL O. HOLLIDAY, and unanimously carried, the following Resolution was adopted:

RESOLVED, that the fiscal year end of this Corporation be and the same hereby is fixed as June 30 of each year.

EXPENSES OF INCORPORATION AND ORGANIZATION

In order to provide for the payment of the expenses of incorporation and organization of this Corporation, on motion made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, that the Treasurer of this Corporation be and hereby is authorized and directed to pay the expenses of incorporation and organization of this Corporation.

ANNUAL INFORMATION STATEMENT BY DOMESTIC NON-PROFIT CORPORATION

The chairman then announced that the Corporation must file with the California Secretary of State an information statement within ninety (90) days of August 20, 1981, and each

year thereafter by the last day of August. On motion made by LOUIS M. TERRELL, seconded by JOEL O. HOLLIDAY and unanimously carried, the following Resolution was adopted:

RESOLVED, that the Secretary of the Corporation is hereby authorized and directed to file in a timely manner the annual information statements required by law to be filed with the California Secretary of State.

APPOINTMENT OF AGENT FOR SERVICE OF PROCESS

The matter of the appointment of an agent for service of process on the corporation was then considered. Upon motion duly made by LOUIS M. TERRELL and seconded by JOEL O. HOLLIDAY and unanimously carried, the following Resolution was adopted:

RESOLVED, that the Secretary of the Corporation, MARI SLATER, be and is hereby appointed as the agent for service of process on the corporation.

OFFICERS' AND DIRECTORS' ERRORS AND OMISSIONS INSURANCE

There followed a discussion concerning the desirability of obtaining a policy of errors and omissions insurance for the officers and directors of the corporation. After discussion and upon motion duly made by LOUIS M. TERRELL and seconded by JOEL O. HOLLIDAY, it was unanimously

RESOLVED, that the Corporation shall not, at the present time, obtain a policy of Officers' and Directors' errors and omissions insurance.

OTHER BUSINESS

The Board of Directors of the Corporation then requested that City Manager BOB NELSON report on the expenses of incorporation and organization of the Corporation, including attorneys' fees and other costs. The Board further requested BOB NELSON to set up procedures for the use of City Hall facilities and personnel for future Board meetings. The Board of Directors also considered a letter dated September 28, 1981, from Rosalyn L. Feierabend regarding Del Mar 2000, and directed that this letter be made part of the minutes of this initial meeting of the Board of Directors. The Board also requested BOB NELSON to consider what kinds of charitable activities the Corporation may wish to engage in to benefit the community of Del Mar and to attend the next Board meeting to share his thoughts with the Board. The Board agreed to meet again on October 9, 1981 at 7:30 a.m. at 1050 Camino Del Mar, Del Mar, California.

Since there was no further business to come before the meeting, upon motion duly made and seconded, the meeting was adjourned.

DATED: _____



MARI SLATER, Secretary

WAIVER OF NOTICE AND CONSENT TO HOLDING
OF FIRST MEETING OF BOARD OF DIRECTORS

OF

DEL MAR FOUNDATION
a California Nonprofit Public Benefit Corporation

WE, THE UNDERSIGNED, being all of the Directors of DEL MAR FOUNDATION, a California nonprofit public benefit corporation, hereby waive notice of the first meeting of the Board of Directors of the Corporation and consent to the holding of said meeting at 1050 Camino Del Mar in Del Mar, California, on September 28, 1981 at 4:00 p.m., and consent to the transaction of any and all business by the Directors at the meeting, including without limitation, the adoption of Bylaws, the election of officers, and the selection of the place where the Corporation's bank account will be maintained.

DATED:

9-28-81



Joel O. Holliday, Director



Louis M. Terrell, Director



William H. Kirwin, Jr., Director

MINUTES
DEL MAR FOUNDATION
MEETING OF OCTOBER 9, 1981
7:30A.M.

The Board of Directors of DEL MAR FOUNDATION held a regular meeting on October 9, 1981, at Del Mar, California.

The following Directors, constituting a quorum of the full Board were present at the meeting:

JOEL O. HOLLIDAY
LOUIS M. TERRELL
WILLIAM H. KIRWIN, JR.

There were absent:

NONE

OLD BUSINESS:

The Directors discussed costs to establish Foundation. JOEL HOLLIDAY moved, seconded by LOUIS TERRELL, to pay Filing Fees of \$215 and Legal Advertising Fees of \$2.50 for a total of \$217.50. The motion carried unanimously.

The Directors asked that Liz Wargo, Treasurer of the Foundation, attend the next meeting and to report on balance of account of Foundation.

Discussed ensued regarding requests from various groups within City of Del Mar requesting monetary support from the Foundation. The Directors asked that the wrap-up report on Del Mar Day 1981 be forwarded to them. The Directors discussed how money could be raised and the possibility of expanding the Board of Directors with an advisory committee.

LOUIS TERRELL moved, seconded by WILLIAM KIRWIN to appropriate \$1000 for Del Mar 2000. The motion failed to pass.

The Directors asked Bob Nelson to put together exact figure of grant from Wells Fargo with respect to senior citizen exercise course. JOEL HOLLIDAY agreed to talk to the Civic Association. LOUIS TERRELL agreed to talk to Nick Green about what the Parks and Recreation Committee is doing.

Since there was no further business to come before the meeting, upon motion duly made and seconded, the meeting was adjourned to Friday, November 13, 1981, at 7:30a.m.

November 13, 1981
DATED:

Mari Slater
Mari Slater, SECRETARY

AGENDA
DEL MAR FOUNDATION
NOVEMBER 13, 1981
7:30A.M.

1. ROLL CALL
2. MINUTES
Approval of Minutes of October 9, 1981
3. OLD BUSINESS
 - A. Disbursement of proceeds from Del Mar Day.
 - B. Investment of Balance
 - C. Presentation by Liz Wargo on balance of accounts for Del Mar Foundation
 - D. Scope of Functions of Foundation
 - E. Possibility of expansion of Board with Advisory Committee.
 - F. Del Mar 2000
 - G. Del Mar Foundation Federal Tax Exemption Application
4. OTHER
5. NEXT MEETING
6. ADJOURN

WAIVER OF NOTICE AND CONSENT
TO HOLDING OF MEETING OF BOARD OF DIRECTORS OF
DEL MAR FOUNDATION

THE UNDERSIGNED, Directors of Del Mar Foundation, hereby
waive notice and consent to the holding of a meeting of the Board of Directors to be held on 9-28-81
at _____ a.m./p.m. at _____.

DATED: 11/13/81 William H. Kinn
Director

DATED: 11/13/81 John M. Lowell
Director

DATED: 11/13/81 James H. H. H.
Director

MINUTES
DEL MAR FOUNDATION
MEETING OF NOVEMBER 13, 1981
7:30A.M.

The Board of Directors of DEL MAR FOUNDATION held a meeting on November 13, 1981, at Del Mar, California. Written waiver of notice was signed by all of the Directors, and are made a part of the Minutes.

The following Directors, constituting a quorum of the full board were present at the meeting:

JOEL O. HOLLIDAY
LOUIS M. TERRELL
WILLIAM H. KIRWIN, JR.

There were absent: NONE

MINUTES: JOEL HOLLIDAY MOVED, SECONDED BY LOU TERRELL TO APPROVE THE MINUTES OF OCTOBER 9, 1981. THE MOTION CARRIED UNANIMOUSLY.

OLD BUSINESS:

A. Disbursement of Proceeds from Del Mar Day. JOEL HOLLIDAY MOVED, SECONDED BY LOU TERRELL TO DISBURSE PROCEEDS FROM DEL MAR DAY IN THE FOLLOWING MANNER:

- \$5,000 - To be reserved as seed money for Del Mar Day 1982
- \$2,500 - To be reserved for application to Parks and Recreation Committee projects, said projects to be submitted to Foundation for approval.
- \$2,500 - To be used as seed money for Del Mar Foundation.

The motion carried unanimously. The Directors asked that Parks and Recreation Committee come back to Foundation with proposed projects. Directors asked Liz Wargo to contact Harvey Shapiro regarding t-shirts from last Del Mar Day.

B. Balance of Accounts for Del Mar Foundation. Liz Wargo reported the amount to be approximately \$10,000.

C. Investment of Balance of Funds. JOEL HOLLIDAY MOVED, SECONDED BY WILLIAM KIRWIN THAT POLICY GOVERNING INVESTMENT OF AVAILABLE FUNDS IS TO MATCH MATURITIES TO FORECAST CASH REQUIREMENTS WITH AN EMPHASIS ON PRESERVATION AND PROTECTION OF ASSETS GENERATING THE HIGHEST POSSIBLE YIELD. THE MOTION CARRIED UNANIMOUSLY.

D. Scope of Functions of Foundation. LOU TERRELL stated that Bob Smith was a fundraiser for Scripps and stated Foundation should meet with him to brainstorm about fundraising ideas for the Foundation. LOU TERRELL to contact Mr. Smith.

E. Possibility of expansion of Board with Advisory Committee. This was discussed and referred to next meeting.

F. Federal Tax Exemption Application. Bob Nelson and Lis Wargo to meet regarding Federal Tax Exemption Application.

G. Del Mar Day Wrap-Up Report. Bob Nelson to check on this and report back to Foundation.

Directors asked that the next agenda include scope and functions of Foundation and possibility of expanding Foundation.

Since there was no further business to come before the meeting, upon motion duly made and seconded, the meeting was adjourned to Friday, December 11, 1981, at 7:30a.m.

DATED: _____


Mari Slater, SECRETARY

AGENDA
DEL MAR FOUNDATION
DECEMBER 11, 1981
7:30A.M.

1. ROLL CALL
2. MINUTES
Approval of Minutes of November 13, 1981.
3. OLD BUSINESS
 - A. Scope and Functions of Foundation
 - B. Expansion of Board with Advisory Committee
 - C. Del Mar Day Wrap Up
4. NEW BUSINESS
 - A. Selection of Chairperson of Del Mar Day Committee
 - B. Selection of person or group to head consideration or creation of Board of Trustees.
5. OTHER
6. NEXT MEETING
7. ADJOURN

DEL MAR FOUNDATION
MEETING OF DECEMBER 11, 1981
7:30 A.M.

MINUTES

The Board of Directors of the Del Mar Foundation held a meeting on December 11, 1981, at 1050 Camino del Mar, Del Mar, California, at 7:30 a.m. Written waiver of notice was signed by all Directors present, and is made a part of the minutes.

The following members, constituting a quorum of the full Board, were present at the meeting: Louis M. Terrell, William H. Kirwin, Jr. Absent was Joel O. Holliday. Others present were Liz Wargo, Treasurer, Bob Nelson, Del Mar City Manager, Nicholas Green, Chairperson, Del Mar Parks & Recreation Committee.

Minutes:

LOU TERRELL MOVED, SECONDED BY BILL KIRWIN, TO APPROVE THE MINUTES OF NOVEMBER 13, 1981. THE MOTION CARRIED UNANIMOUSLY BY THOSE PRESENT.

Old Business:

- A. The Board discussed the scope and function of the Foundation, with consensus that activities should include the arts, as well as activities related to Del Mar Day. Lou Terrell offered to contact Bob Smith of Scripps Foundation and to set a meeting with Mr. Smith, at which the Board members could "pick his brain" for ideas that could be adopted by the Del Mar Foundation.

In further discussion of the scope and functions of the Foundation, Lou Terrell requested that the Board consider establishing a maximum term of six years for members of the Board of Directors. This item will be brought up at a later meeting when all members of the Board are present.

- B. After discussion on the possibilities of expanding the Board of Directors or creating an advisory committee or advisory board of trustees, Lou Terrell offered to prepare a list of persons or "roles" that would be consistent with the concept of expanding the activities of the foundation into the area of the arts. He will then submit that list to the Board of Directors for consideration of appointing persons as individuals or as representatives of various organizations or interest groups to serve as advisors to the Board of Directors.
- C. Del Mar Day update. Bob Nelson has a scheduled meeting with the Del Mar Day 1981 Coordinator, Pamela Drechsel, to discuss her wrap-up report, and receive the records and materials generated from the 1981 Del Mar Day activity. He requested the Board to authorize the Foundation Treasurer to issue a \$250 check to Pamela Drechsel as final payment for services rendered, subject to receipt of all record materials and final report satisfactory to Harvey Shapiro, Del Mar Day 1981 Chairperson, and Bob Nelson, City Manager.

LOU TERRELL MOVED, SECONDED BY BILL KIRWIN, TO AUTHORIZE THE TREASURER TO ISSUE A CHECK IN THE AMOUNT OF \$250 TO PAMELA DRECHSEL UPON WRITTEN NOTIFICATION BY HARVEY SHAPIRO AND BOB NELSON THAT ALL SERVICES CONTRACTED FOR HAD BEEN COMPLETED. THE MOTION CARRIED UNANIMOUSLY BY THOSE PRESENT.

Treasurer Liz Wargo reported that the Del Mar Day proceeds have been transferred from the City to the Foundation. There is currently a balance of \$9,715.13 on deposit. Approximately \$140 in revenues from the sale of surplus t-shirts remains outstanding. Harvey Shapiro is attempting to sell the surplus t-shirts to the community. Bill Kirwin suggested that the t-shirt sales be terminated at the end of the year, with any surplus shirts offered for sale in connection with Del Mar Day 1982.

New Business:

- A. Del Mar Day 1982 Chairperson. Lou Terrell indicated he had spoken with Harvey Shapiro, who indicated interest in continuing to serve as Chairperson of Del Mar Day. Mr. Shapiro will give a firm commitment and report back to the Board.

Other:

- A. Fund Management. Treasurer Liz Wargo requested Board authority to transfer funds as necessary between investment accounts in order to receive optimal investment rates.

LOU TERRELL MOVED, SECONDED BY BILL KIRWIN, TO AUTHORIZE THE FOUNDATION TREASURER TO INVEST FOUNDATION FUNDS AS APPROPRIATE UPON HER SIGNATURE ONLY, HOWEVER THAT PROCEDURES FOR DISBURSEMENT OF FUNDS REMAIN AS ESTABLISHED IN THE FOUNDATION BY-LAWS. THE MOTION CARRIED UNANIMOUSLY BY THOSE PRESENT.

Next Meeting:

After discussion, Chairman Kirwin indicated there were still conflicts in the by-law meeting schedule, and that for the January meeting it would be necessary to meet other than the second Wednesday in the month. It was then determined that Friday, January 8, 1982, 7:30 a.m., be the time and date for the next Board meeting.

There being no further business to come before the Board, the meeting was adjourned at 8:17 a.m.

DATED: _____

1-8-82



Mari Slater, SECRETARY

WAIVER OF NOTICE AND CONSENT TO HOLDING

OF A MEETING OF BOARD OF DIRECTORS

DECEMBER 11, 1981

OF

DEL MAR FOUNDATION
a California Nonprofit Public Benefit Corporation

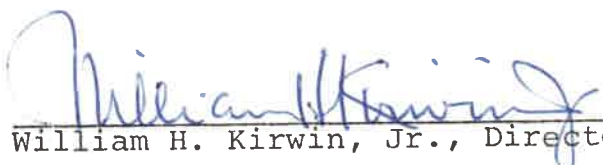
WE, THE UNDERSIGNED, being all of the Directors of DEL MAR FOUNDATION, a California nonprofit public benefit corporation, hereby waive notice of a meeting of the Board of Directors of the Corporation and consent to the holding of said meeting at 1050 Camino del Mar in Del Mar, California, on DECEMBER 11, 1981 and consent to the transaction of any and all business by the Directors at the meeting.

DATED:

12-11-81

Joel O. Holliday, Director


Lou M. Terrell, Director


William H. Kirwin, Jr., Director

AGENDA

DEL MAR FOUNDATION

JANUARY 8, 1982
7:30A.M.

1. ROLL CALL

2. MINUTES

Approval of Minutes of December 11, 1981.

3. OLD BUSINESS

- A. Scope and Functions of Foundation
Bob Smith - Scripps Foundation
- B. Expansion of Board - Mayor to compile list of persons of "roles" that would be consistent with concept of expanding activities of foundation into area of arts.
- C. Del Mar Day Update - City Manager's Meeting with Pamela Drechsel.

4. NEW BUSINESS

- A. 1982 California Arts & Humanities Seminar
- B. Preliminary 1982-83 Budget for Del Mar Foundation.

5. OTHER

6. NEXT MEETING

7. ADJOURN

WAIVER OF NOTICE AND CONSENT TO HOLDING
OF A MEETING OF BOARD OF DIRECTORS

OF

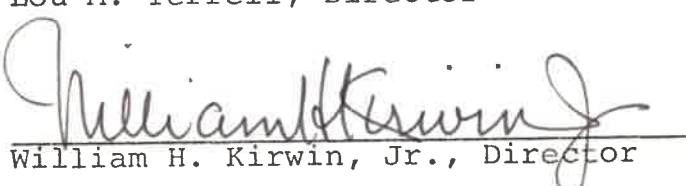
DEL MAR FOUNDATION
a California Nonprofit Public Benefit Corporation

WE, THE UNDERSIGNED, being all of the Directors of DEL MAR FOUNDATION, a California nonprofit public benefit corporation, hereby waive notice of a meeting of the Board of Directors of the Corporation and consent to the holding of said meeting at 1050 Camino del Mar in Del Mar, California, on FRIDAY, JANUARY 8, 1982 and consent to the transaction of any and all business by the Directors at the meeting.

DATED: January 8, 1982

Joel O. Holliday, Director


Lou M. Terrell, Director


William H. Kirwin, Jr., Director

MINUTES
DEL MAR FOUNDATION
MEETING OF JANUARY 23, 1982

Present: Mayor Lou Terrell, Joel Holliday, Bill Kirwin,
City Manager Nelson, City Clerk Slater

Guest: Bob Smith

The meeting of the Del Mar Foundation was called to order at 7:30 a.m.

Bob Smith presented Articles of Incorporation and By-Laws of UCSD Foundation. He stated the MEMBER is the controlling body and should appoint the Board of Trustees. He said the Board of Trustees votes on who should be appointed officers of the corporation. The MEMBER of the corporation might be the City Council. He stated there must be accountability. To develop accountability it would be a good idea to have the Board of Trustees appointed by MEMBER (City Council). Articles of Incorporation might be amended. The Board of Trustees are policymakers. He stated that you need a relationship between the City and the Foundation. City Council does not sit in judgement of the Foundation unless they act negligently, and then Trustee/Trustees can be removed by MEMBER (City Council).

At the present time the Foundation has three Incorporators: the City of Del Mar, the Del Mar Chamber of Commerce and the Del Mar Day Committee. He stated that the City Council should be a member and that the other groups (Chamber of Commerce and Del Mar Day Committee) could be represented on the Board of Trustees. He said the Board of Trustees can have sub-committees also. The Board of Trustees could number around five.

He suggested that job descriptions of the Board of Trustees should be perfected in order to achieve what the Foundation expects to accomplish. He said you should know what function each individual (Trustee) is to perform. He suggested Trustees should be responsible for a particular job and know what is expected of them.

He suggested that individuals selected should have the capability to raise money. He stated that fundraising comes from the top on down, and that those on the Board should be able to commit the same amount of money they are asking others to commit. He said fundraisers should ask at equal levels.

He also suggested that a professional fundraiser might be hired as a consultant to the Foundation to work one to two days a month (or more). He said that a review should be made of the needs of the City and that community involvement is very important in this respect. He stated the review could be developed at the sub-committee level and that an ex-officio representative (from the Board of Trustees) could be a part of that process.

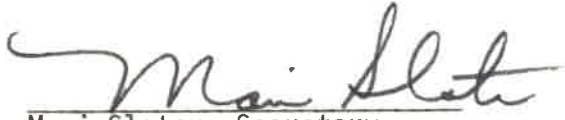
JANUARY 23, 1982

Mr. Smith spoke regarding the endowment program and stated that the idea concerning citizens endowing a lifeguard chair was an excellent one.

The next meeting will be scheduled at a later date. Treasurer Liz Wargo will be asked to attend.

There being no further business, the meeting adjourned at 8:30 a.m.

Respectfully submitted,



Mari Slater, Secretary

city of del mar

January 25, 1982

TO: William Kirwin
Joel Holliday
Lou Terrell
Liz Wargo

FROM: Mari Slater

SUBJECT: DEL MAR FOUNDATION MEETING

The Del Mar Foundation Board of Directors will be meeting on Thursday, January 28th at 7:00p.m. in the City Manager's office. I am enclosing a draft of the minutes from the last meeting for your information.


Mari Slater

enclosure

1050 camino del mar, del mar, california 92014 (714) 755-9313

city of del mar

January 27, 1982

TO: Del Mar Foundation
Board of Directors

FROM: Mari Slater

SUBJECT: Del Mar Foundation Meeting

The Del Mar Foundation Board of Directors will be meeting Tuesday, February 2, 1982 at 7:00p.m. in the City Manager's Office (the meeting date was changed from January 28th to February 2nd). Please call if you have any questions.


Mari Slater, CITY CLERK

MINUTES
DEL MAR FOUNDATION
MEETING OF FEBRUARY 2, 1982
7:10 P.M.

Present: Mayor Lou Terrell, Bill Kirwin, Joel Holliday,
City Manager Nelson, City Clerk Slater, Liz Wargo

The Del Mar Foundation meeting was called to order at 7:10 p.m. The members of the Foundation discussed the job description for member of the Board of Directors at length. They asked that a finished draft be prepared for the next meeting.

Articles and By-Laws. The directors discussed this and asked that Scott Williams prepare revisions as suggested.

They discussed the next agenda, and directed that revisions of the By-Laws and Articles of Incorporation be presented at their next meeting. The members of the Board of Directors are to generate lists of individuals who could possibly serve on the Board; discussion of which way the Del Mar Foundation is going to work; and job descriptions for the members of the Board of Directors.

The next meeting of the Foundation will be March 8, 1982, at 7:30 a.m.

The meeting was adjourned at 8:20 p.m.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Mari Slater".

Mari Slater, Secretary

city of del mar memorandum

To: Del Mar Foundation Members Date: March 4, 1982
From: Mari Slater
Subject: Foundation Meeting

The scheduled meeting of the Del Mar Foundation, set for Monday, March 8th, has been cancelled (some Boardmembers will be unable to attend) and will be re-scheduled at a later time. The revisions of the By-Laws and Articles of Incorporation will be continued to the next meeting. Also, please call me with your verbal authorization that a checking account may be set up by Liz Wargo in the amount of \$500 which will be initial draw money for the Del Mar Day Co-coordinators to use. Thank you.

Mari

city of del mar memorandum

To: Del Mar Foundation

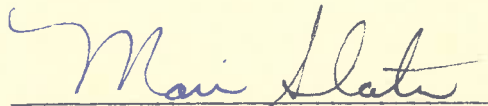
Date: April 5, 1982

From: City Clerk

Subject: Next Meeting

This is to advise that the next meeting of the Del Mar Foundation will be held on Wednesday, April 14th, at 7:30 a.m. Because of the election, I will not be attending the Foundation meeting.

By copy of this memo, Harvey Shapiro is being asked to attend this meeting per Bill Kirwin's request.

A handwritten signature in blue ink, reading "Mari Slater", written over a horizontal line.

Mari Slater, CITY CLERK

MS:hc

DEL MAR FOUNDATION

APRIL 14, 1982

MINUTES

The Board of Directors of the Del Mar Foundation held a meeting on Wednesday, April 14, 1982, at 1050 Camino del Mar, Del Mar, CA 92014, at 7:30 a.m.

ROLL CALL:

The following members, constituting a quorum of the full Board, were present at the meeting:

LOUIS M. TERRELL
WILLIAM H. KIRWIN, JR.
JOEL O. HOLLIDAY

Also present were:

BOB NELSON, Del Mar City Manager
LIZ WARGO, Treasurer
KATHY BUSSEY, Recording Secretary
BETSY MILICH, Del Mar Day Co-Coordinator
JOHN COLLINS, Del Mar Day Co-Coordinator
HARVEY SHAPIRO, Councilmember

MINUTES:

The President, WILLIAM KIRWIN, announced that the minutes in the future would be prepared by KATHY BUSSEY. The minutes of the February 2, 1982 meeting will be placed on the May Agenda for approval.

OLD BUSINESS:

1. Tax Exempt Status:

It was stated that the City Attorney has a law clerk checking with the IRS to see when the tax exempt status comes through, then the State tax exemption will follow.

2. Presentation by Del Mar Day Co-Coordinaors:

BETSY MILICH and JOHN COLLINS presented the Members with the first draft of the 1982 Del Mar Day Preliminary Budget. BETSY explained that although the budget appears to be double from last year, they have discovered that a lot of money exchanged hands and was simply not written down. She felt the budget was still reflective of what happened last year.

The figures did not include City personnel costs, estimated at \$2,000. A decision needs to be made on this item. The cost for transportation between the fairgrounds and downtown has not been included either. BETSY has been in touch with N.C.T.D. and will be negotiating the civic rate with them and will report back on this.

It was noted that the Sports Consultants' fees were \$1.00 per entry more than last year; the cost for last year had been extremely reasonable.

2. Del Mar Day - Cont'd

BETSY MILICH stated they were hoping Valley Federal would come through with a sponsorship, and NANCY HOOVER was working with people who wanted to give \$250 - \$500. It was hoped she would be able to raise approximately \$5,000.

Concession sales should do well because the events are staggered throughout the day. The Co-Coordinator's were considering a raffle, with prizes such as a bicycle, dinner at restaurants, etc. It was noted that this raffle drawing can be a very good source of income.

It was mentioned that there is no event quite like this being put on, and with some aggressive advertising, it was hoped to attract a large turnout of the military, and possibly the sheriffs.

Contributions were close to \$10,000 in hand and \$15,000 promised. Valley Federal will provide security for the monies.

HARVEY SHAPIRO stated that the CTAC and CTA are working with DANIELS CABLEVISION and by October they should be well underway. There is an excellent videotape from a couple of years ago that we may want to get ahold of.

PSA (Public Service Announcement) time will be donated. Ads will go in Swim, Run, Biking Magazine, and Sunset Magazine was mentioned as an excellent source. Someone mentioned advertising on the local college campuses to draw entrants.

WILLIAM KIRWIN stated the "draw account" needed to be discussed since BETSY needed about \$4,000. JOEL HOLLIDAY felt it should be in an interest-bearing account, and would like to see a schedule of when BETSY felt the out-go would occur.

LOU TERRELL MOVED, BILL KIRWIN SECONDED, TO ADVANCE ANOTHER \$5,000 INTO A DRAW ACCOUNT. THE MOTION CARRIED UNANIMOUSLY.

BETSY stated that although this proposed budget is a working document and it will change, they are looking for conceptual approval so they can work fiscally within it.

LOU TERRELL MOVED, BILL KIRWIN SECONDED, TO APPROVE THE 1982 DEL MAR DAY PRELIMINARY BUDGET. THE MOTION CARRIED UNANIMOUSLY.

The Co-Coordinator's were thanked for their presentation, and left the meeting at 8:20 a.m.

The Directors then discussed whether the \$5,000 previously mentioned was to be a total of \$5,000 for the initial seed money, or whether it was to be an additional amount. It was agreed it was meant as additional funding.

3. Appointment of New Secretary:

BILL KIRWIN stated that since MARI SLATER was retiring, KATHY BUSSEY should be appointed by the Board as the Secretary of the Foundation.

LOU TERRELL MOVED, BILL KIRWIN SECONDED, TO APPOINT KATHY BUSSEY AS SECRETARY OF THE DEL MAR FOUNDATION BOARD. THE MOTION CARRIED UNANIMOUSLY.

Next Meeting:

It was stated that the next regular meeting would be May 12, 1982, but the Directors felt they would have to call a meeting prior to that date. There were several items they would like included on the Agenda:

1. Approval of the February 2, 1982 minutes;
2. Memorandum from the City Attorney dated April 5, 1982, regarding the Bylaw Revisions;
3. Job descriptions;
4. List of potential members of the Board;
5. Defining the range of the Board as to terms of office, length of terms, etc.;
6. Bylaw changes;
7. Financial report;
8. Tax exempt status.

BILL KIRWIN asked if the Agenda and back-up materials could be forwarded to the Directors in a packet about 10 days prior to the meeting.

ADJOURNMENT:

There being no further business to come before the Board, the meeting was adjourned at 8:30 a.m.

Respectfully submitted,

DATED: April 17, 1982


KATHY BUSSEY, Secretary

A G E N D A

DEL MAR FOUNDATION

May 12, 1982

7:30 A.M.

* * * * *

1. ROLL CALL

2. APPROVAL OF MINUTES

A. Minutes of January 23, 1982

B. Minutes of February 2, 1982

C. Minutes of April 14, 1982

3. FINANCIAL REPORT

4. OLD BUSINESS

A. City Attorney Memo dated 4/5/82 regarding By-law revisions

B. Defining the range of the Board re terms of office, length of term, etc.

C. Job descriptions

D. Tax Exempt Status Update

5. NEW BUSINESS

6. OTHER

7. NEXT MEETING

8. ADJOURNMENT

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING

MAY 12, 1982

MINUTES

The regular meeting of the Board of Directors of the DEL MAR FOUNDATION, was held on Wednesday, May 12, 1982, at 1050 Camino del Mar, Del Mar, CA 92014, at 7:38 a.m.

ROLL CALL:

The following Directors were present:

LOU TERRELL
JOEL HOLLIDAY

The following Director was absent:

WILLIAM H. KIRWIN, JR.

Also present were:

LIZ WARGO YOUNGFLESH, Treasurer
BOB NELSON, Del Mar City Manager
KATHY BUSSEY, Recording Secretary
BETSY MILICH, Del Mar Day Co-Coordinator
JOHN COLLINS, Del Mar Day Co-Coordinator

FINANCIAL REPORT:

JOHN COLLINS said that in the past, there was no real accounting of DEL MAR DAY, and a very simple, double-entry set of books was being set up according to a chart of accounts.

LIZ WARGO reported that seed money was transferred and there is an operating checking account; \$4,400 is in a high yield account and \$627 is in a passbook account.

REPORT FROM DEL MAR DAY CO-COORDINATORS:

BETSY MILICH stated VALLEY FEDERAL is the first sponsor to contribute, and they are sponsoring the 10-K Beach Run for \$3,000.

She further stated \$1,900 of the \$5,000 in individual donations had been received. She appealed to the Directors to assist her in locating potential donors.

The DEL MAR DAY logo is being registered so no one else will be able to use it.

BETSY reported that for the first two years the insurance for DEL MAR DAY was tagged on the City's by a rider, but it will have to be paid for this year, and it will be substantially more since we have been asked for coverage by the sports consultants.

The City's insurance carrier, HOWELL NEEDLER, is preparing a "shopping list" for insurance. They donated the insurance last year but made it clear they would not be able to do so this year.

Regarding the SIGNAL CORPORATION FOUNDATION, BETSY stated she needed at least 3, possibly 5, clear goals of the Foundation, as to where the monies will be spent that they are being asked to donate. She stated the actual proposal being made to SIGNAL will be June 9th.

BETSY stated she would be soliciting them for \$5,000 as a one-time donation to fund the Triathlon. Both HARVEY SHAPIRO and JOHN COLLINS would be going with her to make the presentation.

JOEL HOLLIDAY felt the concept in the beginning was to have funds available for long-term use to set up sort of an endowment program, so they are not always having to pay off year #1 with year #2 monies. He felt it was a legitimate use of DEL MAR DAY funds to place them in the Foundation for both the long and short-term goals.

The Directors agreed to call a special meeting to more clearly define the goals of the Foundation in order to assist BETSY and JOHN when they make their presentation to SIGNAL CORPORATION.

JOHN COLLINS mentioned that the Foundation should probably obtain its own stationery, rather than use CITY OF DEL MAR letterhead. It was agreed, and KATHY BUSSEY will order stationery and envelopes, and also business cards for BETSY MILICH and JOHN COLLINS.

APPROVAL OF MINUTES:

Minutes - January 23, 1982, February 2, 1982, and April 14, 1982:

MOVED BY LOU TERRELL, SECONDED BY JOEL HOLLIDAY
AND CARRIED UNANIMOUSLY, TO APPROVE THE MINUTES
AS PRESENTED FOR THE MEETINGS OF JANUARY 23,
FEBRUARY 2, AND APRIL 14, 1982.

OLD BUSINESS:

City Attorney Memo dated 4/5/82 re By-Law Revisions:

Bob Nelson suggested that the Board continue drafting the revisions until they were sure what they wanted. LOU TERRELL wanted to hold off on the revisions until at least after DEL MAR DAY so as not to confuse any of the tax exempt status. JOEL HOLLIDAY felt the By-laws were a fairly high priority if they are going to be recruiting people to serve on the Foundation.

Board Terms of Office; Length of Term:

Tabled until the June meeting.

Tax Exempt Status Update:

Bob Nelson explained that we have received notice that we are a 509(a)(2) under Section 501(c)(3). This means that we are being looked at as an organization that receives the bulk of its monies from governmental-related activities. If there would come a time when the bulk of the funds are received from private funds, we might have to refile.

LOU TERRELL asked Bob Nelson to check with SCOTT WILLIAMS of the City Attorney's office on this tax-exempt status prior to the next meeting. JOEL HOLLIDAY stated the Foundation had until September 30, 1982, to submit additional information.

NEXT MEETING:

The Board agreed to hold a special meeting on Wednesday, May 19, 1982, at 7:30 a.m. in order to set out some specific short and long-term goals to assist the DEL MAR DAY Co-Coordination in their fundraising activities.

LOU TERRELL asked that Bob Nelson provide a list from the Parks and Recreation Committee as to their priorities, for consideration of these goals.

ADJOURNMENT:

There being no further business to come before this Board, the meeting was declared adjourned at 8:23 a.m.

Respectfully submitted,

DATED:

May 12, 1982

Kathy Bussey
KATHY BUSSEY, Secretary

cc: Council 6/10/82

DEL MAR FOUNDATION

BOARD OF DIRECTORS SPECIAL MEETING

MAY 25, 1982

MINUTES

The Board of Directors of the Del Mar Foundation held a special meeting on Tuesday, May 25, 1982, at 7:30 a.m. at 1050 Camino del Mar, Del Mar, CA 92014.

The purpose of the meeting was to attempt to set out long and short-term goals of the foundation, in order to assist the DEL MAR DAY Co-Coordination in their fund-raising duties.

ROLL CALL:

The following Directors, constituting a quorum of the full Board, were present:

WILLIAM H. KIRWIN, JR., President
JOEL O. HOLLIDAY, Vice President
LOUIS M. TERRELL, Director

Also present were:

BOB NELSON, Del Mar City Manager
KATHY BUSSEY, Recording Secretary

DISCUSSION OF GOALS:

BILL KIRWIN proposed, as specific activities that the Foundation undertake: 1) combining local/regional talent into the formation of a community summer Shakespeare Playhouse or Repertory Theater Company; 2) the establishment of a performing artist series.

BOB NELSON stated the Parks and Recreation Committee had as their major projects the completion of Seagrove III and IV, and work on the Ahmanson Bluffs which would slow down the erosion process.

JOEL HOLLIDAY recalled his thoughts of what the Foundation had set up previously regarding monetary guidelines: out of the net proceeds from DEL MAR DAY, \$5,000 was to be set aside as seed money for each following year's DEL MAR DAY, \$2,500 was to go toward Parks and Recreation projects, and \$2,500 was to be set aside for endowment funds. JOEL HOLLIDAY felt he would like to see the Foundation set up as a well, thought-through foundation that would be able to have long term impacts upon the community.

LOU TERRELL said he would like to see the enrichment of the regional parks and recreation facilities, as well as cultural facilities, and possibly a list could be prepared that the recipients of grant proposals would like to choose from.

JOEL HOLLIDAY could envision problems with donors giving funds and expecting their choices to receive first priority.

LOU TERRELL felt it was important to point out that the projects would be available to the entire region, and not something just for the citizens of Del Mar that the City is not able to provide out of the general operating funds.

Some of the long-term goals the Directors set out were:

1. Del Mar Summer Repertory Theater;
2. Performing artist series, possibly featuring local talent or regional talent (both musical and dance);
3. Parks design and development, including South Bluffs development, Ahmanson Bluffs erosion work, and development of Seagrove III and IV Park areas.
4. Acquisition and development of recreational facilities and property;
5. Ongoing funding of Del Mar 2000, if necessary;
6. Development of adults' sports leagues.

The Directors were in agreement that the immediate short-term goal they would like to see implemented in the summer of 1983 was a concert series for local and regional artists, to be held in Seagrove Park, the "Seagrove Showcase".

In regard to funding, it was agreed that from the net proceeds from DEL MAR DAY, a certain amount of money would be set aside as an initial operating budget for DEL MAR DAY for the following year, and from the residual funds, 50% would be used for the perpetual endowment of the Foundation and 50% would be used for specific projects.

JOEL HOLLIDAY MOVED, BILL KIRWIN SECONDED, TO ADOPT THE FORMULA THAT FROM THE GROSS PROCEEDS OF DEL MAR DAY 1982, A CERTAIN AMOUNT OF FUNDS WOULD BE SET ASIDE FOR "SEED MONEY" FOR SUCCEEDING DEL MAR DAYS, AND FROM THE BALANCE, 50% WOULD BE USED FOR THE ENDOWMENT OF THE FOUNDATION, INCLUDING LONG-RANGE PROJECTS, AND 50% WOULD BE USED FOR SHORT TERM PROJECTS, WITH THE LOCAL PERFORMING ARTIST SUMMER SHOWCASE AT SEAGROVE PARK AS THE 1983 ACTIVITY TO BE INITIATED UNDER THE AUSPICES OF THE FOUNDATION.

BOB NELSON asked the Directors to consider at their next meeting contacting JOE HARPER at the DEL MAR THOROUGHBRED CLUB to make sure the Foundation is on the list of eligible charities in order that they could receive funds from charity day racing.

DEL MAR FOUNDATION
MAY 24, 1982
Page 3

ADJOURNMENT:

The Directors agreed to hold their next meeting in the evening in order to allow more time for several items that will be on the Agenda. The next meeting will be held on Thursday, June 10, 1982, at 7:00 p.m.

The meeting adjourned at 8:40 a.m.

Respectfully submitted,

DATED:

May 25, 1982

Kathy Bussey
KATHY BUSSEY, Secretary

cc: Council 6/10/82

A G E N D A

DEL MAR FOUNDATION

JUNE 10, 1982

7:00 P.M.

* * * * *

1. ROLL CALL

2. APPROVAL OF MINUTES

A) Regular Meeting of May 12, 1982

B) Special Meeting of May 25, 1982

3. FINANCIAL REPORT

4. OLD BUSINESS:

A) City Attorney Memorandum (4/5/82) re By-Law Revisions

B) Definition of the Board re terms of office, length of terms, etc.

C) Job Descriptions

D) Potential Nominees to Foundation

E) Charity Racing Proceeds

F) Tax Exempt Status

5. NEW BUSINESS:

6. OTHER:

7. NEXT MEETING:

8. ADJOURNMENT.

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING

JUNE 10, 1982

MINUTES

The regular meeting of the Board of Directors of the DEL MAR FOUNDATION, was held on Thursday, June 10, 1982, at 1050 Camino del Mar, Del Mar, CA 92014, at 7:32 p.m.

ROLL CALL:

The following Directors were present:

WILLIAM H. KIRWIN, JR., President
JOEL O. HOLLIDAY, Vice President

The following Director was absent:

LOUIS M. TERRELL

Also present were:

KATHY BUSSEY, Recording Secretary
SCOTT WILLIAMS, Foundation Attorney

APPROVAL OF MINUTES:

Minutes - Regular Meeting of May 12, 1982:
 - Special Meeting of May 25, 1982:

MOVED BY JOEL HOLLIDAY, SECONDED BY BILL KIRWIN,
TO APPROVE THE MINUTES AS PRESENTED FOR THE
MEETINGS OF MAY 12, 1982, AND MAY 25, 1982.
MOTION CARRIED UNANIMOUSLY.

OLD BUSINESS:

A. City Attorney Memorandum (4/5/82) re By-Law Revisions:

BILL KIRWIN asked SCOTT WILLIAMS if he anticipated any difficulty should the Directors decide to change the By-laws. SCOTT replied all that would be necessary is to keep the IRS informed that there have been certain changes made.

BILL KIRWIN explained the Board had been considering changing the original make-up of the Board to add to the original three, which were to represent one from the City Council, one to represent the Chamber of Commerce or business community, and one from the Del Mar Day Committee or the community at large.

JOEL HOLLIDAY saw no problem with the first two segments, but he was not sure what the Del Mar Day Committee consisted of, and how long it would exist. He felt these questions needed to be addressed.

SCOTT WILLIAMS pointed out that the Board can appoint members as they wish, but they don't need to have any members at all if they choose. There was some discussion to opening the membership to the public, or a limited number of individuals, possibly for a fee.

It was decided that this item would be continued to the next meeting, and listed as "Membership of the Corporation:."

Tax Exempt Status:

SCOTT WILLIAMS had written a memorandum dated 6/9/82, which was distributed for tonight's meeting. He attempted to clarify the status of the exemption granted, which was a "publicly supported organization described in Section 509(a)(2)". The Directors were concerned that the status had not been granted under a Section 501(c)(3), "public charity".

SCOTT stated you have to have a "track record" before the IRS makes a final determination, and in the case of the Foundation, this will be after June 1, 1983. In any event, people who have contributed will still be able to take their donations off their income tax.

Board Terms of Office, Length of Terms, Etc.

The Directors discussed the length of office for each of the directorships, and felt that a 3-year term was best.

MOVED BY JOEL HOLLIDAY, SECONDED BY BILL KIRWIN, TO SET THE TERMS OF THE DIRECTORS AT THREE YEARS EACH, WITH A MAXIMUM OF TWO TERMS TO BE SERVED CONSECUTIVELY BY ANY ONE DIRECTOR (6 YEARS). MOTION CARRIED UNANIMOUSLY.

It was noted the By-laws will have to be changed to reflect this determination.

BILL KIRWIN felt the Board should be expanded to five (5) members but no more. JOEL HOLLIDAY stated a number could be designated, say no fewer than 3 but no more than 7, in order to allow some flexibility.

MOVED BY JOEL HOLLIDAY, SECONDED BY BILL KIRWIN, TO EXPAND THE BOARD OF DIRECTORS TO NO LESS THAN 3 BUT NO MORE THAN 7 DIRECTORS, WITH A FIXED NUMBER OF 5. THE MOTION CARRIED UNANIMOUSLY.

It was noted that this motion will also require a change in the By-laws.

Potential Nominees to the Foundation:

It was agreed that each Director will bring a list of 5 potential nominees to the June meeting. It was also agreed to place "Goals and Purpose" of the Foundation on the June agenda.

DEL MAR FOUNDATION MINUTES
JUNE 10, 1982
Page 3

NEXT MEETING:

The next meeting was set for Thursday evening, June 24, 1982, at 7:30 p.m. in the City Manager's Office.

ADJOURNMENT:

There being no further business to come before this Board, the meeting was declared adjourned at 8:39 p.m.

Respectfully submitted,

DATED:

June 10, 1982

Kathy Bussey
KATHY BUSSEY, Secretary

A G E N D A

DEL MAR FOUNDATION

JUNE 24, 1982

7:30 PM

* * * * *

1. ROLL CALL
2. APPROVAL OF MINUTES
 - A. Regular Meeting of June 10, 1982
3. FINANCIAL REPORT
4. OLD BUSINESS:
 - A. Charity Racing Proceeds
 - B. Potential Nominees to the Board
5. NEW BUSINESS:
 - A. Membership of the Corporation
 - B. Goals and Purpose
 - C. By-Law Changes:
 - 1) Meeting Date
 - 2) Length of Terms of office
 - 3) Change number of Directors to 5.
6. OTHER
7. NEXT MEETING
8. ADJOURN.

DEL MAR FOUNDATION
SPECIAL BOARD OF DIRECTORS MEETING

JUNE 24, 1982

MINUTES

The special meeting of the Board of Directors of the DEL MAR FOUNDATION was held on Thursday, June 24, 1982, at 1050 Camino del Mar, Del Mar, CA 90214. The meeting was not called to order due to the absence of the President.

ROLL CALL:

The following Directors were present:

JOEL O. HOLLIDAY, Vice President
LOUIS M. TERRELL, Member

The following Director was absent:

WILLIAM H. KIRWIN, JR. President

Also present:

KATHY BUSSEY, Secretary

DISCUSSION:

The two Directors present were reluctant to carry out any business in the absence of the President, BILL KIRWIN, and therefore, only an informal discussion was held.

The Directors present agreed to continue going over their lists of prospective members for the Foundation, and to continue any other business to the meeting of June 29, 1982.

NEXT MEETING:

It was agreed to attempt to call a meeting for Tuesday, June 29, 1982, if all the Directors will be able to attend. The City Manager was requested to attend also.

Respectfully submitted,

DATE:

June 24, 1982


KATHY BUSSEY

DEL MAR FOUNDATION
SPECIAL BOARD OF DIRECTORS MEETING

JUNE 29, 1982

MINUTES

The special meeting of the Board of Directors of the DEL MAR FOUNDATION was held on Tuesday, June 29, 1982, at 1050 Camino del Mar, Del Mar, CA 92014. The meeting was called to order at 7:30 p.m.

ROLL CALL:

The following Directors were present:

WILLIAM H. KIRWIN, JR., President
JOEL O. HOLLIDAY, Vice President
LOUIS M. TERRELL, Member

Also present:

BOB NELSON, City Manager

PURPOSE:

The purpose of the meeting was to resolve a number of items continuing from the June 24, 1982 agenda.

APPROVAL OF MINUTES:

MOVED BY JOEL HOLLIDAY, SECONDED BY LOUIS TERRELL
TO APPROVE THE MINUTES OF JUNE 10, 1982. MOTION
WAS UNANIMOUSLY APPROVED.

OLD BUSINESS:

A. Potential Nominees to the Board:

BILL KIRWIN led a discussion of the Board of a list of potential nominees to be appointed as members of the Board of Directors. After the discussion it was agreed by the members listed that the following persons would be contacted for preliminary indication of interest:

NANCY HOOVER to be contacted by LOU TERRELL;
TERRY LINGENFELDER to be contacted by LOU TERRELL;
HARVEY FURGATCH to be contacted by JOEL HOLLIDAY;
FAIYA FREDMAN to be contacted by JOEL HOLLIDAY;
JIM WATKINS to be contacted by BILL KIRWIN.

B. Membership of the Corporation:

The Board entered into a discussion of the optable number of members for the corporation and the composition of membership.

MOVED BY BILL KIRWIN, SECONDED BY JOEL HOLLIDAY TO REQUEST LEGAL COUNSEL TO PREPARE A BY-LAW AMENDMENT TO PROVIDE FOR MEMBERSHIP IN THE CORPORATION TO BE COMPOSED OF THE CITY COUNCIL, THE DEL MAR CHAMBER OF COMMERCE AS REPRESENTED BY THE CHAMBER'S BOARD OF DIRECTORS, AND A PUBLIC MEMBER TO BE SELECTED BY THE CITY COUNCIL OF THE CITY OF DEL MAR FROM THE GENERAL PUBLIC, EXCLUDING CITY COUNCIL MEMBERS. MOTION CARRIED UNANIMOUSLY.

C. Terms of Office.

LOU TERRELL MOVED, SECONDED BY JOEL HOLLIDAY TO REQUEST THE LEGAL COUNSEL TO PREPARE NECESSARY BY-LAW AMENDMENTS TO PROVIDE THAT THE BOARD OF DIRECTORS SHALL BE COMPOSED OF NO LESS THAN THREE (3) DIRECTORS WITH NO MORE THAN SEVEN (7) DIRECTORS, WITH THE STATED INTENTION OF HAVING FIVE (5) DIRECTORS SERVING AT ALL TIMES. MOTION PASSED UNANIMOUSLY.

D. Job Description - Member of the Board of Directors.

By consensus action after discussion, the Board requested the Secretary to re-draft the job description for members of the Board of Directors to reflect the motions made earlier at this meeting, and to add the following: after duties of the Board, insert the following major subsection entitled "Schedule of Activities for the next two years:

The Board of Directors will be devoting a major portion of their efforts to the accomplishment of the following activities over the next two year period:

1. Sponsor Del Mar Day - Organization and seed money.
2. Build Foundation Endowment.
3. Initiate, publicize fundraising programs including:
 - a) legacies;
 - b) lifetime tax-deductible trusts;
 - c) sponsoring fundraising activities;
 - d) organizing volunteer fundraising network and consideration of retaining fundraising consultant.
4. Fund current projects in the City including:
 - a) park development
 - b) median landscaping
 - c) library improvements
 - d) long-term cultural programs
 - e) repertory theater

4. Fund current projects in the City including (cont'd)
- f) artists' series
 - g) adult sports league
 - h) community swimming pool.

NEXT MEETING:

The next meeting was set for Tuesday evening, July 13, 1982, at 7:30 p.m. in the office of the City Manager.

ADJOURNMENT:

There being no further business to come before the Board, the meeting was declared adjourned at 9:20 p.m.

BOB NELSON, City Manager

RAN:kb

A G E N D A
DEL MAR FOUNDATION

JULY 13, 1982

7:30 P.M.

* * * * *

1. ROLL CALL
2. APPROVAL OF MINUTES
 - A) Special Meeting of June 29, 1982
3. FINANCIAL REPORT
4. OLD BUSINESS:
 - A) Potential Nominees to the Board
5. NEW BUSINESS:
 - A) By-law changes (Scott Williams)
6. OTHER
7. NEXT MEETING
8. ADJOURN

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING

JULY 13, 1982

MINUTES

The Regular Meeting of the Board of Directors of the DEL MAR FOUNDATION was held on Tuesday evening, July 13, 1982, at 7:30 p.m. in the office of the City Manager at City Hall, 1050 Camino del Mar, Del Mar, CA 92014.

ROLL CALL:

The following Directors were present:

JOEL HOLLIDAY
LOU TERRELL

The following Director was absent:

BILL KIRWIN

Also present were:

SCOTT WILLIAMS
BOB NELSON, City Manager

APPROVAL OF MINUTES:

Upon proper motion, the minutes of the meeting of June 29, 1982, which was a Special Meeting, were approved as presented.

BY-LAW REVISIONS:

Attorney SCOTT WILLIAMS outlined the changes contemplated for the By-laws, which had been discussed earlier, and indicated that there were no problems in implementing the changes. Action on the By-laws was delayed to a meeting when all three Directors would be present.

DISCUSSION:

Additional discussion was had on potential new Board members; however, no action was taken pending a meeting of the entire Board.

ADJOURNMENT:

Upon proper motion the meeting was adjourned at approximately 8:15 p.m.

Respectfully submitted,


JOEL HOLLIDAY, Director

A G E N D A
DEL MAR FOUNDATION

AUGUST 26, 1982

7:30 A.M.

* * * * *

1. ROLL CALL
2. APPROVAL OF MINUTES
 - a) Meeting of July 13, 1982
3. FINANCIAL REPORT:
 - a) Franchise Tax Board, State of California,
Statement by Domestic Nonprofit Corporation
4. OLD BUSINESS:
 - a) Proposed Amendments to Articles of Incorporation
and By-Laws
 - b) Del Mar Update (written report by Betsy Milich)
5. NEW BUSINESS:
 - a) Discussion of Seagrove Park Proposal
6. OTHER BUSINESS:
7. NEXT MEETING:
8. ADJOURNMENT.

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING

AUGUST 26, 1982

MINUTES

The Regular Meeting of the Board of Directors of the DEL MAR FOUNDATION was held on Thursday, August 26, 1982, at 7:30 a.m. in the office of the City Manager at City Hall, 1050 Camino del Mar, Del Mar, CA 92014.

ROLL CALL:

The following Directors were present:

WILLIAM H. KIRWIN, President
JOEL O. HOLLIDAY, Vice President
LOU TERRELL, Director

Also present were:

BOB NELSON, City Manager
KATHY BUSSEY, Foundation Secretary

APPROVAL OF MINUTES:

Minutes, Regular Meeting of July 13, 1982:

Director JOEL HOLLIDAY indicated he had taken very brief notes and would be getting together with the Secretary for a final product to be distributed at the next meeting.

FINANCIAL REPORT:

KATHY BUSSEY reported for LIZ YOUNGFLESH that there was \$1,699.23 in the savings account, \$4,400.00 in the repurchase account (9% due to mature 9/17/82), \$20,000.00 in a repurchase account for the Del Mar Day Committee, and \$3,396.33 in the checking account.

SEAGROVE PARK PROPOSAL:

LOU TERRELL asked that this item be taken out of order on the Agenda since JOEL HOLLIDAY had to leave the meeting at 8:30 a.m.

A general discussion followed in which it was the consensus that acquisition of open space is within the purposes of the Foundation, and investigation into a method of facilitating the acquisition of the Powerhouse site would be pursued and a final decision on this matter will be deferred to a later time when additional information has been obtained and the role of the Foundation has been considered further.

JOEL HOLLIDAY was excused from the meeting at 8:05 a.m.

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING
August 26, 1982
Page 2

OLD BUSINESS:

Proposed Amendments to Articles of Incorporation & By-Laws:

These changes have been prepared by attorney SCOTT WILLIAMS of D. DWIGHT WORDEN'S office.

MOVED BY BILL KIRWIN, SECONDED BY LOU TERRELL
THAT THE BOARD OF DIRECTORS HEREBY ESTABLISHES
THE NUMBER OF DIRECTORS OF THE FOUNDATION AT
FIVE (5). THE MOTION CARRIED UNANIMOUSLY.

NEW BUSINESS:

Outdoor Sound System:

BILL KIRWIN stated that a request had been received to consider the purchase of an outdoor sound system that might possibly be used in conjunction with the City Council Chambers. BOB NELSON is in the process of obtaining bids from three companies now, and will report back on this.

Del Mar Day Update:

BOB NELSON stated that BETSY MILICH and JOHN COLLINS were doing a terrific job, and have recently sent out a flyer on the closing of the streets, and signs will be posted to give residents adequate notice. There are going to be about 40 homes that will be affected, mostly on David Way, San Dieguito Road, and Oribia Road.

BILL KIRWIN stated he is going to obtain a liquor license for the selling of beer in connection with Del Mar Day, at the request of BETSY MILICH.

NEXT MEETING:

The Directors agreed to hold their next meeting on Thursday morning, September 23, 1982, at 7:30 a.m.

ADJOURNMENT:

There being no further business to come before this meeting, and upon proper motion, it was declared adjourned at 8:30 a.m.

APPROVED:


BILL KIRWIN, President

Respectfully submitted,


KATHY BUSSEY, Secretary

A G E N D A
DEL MAR FOUNDATION

SEPTEMBER 23, 1982

1. ROLL CALL
2. APPROVAL OF MINUTES:
 - a) Meeting of July 13, 1982
 - b) Meeting of August 26, 1982
3. FINANCIAL REPORT:
 - a) Financial status update
4. OLD BUSINESS:
 - a) City Council Appointment of Member at Large
 - b) Method of selecting Directors to serve initial 3-year terms (staggered)
5. NEW BUSINESS:
 - a) Discussion of Powerhouse Property Committee
6. OTHER BUSINESS
7. NEXT MEETING
8. ADJOURNMENT.

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING
SEPTEMBER 23, 1982
MINUTES

The Regular Meeting of the Board of Directors of the DEL MAR FOUNDATION was held on Thursday, September 23, 1982, in the office of the City Manager at City Hall, 1050 Camino del Mar, Del Mar, CA 92014.

ROLL CALL:

The following Directors were present:

WILLIAM H. KIRWIN, President
JOEL O. HOLLIDAY, Vice President
LOU TERRELL, Director

Also present were:

BOB NELSON, City Manager

LIZ WARGO YOUNGFLESH, Foundation Treasurer
KATHY BUSSEY, Foundation Secretary

APPROVAL OF MINUTES:

Minutes, Regular Meeting of July 13, 1982:

JOEL HOLLIDAY will get together with KATHY BUSSEY and have his brief notes put together in a finished product and distributed to the Directors prior to the October meeting.

Minutes, Regular Meeting of August 26, 1982:

Draft minutes were circulated by the Secretary; however, the Directors had corrections they wished to be made. Revised minutes will be circulated prior to the October meeting.

FINANCIAL REPORT:

LIZ YOUNGFLESH reported the Del Mar Day Committee had \$22,198 in the checking account, and \$2,015 in the repurchase account. The Foundation itself had \$1,699 in a passbook account, and \$4,400 in a repurchase account. The Powerhouse Property Committee has two deposits in an interest-bearing checking account.

OLD BUSINESS:

City Council Appointment of Member at Large:

It was pointed out this item had been continued from the meeting of September 20, 1982, and was on the agenda for consideration at the Council Meeting of October 4, 1982.

Method of Selecting Directors to Serve Initial Terms:

City Manager BOB NELSON had presented a diagram whereby the initial terms of the Directors were staggered for purposes of continuity. Upon motion made by LOU TERRELL, seconded by JOEL HOLLIDAY and unanimously approved:

RESOLVED, that the Board of Directors hereby adopts the schedule of staggered terms as set forth in Exhibit "A". Director #1 (BILL KIRWIN) will serve to 7/1/84; Director #2 (JOEL HOLLIDAY) will serve to 7/1/84; and Director #3 (LOU TERRELL) will serve to 7/1/83.

NEW BUSINESS:

Discussion of Powerhouse Property Committee:

After discussion as to the role the Foundation should play in preserving the Powerhouse Property for the benefit of the Del Mar Community, upon motion duly made by LOU TERRELL and seconded by BILL KIRWIN, the following resolution was unanimously adopted:

WHEREAS, the Community Plan of the City of Del Mar includes a goal to "establish without delay a comprehensive program to preserve and acquire permanent open space sufficient to meet the long range needs of the community, preserve and enhance natural and man-made resources, and protect areas susceptible to seismic and flooding hazards", and

WHEREAS, the Powerhouse Property is identified within the Community Plan as a potential community park for expansion of Seagrove Park; and

WHEREAS, an Open Space plebescite was conducted October 18, 1978, to allow the Del Mar City Council an opportunity to learn the community's feelings with regard to whether or not the City should sell the remaining Open Space bonds for additional open space, and if so, for which parcels; and

WHEREAS, 613 of the 824 votes cast indicated the bonds should be sold and open space should be acquired and 402 of the votes indicated the preferred property for purchase was the Powerhouse Property; and

WHEREAS, one of the purposes for which the Del Mar Foundation exists is to "solicit, raise, and distribute funds, real and personal properties, and other assets for the acquisition, maintenance, and improvement of public owned beaches, open space, and park lands in the City of Del Mar and for other public purposes which will benefit the Del Mar Community,

BE IT RESOLVED, that the Del Mar Foundation indicates its intention to facilitate the acquisition of the Powerhouse Property for the benefit of the Del Mar Community and in furtherance of this intention, instructs the officers of the Foundation to take such actions as are appropriate.

OTHER BUSINESS:

The Directors agreed that they would each approach individual members of the community that have been selected as possible candidates for membership on the Board of Directors of the Foundation, prior to the next meeting in October.

NEXT MEETING:

The next meeting of the Foundation will be Thursday morning, October 21, 1982, at 7:30 a.m.

ADJOURNMENT:

There being no further business to come before this meeting, and upon proper motion, the meeting adjourned at 8:36 a.m.

Respectfully submitted,


KATHY BUSSEY, Secretary

APPROVED:


BILL KIRWIN, President

DEL MAR FOUNDATION

Staggered Terms

	7-1-81	7-1-82	7-1-83	7-1-84	7-1-85	7-1-86	7-1-87	7-1-88	7-1-89
Director 1	/ *	/	/	/	/	///	*		//
Director 2	/ *	/	/	/	/	///	*		//
Director 3	/ *	/	/	/	/	///	*		//
Director 4	/ *	/	/	/	/		// *		//
Director 5	/ *	/	/	/	/		// *		//
Future Director 6							/ *	/	//
Future Director 7							/ *	/	//

Legend

- / / 3-year term
- / / / Maximum of 2 terms
- * Approximate date of appointment

A G E N D A

DEL MAR FOUNDATION

REGULAR BOARD OF DIRECTORS MEETING

OCTOBER 21, 1982

7:30 A.M.

* * * * *

1. ROLL CALL

2. APPROVAL OF MINUTES:

- A) Minutes of July 13, 1982
- B) Minutes of August 26, 1982

3. FINANCIAL REPORT:

- A) Foundation Status Update - Liz Youngflesh
- B) Del Mar Day Report Update - Betsy Milich

4. OLD BUSINESS:

- A) City Council Appointment of Member at Large

5. NEW BUSINESS:

- A) Resolution appointing 2 new Directors to the Board.
- B) Election of Officers for 1982-83.

6. OTHER BUSINESS:

7. NEXT MEETING:

8. ADJOURNMENT.

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING

OCTOBER 21, 1982

MINUTES

The Regular Meeting of the Board of Directors of the DEL MAR FOUNDATION was held on Thursday, October 21, 1982, at 7:30 a.m. in the office of the City Manager at City Hall, 1050 Camino del Mar, Del Mar, CA 92014.

ROLL CALL:

The following Directors were present:

WILLIAM H. KIRWIN, President
JOEL O. HOLLIDAY, Vice President
LOU TERRELL, Director

Also present were:

BOB NELSON, City Manager
KATHY BUSSEY, Foundation Secretary
LIZ YOUNGFLESH, Foundation Treasurer

BETSY MILICH, Del Mar Day Co-Coordinator
JOHN COLLINS, Del Mar Day Co-Coordinator

PRESENTATION BY DEL MAR DAY CO-COORDINATORS:

BETSY MILICH read aloud a memorandum dated October 20, 1982, setting forth some of her ideas for future Del Mar Day activities. She stated that due to the hours she was limited to, the Foundation might want to consider a year-round part-time administrator, or consider other fundraising activities.

JOHN COLLINS agreed with her and stated the Foundation staff and the City Council need to get together and decide what they want in terms of staffing for the next Del Mar Day.

JOEL HOLLIDAY spoke on behalf of the Directors and complimented BETSY MILICH and JOHN COLLINS for a job well-done. JOHN and BETSY had a draft financial statement prepared, which showed the Foundation receiving a check in the amount of \$23,725 to date.

BETSY MILICH mentioned there had been problems with not being able to secure enough tee-shirts for some of the athletic events. The Directors asked her to try and obtain the shirts needed, as they felt it would be worth the cost, in terms of good will, to get these to the entrants.

It was stated the cost involved was around \$300, and JOHN COLLINS stated they would pursue getting the shirts, and report back to the Foundation.

JOHN COLLINS also reported that the extra "Del Mar Day 1982" posters are being sold for the Foundation by the Chamber of Commerce. As a wrap-up, JOHN stated the Foundation now owned a typewriter, some building materials, etc. He also recommended the Foundation consider a permanent T-pole for electricity at Seagrove Park, since SWEDE THRONESON had been very instrumental in getting volunteers to come through at the last minute with the temporary pole.

FINANCIAL REPORT:

LIZ YOUNGFLESH reported the Foundation had \$4,400 in a repurchase agreement at 8-1/2% due to mature on November 17, 1982. There was also \$1,753.47 in the passbook account. The Powerhouse Property Committee had \$685.55 in its checking account. She also stated the Del Mar Day Committee had recapped its financial status with the written report turned in by BETSY MILICH (attached as Exhibit "A").

LIZ YOUNGFLESH stated she had talked to SCOTT WILLIAMS of DWIGHT WORDEN'S office and he agreed with her, that the Foundation should get someone involved who has actual accounting background to assist with matters regarding the Franchise Tax Board and the Internal Revenue Service.

LIZ stated basically the Foundation needed someone to advise them on what they should be doing, and within the correct time frames. JOEL HOLLIDAY will ask AL TARKINGTON if he could assist the Foundation, and if he cannot, would he suggest someone else.

APPROVAL OF MINUTES:

Minutes of July 13, 1982: JOEL HOLLIDAY will get together with KATHY BUSSEY and come up with a draft for approval at the November 18, 1982 meeting.

Minutes of August 26, 1982:


Upon motion made by LOU TERRELL, seconded by JOEL HOLLIDAY and unanimously approved:

RESOLVED, that the minutes of the meeting of August 26, 1982, are hereby approved as previously submitted.

ADJOURNMENT:

Upon motion duly made and seconded, the Board adjourned their meeting at 8:36 a.m.

Respectfully submitted,


KATHY BUSSEY,
Foundation Secretary

cc: Council 12/1/82

AS OF 18 OCTOBER 1982

<u>INCOME</u>	<u>\$</u>	<u>EXPENSES</u>	<u>\$</u>
<u>Contributions</u>		<u>Athletic Events</u>	
Big Bear Certificate	100.00	Sports Consultants	2,350.00
Valley Federal Triathlon	3,000.00	T-Shirts (includes Vols,	
Budweiser Light 10K Run	2,188.50	COFC, Cars)	6,900.65
Fish Market Ocean Swim	3,000.00	Speaker System	40.00
Ronchetti Bike Race	1,000.00	Race Bibs	345.00
Winner's Circle Fun Run	1,000.00	Trophies	1,472.00
KYXY London Bus	290.00	Lumber	180.71
McDonalds Children's Games	500.00	Fruit	100.00
Del Mar Inn Hospitality	300.00	Zetachron Clock	100.00
Parade of Cars	1,000.00	London Bus	290.00
Cash	8,400.00	Hospitality Tent	169.60
	20,778.50 ST		11,947.96 ST
<u>Athletic Events</u>		<u>Entertainment</u>	
Entry Fees (includes T-shirt)	13,854.30 ST	Bands	700.00
		Sound System	300.00
		Decorations/Supplies	62.46
			1,062.46 ST
<u>Other</u>		<u>Concessions</u>	
Arts/Crafts Fair	3,024.97	Cardboard/Plastic Bags/	
Merchant's Fair	340.00	Posters	287.23
Concessions	4,183.35	Food	0.00 216.-
Interest	546.98	Beer	561.73
Poster Sales	1,234.90	Licenses/Inspections	30.50
T-Shirts - Day of Event	1,759.25	Rent Bun Warmer	69.94
Raffle	318.00	Ice	43.68
	11,407.45 ST		993.08 ST
<u>Foundation Loan</u>	6,284.39 ST	<u>Insurance</u>	1,338.40 ST
		<u>Administration</u>	
		Salaries	5,600.00
		Typewriter	284.39
		Advertising	636.09
		Printing	895.88
		Expense Reimbursement	192.15
		Volunteer Support	306.57
		Typing	144.00
		Artists' Commission	250.00
		Toilet Rental	190.80
		Signs	508.80
		Office Expenses	166.71
			9,175.39 ST
			3,300.-
		<u>Estimate Accounts Payable</u>	4,082.00 ST
			1440.-
		<u>Estimate Check to</u>	
		Foundation	23,725.35 ST
		(includes Loan Payback)	
<u>Income Total:</u>	52,324.64 T	<u>Expenses Total:</u>	52,324.64 T

RESOLUTION NO. 82-1

A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE DEL MAR FOUNDATION APPOINTING
TWO NEW MEMBERS TO THE BOARD.

WHEREAS, it is the intention of the initial Board
of Directors of the Del Mar Foundation to expand its membership
to consist of no less than three (3) nor more than seven (7)
members, with a fixed number of five (5); and

WHEREAS, the Board of Directors adopted new By-Laws
on August 26, 1982, to include this change under Article 5,
Section 1.

NOW, THEREFORE, BE IT RESOLVED that the Board of
Directors hereby appoints NANCY HOOVER to fill an unexpired
term until July 1, 1983.

BE IT FURTHER RESOLVED that the Board of Directors
hereby appoints HERB TURNER to fill an unexpired term until
July 1, 1985.

PASSED AND ADOPTED by the Board of Directors of the
Del Mar Foundation at its regular meeting held this ____ day
of _____, 1982, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

ATTEST:

WILLIAM H. KIRWIN, JR.
President

KATHY BUSSEY, Secretary

A G E N D A
DEL MAR FOUNDATION
REGULAR BOARD OF DIRECTORS MEETING
NOVEMBER 18, 1982
7:30 A.M.

* * * * *

1. ROLL CALL
2. APPROVAL OF MINUTES
 - A. Minutes of July 13, 1982
 - B. Minutes of October 21, 1982
3. FINANCIAL REPORT:
 - A. Final Accounting - Del Mar Day 1982
 - B. Foundation Update - Liz Youngflesh
4. NEW BUSINESS:
 - A. Appointing two (2) new Directors to the Board.
 - B. Election of Officers for 1982-83.
5. OTHER BUSINESS
6. NEXT MEETING
7. ADJOURNMENT.

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING
NOVEMBER 18, 1982
MINUTES

The Regular Meeting of the Board of Directors of the DEL MAR FOUNDATION was held on Thursday, November 18, 1982, at 7:30 a.m. in the office of the City Manager at City Hall, 1050 Camino del Mar, Del Mar, CA 92014.

ROLL CALL:

The following Directors were present:

WILLIAM H. KIRWIN, President
JOEL O. HOLLIDAY, Vice President
LOU TERRELL, Director

The following Directors were absent:

NANCY HOOVER, Director
HERB TURNER, Director

Also present was:

KATHY BUSSEY, Foundation Secretary

APPROVAL OF MINUTES:

Minutes of July 13, 1982:

JOEL HOLLIDAY had prepared minutes and the Secretary read them aloud.

Minutes of October 21, 1982:

The minutes were circulated prior to today's meeting by the Secretary. Upon motion made by LOU TERRELL, seconded by JOEL HOLLIDAY and unanimously approved:

RESOLVED, that the minutes of the meetings
of July 13, 1982 and October 21, 1982, are
hereby approved as presented.

NEW BUSINESS:

Appointing Two new Directors to the Board:

A resolution was presented to the Board which added two new members to the Board of Directors: NANCY HOOVER with a term to expire July 1, 1983, and HERB TURNER with a term to expire July 1, 1985.

Note: The date on this page is Nov. 21, but all file copies show this as page 2 of the Nov. 18 minutes. -Betty Wheeler

Upon motion made by JOEL HOLLIDAY, seconded by LOU TERRELL and unanimously approved:

RESOLVED, that the Foundation adopt Resolution No. 82-1 appointing NANCY HOOVER and HERB TURNER to the Board of Directors, with terms to expire 7/1/83 and 7/1/85, respectively.

Election of Officers:

Following discussion, the Board of directors adopted the following slate of officers. The motion was made by WILLIAM KIRWIN and seconded by LOU TERRELL, and unanimously approved:

RESOLVED, that the Board of Directors of the DEL MAR FOUNDATION hereby elects officers to the following positions that will expire 7/1/83:

PRESIDENT -- LOU TERRELL
VICE PRESIDENT -- HERB TURNER
TREASURER -- LIZ YOUNGFLESH
SECRETARY -- KATHY BUSSEY.

NEXT MEETING:

The Board set Thursday evening, December 9, 1982, at 7:00 p.m. in the Council Chambers, for a workshop meeting to last approximately two hours. The Secretary is to notify NANCY HOOVER and HERB TURNER to make sure they will be able to attend.

ADJOURNMENT:

Upon proper motion, the meeting adjourned at 8:35 a.m.

Respectfully submitted,


KATHY BUSSEY, Secretary

A G E N D A

DEL MAR FOUNDATION

REGULAR BOARD OF DIRECTORS MEETING

DECEMBER 7, 1982

7:00 P.M.

* * * * *

1. ROLL CALL

2. APPROVAL OF MINUTES:

Minutes of November 18, 1982

3. FINANCIAL REPORT:

Foundation Update - Report from Liz Youngflesh

4. NEW BUSINESS

Workshop to discuss goals, objectives, citizen involvement, etc.

5. NEXT MEETING

6. ADJOURNMENT.

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING
DECEMBER 7, 1982
MINUTES

The Workshop Meeting of the Board of Directors of the DEL MAR FOUNDATION was held on Tuesday evening, December 7, 1982, at 7:00 p.m. in the City Council Chambers, 1050 Camino del mar, Del Mar, CA 92014.

ROLL CALL:

The following Directors were present:

WILLIAM H. KIRWIN, Director
LOU TERRELL, President
HERB TURNER, Vice President
NANCY HOOVER, Director
JOEL O. HOLLIDAY, Director

Also present was:

STAN SILBERT, Parks & Recreation Committee Liaison
KATHY BUSSEY, Foundation Secretary

APPROVAL OF MINUTES:

Minutes, Regular Meeting of November 18, 1982:

The minutes had been previously circulated. Upon motion made by JOEL HOLLIDAY, seconded by LOU TERRELL and unanimously approved:

RESOLVED, that the minutes of the meeting of November 18, 1982, are hereby approved as presented.

FINANCIAL REPORT:

In the absence of the Foundation Treasurer, LIZ YOUNGFLESH, a statement was distributed to the Directors prepared by her dated December 3, 1982. The funds of the Foundation as of this date were:

\$24,555.64 - Flexi-Term CD, 10%, matures 12/16/82.

\$ 3,452.54 - Checking account, Del Mar Day Committee.

\$ 120.95 - Checking account, Powerhouse Park Committee.

WORKSHOP DISCUSSION:

The rest of the meeting was informal discussion among the

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING
DECEMBER 7, 1982
Page 2

Directors regarding the goals, objectives, and future endeavors of the Foundation. The ideas are set forth briefly and no action was taken on them:

- Consider a full-time/part-time staff person for the Foundation in order to obtain the necessary input.

- NANCY HOOVER indicated she had instructed BETSY MILICH to plan on working one day per week on Del Mar Day.

- It was a consensus of the Board that Del Mar Day be done again. LOU TERRELL will get together with BETSY MILICH and HARVEY SHAPIRO and come up with a date for 1983 Del Mar Day.

- NANCY HOOVER has a 12-minute long video tape of Del Mar Day that turned out very nice and volunteered its use for the Foundation.

- MEETING TIME: The Directors discussed having the 4th Monday of the month as the normal meeting date.

- NANCY HOOVER stated that since Del Mar Day attracts such a large number of tourists and brings in a considerable dollar amount, perhaps the City would want to consider returning a certain amount of funds to the Foundation.

- JOEL HOLLIDAY stated he would like to see the Foundation involve itself in long-term goals and avoid the day-to-day flurry of City politics.

- NANCY HOOVER mentioned her idea of possibly using the train station for displaying the works of one artist per year; eventually the Foundation would have a very valuable art collection.

- JOEL HOLLIDAY saw the purpose of the foundation as two-fold: first, to set up long-term endowments; secondly, have short-term projects (i.e. 75% of the funds for long-term endowments, 25% for short-term projects).

- NANCY HOOVER felt a small, attractive brochure needed to be put together indicating to potential donors what the Foundation is and what it does, etc.

- STAN SILBERT discussed last summer's community picnic and the idea of the Seagrove Summer Showcase.

(President LOU TERRELL was excused from the meeting from 7:20 p.m. to 8:00 p.m.).

(HARVEY SHAPIRO joined the meeting briefly at 8:02 p.m.)

DEL MAR FOUNDATION
BOARD OF DIRECTORS MEETING
DECEMBER 7, 1982
Page 3

- JOEL HOLLIDAY mentioned he felt the Foundation should have more "foundation" and less "city".
- LOU TERRELL felt the Foundation should really consider hiring a full-time person. BETSY MILICH stated to him that there were a lot of qualified people out there for hire.
- BILL KIRWIN will report back on charity racing proceeds from the Thoroughbred Club season at the racetrack.
- LOU TERRELL felt having BOB SMITH speak again at the Foundation would be an excellent idea since he had shared very valuable information with some of the directors once before.
- HERB TURNER discussed his idea of displaying art by various artists throughout the country in the community.
- The Directors agreed to each bring back at the next meeting two (2) favorite projects, including the methodology of completing those projects, back to the meeting.


NEXT MEETING:

The Directors agreed to meet on Monday evening, December 27, 1982, at 7:00 p.m. LOU TERRELL stated he would like to have BOB SMITH present at this meeting, and will attempt to have the meeting located somewhere other than City Hall.

ADJOURNMENT:

The meeting adjourned at 8:50 p.m.

Respectfully submitted,


KATHY BUSSEY
Secretary

city of del mar memorandum

8.5 .5
1.5 .5
4.0 1.0 -5.0
+1.5 +1.5 → 6.0
5.0 1.5 ~~7.0~~
5.5

To: Lou Terrell, Del Mar Foundation
President

Date: December 9, 1982

From: Bob Nelson, City Manager

Subject: DEL MAR DAY 1983

approved

Mayor Shapiro has asked that I make some inquiries regarding a date for Del Mar Day 1983 and pass the information on to you for planning purposes.

1. Availability of Fairgrounds:

The Del Mar Thoroughbred Club vacates Fairgrounds 9/26/83. The harness licensee is expected to take possession of the Fairgrounds 10/10/83. There are two weekends within the available period: 10/1-2 and 10/8-9.

2. Known Conflicts


with other similar events: I was unable to get good information. There is apparently a major bike ride (not race) scheduled for 10/9/83.

3. Tides:

The tides for the two Saturdays are:

	<u>High</u>	<u>Low</u>
10/1/83:	7:12 am 4.3'	11:54 am 2.8'
	5:58 pm 5.8'	--
10/8/83:	--	4:30 am 0.8'
	10:45 am 6.6'	5:30 pm -0.3'

From the above I would recommend that you select the weekend of October 1-2, 1983. As soon as a decision is made, please notify me, I'll work with City Department Heads, Sheriffs and Fairgrounds staff.


BOB NELSON
City Manager

RAN:kb

cc: Department Heads
Sheriff Captain
Roger Vitaich

A G E N D A

DEL MAR FOUNDATION

REGULAR BOARD OF DIRECTORS MEETING

DECEMBER 27, 1982

7:00 P.M.

* * * * *

1. ROLL CALL

2. APPROVAL OF MINUTES

Minutes of December 7, 1982

3. FINANCIAL REPORT

4. NEW BUSINESS

A. Bob Smith's Ideas and Suggestions

B. Del Mar Day - Date Selection for 1983

C. Case Study for Del Mar Foundation

D. Directors' Suggested Projects

5. NEXT MEETING

6. ADJOURNMENT.

NOTE: The meeting will be held in Ken Ronchetti's studio located at 1302 Camino del Mar.

DEL MAR FOUNDATION

BOARD OF DIRECTORS MEETING

DECEMBER 27, 1982

MINUTES

The Regular Meeting of the Board of Directors of the DEL MAR FOUNDATION was held on Monday evening, December 27, 1982, at 7:00 p.m. in the offices of Ken Ronchetti Design, 1302 Camino del Mar, Del Mar, CA 92014.

ROLL CALL:

The following Directors were present:

LOU TERRELL, President
HERB TURNER, Vice President
JOEL O. HOLLIDAY, Director

The following Directors were absent:

NANCY HOOVER, Director
WILLIAM H. KIRWIN, Director

Also present were:

KATHY BUSSEY, Foundation Secretary
BILL MALONE, Parks & Recreation Committee Member
BETSY MILICH, former Del Mar Day Co-coordinator

APPROVAL OF MINUTES:

Minutes, Workshop Meeting of December 7, 1982:

The minutes had been previously circulated, and upon motion made by HERB TURNER, seconded by JOEL HOLLIDAY and unanimously approved:

RESOLVED, that the minutes of the Workshop Meeting held December 7, 1982, are hereby approved as presented.

FINANCIAL REPORT:

In the absence of the Foundation Treasurer, LIZ YOUNGFLESH, a statement was distributed to the Directors dated December 27, 1982, and reflected the following:

\$26,569.11 - Money Market Account, 11.25%, no maturity date.

Checking Account 39-15774: balance according to Valley Federal computers is \$3,616.57. Checkbook for Del Mar Day Committee reflects \$957.97. The Treasurer is in the process of balancing this checkbook.

\$162.77 - Checking Account 39-16111 vested as Powerhouse
Park Committee.

PRESENTATION BY MR. BOB SMITH, SCRIPPS CLINIC:

Mr. BOB SMITH, Vice President Development, SCRIPPS CLINIC AND RESEARCH FOUNDATION, then offered some of his ideas on fund-raising to the Board.

He stated the Foundation would need to identify whether it wanted to raise funds on a short-term or long-term basis. He said the body as a whole needed to pick some sort of a project that could be successful, and organize committees consisting of people who have specific interest toward that project.

He said you will not raise money from people who are not interested the project, and you needed to secure committee members who would be willing to contribute the same amount they would be soliciting others for.

Mr. SMITH suggested the Foundation have a simple brochure printed up now, and get it circulated in the community. Let the people know the Foundation is operating now, and accepting donations. He offered to send them some brochures with suggested wording.

He stated people will give for two primary reasons: 1) they think that it is a worthwhile organization, and 2) they feel their funds will be used for what they were donated for.

He said the Foundation needed to pick a project, establish a budget, gather a committee. Before you can go out and raise funds you will need to be able to answer to people how much you need and what you need it for.

MR. SMITH also suggested hiring a consultant. He felt this would be very productive in terms of the money spent. A good consultant could cost in the area of \$700 per day, but would be well worth the money.

Mr. SMITH left the meeting at approximately 8:00 p.m. and was thanked by the Board of Directors for giving his time to the Foundation.

NEW BUSINESS:

Del Mar Day:

It was announced the 1983 date will be October 1st. BETSY MILICH stated the announcement would go out shortly to solicit the new Del Mar Day Coordinator. She said the tools were all here now, such as complete files, and two video tapes of Del Mar Day. She did remind the Directors that quarters will have to be found.

BETSY MILICH stated the Directors needed to set a price they would be willing to pay, and it was her understanding that JOHN COLLINS was willing to serve as Co-Coordinator again.

She also told them that she was fortunate in having a full-time assistant, and she had 3 volunteers that worked with her most of the time. The new coordinator would have to work from March thru October.

Upon motion made by JOEL HOLLIDAY, seconded by HERB TURNER and unanimously approved:

RESOLVED, that the compensation for the Del Mar Day Coordinators would be \$5,000 for the primary Co-Coordinator, and \$1,000 for the secondary, with possible bonuses of a set amount to be awarded, depending upon performance.

Case Study for the Foundation:

BETSY MILICH and LOU TERRELL had gotten together and prepared a Case Study Outline for the Foundation. Each of the Directors was given a copy, and this will be refined at future meetings.

Directors' Suggested Projects:

The Directors' projects are outlined only by title here. Written statements of explanation were circulated to those present and are available from the Secretary.

President Lou Terrell:

1. Summert Concert Series in Seagrove Park.
2. Permanent Library/Archive Repository Facility.
3. Endow City Employee Position.

Vice President Herb Turner:

1. Del Mar Cultural center for visual arts, painting, sculpture, architecture, and crafts.

Director Bill Kirwin:

1. Community Television Association (CTVA).
2. Del Mar Library.

Director Joel Holliday:

1. Cultural series of music and plays, preferably in the Seagrove Park area, possibly utilizing some of the talent from the universities or local repertory theaters.

2. Proposed youth center.
3. Acquisition of property.

LOU TERRELL stated in summary, that the Board was in agreement their priorities fell as follows:

- A. Del Mar Day
- B. Concerts in the Park (Seagrove)
- C. Art Exhibits
- D. Plays

LOU TERRELL asked BILL MALONE to go back to the Parks and Recreation Committee and find out what some of their ideas might be and report back at the next meeting. LOU stated he would start working on a "concert committee"; JOEL said he would start checking out the "play" workings; BETSY MILICH will continue with her "head hunting" for the Del Mar Day Coordinator, and HERB TURNER will attempt to put some "hard figures" on his cultural arts display idea.

OTHER BUSINESS:

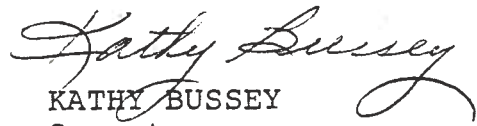
JOEL HOLLIDAY stated the Foundation had agreed to facilitate the acquisition process for the piece of property known as the "Powerhouse" by accepting tax-deductible contributions. However, in speaking with the City Attorney, it was suggested that since the matter has now become a ballot issue, that no future contributions be accepted.

The Board agreed that as of January 1, 1983, no further contributions would be accepted, and the existing \$162.77 would only be used to pay existing outstanding bills.

NEXT MEETING:

The next meeting will be Monday evening, January 24, 1982, at 7:00 p.m. and will be held in the office of the City Manager at City Hall, rather than the Council Chambers.

Respectfully submitted,


KATHY BUSSEY
Secretary

M E M O R A N D U M

TO: Del Mar Foundation
FROM: Lou Terrell, President
DATE: December 27, 1982
RE: DEL MAR FOUNDATION PROJECTS:

SHORT-TERM PROJECTS:

A Summer Concert Series in Sea Grove Park.

In order to implement this program a Concert Committee needs to be formed and charged with the following tasks: finding funds and artists; secure performing platform/stage and amplification system, if called for, etc.

LONG-TERM PROJECTS:

1. Permanent Library/Archive Repository Facility.

I envision this facility as being more than just a small town basic Library, but as including an archive capability (a repository to house the history of Del Mar, which Swede Throneson and others have been gathering over the years, and perhaps a room in which a small lecture series could be held.

Such a Library could become a joint venture project in which the Foundation, the City, the County, and the developer of the current City Hall site could pool their resources.

2. Endow City Employee Positions.

People often endow professorial chairs for universities, why not endow positions in small municipal governments?

A) Lifeguard Captain Position.

I selected this position because of its visibility, my hunch its salability, and the hope that once established it would be a precedent setter which would stimulate other such endowments.

B) Park Maintenance Position:

This position was selected because what is often overlooked in the acquisition of open space, is that once the initial purchasing price is covered, and even the development completed, the City will then be confronted with the major ongoing expense of maintaining the park. An endowed position dedicated to this task would appear, therefore, to be a worthwhile undertaking for the Foundation.

Although I am unfamiliar with the basic strategies for pursuing endowment gifts, they do exist and I am sure we could learn them.

SUGGESTED PROJECTS FOR DEL MAR FOUNDATION

DEL MAR CULTURAL CENTER

.. PURPOSE: To make available to the public, visual arts, painting, sculpture, architecture, and crafts otherwise not available to the local public.

FACILITIES: The facility comprised of approximately 100 linear feet of display wall enclosed by glass at 2010 Jimmy Durante Boulevard will be provided by others.

PROGRAM: First Year - Four shows of 90 days each
Two Retrospective Realists Exhibits - local
One Architectural Exhibit - local
One Group Exhibit

Second Year- Six shows of 60 days each
Three One Man Realists Exhibits
One Architecture Exhibit
One Group Exhibit
One Craft Exhibit

Third Year - Eight shows
Two One Man Exhibits - 60 days each
One Architecture Exhibit - 30 days
Two Group Exhibits - 30 days
One Craft Exhibit - 30 days
One Photo Exhibit - 30 days
One Drawing Exhibit - 30 days

FUNDING: Foundation to be vehicle to receive donations as non profit organization for funds specified for visual art exhibits.

First Year - Minimal funds needed for advertising, printing promotion as all artists would be local. Use this year to establish exhibits, audience and funding.

Second Year- Funding raised in first year to allow expansion of exhibits to other than local artists, add two shows.

Third Year - Funding should now be available for expansion to two more exhibits.

Sources of funds - would be primarily donations with some income coming from sales and openings. There would be no general admission charge.

2. Audio visual arts program in cooperation with community T.V.
 - (1) show on Channel 37
 - (2) Audio visual cassettes for sale or rent
3. Circulation library of paintings for rent.
- .. Organize small musical block parties in various parts of Del Mar.

Herb Turner
December, 1982

December 16, 1982

Memo To: Board of Directors,
Del Mar Foundation

Subject: Two Ideas for Foundation Activities

1. Community Television Association (CTVA). CTVA is an organization deserving community attention and support which the Foundation may augment. Two separate areas of CTVA needs can be considered: (a) that of funding special programming, such as community education and service programs, and (b) that of creating a studio and operating environment for the technical functions.

CTVA began being partially funded in it's operations at it's inception by Daniels Cablevision, which provided \$20,000.00 per year for five years. I do not know the requirements that must be met before CTVA can draw from that funding; Daniels also provided a certain amount for construction of studio facilities.

2. Del Mar Library. The Friends of the Library is an organization worthy of Foundation support. Construction/acquistion of a building and building a collection are both worth considering.

The nature of the relationship to the Foundation of undertakings such as these should be considered.

I have spoken briefly to representatives of each to inform them of the possibility of Foundation interest.

William H. Kirwin, Jr.
Director