

**Minutes of the Annual Meeting of the Board of Directors
Hudson River Sloop Clearwater, Inc.
Sunday, September 20, 2015; 12:00 PM - 1:00 PM**

Prior Board Members Present:

1. Steve Filler
2. Bill Flank
3. Ross Gould
4. Jim Hanson
5. Dave Lebson
6. James Malchow
7. Annie Osborn
8. Don Raskopf
9. Robi Schlaff
10. Steve Smith

Prior Board Members Absent:

1. Bill Cox
2. Roberta Goldberg
3. Sharon Rowe
4. Ali Muhammed

New Board Members Present:

1. Seth Davis
2. Mitzi Elkes
3. Allen Gutkin
4. Donna Stein

New Board Members Absent:

1. Kathleen Frith
2. Rachel Marco-Havens

Staff Present:

1. Amy Bonder
2. Erin Buttner-Macchiaroli
3. Hal Cohen
4. Dave Conover
5. Roger D'Aquino
6. Samantha Epstein
7. Manna Jo Green
8. Peter Gross
9. Shameika Hanson
10. Kelley Howard
11. Toni Martin
12. Ann Mellor
13. Diane Oktay
14. Isaac Santner
15. Annika Savio
16. Eli Schloss
17. Matt Soper
18. Stephanie Wolf

The Board meeting was called to order at 12:05 pm by President Anne Osborn. A quorum was determined to be present.

Board Secretary David Lebson read the names of the newly elected Board members and welcomed them to the Board table.

Board Treasurer Stephen Smith announced that the "pass the hat" effort initiated by Allan Goldhammer earlier in the Annual Meeting raised \$514.00 to support Clearwater.

Anne Osborn called for a Motion to approve the previously circulated Minutes of the 7/21/15 Board Meeting. A MOTION to approve the Minutes as corrected was MOVED by Don Raskopf and seconded by Jim Hanson MOTION PASSED UNANIMOUSLY by all returning Board members.

BOARD BUSINESS

Anne Osborn presented Sloop Club Charters:

- Beacon Sloop Club Charter was accepted by James Malchow
- Brooklyn Sloop Club Charter was accepted in absentia by Anne Osborn
- New Jersey Friends of Clearwater Charter was accepted by Barbara Fleischer

- North River Friends of Clearwater Charter was accepted by Stephen Smith
- New York City Friends of Clearwater was accepted by Edie Kantrowitz
- River Lovers Sloop Club charter was accepted by Bill Flank
- Walkabout Clearwater was accepted by Allen Gutkin

Peter Gross announced that we have approached the Dyson Foundation seeking 50K bridge loan to cover cash flow to support this winter's restoration project (until we get reimbursed by New York State from the grant we have received to support the restoration). The loan will have to be paid back within 6 months. Anne noted that the Finance Committee has met and recommends that the Board approve this loan application. Robi Schlaff offered a MOTION to authorize Peter to apply for this loan on behalf of Clearwater, and was seconded by Dave Lebson. MOTION PASSED UNANIMOUSLY.

Peter and Annie offered a public thanks to outgoing Board members Stephen Filler and Roberta Goldberg.

- Roberta provided a powerful and unique perspective in her time on the Board and her voice will be greatly missed.
- Stephen Filler has served in a variety of leadership positions including vice president and Chair of the Nominating Committee for several years. His leadership and thoughtful participation in all aspects of Board activity has been extremely valuable.

Both will be sorely missed. Peter and Annie presented framed plaques containing photographs of the sloop, signed by Pete Seeger, as an expression of the organization's appreciation for their work

Staff Member Hal Cohen asked to speak to the Board to offer a fundraising challenge:

- Hal shared a copy of a fundraising letter that would soon be going out to our full mailing list. He asked that each Board member agree to write a personal note on 10 of these letters, and mail them to friends or family members that are NOT currently connected to Clearwater.
- This has the potential to grow our membership, and also a hand addressed envelope and a hand written note should ensure significant responses.
- In addition, Hal offered that if Board members then send the office the names of the people we sent notes to, they would track those donations as a part of our Board "give or get" fundraising obligation.
- The Board applauded Hal's suggestion, and Jim Hanson suggested that all present members be invited to send the letter to their own friends and contacts!

The Board opened the floor to questions and comments from the membership. Comments and questions covered a variety of topics. Answers to questions were offered by Board members, staff members, and other Clearwater members and volunteers. Participants enjoyed a lively discussion. Numerous suggestions were welcomed by the organization, and it is the Board's hope that numerous issues were clarified for the membership.

Anne Osborn announced the proposed Executive Committee for the coming year:

- President Anne Osborn
- Vice President Robi Schlaff
- Treasurer Stephen Smith

- Secretary David Lebson
- Members at Large:
 - o Bill Flank
 - o Jim Hanson
 - o Sharon Rowe

A MOTION to approve the slate of officers as proposed was MOVED by Jim and seconded by Don. There was some discussion of whether it would be appropriate to offer the Board some time to consider the slate prior to voting, particularly as not all Board members were present.

President Anne Osborn had to leave the meeting at this point, leaving Vice President Elect Robin Schlaff presiding. Robi directed the secretary to email the nominated slate to all Board members by 5:00 pm on Monday, September 21, with a requirement that a “yeah or nay” vote be cast by Friday, September 25. Ross reminded all Board members who were not on the proposed slate that if they are interested in serving on the EC to offer their name for consideration.

[Editor's Note: After some thoughtful discussion of the slate and the process over email, a majority of all Board members voted in favor of Jim's MOTION to approve the slate. MOTION CARRIED.]

The Meeting was adjourned at 1:05 pm.

Respectfully submitted,

David H. Lebson
Secretary