

# California Condor Alliance

## Meeting Minutes - Board Meeting (December 26, 2025)

**Time:** 7:00 PM – 8:30 PM

**Location:** Virtual

### Meeting Attendees:

- Michael Clark
- Cassandra Alabada
- Paige Bucalo
- Deborah Sears
- Chandra David
- Marti Jenkins
- Michael Maxcy

### 1. Current Projects & Status Updates

#### **Governance Memorandum** – Leadership Structure & Compensation Authorization

The Board reviewed the **Governance Memorandum** proposing leadership role adjustments and governance alignment. The proposal included:

- Designation of Michael Clark as President of the Board and Chief Executive Officer (CEO), focused on public representation, partnerships, and strategic leadership
- Transition of Cassandra Alabada to Chief Operating Officer (COO), retaining authority over all operational, administrative, and regulatory filings
- Governance safeguards related to board independence, conflict-of-interest recusal, and IRS compensation standards

#### Action:

Following discussion, the Board voted unanimously to approve:<sup>1</sup>

- The leadership role changes as proposed
- Authorization for executive compensation for CEO duties if applicable, subject to independent review, recusal, and documentation

These changes will be reflected in the bylaws and formally re-signed.

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#### **Compensation Comparability Record** – Deferred Continuation (FY2025–2026)

The Board reviewed an overview of the **Compensation Comparability Record**, which establishes the process for future compensation consideration, including independent review, use of comparability data, mandatory recusal, and formal documentation.

**Action:**

The Board unanimously approved the continuation of this record as a standing governance and compliance tool.

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**Conflict of Interest & Governance Policy (FY2026)**

The Board reviewed the Conflict of Interest and Governance Policy, including disclosure requirements, recusal procedures, independent review standards, documentation requirements, and annual confirmations.

**Action:**

The policy was reviewed and unanimously approved by the Board.

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**Governance & Organizational Structure Overview (FY2026)**

The Board reviewed the **Governance and Organizational Structure Overview**, confirming:

- Board independence in compliance with California Corporations Code §5227
- Clear separation between governance and operations
- COO authority over all regulatory filings

**Action:**

The document was reviewed and unanimously approved.

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**Newsletter – January 2026**

The first organizational newsletter was presented to the Board as a preview. It will be accompanied by a video message from Michael Clark to subscribers.

**Action:**

The newsletter was unanimously approved by the Board.

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**Events (Past & Upcoming)**

- January 13–14: Santa Barbara field meeting
- January 26: Podcast recording featuring Michael Clark
- January 28: Condor lecture in Carpinteria through Audubon

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## Facilities

The Board was informed that the organization has acquired the Olancha property. Discussion included the possibility of reserving naming rights for a future donor.

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## Operating Expenses & Financial Overview

Quarterly financials were presented to the Board. Key highlights included:

- **Recurring expenses:** phone line, PO Box, website subscriptions, domain, and Microsoft Office
- **Other expenses:** business travel and bank processing/service fees
- **Reimbursements:** none this quarter
- **Total expenditures:** \$1,059.06
- **Donations received (last 90 days):**
  - \$1,020.00 from 8 new donors
  - \$500.00 grant through DAFgiving360
  - **Total donations:** \$1,520.00
- **Current bank balance:** \$1,812.96

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## 2. Future Plans & Next Steps

- Submit required notices and updates to the State of California and IRS
- Update FY2026 bylaws
- Compile and circulate the Governance Memorandum & supporting documents packet for signature
- Identify and prepare any additional compliance documents

- Begin merchandise brainstorming (in-person and online platforms such as Redbubble or Bonfire)
- Continue expanding and strengthening social media outreach
- Begin planning Business Plan – Phase II, including facility needs and supplies
- Continue brainstorming newsletter title ideas, with the possibility of a public vote

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### **3. Closing**

#### **Summary & Action Items**

- Paige Bucalo will distribute all approved documents to Board members for review and signature

The meeting concluded with an open floor for ideas and feedback.

**Next Meeting Date:** TBD potentially mid-February or early March

**Meeting Adjourned:** 8:30 PM

**Minutes Prepared by:** Paige Bucalo

<sup>1</sup> Supporting documentation, including signed resolutions, director votes, and adopted policies referenced in these minutes, are maintained in the organization's official records as part of the "Q4 Board Resolution and Meeting" documentation packet.