

**Notes – Part 1
Annual Meeting
September 22, 2013**

The final Board meeting of the 2012-2013 Board was called to order by Acting-President Frank Landsberger at 12:20 pm. A quorum was determined to be present. Appreciation was expressed for the joyful and moving music of Walkabout Clearwater that we had just enjoyed, and the traditional Mission Song was therefore dispensed with.

Dave Lebson, presented the Minutes of the 6/26/13 Board Meeting. A MOTION to approve the minutes as written was MOVED by Bill Cox and seconded by Roberta Goldberg. MOTION PASSED UNANIMOUSLY.

Appreciation was expressed for all Board members who are stepping down. Their work has been valued and valuable, and they are all invited and welcome to serve on Board committees in the future.

Bill Flank announced the results of the Board of Director Elections. He reported that Bill Cox, Francis Cruz, Jim Hanson, Frank Landsberger, David Lebson and Ezra Swerdlow had been elected.

The final Board meeting of the 2012-2013 Board was adjourned at 12:30 pm.

**Notes – Part 2
Annual Meeting
September 22, 2013**

The initial Board meeting of the 2013-2014 Board was called to order by Acting-President Frank Landsberger at 12:31 pm. A quorum was determined to be present.

The following slate of officers was presented to the Board:

President: Frank Landsberger
Vice-President: Stephen Filler
Treasurer: Claus Kinder
Secretary: David Lebson
Members-at-Large: Bill Cox, Bill Flank, Anne Osborn

David Lebson MOVED to accept the slate of officers as presented. The MOTION was seconded by Bill Cox. With 12 votes in favor and 1 opposed, the MOTION CARRIED.

Bill Flank subsequently reminded the Board that as chairman of a standing committee, Bill Cox is an ex-officio member of the Executive Committee, but was not nominated as a Member-at-Large. The three Members-at-Large should have been Bill Flank, Anne Osborn and Robin Schlaff. The previous MOTION was amended to include Robin Schlaff in place of Bill Cox. Frank Landberger MOVED that the amended slate of officers be accepted and was seconded by Bill Flank. With 12

votes in favor and 1 opposed, the MOTION CARRIED.

BOARD BUSINESS

Appreciation was expressed for Claus' budget summary, presented earlier at the Annual Meeting. There were no additional comments or questions.

Heidi Kitlas presented an outline of a proposed capital campaign to raise funds required to support and fund Clearwater. She will be looking specifically for targeted individual donors as we move forward in solving our current financial instability.

A MOTION to set the date of the 2014 Annual Meeting as Saturday, September 20th was MOVED by Anne Osborn and seconded by Bill Flank. MOTION PASSED UNANIMOUSLY.

Frank Landsberger proposed that the Facilities Committee be tasked with the responsibility of meeting with the leadership of the Hudson River Maritime Museum to work out the details of our shared responsibility for the new Homeport building. Anne Osborn and Stephen Smith were selected to represent Clearwater in meetings with HRMM.

KEY DISCUSSION TOPIC – TASK FORCE REPORTS

Board President Frank Landsberger explained that in the absence of an Executive Director he has established a number of short-term task forces, comprised of Board and staff members. These task forces will address issues critical to Clearwater's immediate future. The task forces will supplement, but not replace, the current standing and ad hoc committees. Frank then called for reports from the present spokespersons of each of the newly created task forces.

Ross Gould spoke for the Green Cities Task Force.

- Ross stated that this task force will be reviewing the program over the past few years to figure out exactly where it fits into Environmental Action and the overall Clearwater mission.

Dean Lentz spoke for the Grants Task Force.

- Dean explained that this task force will be creating guidelines to assure that grants are mission-focused and add value to the organization. The goal is to create a stringent approval process.
- The points this task force intends to consider are:
 - If we fiscally sponsor, do we lose any opportunities to apply for other grants?
 - Can we manage the cash-flow requirements on any given grant?
 - How can we assure that we consider – even if the grant is good, and mission focused, and sufficiently funded – do we have sufficient staff time to accomplish the goals of the grant?
- Annie reminded the Board of the old adage, "We don't want the urgent to interfere with the important."

Roberta Goldberg spoke for the Membership Relations/Membership Development Task Force.

- Roberta reported that this task force has reached out to Sloop Clubs, yahoo groups and long-term members.
- She noted that as an organization Clearwater is obligated to reach out and keep the membership informed, but she stressed that we need to create an environment in which

the membership feels that the Board is a trustworthy body, because ultimately there are things that cannot be shared publicly.

- Improved communication – both ways – will be key.
- Roberta also noted that we are seeking to diversify our membership. (Pete Seeger spoke more bluntly and stated that we need more Latino and African American members.)
- Annie Osborn made a plea to all present (Board and members) for someone to donate a car or mini-van to use to replace the current support vehicle for the sloop.
- In related discussion, the following topics were addressed:
 - Hal Cohen reflected on Board giving and noted that most Boards are expected to support projects to the level of about 20% of the budget. He observed that while Clearwater's commitment to creating a diverse Board may preclude that, it does not prevent the *membership* from doing so. Hal suggested that we look at membership giving as an aspect of Board giving, as we seek to convince large donors and/or grant awarders of our support for and commitment to our organization.
 - Clearwater member Myrna Ross reminded the Board that our members don't necessarily have to write the checks, they can work to *raise* the funds with events.
 - Clearwater member Allan Goldhammer and Board member David Lebson clarified that while we have a \$5000 give or get expectation of all Board members, it was determined last year that only \$1200 of that is considered a hard cash requirement.

Bill Flank spoke for the Executive Director Pre-Recruitment Task Force.

- Bill explained that this task force is using a 3-tiered system to set short, medium and long-term goals.
- Their key goal is to assure that we hire an Executive Director who will help Clearwater continue to remain relevant and viable for decades to come, and they are seeking to determine what we will need from an Executive Director in order to accomplish that.

In order to keep the membership informed of the goals and actions of these task forces – and to recruit ideas and volunteers as necessary – Clearwater Member Mel Healy suggested that we post notes or information to the Sloop Club Congress' Yahoo Group at cwscc@yahoogroups.com.

OTHER BUSINESS

Appreciation was expressed for the contributions of the Clearwater Sloop Clubs and new Sloop Club Charters were awarded to the North River Friends of Clearwater, Walkabout Clearwater, the Beacon Sloop Club, the New York Friends of Clearwater, the New Jersey Friends of Clearwater, Riverlovers and the Brooklyn Sloop Club.

- Specific appreciation was expressed to the North River Friends of Clearwater for their donation of the I-Beam structure in the new Homeport.

It was announced that the Sloop Club Congress would be meeting after the Board meeting concludes.

The meeting was adjourned at 1:15 pm, and all Board and Staff members were asked to gather for a photograph.