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June 13, 2014

**SENT VIA CERTIFIED
MAIL & E-MAIL**

California Fish and Game Commission
c/o Executive Director Sonke Mastrup
P.O. Box 944209
Sacramento, CA 94244-2090

sonke.mastrup@fgc.ca.gov

**Re: Petition for Rule Making by the Fish & Game Commission Regarding
Transparency and Commissioners' Financial Disclosure Requirements**

Dear Mr. Mastrup:

This Petition, submitted by the National Rifle Association of America ("NRA") pursuant to Government Code sections 11340.6, 11340.7, and 87307, requests that the California Fish & Game Commission (the "Commission") take two specific regulatory actions to increase transparency and identify potential conflicts of interest of Commissioners.

I. STANDING OF PETITIONERS

Petitioner NRA is an Internal Revenue Code § 501(c)(4) nonprofit corporation, incorporated in the State of New York in 1871, with principal offices and place of business in Fairfax, Virginia. NRA has approximately five million members, and hundreds of thousands of members in California.

The founders of NRA desired to create an organization dedicated to marksmanship, or, in the parlance of the time, to "promote and encourage rifle shooting on a scientific basis." NRA's bylaws, at Article II, Section 5, state that one of the purposes of NRA is "[t]o promote hunter safety, and to promote and to defend hunting as a shooting sport and as a viable and necessary method of fostering the propagation, growth, conservation, and wise use of our renewable wildlife resources."

NRA has been a party to or supported multiple lawsuits throughout the nation supporting and defending the right to keep and bear firearms for hunting, sport shooting, and self-defense. Indeed, one

of NRA's key functions is to preserve the tradition of hunting, protecting it from unreasonable and unnecessary restrictions.

NRA has an established record of advocating against restrictions on hunting based on scientifically unsupported claims of alleged environmental harm.

Petitioner David Halbrook resides in Victorville, California, and has been a hunter for basically his entire life. Mr. Halbrook has hunted various big and small game in California in the past, and he intends to hunt in California in the future. Mr. Halbrook is a member of NRA and is the executive director of the Hunt For Truth Association.

Based on the foregoing, the petitioners have standing to make the requested regulatory changes.

II. REQUESTED REGULATORY CHANGES

Petitioners hereby seek the amendment of California Code of Regulations ("CCR"), title 14, chapter 5, so that:

(1) it expressly includes the language of section 782, including the full text of the Commission's Conflict of Interest Code ("Conflict Code"), and not just the vague reference to "section 782" that currently exists in the published version of the CCR, and

(2) the Conflict Code is amended to clarify that "income, gifts, loans, or travel payments" from non-profit associations and organizations are all "reportable" to the same extent they currently are reportable when received from for-profit sources.

III. JUSTIFICATION FOR THE REQUESTED REGULATORY CHANGES

A. The Conflict of Interest Code Should Be Published in the California Code of Regulations, and Posted Online

The Commission, as a state agency, is required to "adopt and promulgate a Conflict of Interest Code pursuant to" Government Code section 87300.

Public access to the Conflict Code is especially important as to Commissioners' actions. Because Commissioners are appointed, not elected, the public has less information about them than it would if Commissioners were required to go through the "vetting" that occurs when someone runs for office. That lack of electoral information is rectified, in part, by requiring Commissioners to comply with the Conflict Code's disclosure requirements.

Although the Conflict Code does exist, it is not easy to locate nor reasonably accessible to the public. The Conflict Code is cryptically referred to by the Commission as "Section 782, Title 14, CCR[.]" (Exhibit 1). The Conflict Code is not included in the printed version of the CCR. The Conflict Code is not available as part of California's online version of the CCR, which is hosted by Westlaw, nor is it available through the paid Westlaw service. The Conflict Code apparently can only be obtained by making a request to the Commission or the Fair Political Practices Commission under

California's Public Record Act.

If the public cannot easily access and read the Conflict Code (or does not even know it exists, which is likely based on the omission in online version of the CCR), then the Conflict Code is not serving a key part of its intended purpose.

Because the Conflict Code is only seven pages long, adding the Conflict Code to the CCR would be a simple matter. Similarly, adding the most recent version of the Conflict Code to the Commission's website would provide important access to the public without any additional cost, and this particular action would not even require any rule making. Because these proposed changes will benefit the public without any negative repercussions, these changes should be adopted by the Commission without delay.

B. The Conflict of Interest Code Should Require Disclosure of All Potential Conflicts of Interest, Including Funds Coming From Non-Profit Organizations

Instead of drafting a conflict of interest code from scratch, the Commission simply adopted the "standard conflict of interest code[.]" which is stated in title 2, section 18730, of the CCR. That adopted standard conflict code, in addition to a "designation of employees and the formulation of disclosure categories[.]" is normally sufficient to satisfy Government Code section 87300. But under the circumstances particularly applicable to the Commission, it is not. It invites mischief and abuse.

Government Code section 87302 states that

[e]ach Conflict of Interest Code shall contain the following provision[: a]n investment, business position, interest in real property, or source of income shall be made reportable by the Conflict of Interest Code if the business entity in which the investment or business position is held, the interest in real property, or the income or source of income may foreseeably be affected materially by any decision made or participated in by the designated employee by virtue of his or her position.

The Conflict Code, however, does not comply with the foregoing regarding positions held in or benefits derived from "non-profit" businesses.

The Conflict Code identifies Commissioners as "Category 1" filers, meaning they are responsible for filing a "Form 700, Statement of Economic Interest" with the Fair Political Practices Commission every year that discloses all of the potential sources of conflict listed below:

all investments, and business positions in business entities, and income, including gifts, loans, or travel payments, from any of the following areas:

1. Commercial fishing, including mariculture and aquaculture.
2. Fish processing plants.
3. Party boat operations (i.e., commercial passenger fishing vessel.)
4. Manufacturing and/or supplying of outdoor related equipment.
5. Outdoor recreation, such as rental outlets, gear rental, guide services, dog rental,

- private charters, etc.
6. Any construction, demolition, and/or maintenance firms doing business in the aquatic and/or terrestrial environment or having influence within the aquatic and/or terrestrial environment which impacts fish and wildlife.
 7. Mining firms and/or firms utilizing the aquatic and/or terrestrial environment, including firms which hold interests in firms utilizing the aquatic and/or terrestrial environment (i.e., salt mining, oil, nuclear power, logging, dredging, land development, etc.)
 8. Printing, publishing, and instructional material and service firms which are doing business with, or planning to do business with the Department of Fish and Game, or have done business with the Department of Fish and Game at any time in the past two years.
 9. Pet shops, including fish, reptiles, and amphibians.
 10. Hunting and fishing clubs.
 11. Consulting firms that are doing business or planning to do business with the Department of Fish and Game or have done business with the Department of Fish and Game at any time in the past two years.
 12. Business entities engaged in hazardous waste removal, containment or storage.
 13. Investments and business positions in business entities and sources of income of the type which contract with the Department of Fish and Game to provide services, supplies, material, machinery or equipment (Including license agents.)

Even though various non-profit organizations advocating positions from across the political spectrum appear before, and do some form of “business” with the Commission, the above list does not expressly refer to financial benefits derived from non-profit organizations. This omission clearly invites abuse through biased interpretations.

The above list should apply to both non-profits and for-profits alike.¹ But some Commissioners apparently maintain that the Conflict Code does not require disclosure of funds or benefits provided by interested non-profit groups. The Commission should clarify that potential financial conflicts need be disclosed irrespective of whether the source of the potential conflict is classified as for-profit or non-profit.

1. Commissioners Should Be Required to Disclose All Gifts or Contributions from Interested Non-Profit Entities

One recent example shows why the Commission should revise the Conflict Code so that income and gifts from non-profits are *expressly* within scope of the Category 1 disclosure requirements for all Commissioners.

¹ There is legal authority for this position, because non-profit organizations are considered “businesses” for the gift-limit portion of the Political Reform Act. *See* Gov’t Code § 18932 (“For purposes of Government Code Sections 89501 through 89506 and this section, a nonprofit entity may be a ‘business.’”).

Commissioner G. Michael Sutton, a Commissioner since 2007 (Exhibit 2), worked for the Monterey Bay Aquarium Foundation and for at least one other affiliated organization (collectively “MBAF”) from 1999 to 2012. (Exhibit 3). During the later years of his employment with MBAF, Commissioner Sutton made over \$100,000 a year. (Exhibit 4). A few months after Commissioner Sutton was appointed to the Commission, MBAF loaned Commissioner Sutton over \$200,000. (Exhibits 2 & 5). Five years later, MBAF “discounted” the outstanding loan amount from \$198,000 to \$0. (Exhibit 6). The “discount” occurred just a few months after Commissioner Sutton left his position with MBAF. (Exhibit 3).

During the time Commissioner Sutton was employed by MBAF, MBAF was actively involved in the creation and implementation of the Marine Life Protection Act (“MLPA”). (Exhibit 6). As a Commissioner, Commissioner Sutton necessarily made many decisions, and otherwise participated in Commission matters (like the implementation of the MLPA) wherein his employer was heavily involved. Had Commissioner Sutton been employed by a for-profit fish cannery during this time frame, the Conflict Code would have *required* disclosure of the loan and the approximately \$200,000 debt forgiveness that appears to have occurred. But, because the Conflict Code does not expressly require reporting of gifts from marine-life related (or any other) *non-profit* organizations, Commissioner Sutton (and apparently the Commission and the Fair Political Practices Commission) has taken the position that information regarding what seems to be a \$200,000 gift is not information that he is legally required to disclose.

Put simply, the public has a right to know when an appointed Commissioner seemingly gets a \$200,000 gift from an entity that regularly appears before the Commission; the importance of this “right to know” is magnified when the apparent gift giver has invested heavily on the ongoing implementation of matters that are within the Commission’s jurisdiction (e.g., the MLPA). Even if there was some legitimate explanation as to why it appears MBAF made, and walked away from, a large loan/gift, a Commissioner should not have the ability to keep secret the existence and apparent forgiveness of that type of transaction. All of the surrounding circumstances should be disclosed.

Regardless of whether the apparent \$200,000 gift to Commissioner Sutton is ultimately determined to be legally impermissible or otherwise improper, the fact that it was not considered to be within Commissioner Sutton’s reporting requirements highlights a loophole in the Conflict Code that needs to be closed. Indeed, a review of meeting summaries published by the Commission — each including a list of public speakers — indicates that non-profit groups actually outnumber for-profits when one looks at who is asking the Commission to take action. Because non-profit organizations appear to now be the primary source of supplicants coming before the Commission, their financial contributions to Commissioners should be treated with a skepticism that is at least on a par with what is currently include in the Conflict Code vis-à-vis for-profit interests.

2. The Petition Is *Not* Intended to Limit Who Can Serve on the Commission

This Petition does not seek to create a limitation on who the Governor can appoint to the Commission or who can serve on the Commission. Rather, the Petition is about transparency and giving the public the information that it needs to properly evaluate the objectivity or bias of Commissioners who are appointed, not elected, to oversee the wildlife resources of this state. Considering that the Governorship holds appointment power as to the Commission, and that it is

extremely difficult to remove a Commissioner from office, the changes proposed by the Petition do not constitute an unreasonable request.

IV. THE COMMISSION HAS THE LEGAL AUTHORITY TO ADOPT THE REQUESTED REGULATORY CHANGES

Government Code section 87307 plainly states an agency (e.g., the Commission) “may at any time amend its Conflict of Interest Code . . . in response to a petition submitted by . . . a resident of the jurisdiction.” Thus, the revisions to section 782 sought hereby are within the Commission’s express statutory authority. *See also* Gov’t Code § 11340.6 (“any interested person may petition a state agency requesting the adoption, amendment, or repeal of a regulation”).

V. CONCLUSION

For the reasons stated herein, this Petition should be granted.

Sincerely,
Michel & Associates, P.C.



C.D. Michel

Enc:

Exhibits (Ex. 1 [<http://www.fgc.ca.gov/regulations/2012/660fsor.pdf> at p. 2; <http://www.fgc.ca.gov/meetings/2007/020107summary.aspx>]); Ex. 2 [<http://www.fgc.ca.gov/public/information/bios.aspx#sutton>]; Ex. 3 [<http://www.audubon.org/newsroom/press-releases/2012/audubon-taps-mike-sutton-key-western-conservation-role>]; Ex. 4 [Form 700s filed by Commissioner Sutton during the time period he was both a Commissioner and receiving over \$100,000 a year from MBAF]; Ex. 5 [Deed of Trust reflecting \$230,000 loan from the Monterey Bay Aquarium Foundation to Commissioner Sutton and his wife]; Ex. 6 [selected portions of the Monterey Bay Aquarium Foundation’s Consolidated Financial Statements and Report of Independent Certified Public Accounts {for the years 2011-2012}]; Ex. 7 [statement regarding MBAF’s participation in the Marine Life Protection Act, at <https://www.aza.org/jobs/detail.aspx?id=27488>]).

EXHIBIT 1

STATE OF CALIFORNIA
FISH AND GAME COMMISSION
FINAL STATEMENT OF REASONS FOR REGULATORY ACTION

Repeal Section 660
Title 14, California Code of Regulations (CCR)
Re: Election of Commission Officers

I. Date of Initial Statement of Reasons: March 15, 2012

II. Date of Final Statement of Reasons: May 14, 2012

III. Dates and Locations of Scheduled Hearings:

(a) Notice Hearing: Date: March 7, 2012
Location: Riverside, CA

(b) Discussion/Adoption Hearing : Date: May 23, 2012
Location: Monterey, CA

IV. Update:

No changes have been made to the proposed regulatory language.

The Fish and Game Commission adopted the proposed amendment to repeal Section 660 at its May 23, 2012 meeting.

V. Summary of Public Recommendations and Primary Considerations Raised in Support of and in Opposition to the Proposed Action and Reasons for Rejecting Those Considerations:

(a) Description of Proposed Action by Public: Fully supports the Commission in electing or appointing a President and Vice President but disagrees with repealing Section 660 in its entirety. Suggests amending the regulatory language to include critical components such as: 1) when the election will take place; 2) how many votes are required; 3) how long a term will the official serve before requiring reelection; 4) how to fill a vacancy; 5) how many terms an officer can serve; and 6) how to remove an officer who is not performing adequately.

Proposal source: Joe Exline, (written comment on April 10, 2012).

Response:

1. Current regulations specify that the election of officers will take place at the Commission's February meeting. This requirement is too restrictive in that it does not address the possibility of lack of a quorum at the February meeting or

the necessity to hold an election mid-term due to vacancy or inadequacy of an officer to perform his/her duties. The proposed repeal of Section 660 removes this too-restrictive requirement.

2. Commission meetings are conducted pursuant to Robert's Rules of Order which addresses the number of votes needed.

3. In electing its officers through a democratic process, the Commission will designate the terms of its officers. This will allow the Commission to select any term of office it feels appropriate at the time of the election, such as for the remainder of the term of an officer whose position has become vacant.

4. Under the proposed repeal of Section 660, the Commission will not be limited to holding the election in February which will give it the flexibility to fill any vacancies immediately.

5. In repealing Section 660, it is the Commission's intent to not pre-determine the number of terms an individual can serve as president or vice president; rather the Commission will be able to democratically elect whomever it believes is most qualified.

6. The Commission does not believe that a regulation is needed to determine how to remove an officer who is not performing adequately; rather, this will be determined by majority vote.

The Commission operates under Robert's Rules of Order, and as such can decide to conduct an election whenever there is a majority interest. The term of the officers would also be established through a majority vote. In terms of isolating the election of officers from political influence, that makes no sense since elections are political.

- (b) Description of Proposed Action by Public: Opposed to the repeal of regulations for the following reasons: 1) Commenter states that the Commission should not vote on such a controversial matter when one of its members has not been "renominated" by the Governor. 2) Commenter recommends that no changes be made to Section 660 until the Commission's Conflict of Interest Code (Section 782, Title 14, CCR) is amended to include the exact disclosure categories for Commissioners as those for statutory filers.

Proposal source: Anthony Canales (written comment on May 15, 2012)

Response: 1. The Constitution of the State of California provides that Commissioners may serve "until their successors are appointed and qualified". Any Commissioner whose term has expired has the same authority and responsibility he/she had before the term expired.

2. Amendment of Section 782, Title 14, CCR, is outside the scope of the proposed rulemaking. Section 782 was legally adopted within the specifications of the Fair Political Practices Act which directs agencies the authority to decide the appropriate disclosure requirements, tailoring the disclosure requirements for each position within the agency to the types of governmental decisions a person holding that position would make.

All members of the Commission have been nominated by a governor per the California Constitution. The election of officers under Fish and Game Code Section 102 would be no more susceptible to corruption as under the current regulations. The Commissioners operate under a conflict of interest code currently.

- (c) Description of Proposed Action by Public: Supports a policy for the removal of a President who only gives a single minute to legitimate non profit organizations who spend hours of time to prepare for Commission meetings and hundreds of dollars for travel and lodging to be part of a public process. The Commission should show more respect for Californians who want to engage in natural resource issues.

Proposal source: Jennifer Fearing (oral comment at May 23, 2012 Commission meeting)

Response: The Commission does not believe that a regulation or policy is needed to determine how to remove an officer who is not performing adequately; rather, this will be determined by majority vote.

VI. Location and Index of Rulemaking File:

A rulemaking file with attached index is maintained at:
California Fish and Game Commission
1416 Ninth Street
Sacramento, CA 95814

VII. Description of Reasonable Alternatives to Regulatory Action:

- (a) Alternatives to Regulation Change:

No other alternatives were identified.

- (b) No Change Alternative:

The No Change Alternative would maintain the current language outlining the procedures for election of President and Vice President of the Commission.

(c) Consideration of Alternatives:

In view of the information currently possessed, no reasonable alternative considered would be more effective in carrying out the purposes for which the regulation is proposed, would be as effective and less burdensome to affected private persons than the proposed regulation, or would be more cost-effective to affected private persons and equally effective in implementing the statutory policy or other provision of law.

VIII. The potential for significant statewide adverse economic impacts that might result from the proposed regulatory action has been assessed, and the following determinations relative to the required statutory categories have been made:

(a) Significant Statewide Adverse Economic Impact Directly Affecting Businesses, Including the Ability of California Businesses to Compete with Businesses in Other States:

The proposed action will not have a significant statewide adverse economic impact directly affecting business, including the ability of California businesses to compete with businesses in other states. There are no economic or business impacts foreseen or associated with the proposed regulation change.

(b) Impact on the Creation or Elimination of Jobs Within the State, the Creation of New Businesses or the Elimination of Existing Businesses, or the Expansion of Businesses in California; Benefits of the Regulation to the Health and Welfare of California Residents, Worker Safety, and the State's Environment:

The Commission does not anticipate any impacts on the creation or elimination of jobs, the creation of new business, the elimination of existing businesses or the expansion of businesses in California.

The Commission does not anticipate any benefits to the health and welfare of California residents.

The Commission does not anticipate any non-monetary benefits to worker safety.

The Commission does not anticipate any benefits to the environment.

(c) Cost Impacts on a Representative Private Person or Business:

The agency is not aware of any cost impacts that a representative private person or business would necessarily incur in reasonable compliance with the proposed action.

- (d) Costs or Savings to State Agencies or Costs/Savings in Federal Funding to the State: None.
- (e) Nondiscretionary Costs/Savings to Local Agencies: None.
- (f) Programs mandated on Local Agencies or School Districts: None.
- (g) Costs Imposed on Any Local Agency or School District that is Required to be Reimbursed Under Part 7 (commencing with Section 17500) of Division 4, Government Code: None.
- (h) Effect on Housing Costs: None.

EXHIBIT 2



Fish and Game Commission

ABOUT MEETINGS REGULATIONS NEWS CONTACT

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Commissioners

- Mr. Michael Sutton, President
- Mr. Jack Baylis, Vice President
- Mr. Jim Kellogg, Member
- Mr. Richard B. Rogers, Member
- Mrs. Jacque Hostler-Carnesin



President Michael Sutton, of Monterey, was appointed to the Fish and Game Commission on May 3, 2007. He was reappointed on March 25, 2009 to a six-year term. Sutton currently serves as Executive Director of Audubon California and Vice President, Pacific Flyway with the National Audubon Society. Previously, he founded the Center for the Future of the Oceans at the Monterey Bay Aquarium in 2004 and served as program officer for the conservation and science program at the David and Lucile Packard Foundation from 1999 to 2004. Prior to that, Sutton worked at the World Wildlife Fund from 1990 to 1999. He also served as special agent for the U.S. Fish and Wildlife Service from 1984 to 1990. Sutton worked for the National Park Service as a park ranger from 1980 to 1984.

His term on the Commission expires January 15, 2015.

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Vice President Jack Baylis, of Los Angeles, was appointed to the Fish and Game Commission on September 29, 2010 and confirmed by the State Senate on September 1, 2011. Currently, Mr. Baylis is the President and CEO of The Baylis Group, LLC. The Baylis Group services public and private sector clients in the Infrastructure and Environmental fields providing strategic, management, and technical services and consultation.

Mr. Baylis has excelled in management, operations, business development, and client service roles; he has achieved success as a principal, director and manager of numerous environmental, civil infrastructure, water and transportation programs and projects; he is experienced with p&l responsibilities, technical review, program management, and staff development; he has served on joint venture boards specifically focused on strategic and larger programs and projects with construction values over a billion (US) dollars. He has also served on community, non-profit, and government service boards and commissions including as a Governor appointee to the California State Fish and Game Commission and is a Presidential appointee to the National Infrastructure Advisory Council (NIAC). His specialties include operations and business development for regional operations and global strategic investments and development; client service, teaming, joint ventures, contracts, procurement negotiations, program management, and geopolitical positioning.

His term on the Commission expires January 15, 2016

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Jim Kellogg, of Discovery Bay, was appointed to the Commission on January 31, 2002, to complete the term of the position vacated by former Commissioner Richard Thieriot. He was reappointed on March 28, 2006 to a six year term. He was reappointed on April 10, 2012 to another six year term. Growing up in the Bay Area James W. Kellogg is a native Californian who has spent forty-eight eight years with the (UA) United Association of Journeyman and Apprentices of the Plumbing and Pipe Fitting Industry of the United States and Canada. He was first elected to full time office with the Steamfitters Local Union 342 in 1976.

Jim has devoted his entire adult life to helping people and doing whatever possible to provide the best working environment and conditions that the particular times would bear for the people he represents. He has been recognized many times over for his leadership abilities and has gained the respect and admiration of everyone who has had the opportunity to interface with him.

He is a strong supporter of education and heavily promotes union apprenticeship and journeyman training programs and has been rewarded for those efforts by having two schools in Northern California named after him. He is the founder of the California Native American Apprenticeship Initiative.

After years of community service and serving on many statewide labor boards and committees, Jim in January 1999 was appointed by Governor Gray Davis to the powerful California Transportation Commission and served as Chairman in 2000. He has also been appointed by Governor Davis to the California Fish and Game Commission, the Commission on Building for the 21st Century, and the California State Work Force Investment Board. He serves on the Board of Directors for the California Residence Foundation, Board of Directors Contra Costa College Foundation, Board of Directors for the Mesothelioma Research Foundation of America, Board of Directors for the America on the Move Foundation, and is the labor representative on the oversight committee for Contra Costa County's 'Shaping Our Future' project. He serves on the Executive Board of the Contra Costa County Sheriff's Posse and is Vice President of the California State Building & Construction Trades Council. He is a member of California Waterfowl Association, Outdoor Sportsmen's Coalition of California, Rocky Mountain Elk Foundation, California Deer Association, Ducks Unlimited, California State Sheriff's Association and is a lifetime member of the California Highway Patrol 11-99 Foundation.

His term on the Commission expires January 15, 2018.

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Richard B. Rogers, of Santa Barbara, was appointed to the Fish and Game Commission on January 18, 2005. Mr. Rogers is a third generation Californian. He is Chairman of the Board, Pacific Earth Resources: a diversified environmental horticulture services company. He is also General Partner, Pacific Ranch Company, a private investment company.

He has served as Chairman of the National Board of Advisors of the Donald Bren School of Environmental Science and Management at The University of California at Santa Barbara, and Chairman of the Board of Trustees of the Santa Barbara Botanic Garden.

Mr. Rogers has served on many state and national boards with a focus on conservation, bio-diversity, and the governance of philanthropic organizations. He formerly served on the California State Board of Forestry and was chair of the Forest Practice Committee. He was a member and co-Chair of the Museum Assessment Program (MAP) Governance Task Force, American Association of Museums (AAM) in Washington DC, and a site surveyor and Peer Reviewer for MAP and AAM Governance.

Mr. Rogers graduated from the United States Naval Academy with a BS in Electrical Engineering and the University of Southern California with an MBA in Finance. He is an Eagle Scout and a decorated combat veteran.

Term expiration: His term on the Commission expired January 15, 2011; he can serve until a new appointment is made by the Governor.



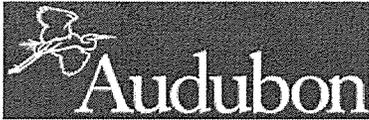
Jacquie Hostler-Carmesin, of McKinleyville, was appointed to the California Fish and Game Commission on June 4, 2013. Hostler-Carmesin has been chief executive officer at Cher Ae Heights Indian Community of the Trinidad Rancheria since 2010 and was director of transportation and land-use planning from 2007 to 2009. She was roads director at the Hoopa Tribal Roads Department from 2003 to 2007. Hostler-Carmesin served in multiple positions at the Redwood Empire Aggregates Inc. from 1990 to 2002, including payroll administrator and contract administrator.

Jacquie was appointed to the National Ocean Council Governance Coordinating Committee by President Barack Obama in 2011 as one of three tribal representatives for the United States. She has been the primary California representative to the National Tribal Transportation Program since 2005 and vice chair since 2010. She has been a member of the CalTrans Native American Advisory Committee since 2006.

Her term on the Commission expires January 15, 2019.

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EXHIBIT 3



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Audubon taps Mike Sutton for key Western conservation role

Established conservation leader will serve as vice president of the Pacific Flyway and executive director of Audubon California.

Published: May 3, 2012

Emeryville, CA - The National Audubon Society this week named one of California's leading conservation advocates to lead its West Coast conservation efforts. Michael Sutton - who serves on California's Fish and Game Commission and heads the Monterey Bay Aquarium's Center for the Future of the Oceans - has been appointed vice president of the Pacific Flyway. He will also serve as executive director of Audubon California.

Sutton, who lives in Carmel Valley, will be charged with helping implement a new strategic direction for Audubon that seeks to perform large-scale conservation along the four major migratory paths, or flyways.



Mike Sutton

"Birds and other wildlife have been central to my entire career in conservation, dating back to my very first job banding birds and teaching ornithology at a summer camp," said Sutton. "I'm anxious to get to work weaving together all of Audubon's work along the Pacific Coast from Alaska to Baja and beyond."

Sutton was appointed to the Fish and Game Commission in 2007. He founded the Center for the Future of the Oceans at the Monterey Bay Aquarium in 2004. Previously, he served as a program officer in the Conservation & Science Program at the David and Lucile Packard Foundation from 1999 to 2004. Prior to that, Sutton served as vice president at the World Wildlife Fund from 1990 to 1999, where he led WWF's global ocean conservation programs. He is also an author and lecturer in conservation law on the summer faculty at the Vermont Law School.

According to Audubon President David Yarnold, it was Sutton's diversity of skills and experience that made him the perfect choice for this important new role at Audubon.

"Mike's passion for conservation is exceeded only by his track record," said Yarnold. "He's a proven leader in California and across the West, and Audubon is fortunate to have him join our leadership team. Mike understands landowners, sportsmen, birders and people who just love the outdoors. He has deep knowledge of California's issues and the breadth to be able to work across the Pacific Flyway."

The Pacific Flyway has been the site of several major victories for Audubon in recent years. In California, Audubon recently secured the protection of more than 240,000 acres of the Tejon Ranch, and is developing groundbreaking programs to work with private landowners to maximize habitat on working lands. In Alaska, Audubon working to protect key habitat areas from development and energy production. Throughout the Pacific Flyway, Audubon chapters are doing incredible work

National Audubon Society

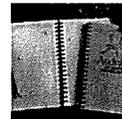
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locally to protect key species and spread the word about birds to local communities.

"These are exciting times for Audubon, and for conservation," said Sutton. "All along the Pacific Flyway, the stars are aligning that should allow us to make significant, tangible progress on vital conservation issues at a regional scale."

###

The National Audubon Society saves birds and their habitats throughout the Americas using science, advocacy, education and on-the-ground conservation. Audubon's state programs, nature centers, chapters and partners have an unparalleled wingspan that reaches millions of people each year to inform, inspire and unite diverse communities in conservation action. Since 1905, Audubon's vision has been a world in which people and wildlife thrive. Audubon is a nonprofit conservation organization. Learn more at www.audubon.org and [@audubonsociety](https://twitter.com/audubonsociety).

Press Contacts

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Senior Communications
Manager - Public Affairs
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(212) 979-3197

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Director - Marketing and
Communications
Audubon California
220 Montgomery Street
San Francisco, CA 94104-3402
gfrost@audubon.org
415-644-4604



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[David Yarnold Speech at 2013 Audubon Gala](#)



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EXHIBIT 4

10 APR 21 PM 12:50 *Public Document*



2010 APR 6 PM 2 01

Please type or print in ink.

NAME (LAST)	(FIRST)	(MIDDLE)	DAYTIME TELEPHONE NUMBER		
SUTTON	GEORGE	MICHAEL	(916) 653-4899		
MAILING ADDRESS (Business Address Acceptable)	STREET	CITY	STATE	ZIP CODE	OPTIONAL: E-MAIL ADDRESS
1416 Ninth Street, Room 1320		Sacramento	CA	95814	

1. Office, Agency, or Court

Name of Office, Agency, or Court:
Fish & Game Commission

Division, Board, District, if applicable:

Your Position:
Commissioner

▶ If filing for multiple positions, list additional agency(ies)/ position(s): (Attach a separate sheet if necessary.)

Agency: _____

Position: _____

2. Jurisdiction of Office (Check at least one box)

State

County of _____

City of _____

Multi-County _____

Other _____

3. Type of Statement (Check at least one box)

Assuming Office/Initial Date: ____/____/____

Annual: The period covered is January 1, 2009, through December 31, 2009.

-OR-

The period covered is ____/____/____, through December 31, 2009.

Leaving Office Date Left: ____/____/____ (Check one)

The period covered is January 1, 2009, through the date of leaving office.

-OR-

The period covered is ____/____/____, through the date of leaving office.

Candidate Election Year: _____

4. Schedule Summary

▶ Total number of pages including this cover page: Two

▶ Check applicable schedules or "No reportable interests."

I have disclosed interests on one or more of the attached schedules:

Schedule A-1 Yes - schedule attached
Investments (Less than 10% Ownership)

Schedule A-2 Yes - schedule attached
Investments (10% or Greater Ownership)

Schedule B Yes - schedule attached
Real Property

Schedule C Yes - schedule attached
Income, Loans, & Business Positions (Income Other than Gifts and Travel Payments)

Schedule D Yes - schedule attached
Income - Gifts

Schedule E Yes - schedule attached
Income - Gifts - Travel Payments

-or-

No reportable interests on any schedule

5. Verification

I have used all reasonable diligence in preparing this statement. I have reviewed this statement and to the best of my knowledge the information contained herein and in any attached schedules is true and complete.

I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Date Signed April 1, 2010
(month, day, year)

Signature *Michael Sutton*
(File the originally signed statement with your filing official)

STATEMENT OF ECONOMIC INTERESTS

Date Received
Official Use Only

RECEIVED
FAIR POLITICAL
PRACTICES COMMISSION
COVER PAGE

2011 APR 13 AM 7 20

Please type or print in ink.

11 JUN 23 PM 12:46

NAME OF FILER (LAST) (FIRST) (MIDDLE)
SUTTON GEORGE MICHAEL

1. Office, Agency, or Court

Agency Name

FISH & GAME COMMISSION

Division, Board, Department, District, if applicable Your Position

MEMBER

► If filing for multiple positions, list below or on an attachment.

Agency: _____ Position: _____

2. Jurisdiction of Office (Check at least one box)

- State Judge (Statewide Jurisdiction)
- Multi-County _____ County of _____
- City of _____ Other _____

3. Type of Statement (Check at least one box)

- Annual: The period covered is January 1, 2010, through December 31, 2010. Leaving Office: Date Left ____/____/____
(Check one)
- or- The period covered is January 1, 2010, through the date of leaving office.
- Assuming Office: Date ____/____/____ The period covered is ____/____/____, through the date of leaving office.
- Candidate: Election Year _____ Office sought, if different than Part 1: _____

4. Schedule Summary

Check applicable schedules or "None."

► Total number of pages including this cover page: 2

- Schedule A-1 - Investments - schedule attached Schedule C - Income, Loans, & Business Positions - schedule attached
- Schedule A-2 - Investments - schedule attached Schedule D - Income - Gifts - schedule attached
- Schedule B - Real Property - schedule attached Schedule E - Income - Gifts - Travel Payments - schedule attached

-or-

None - No reportable interests on any schedule

5. Verification

MAILING ADDRESS STREET CITY STATE ZIP CODE

(Business or Agency Address Recommended - Public Document)
1416 9th Street, Room 1320 Sacramento CA 95814

DAYTIME TELEPHONE NUMBER E-MAIL ADDRESS

(916) 654-9866 msutton@mbayaq.org

I have used all reasonable diligence in preparing this statement. I have reviewed this statement and to the best of my knowledge the information contained herein and in any attached schedules is true and complete. I acknowledge this is a public document.

I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Date Signed April 1, 2011
(month, day, year)

Signature 
(File the originally signed statement with your filing official.)

STATEMENT OF ECONOMIC INTERESTS

Date Received
 Official Use Only

RECEIVED
 FAIR POLITICAL PRACTICES COMMISSION
 COVER PAGE

RECEIVED

12 APR -2 AM 11:58

Please type or print in ink.

APR 12 2012

NAME OF FILER (LAST) SUTTON (FIRST) GEORGE (MIDDLE) MICHAEL
 2012 MAR 30 P 2:48

1. Office, Agency, or Court

Agency Name FISH & GAME COMMISSION
 Division, Board, Department, District, if applicable _____ Your Position MEMBER
 HUMAN RESOURCES BRANCH
 PERSONNEL SERVICES OFFICE

► If filing for multiple positions, list below or on an attachment.

Agency: _____ Position: _____

2. Jurisdiction of Office (Check at least one box)

- State Judge or Court Commissioner (Statewide Jurisdiction)
 Multi-County _____ County of _____
 City of _____ Other _____

3. Type of Statement (Check at least one box)

- Annual:** The period covered is January 1, 2011, through December 31, 2011. **Leaving Office:** Date Left ____/____/____
 -or- The period covered is ____/____/____, through ____/____/____. (Check one)
 Assuming Office: Date assumed ____/____/____. The period covered is January 1, 2011, through the date of leaving office.
 Candidate: Election Year _____ Office sought, if different than Part 1: _____
 The period covered is ____/____/____, through the date of leaving office.

4. Schedule Summary

Check applicable schedules or "None." **► Total number of pages including this cover page: 2**

- Schedule A-1 - Investments** – schedule attached **Schedule C - Income, Loans, & Business Positions** – schedule attached
 Schedule A-2 - Investments – schedule attached **Schedule D - Income - Gifts** – schedule attached
 Schedule B - Real Property – schedule attached **Schedule E - Income - Gifts - Travel Payments** – schedule attached
 -or-
 None - No reportable interests on any schedule

5. Verification

MAILING ADDRESS STREET CITY STATE ZIP CODE
 (Business or Agency Address Recommended - Public Document)
1416 9th Street, Room 1320 Sacramento CA 95814
 DAYTIME TELEPHONE NUMBER E-MAIL ADDRESS (OPTIONAL)
(916) 654-9866 msutton@mbayaq.org

I have used all reasonable diligence in preparing this statement. I have reviewed this statement and to the best of my knowledge the information contained herein and in any attached schedules is true and complete. I acknowledge this is a public document.

I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Date Signed March 14, 2012
 (month, day, year)

Signature 
 (File the originally signed statement with your filing official.)

STATEMENT OF ECONOMIC INTERESTS
COVER PAGE

Date Received
Official Use Only

Please type or print in ink.

2013 APR -2 AM 11:50

2013 MAR 29 AM 12 40

NAME OF FILER (LAST) (FIRST) (MIDDLE)
R P SUTTON GEORGE MICHAEL

1. Office, Agency, or Court

Agency Name
FISH & GAME COMMISSION
Division, Board, Department, District, if applicable
Your Position
MEMBER

► If filing for multiple positions, list below or on an attachment.

Agency: _____ Position: _____

2. Jurisdiction of Office (Check at least one box)

- State Judge or Court Commissioner (Statewide Jurisdiction)
- Multi-County _____ County of _____
- City of _____ Other _____

3. Type of Statement (Check at least one box)

- Annual: The period covered is January 1, 2012, through December 31, 2012. Leaving Office: Date Left ____/____/____ (Check one)
- or- The period covered is ____/____/____ through December 31, 2012. The period covered is January 1, 2012, through the date of leaving office.
- Assuming Office: Date assumed ____/____/____ The period covered is ____/____/____ through the date of leaving office.
- Candidate: Election year _____ and office sought, if different than Part 1: _____

4. Schedule Summary

Check applicable schedules or "None." ► Total number of pages including this cover page: 3

- Schedule A-1 - Investments - schedule attached Schedule C - Income, Loans, & Business Positions - schedule attached
- Schedule A-2 - Investments - schedule attached Schedule D - Income - Gifts - schedule attached
- Schedule B - Real Property - schedule attached Schedule E - Income - Gifts - Travel Payments - schedule attached
- or- None - No reportable interests on any schedule

5. Verification

MAILING ADDRESS STREET CITY STATE ZIP CODE
(Business or Agency Address Recommended - Public Document)
1416 9th Street, Room 1320 Sacramento CA 95814
DAYTIME TELEPHONE NUMBER E-MAIL ADDRESS (OPTIONAL)
(916) 653-4899

I have used all reasonable diligence in preparing this statement. I have reviewed this statement and to the best of my knowledge the information contained herein and in any attached schedules is true and complete. I acknowledge this is a public document.

I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Date Signed 03/27/2013
(month, day, year)

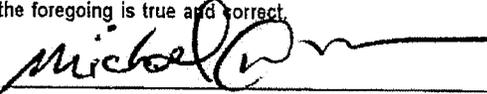
Signature 
(File the originally signed statement with your filing official)

EXHIBIT 5

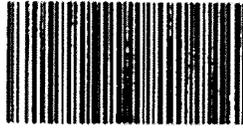
RECORDING REQUESTED BY
First American Title

**AND WHEN RECORDED MAIL DOCUMENT
AND TAX STATEMENT TO:**
Monterey Bay Aquarium Foundation
886 Cannery Row
Monterey, CA 93940
Attention: Chief Financial Officer

Stephen L. Vagnini
Monterey County Recorder
Recorded at the request of
First American Title

CRMARIA
10/17/2007
8:00:00

DOCUMENT: **2007079115**



Titles: 2/ Pages: 7

Fees....	34.00
Taxes...	
Other...	
AMT PAID	\$34.00

Space Above This Line for Recorder's Use Only

A.P.N.: 189-241-022-000

File No.: 2710-2891532 (CC)

**DEED OF TRUST WITH ASSIGNMENT OF RENTS
(LONG FORM)**

THIS DEED OF TRUST, made this 15th of October, 2007, between

TRUSTOR: **George M. Sutton and Hilary LeFort, husband and wife**

whose address is **35 Paso Cresta Road, Carmel Valley, CA 93924,**

TRUSTEE: **First American Title Company, a California corporation**

and BENEFICIARY: **Monterey Bay Aquarium Foundation, a California non-profit corporation**

WITNESSETH: That Trustor grants to Trustee in trust, with power of sale, that property in the City of Carmel Valley, County of Monterey, State of California, described as:

THE SOUTHEAST HALF OF LOT 19, OF LOS LAURELES TRACT NO. 1, IN THE COUNTY OF MONTEREY, STATE OF CALIFORNIA, ACCORDING TO MAP FILED APRIL 20, 1927, IN VOLUME 3, PAGE 40, OF MAPS OF CITIES AND TOWNS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

together with rents, issues and profits thereof, subject, however, to the right, power and authority hereinafter given to and conferred upon Beneficiary to collect and apply such rents, issues and profits for the purpose of securing (1) payment of the sum of **\$230,000.00**, with interest thereon according to the terms of a promissory note or notes of even date herewith made to Trustor, payable to order of Beneficiary, and extensions or renewals thereof, (2) the performance of each agreement of Trustor Incorporated by reference or contained herein and (3) payment of additional sums and interest thereon which may hereafter be loaned to Trustor, or his successors or assigns, when evidenced by a promissory note or notes reciting that they are secured by this Deed of Trust.

A. To protect the security of this Deed of Trust, Trustor agrees:

(Continued on Page 2)

- 1) To keep said property in good condition and repair, not to remove or demolish any building thereon; to complete or restore promptly and in good and workmanlike manner any building which may be constructed, damaged or destroyed thereon and to pay when due all claims for labor performed and materials furnished therefor, to comply with all laws affecting said property or requiring any alterations or improvements to be made thereon, not to commit or permit waste thereof; not to commit, suffer or permit any act upon said property in violation of law; to cultivate, irrigate, fertilize, fumigate, prune and do all other acts which from the character or use of said property may be reasonably necessary, the specific enumerations herein not excluding the general.
- 2) To provide, maintain and deliver to Beneficiary fire insurance satisfactory to and with loss payable to Beneficiary. The amount collected under any fire or other insurance policy may be applied by Beneficiary upon indebtedness secured hereby and in such order as Beneficiary may determine, or at option of Beneficiary the entire amount so collected or any part thereof may be released to Trustor. Such application or release shall not cure or waive any default or notice of default hereunder or invalidate any act done pursuant to such notice.
- 3) To appear in and defend any action or proceeding purporting to affect the security hereof or the rights or powers of Beneficiary or Trustee; and to pay all costs and expenses, including cost of evidence of title and attorney's fees in a reasonable sum, in any such action or proceeding in which Beneficiary or Trustee may appear, and in any suit brought by Beneficiary to foreclose this Deed.
- 4) To pay, at least ten days before delinquency all taxes and assessments affecting said property, including assessments on appurtenant water stock; when due, all encumbrances, charges and liens, with interest, on said property or any part thereof, which appear to be prior or superior hereto; all cost, fees and expenses of this Trust

Should Trustor fail to make any payment or to do any act as herein provided, then Beneficiary or Trustee, but without obligation so to do and without notice to or demand upon Trustor and without releasing Trustor from any obligation hereof, may, make or do the same in such manner and to such extent as either may deem necessary to protect the security hereof, Beneficiary or Trustee being authorized to enter upon said property for such purposes; appear in and defend any action purporting to affect the security hereof or the rights or powers of Beneficiary or Trustee; pay, purchase, contest or compromise any encumbrance, charge or lien which in the judgment of either appears to be prior or superior hereto; and, in exercising any such powers, pay necessary expenses, employ counsel and pay his reasonable fees.

- 5) To pay immediately and without demand all sums so expended by Beneficiary or Trustee, with interest from date of expenditure at the amount allowed by law in effect at the date hereof, and to pay for any statement provided for by law in effect at the date hereof regarding the obligation secured hereby any amount demanded by the Beneficiary not to exceed the maximum allowed by law at the time when said statement is demanded.

B. It is mutually agreed:

- 1) That any award in connection with any condemnation for public use of or injury to said property or any part thereof is hereby assigned and shall be paid to Beneficiary who may apply or release such moneys received by him in the same manner and with the same effect as above provided for disposition of proceeds of fire or other insurance.
- 2) That by accepting payment of any sum secured hereby after its due date, Beneficiary does not waive his right either to require payment when due of all other sums so secured or to declare default for failure so to pay.

(Continued on Page 3)

- 3) That at any time or from time to time, without liability therefore and without notice, upon written request of Beneficiary and presentation of this Deed and said note for endorsement, and without affecting the personal liability of any person for payment of the indebtedness secured hereby, Trustee may: reconvey any part of said property; consent to the making of any map or plat thereof; join in granting any easements thereon, or join in any extension agreement or any agreement subordinating the lien or charge hereof.
- 4) That upon written request of Beneficiary stating that all sums secured hereby have been paid, and upon surrender of this Deed and said note to Trustee for cancellation and retention or other disposition as Trustee in its sole discretion may choose and upon payment of its fees, Trustee shall reconvey, without warranty, the property then held hereunder. The recitals in such reconveyance of any matters or facts shall be conclusive proof of the truthfulness thereof. The Grantee in such reconveyance may be described as "the person or persons legally entitled thereto".
- 5) That as additional security, Trustor hereby gives to and confers upon Beneficiary the right, power and authority, during the continuance of these Trusts, to collect the rents, issues and profits of said property, reserving unto Trustor the right; prior to any default by Trustor in payment of any indebtedness secured hereby or in performance of any agreement hereunder, to collect and retain such rents, issues and profits as they become due and payable. Upon any such default, Beneficiary may at any time without notice, either in person, by agent, or by a receiver to be appointed by a court, and without regard to the adequacy of any security for the indebtedness hereby secured, enter upon and take possession of said property or any part thereof, in his own name sue for or otherwise collect such rents, issues, and profits, including those past due and unpaid, and apply the same, less costs and expenses of operation and collection, including reasonable attorney's fees, upon any indebtedness secured hereby, and in such order as Beneficiary may determine. The entering upon and taking possession of said property, the collecting of such rents, issues and profits and the application thereof as aforesaid, shall not cure or waive any default or notice of default hereunder or invalidate any act done pursuant to such notice.
- 6) That upon default by Trustor in payment of any indebtedness secured hereby or in performance of any agreement hereunder, Beneficiary may declare all sums secured hereby immediately due and payable by delivery to Trustee of written declaration of default and demand for sale and of written notice of default and of election to cause to be sold said property, which notice shall cause to be filed for record. Beneficiary also shall deposit with Trustee this Deed, said note and all documents evidencing expenditures secured hereby.

After the lapse of such time as may then be required by law following the recordation of said notice of default, and notice of said having been given as then required by law, Trustee, without demand on Trustor, shall sell said property at the time and place fixed by it in said notice of sale, either as a whole or in separate parcels, and in such order as it may determine, at public auction, to the highest bidder for cash in lawful money of the United States, payable at time of sale. Trustee may postpone sale of all or any portion of said property by public announcement at such time and place of sale, and from time to time thereafter may postpone such sale by public announcement at the time fixed by the preceding postponement. Trustee shall deliver to such purchaser its deed conveying the property so sold, but without any covenant or warranty, express or implied. The recitals in such deed of any matters or facts shall be conclusive proof of the truthfulness thereof. Any person, including Trustor, Trustee, or Beneficiary as hereinafter defined, may purchase at such sale.

After deducting all costs, fees and expenses of trustee and of this Trust, including costs of evidence of title in connection with sale, Trustee shall apply to proceeds of sale to payment of: all sums expended under the terms hereof, not then repaid, with accrued interest at the amount allowed by law in effect at the date hereof; all other sums then secured hereby; and the remainder, if any, to the person or persons legally entitled thereto.

(Continued on Page 4)

- 7) Beneficiary, or any successor in ownership of any indebtedness secured hereby, may from time to time, by instrument in writing, substitute a successor or successors to any Trustee named herein or acting hereunder, which instrument, executed by the Beneficiary and duly acknowledged and recorded in the office of the recorder of the county or counties where said property is situated shall be conclusive proof of proper substitution of such successor Trustee or Trustees, who shall, without conveyance from the Trustee predecessor, succeed to all its title, estate, rights, powers and duties. Said instrument must contain the name of the original Trustor, Trustee and Beneficiary hereunder, the book and page where this Deed is recorded and the name and address of the new Trustee.
- 8) That this Deed applies to, inures to the benefit of, and binds all parties hereto, their heirs, legatees, devisees, administrators, executors, successors and assigns. The term Beneficiary shall mean the owner and holder, including pledgees, of the note secured hereby, whether or not named as Beneficiary herein. In this Deed, whenever the context so requires the masculine gender includes the feminine and/or neuter, and the singular number includes the plural.
- 9) That Trustee accepts this Trust when this Deed, duly executed and acknowledged, is made a public record as provided by law. Trustee is not obligated to notify any party hereto of pending sale under any other Deed of Trust or of any action or proceeding in which Trustor, Beneficiary or Trustee shall be a party unless brought by Trustee.
10. Any notices of default hereunder shall be sent to Trustor's address as shown above. Beneficiary requests that copies of notices of foreclosure from the holder of any lien which has priority over this Deed of Trust be sent to Beneficiary's address, as set forth on page one of this Deed of Trust, as provided by Section 2924(b) of the California Civil Code.

Additionally, the promissory note that is secured by this Deed of Trust provides that such promissory note shall be due and payable upon the earlier of: (a) the insolvency of Trustor, including, but not limited to, a bankruptcy or insolvency proceeding having been instituted by or against Trustor or a receiver being appointed for the property of Trustor, or if Trustor makes an assignment for the benefit of creditors; (b) the ninetieth (90th) day after the employment of George M. Sutton with the Beneficiary shall terminate or cease for any reason (other than the death of George M. Sutton), whether voluntarily or involuntarily, and whether with cause or without cause; (c) the sale, further encumbrance, conveyance, assignment, alienation or any other form of transfer of the subject property, or any interest therein, whether voluntary or involuntary, without the prior written consent of Beneficiary; or (d) one (1) year following the death of George M. Sutton (as to (a) through (d), a "Maturity Date").

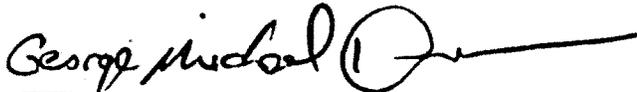
In the event (i) Trustor defaults in the payment of principal or interest when due pursuant to the terms of the promissory note or in Trustor's performance of any obligation contained in the Deed of Trust, including any amendment, modification or extension thereof, (ii) Trustor defaults in Trustor's performance under the Loan Agreement between Trustor and Beneficiary, (iii) any representation or warranty of Trustor contained in such Loan Agreement or any other agreement or instrument executed in connection with the loan described therein proves to have been false or misleading in any material respect, or (iv) Trustor defaults in Trustor's obligation to pay any indebtedness evidenced by any promissory note executed by Trustor and payable to the Beneficiary or there occurs any other default under any deed of trust, mortgage, lien or other encumbrance respecting any other document securing repayment of such indebtedness with respect to the subject property, then unless otherwise prohibited by law, the Beneficiary shall have the option, without demand or notice, to declare the entire principal balance of the promissory note, together with any amounts due thereon, to be immediately due and payable, and Beneficiary shall have all remedies available to it under this Deed of Trust or at law or in equity.

(Continued on Page 5)

Further, if the Trustor shall sell, convey or alienate said property, or any part thereof, or any interest therein, or shall be divested of his title or any interest therein in any manner or way, whether voluntarily or involuntarily, without the written consent of the Beneficiary being first had and obtained, Beneficiary shall have the right, at its option, except as prohibited by law, to declare any indebtedness or obligations secured hereby, Irrespective of the Maturity Date specified in the promissory note evidencing the same, immediately due and payable.

IN WITNESS WHEREOF, Trustor has executed this Deed of Trust as of the day and year set forth above.

Trustor:



George M. Sutton



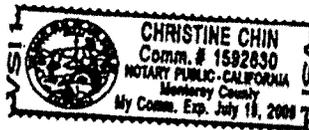
Hilary LeFort

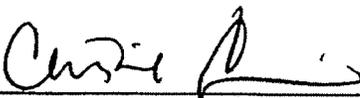
(Continued on Page 6)

STATE OF CALIFORNIA }
 } ss.
COUNTY OF Monterey }

On October 15, 2007 before me, Christine Chin, Notary Public, personally appeared George M. Sutton and Hilary LeFort, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Signature 

My Commission Expires: July 19, 2009

This area for official notarial seal

Notary Name: _____ Notary Phone: _____
Notary Registration Number: _____ County of Principal Place of Business: _____

STATE OF CALIFORNIA }
 } ss.
COUNTY OF }

On _____ before me, _____, Notary Public, personally appeared _____, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature _____

My Commission Expires: _____

This area for official notarial seal

Notary Name: _____ Notary Phone: _____
Notary Registration Number: _____ County of Principal Place of Business: _____

(Continued on Page 7)

-----DO NOT RECORD-----

REQUEST FOR FULL RECONVEYANCE
To be used only when note has been paid.

To: First American Title Company, a California corporation, Trustee

Dated: _____

The undersigned is the legal owner and holder of all indebtedness secured by the within Deed of Trust. All sums secured by said Deed of Trust have been fully paid and satisfied; and you are hereby requested and directed, on payment to you of any sums owing to you under the terms of said Deed of Trust, to cancel all evidences of indebtedness, secured by said Deed of Trust, delivered to you herewith together with said Deed of Trust, to reconvey, without warranty, to the parties designated by the terms of said Deed of Trust, the estate now held by you under the same.

Mail Reconveyance to:

By _____

By _____

Do not lose or destroy this Deed of Trust OR THE NOTE which it secures.
Both must be delivered to the Trustee for cancellation before reconveyance will be made.

END OF DOCUMENT

EXHIBIT 6



Consolidated Financial Statements and Report of
Independent Certified Public Accountants

Monterey Bay Aquarium Foundation

December 31, 2012 and 2011

Monterey Bay Aquarium Foundation

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)

December 31, 2012 and 2011

NOTE 7 – ENDOWMENT (continued)

In accordance with Board policy the amount, if any, of net investment return on the funds functioning as endowment in excess of the related endowment spending distribution in any calendar year is designated as funds functioning as endowment in the subsequent year. There were no such designations during 2012 and 2011.

NOTE 8 – EMPLOYEE BENEFIT PLANS

The Aquarium maintains a defined contribution plan for employees. All employees may make voluntary contributions to the plan within applicable limits as established by the Internal Revenue Code. During 2012 and 2011, the Aquarium made contributions to the plan of 10% of eligible compensation. Retirement plan expense was \$2,225,000 and \$2,083,000 in 2012 and 2011, respectively.

NOTE 9 – COMMITMENTS AND CONTINGENCIES

Lawsuits and claims are filed from time to time against the Aquarium in the ordinary course of business. Management does not believe that any outstanding matters will have a material adverse impact on the consolidated financial statements.

The Aquarium derives a portion of its revenue from various federally funded programs which are subject to review and audit by governmental agencies. Management believes that the Aquarium is in material compliance with the standards set forth by the federal governmental agencies and that the outcome of reviews and audits conducted by such agencies, if any, will not have a significant effect on the financial position or results of activities of the Aquarium.

NOTE 10 – RELATED-PARTY TRANSACTIONS

During 2012 and 2011, contributions from certain members of the Board and entities with common board members totaled \$1,187,000 and \$1,252,000, respectively. Undiscounted pledges and accounts receivable from such related parties were \$10,471,000 and \$11,533,000 as of December 31, 2012 and 2011, respectively. Legal services were also provided by certain officers and members of the Board totaling \$25,000 and \$33,000 during 2012 and 2011, respectively.

The Aquarium has a promissory note from an employee secured by a residential property in the amount of \$230,000 as of December 31, 2012 and 2011. The note matured upon the employee's resignation in June 2012. The net discounted amount of the note was reduced from \$198,000 on December 31, 2011 to \$0 on December 31, 2012 based on an appraisal performed as of December 31, 2012. The loss of \$198,000 during 2012 is shown as other gain (loss) on the consolidated statements of activities and changes in net assets. The net discounted amount of the note is included in prepaid expenses and other assets on the consolidated statements of financial position.

EXHIBIT 7

Vice President of Conservation and Science

Home

Organization: Monterey Bay Aquarium (AZA Member)
Location: Monterey, CA, United States
Job or Internship: Job

Monterey Bay Aquarium

Vice President of Conservation and Science

The Monterey Bay Aquarium seeks to recruit a Vice President of Conservation and Science.

About Monterey Bay Aquarium

Since its opening in 1984 on Monterey's historic Cannery Row, the Monterey Bay Aquarium's (MBA) mission has been to inspire conservation of the oceans. It is consistently ranked as the best aquarium in the United States for its innovative exhibits and unsurpassed visitor experience, and is home to more than 35,000 animals and plants in nearly 200 galleries and exhibits. The aquarium is a showcase for the habitats and sea life of Monterey Bay and California's Central Coast – one of the world's richest marine regions. It has also grown to become one of the leading ocean conservation organizations in the world: through its widely recognized and influential Seafood Watch sustainable seafood program; through field research programs involving threatened sea otters, tunas and great white sharks; through collaborations with science and policy leaders at Stanford University, the Monterey Bay Aquarium Research Institute and other institutions; and through its own advocacy on behalf of ocean policy issues at the state, regional and national level. The aquarium's Seafood Watch program is the most influential and respected source for sustainable seafood information in the United States, used by consumers, chefs and major seafood buyers to guide their purchasing decisions.

Building on a platform of a remarkable experience in a remarkable setting, the Monterey Bay Aquarium has set the standard for aquariums worldwide and has achieved tremendous success and critical acclaim. In pursuit of its mission to inspire conservation of the oceans, the aquarium has connected with tens of millions of people who have visited, used Seafood Watch cards, watched web cams, and heard about the aquarium in the media or from friends. However, despite decades of dedicated work by the aquarium and many others, humankind remains behind in a race to stem the tide of declining ocean health and to create a future in which human and ocean communities together survive and thrive.

This is a race we cannot afford to lose. Since opening, the aquarium has extended its impact far beyond its founding mission through creation of its initiatives in education and outreach, field conservation science, policy and advocacy, and sustainable seafood. In the coming decade, it will achieve an even greater impact, building on the power of an aquarium visit and a growing reach in the broader conservation movement.

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Vice President of Conservation and Science

The Vice President is responsible for overall leadership of the aquarium's Conservation and Science Division and is a member of the senior leadership team of the aquarium. The current activity areas in this division include Seafood Watch, ocean conservation policy and conservation research.

Through its work in conservation and science, the aquarium has redefined the public aquarium as a force for tangible conservation results. The aquarium's role as a trusted source of information and its ability to communicate with millions of people provide huge opportunities to influence people to act on behalf of ocean conservation, through their consumer habits and their voices for policy change. The aquarium's flagship program, Seafood Watch, is having a powerful influence driving concrete action by individuals and businesses, in turn driving a remarkable rate of growth in the sustainable seafood movement. Building on this success, in the coming years Seafood Watch will continue to serve as the main source of credible research for the sustainable seafood movement and leverage its influence in creating a future in which seafood is farmed and fished in ways that lead to healthy oceans and thriving communities. In the ocean policy arena, the aquarium has focused its efforts on a policy agenda that is selective to ensure that it achieves maximum impact and avoids duplicating the work of others. The aquarium was deeply involved in the implementation of California's Marine Life Protection Act and has sponsored and supported a suite of wildlife protection bills over the years that link to the key species of Monterey Bay and its exhibit themes. In the broader arena, with several aquarium trustees having served on the Pew Oceans Commission, the policy group has also worked to implement ocean policy reform at the national, regional and state level. To inform its ocean policy priorities, the Conservation Research program will support a focused research effort, continuing to be closely aligned with the aquarium's policy priorities and built from the aquarium's exhibit themes and species which reflect its core expertise.

The broad objectives for the Vice President of Conservation and Science are as follows:

- Provide strategic vision and leadership to achieve ocean conservation impact, focusing on the aquarium's unique contributions to conservation, consistent with its mission and values, and working in close collaboration with the aquarium's senior leadership and Board.
- Lead and support development of a high functioning team, integrating the Conservation and Science Division as an effective team-oriented work group and strategic catalyst in support of the aquarium's mission.

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- Effectively engage internal and external stakeholders in planning and execution of the aquarium's conservation program strategies and participate as an active member of the aquarium's senior leadership team.
- Support the Executive Director as a leader in global marine conservation and act as a spokesperson and content expert on matters relating to ocean conservation, working in close collaboration with the communication, marketing and development program.
- Enhance internal and external collaborative relationships and partnerships which advance the aquarium's priority conservation and science priority areas.

Professional Qualifications and Personal Attributes

The Vice President of Conservation and Science ideally should possess the following professional qualifications and personal attributes:

- Demonstrated passion for the aquarium's mission.
- Deep understanding of ocean conservation from historical context to emerging issues.
- Ability to communicate a compelling vision for the aquarium's work through personal influence and superlative communication abilities, and to do so effectively across a range of internal and external stakeholders.
- Ability to think and plan strategically, and to identify and pursue the aquarium's most effective contributions to conservation impact.
- Demonstrated leadership qualities and success in leading a motivated, team-oriented group to do their best work
- Exceptional written and public speaking skills, and ability to present ideas in a clear and compelling way.
- Strong experience in policy and markets-based conservation strategies.
- Strong scientific background is required, particularly in the areas of ecology, marine biology, or conservation science. Ph.D. in Ecology, Biology, Natural Resources, Environmental Science or a closely related field desirable.

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- Demonstrated experience and understanding in the application of science to policy development and conservation.
- An ability to listen to others and learn from their best ideas - a sense of inquisitiveness and intellectual curiosity.
- Demonstrated experience working with and engaging individuals from academic, private and public sector in advancing the scientific and policy goals of the organization.
- Highly collaborative and team oriented to enable conservation programs to fully integrate with other aquarium programs and external organizations with whom it collaborates.
- Understanding of and commitment to the role of science in the aquarium's programs and conservation policy activities.
- Fund development talent and experience, including personal solicitations and grant writing.
- Proficiency in budget and finance matters to enable strong financial management of the division as well as preparation and monitoring of grant requests.

Compensation

Compensation for the Vice President of Conservation and Science includes a competitive base salary, and an excellent package of health and other employee benefits.

Interested candidates should email a cover letter explaining how their skills and background fit this position and a resume to: Daniel Sherman, President, Explore Company at resumes@explorecompany.com. Refer to MBAVP in the subject line. No phone inquiries please.

The Monterey Bay Aquarium is committed to diversity and invites individuals who bring a diversity of culture, experience and ideas to apply. All correspondence will remain confidential.

The Monterey Bay Aquarium is an Equal Opportunity Employer

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