



DRAFT Minutes of the Meeting of the Board of Directors
Hudson River Sloop Clearwater, Inc.

Virtual Meeting via Zoom

Thursday, January 12, 2023 at 7:00pm

Board Members

Sarah Armour
~~Peter Capek~~
Mitzi Elkes, Executive Committee At Large
Joan Gaylord
Neil Gordon, Treasurer
Scott Greathead
Allen Gutkin
Samantha Hicks, Vice-President
Gareth Hougham
Arthur Jones, Executive Committee At Large
~~Steve Kielar~~
~~Aaron Mair~~
Jennifer McMillan

~~Tom Murphy~~
Henry Neale, Executive Committee At Large
Jeremy Rainer
Dan Riesel
Larry Rothbart
Steve Stanne, President, Chair
Donna Stein
Rosemary Thomas, Secretary
Sarah Underhill, Executive Committee At Large
Greg Williams
~~Thomasina Winslow~~
(~~strike through~~ indicates absence)

Staff Members

Ruthie Gold
Manna Jo Greene
Amali Knobloch
Erin Macchiaroli

Meg Mayo
Amber Stewart
David Toman, Executive Director

Members

Jeremy Baron

Alan Thomas

The meeting was called to order at 7:00 pm
Mission Song sung by Steve, "Follow the Heron Home"

Approval of Minutes

The 12/06/22 Board meeting minutes were approved by voice vote.

Executive Director's Report

David reported the sloop winter maintenance project is well underway. The first of two open boats this year will be Saturday, 1/21, from 2pm-5pm at the barn in Kingston. Education funding highlights include a

\$5,000 Malcom Gordon Charitable Trust match for Youth Empowerment and a \$10,000 Stutler Scholarship. David asked folks to share ways to meet the match. David shared education outreach highlights including Ruthie and Amali presenting at the 13th Annual (REED) Regional Environmental Educators Day Conference, Clearwater tabling at the New York Boat Show at the Javits Center 1/25 to 1/29, and that scheduling education sails will begin later this month.

Speaking for the Properties Committee, Sarah Armour gave an update on sloop winter maintenance, recapping the work underway and the goal of a mid-April 2023 season start. The sloop came through the high water in late December without incident. Sarah showed the crew working on the sloop, status against the budget, progress made in December (serviced 85% of the blocks, replaced the jib halyard, ordered new line for the throat halyard, demo'd 9 stanchions and started shaping and installing new ones), upcoming large costs (servicing fuel injector pump and injectors, life raft inspection, line replacement, and adding to the crew as get towards spring), and projected that work will complete on schedule and within budget. Sarah said the first open boat on 1/21 will include boat tours, kids activities, a potluck and live music (thank you Morgan O'Kane!). Proof of vaccination or a negative covid test within 24 hours is required. The second open boat will be 2/25. Sarah took questions on paint from Peter Capek. Greg noted the crew works extraordinarily hard and with a great deal of knowledge to define the best options.

David continued with Environmental Action highlights including the Army Corp of Engineers extending the public comment period for the new NY & NJ Harbor and Tributaries Focus Area Feasibility Study to 3/7 and the Indian Point Decommissioning Board's three upcoming forums discussing specific issues. For more information on the forums, reach out to Manna or read the online January 2022 EA News Update. David also highlighted the MLK Parade in Beacon, on Monday 1/16, where Clearwater will participate.

FY 2022-2023 Budget

David said the leadership team has compiled a budget but, at this point, the anticipated expenses are significantly higher than planned income. David said that working with the Executive Committee it was determined that more time is needed to find solutions that will provide confidence so a balanced budget can be presented to the Board. This will be discussed further in executive session later in the meeting.

FY 2021-2022 Year End Financials

David showed the preliminary end of fiscal year financial statement for 2021-2022, noting that a few small corrections are required. David said the final OPRHP reimbursement is recorded as an accounts receivable and A/P are caught up. Long term debt is \$420k. David noted that while the Statement of Activities shows a substantial loss (\$214k), that is primarily due to the planned use of prior year's revenue to help fund the large winter refit work completed in spring 2022. David also reviewed the line items for grants, special events, program fees, contractors, direct program expense, and general / administrative expense, explaining what each includes and the numbers.

The 2020 990 and audit are well on the way, with the requested information provided to the auditor.

Development Report

Meg reported final FY2022 development revenue was 10% short of plan driven by Hike for Hudson and Fall Appeal. Hike underperformed and Fall Appeal did not perform well, primarily driven by a relatively late start. Adjustments are being made for 2023. Looking at end of year giving, which straddles both fiscal years, we are doing nicely compared to last year. Meg gave shoutouts to board members for jumping in and helping out, with Board Ambassador pages bringing in significantly larger numbers than last year. The Holiday Appeal is also up compared to last year. Meg shared a report on giving from donors on the Board and Staff call lists, showing the number of calls, donations made, and funds raised. Extra special thanks go to Mitzi & Steven Elkes for their generous \$25k challenge match, which was met.

Meg said Gala 2023 on 3/19 at The Garrison is coming up fast. Ronald Zorilla, founder and CEO of Outdoor Promise, a Newburgh based non-profit that gets youth outdoors, will receive the Spirit of the Hudson Award. Betsy Garthwaite, a former Clearwater Captain and Board President, will receive the Lifetime Contribution Award. Master of Ceremonies is Samantha Hicks. Musician and auctioneer announcements are expected shortly. Meg shared ways to make Gala a success, including donating auction items, buying tickets, inviting friends and family, becoming a sponsor, donating tickets for the honorees, staff and crew, bidding on auction items, purchasing a journal ad, and being kind to the Gala Committee. The online auction will open 3/3 and the committee is thrilled to have Roy Volpe and Sue Gamache organizing both the online and live auctions. There is a big push underway for business sponsorships and ads or congratulatory messages for the journal. If you know people who might be supportive, reach out to them.

Jeremy asked about donations from international folks. Meg said international donors need to use the main donation page; it offers PayPal functionality for such donations, a feature lacking on Ambassador pages.

Meg introduced Amber Steward, Clearwater's new Communication Coordinator, and said that Amber and Amali have relaunched the very well received Clearwater Generations Stories. Meg added that these stories have a lot going on in the back end, with work to increase engagement with our email subscribers. Meg shared the wonderful open rate for these stories as well as the improvement in our overall open rate, which makes it easier to communicate with and engage our community going forward.

Steve thanked Meg for her always informative reports and the great work going on.

Nominating Committee

Arthur said Laura Haight is recommended for the Nominating Committee. Steve said he worked with Laura when she was at Clearwater and noted she is well versed in environmental work in the valley. Laura's joining the Nominating Committee was approved unanimously by voice vote.

Arthur reviewed the Nominating Committee time for the year. Near term, board assessments will go out in February and are due mid-March. Incumbents intending to run again should declare their intent by 2/8 by reaching out to the committee. This will allow the committee to go through the process of deciding on a recommended slate. Arthur noted that nominations are open for 2023 and welcomed input.

Steve said there is a candidate he is considering for filling an open Board seat.

Calendar – Annual Meeting date

The annual meeting date of Sunday, 10/1, was discussed. Jeremy Baron said with 10/1 being Sukkot, and with annual meetings rotating between Saturdays and Sundays, keeping the 10/1 date would prevent some people from attending for three years in a row. Larry suggested scheduling 2024's meeting on a Sunday to avoid that outcome. Steve said the EC will give this further consideration.

New Business

None

Executive Session

The Board went into executive session.

The meeting was adjourned at 9:07 pm.

Respectfully Submitted,
Rosemary Thomas, Secretary