

**Minutes of the Meeting of the Board of Directors
Hudson River Sloop Clearwater, Inc.
Saturday, February 20, 2014; 10:00 AM - 1:00 PM**

Board Members Present:

1. Steve Filler
2. Bill Flank
3. Roberta Goldberg
4. Jim Hanson
5. Dave Lebson
6. James Malchow
7. Ali Muhammad
8. Jeff O'Donnell
9. Annie Osborn
10. Don Raskopf
11. Sharon Rowe
12. Robi Schlaff
13. Steve Smith

Board Members Absent:

1. Scott Berwick
2. Bill Cox
3. Ross Gould

Staff Present:

1. Erin Buttner
2. Roger D'Aquino
3. Manna Jo Greene
4. Peter Gross
5. Shameika Hanson
6. Toni Martin
7. Ann Mellor
8. Linda Richards
9. Annika Savio
10. Matt Soper

Guests:

1. Allan Goldhammer
2. Rob Macchirolie
3. Kimberly Morse

The Board meeting was called to order at 10:10 am by President Anne Osborn. A quorum was determined to be present. The meeting began with the traditional mission song, *If I had a Hammer* led by Linda Richards and Steve Smith.

Annie invited Board and Staff members to introduce themselves to help everyone feel more connected and familiar.

Don Raskopf made a pitch for folks to come to the Woody fundraiser on 3/1/15.

Dave Lebson called for a Motion to approve the previously circulated Minutes of the 11/19/14 Board Meeting. A MOTION to approve the Minutes as written was MOVED by Don Raskopf and seconded by Jim Hanson. MOTION PASSED UNANIMOUSLY.

Annie announced the resignations of Board members Francis Cruz (due to a lack of available time), Samantha Hicks (due to a conflict of interest caused by her recently being hired by Clearwater), Michael Patti (rationale unavailable) and Marco Spodek (due to a lack of available time). A MOTION to accept the resignations was MOVED Jim Hanson and seconded by Jeff O'Donnell. MOTION PASSED UNANIMOUSLY.

BOARD BUSINESS

Executive Director's Report, Peter Gross:

- Peter reported that the fledgling organization in Portland, Oregon that had expressed an interest in using Clearwater as a model for starting an environmental activism/education organization on the Columbia River is moving forward in their plans.
 - They are interested in naming their organization "Columbia Clearwater" and intend to have their first Festival in the summer of 2016.
 - The project was initiated by a former Clearwater member and volunteer, Jesse Schwartz.
 - We need to discuss how to deal with the issue of licensing our name.
 - Peter thinks this is a good thing for us – we can expand our name nationally, while maintaining our programs locally.
- The Clearwater NYC Homeport at Pier 26 is moving ahead.
 - There is a possibility that we will have a presence there as early as the end of this sailing season.
 - We are looking to create a New York City Advisory Board for this project. It will not a fiduciary board, but a group that can spread the word in the city, make connections for us, etc. Anyone with suggestions for who should be members of this board should send names to Peter.
- The Business Improvement District (BID) in Yonkers is eager to encourage Clearwater's continued presence in Yonkers.
 - They have proposed a "win/win" scenario, in which we spend more time in Yonkers, and they pay for our docking, give us showers, crew quarters, etc.
 - We have made a deal requiring us to be in Yonkers in 30 days per sailing season. (The Mystic Whaler's presence running our programs would fulfill a "day" of our agreement).
 - This summer we will inaugurate this agreement, bringing the boat in and having a celebration naming Yonkers one of our "Homeports" – an honor we will give to any dock willing to give us this level of support or more.
- Earth Day Plans:
 - April 19th (Union Square, NYC) we will be sharing an information tent with New York City Friends of Clearwater.
 - April 22nd (Yonkers), Boat Tours, Art, Music, 1-5 pm. The goal of this event will be raising awareness more than money.
 - April 25th (Yonkers), Earth Day Concert at St John's Episcopal Church (capacity 600).
 - Theme will be some version of "Cultures that Celebrate the Earth" with music and dance.
 - Artists will include: Abdoulaye Diabaté, Agua Clara Andean Ensemble and Thunderbird American Indian Dancers.
 - Event starts at 7pm (\$35 general admission), VIP event before, \$100 per ticket (includes prime seating in the church).
 - Linda and Peter are coordinating this event.
 - In ensuing discussion Board members encouraged reaching out to local radio and television media organizations to help publicize this event.
- Festival Update:
 - Artist line-up is strong – see monthly email updates for details.
 - Ticket pre-sales are ahead of last year.

- We don't need to sell more tickets; in recent years we have essentially been at capacity for the space. But we can get more money with no additional expense through sponsorships.
 - Other comparable festivals get up to 80% of their revenue from sponsorships. Currently we get ~10-15%.
 - Therefore, we are actively pursuing environmentally and culturally supportive sponsorships.
- In ensuing discussion:
 - Allan Goldhammer wondered if there was a way to offer the kind of perks we offer to financial sponsors, to low budget organizations that are doing the kind of work that we do. To show what a "sponsor" really is.
 - Steve Filler suggested establishing a space at Revival to have an event to welcome prospective sponsors, Board members, etc.
 - Steve Smith noted that Revival should be celebrated for Revival, and it could actually detract from the event to try to coordinate something that expects lots of people to get to a place at the same time at Revival. Alternative Suggestion – plan a boat trip at a different time to court prospective supporters.
- Pumpkin Sail Plans:
 - We are intending to bring back "Pumpkin Sails" in some form this year.
 - Peter asked Board to help publicize this.
 - We intend to have 4-5 concerts in locations such as: Albany/Rensselaer, Kingston, Poughkeepsie/Beacon, Yonkers and New York City.
 - The Sloop Clubs will be invited to participate, there will be pumpkins available for a dollar.
 - The plan is to do this the first two weeks in October.
 - Dave Lebson suggested that pumpkin sail be scheduled as early as possible in 2015 as we need lots of time this coming winter for the large maintenance project on the center third of the sloop.
- Miscellaneous Updates:
 - Clearwater received an award from the New York State Bar Association, in recognition of our work in environmental protection, especially in offering an environmental experience.
 - Peter introduced the Board to the new "Faces of Clearwater" concept. The goal is to identify how Clearwater is a unique and different organization because we offer a potentially life-changing experience for thousands of people. We help people relate to the river in ways that they never would without us. The plan is to interview lots of folks, and create a collection of 10-second highlights of how Clearwater has changed lives. The interviewees will range from the 4th grade student who just touched an eel, to long-term volunteers and staff members, to Adam Green at Rocking the Boat, to Jesse Schwartz who moved to Portland and is starting [the program tentatively titled] Clearwater Columbia, to the kids from Greenland who collaborated with Clearwater some years ago, etc. More details will be forthcoming.
- Peter concluded his report with a passionate plea that Clearwater strive to maximize our current revenue potential. He believes that by leveraging what we have we can significantly increase our resources and attain a more sustainable financial situation.
 - Peter's recommendations included (but were not limited to):
 - Marketing sails more aggressively
 - Obtaining more sponsorships

- Creating a more robust education program for the winter months
- Expanding Green Cities
- Leveraging our name and expand our geographical reach
- Engaging Board members in hosting fundraising events for prospective donors
- Peter stressed that increased revenue would be used to further invest in fundraising, to increase staff salaries, to pay down debt, to build the endowment and to create a cash-flow back-up to replace the line of credit, NOT to develop new programming.
- In ensuing discussion:
 - Steve Filler asked if the staff could put together a formal packet of materials that Board members bring to schools, PTAs or School Boards in our areas to assist with marking sails.
 - Sharon Rowe noted that two local environmentally active singer-songwriters that were influenced by Clearwater have reached out to her. She suggested that we could name them Clearwater “ambassadors” or something like that, to spread word of our name, while they are spreading our joint message.

Development Committee Report:

- Jim Hanson:
 - We perennially experience a capital shortfall towards the end of each year and in the first quarter of any new year. That is not a sustainable position for us to be in.
 - Jim noted that Peter’s proposal has a lot of ideas for how we can generate some new revenue/grow existing revenue streams.
 - One thing that stands out is lack of Board ownership of and participation in fundraising. It is crucial to the organization that we, the Board, own this.
- Matt Soper:
 - From December 1, 2014 to February 19, 2015 our financials are looking good...but this is largely because of a bequest of about 130K from one long-time SMALL donor. It was noted that that donation is the result of the work the organization has done over many years.
 - Matt has learned that there are about a thousand Clearwater donors who have the ability to give around 10K per year, but they are giving us less and are giving and other organizations more. We need to cultivate these donors.
 - In ensuing discussion there were many ideas of how Board members can answer the question, “What am I going to do for Clearwater?” and then hold themselves accountable to that
 - Peter ended this discussion by thanking staff for their efforts and Board for their enthusiasm...and cautioned us that every new idea costs some staff effort.

Financial Report, Roger D’Aquino:

- Roger reported that the recent large bequest allowed us to pay down our line of credit.
- He reported that we have taken ownership of a new 21K main, and we will shortly take delivery of a 12K laminated boom. The decision to go with the laminate boom was due to the proposed 40K cost of a single-tree boom, the fact that strength would be relatively equal, and that the laminate boom did not require felling any old growth timber.
- In conclusion, Roger reported that overall we are down 20K compared to this time period last year.

Environmental Action Report: Manna

- Manna began by stressing that the Green Cities program not only creates a “pipeline to green jobs,” but it also counteracts a “pipeline to prison.” She recognizes our budget constraints, but expressed a hope that we may soon be able to afford a third staff member in the EA Department, which would allow us to apply for grants that we are currently passing up due to lack of staff time.
- Manna then shared that the Friends of Clean Hudson Coalition (NRC, Riverkeepers, Clearwater and other organizations) have created a resolution regarding the continued removal of PCBs from the Hudson River and are striving to get it signed by as many organizations and municipalities as possible.
- Manna recognized and thanked Kimberly Morse, a volunteer who attended an EA event, learned of the importance of getting these resolutions signed, and essentially assigned herself eastern Dutchess County and is going town by town seeking signatures.
- Manna presented the Resolution Regarding the Removal of PCBs from the Hudson River. Annie read the text of the Resolution as follows:
 - BE IT RESOLVED, that the Board of Directors of Hudson River Sloop Clearwater, Inc. hereby urges a more thorough removal of PCBs from the Hudson River and calls upon GE to create a mutually-beneficial agreement with the New York State Canal Corporation and the Natural Resource Damage Trustees to: (1) dredge all areas of PCB-contaminated sediments in River Sections 2 and 3 that would require cleanup under the applicable-standards in River Section 1, including, at minimum, the 136 acres identified by the federal Trustees; (2) conduct any additional necessary removal of soils and sediments in PCB-contaminated hot spots” in and around the Upper Hudson River including cleanup of the Champlain Canal to ensure full use of the channel by deep draft shipping vessels before the dredging and dewatering facilities are dismantled; and (3) complete a thorough analysis and robust cleanup of the Hudson River, including the floodplains of the Old Champlain Canal, in order to restore the River to its full health and value as a natural and economic resource
 - A MOTION to approve the resolution was MOVED by Bill Flank and seconded by Roberta Goldberg. MOTION PASSED UNANIMOUSLY.

OTHER BUSINESS

Bill Flank announced a donation from River Lovers Sloop Club in the amount of \$1000.00.

Don Raskopf acknowledged Manna’s skill in networking, organizing and translating information in a way that is clear and understandable.

On behalf of the Clearwater staff, Peter Gross recognized the particular efforts and generosity of Board member Stephen Smith.

The Meeting was adjourned at 1:10 pm.

Respectfully submitted,

David H. Lebson
Secretary