

**Minutes of the Meeting of the Board of Directors
Hudson River Sloop Clearwater, Inc.
724 Wolcott Avenue
Beacon, NY 12508
October 12, 2017**

Board Members Present

1. Betsy Garthwaite
2. Don Raskopf
3. Sarah Underhill
4. Seth Davis
5. Henry Neal
6. Bob Alpern
7. Mitzi Elkes
8. Kyle Rabin
9. Donna Stein
10. Beth Levine
11. Neil Gordon
12. Allen Gutkin
13. Joan Gaylord
14. Ross Gould
15. Anne Osborne
16. Jeff Domanski
17. Peter Capek

Staff Members Present

18. Amy Bonder
19. Wren Longo
20. Michelle Acosta

Board Members Present by Phone

21. Nancy Cincotta
22. Aaron Mair
23. Jeremy Rainer

Staff Members Present by Phone

24. Manna Jo Greene

Guests

25. Hal Cohen
26. Marilyn Elie
27. Betty Hawkins
28. Allan Goldhammer
29. Dave Conover
30. Air Nonken

Board Members Absent

1. Taylor Vogt
2. Robi Schlaff

The October 12, 2017 meeting of Hudson River Sloop Clearwater, Inc. was called to order at the Scenic Hudson Barn at 6:35 by president Betsy Garthwaite. A quorum was determined to be present. Sarah Underhill led the attendees in singing.

The Secretary called for a **MOTION**: To approve the previously circulated minutes of the August 24, 2017 meeting. The **MOTION** was **APPROVED UNANIMOUSLY** with corrections, with one abstention.

The Secretary called for a **MOTION**: To approve the previously circulated minutes of the Annual Meeting. The **MOTION** was **APPROVE UNANIMOUSLY**.

September meeting minutes were tabled until next meeting.

Staff Reports

Development, presented by Wren Longo

Opportunity: the Al Landzberg North Star Sculpture “North Star” to be dedicated to Clearwater at a public ceremony on Saturday, December 2, 2017 in Peekskill. Board members encouraged to attend.

Additional opportunities: Radio Kingston Podcasts, Interns from high schools, Corporate partnerships, Amazon Smile campaign. Wren is exploring each of these.

Chefs for Clearwater: Event grossed over \$100K, netted about \$81K

Annual Gala: date set for February 11, 2018, more details to follow

Spring Fundraiser: Wren has begun plans for a spring event on the grounds

Volunteer engagement: thanks to Neil Gordon for assisting development in packaging outreach to volunteers.

Fall appeal: Sent to mail house Oct 6th. Later than anticipated but hopefully worth the wait.

Finance Report, presented by Michelle Acosta

Michelle reviewed the Profit & Loss statement that had been distributed earlier stating we were where we should be at this time of year with fiscal year closing November 30. Major unanticipated expense had been repairs to offices.

Education Department Report:

Put the boat to work! We have an excellent program and amazing boat and want every minute of our spring, summer, and fall 2018 sailing season to be filled with paying customers. Having the board dedicate some serious time and effort to getting groups charter the boat is our very best bet for getting out the environmental messages while generating an income. Whether they are schools, businesses, private parties, non-profits, musicians, camps, etc., we would love to take them out to experience the Hudson River. Please help put the sloop to work by encouraging everyone you can think of to charter the sloop in 2018!

Here's the process for chartering the boat: [APPLY HERE!](#)

Clearwater's sailing season is almost over but we still have a handful of great opportunities for the board and public to get aboard the boat before she heads up to Kingston for the winter:

- Public Sails are on October 13th from Manhattan, October 21st from Manhattan, and October 29th from Yonkers
- Free Deck Tours are October 9th, October 24th, and October 25th all from Yonkers

Open Boats will begin in December with monthly opportunities for the board, crew, staff, and public to get together for a warm drink, a shared meal, and some music at our Winter Homeport in Kingston, NY.

The Education Department is heading into what is traditionally our quiet winter season where we'll be reporting on the 2017 programs and preparing for the spring 2018. We will offer school and classroom

programs throughout the winter months and are striving to increase our demand from November to March.

Festival Update:

Dear Board,

It's very early in the process so there's not that much to report at this time. I began working on the festival at the beginning of September, traveling to booking conferences in Seattle at Atlanta discussing artist possibilities with agents.

Dates:

- Our dates are June 16 & 17
- Mountain Jam will also be on our weekend once again

Staff:

- In 2017 we decided not to fill the vacant position of Assistant Festival Director for a number of reasons. Cortney Schwam and Rick Brodsky will both have expanded portfolios and will become Associate Festival Director of Operations and Associate Festival Director of Production and Personnel respectively. Both Cortney and Rick will be assisting many areas and me.
- Linda Richards will be returning as Volunteer Coordinator and we are hoping to open up the application period earlier this year.

Ticketing:

- We've moved our ticketing from TicketFly to Showclix, where I negotiated a sharper deal for Clearwater that will earn us \$.50 for each ticket we sell.
- I'm hoping to go on sale sometime before Thanksgiving. It will take time to migrate all of our information to the new ticketing company.
- Ticket prices will remain the same as they were in 2017.

Administration Department report:

Erin Macchiaroli will be going on maternity leave within the next month. Cortney Schwam will fill in and split her time between the Festival and Administration.

We are still in the process of being audited by NYS Department of Labor. We will also have a workers comp audit in November. Our regular audit is scheduled for late January.

We are in the process of moving many of our “contractor” employees to payroll as per the DOL audit. This will affect every department within the organization.

We will be updating our Employee Handbook this winter.

Environmental Action Update prepared by Manna Jo Greene

Environmental Action Board Committee members needed. Given how much there is to be done, and especially in the absence of an Executive Director, I would very much like to convene an EA Committee for guidance and to serve as a liaison with rest of Board. This could be a sub-committee under Program Committee or we could meet jointly with Education as a full Program Committee. If you have a special interest in EA, please let me know and be prepared to make this a priority at the Oct. 12 meeting to resolve, so we can meet soon thereafter. I know Bob Alpern is interested. In past Ross Gould, Don Raskopf and others have served, and Seth Davis has served as an advisory for legal work.

INDIAN POINT/NUCLEAR SUBSIDY:

- **Decommissioning:** Actively working with Bob Alpern, Steve Kent, NRDC and others to coordinate a presentation on Nuclear Waste Storage Decommissioning to US Conference of Mayors Winter Conference, Jan 24-25, 2018 in Washington DC.
- **Just Transition:** As a follow up to the Jan. 9 Regional Decommissioning Forum in Garrison, we are coordinating a Regional Forum on Workforce Development and Just Transition for Indian Point workers, with LoHud, NRDC and others – tentatively scheduled for Friday, Nov. 10 at the Desmond-Fish Library in Garrison . Details to follow.

- **Citizen Advisory or Oversight Board:** Draft legislation is now being reviewed, along with a municipal resolution, calling for the NY State Legislature to create a Citizen Oversight Board to have active and effective input into the decommissioning planning process, to ensure the best possible outcome when Indian Point's reactors close in 2020 and 2021.
- **United for Clean Energy (U4CE):** Clearwater is proud to be working with a wonderful coalition of groups and individuals -- to actively promote the transition to a renewable energy economy, to ensure the safest possible decommissioning of Indian Point with a Just Transition for the plant workers, and to urge Governor Cuomo to release the **Independent Risk Assessment of the Algonquin Pipeline, which transverses Indian Point.** The group meets monthly at Stony Point Center. Please call the Governor and ask him to exercise the power of his office to ensure that independent pipeline safety, nuclear, and disaster preparedness experts are fully engaged and part of a Citizens Advisory Committee, and that this risk assessment is incorporated into the plant's post-shutdown decommissioning activities report (PSDAR) and decommissioning plan.
- **Clearwater's Legal Challenge to NYS Public Service Commission's CES Tier 3 Nuclear Subsidy** still awaits Judge's decision on motions to dismiss.

No update on PCBs, Newburgh PFOS, the anchorages, Tilcon or the Capitol Microgrid at this time (still current as of 9.19.17 EA Board Report).

Key Meetings and Events:

Weds., Oct. 4 Presentation on "Advancing Environmental Justice" to Saugerties Lifespring class, Woodstock.

PLEASE SAVE THIS DATE:

Fri., Nov. 10 (Tentative) Regional Forum on Workforce Development and Just Transition for Indian Point workers and surrounding

communities. Time, presenters, agenda and other details to be announced asap.

For further information on these issues and actions, please email mannajo@clearwater.org or call 845-265-8080 x 7113 or 845-807-1270.

Old Business:

1. Chefs for Clearwater report by Mitzi Elkes

Connection made with small family farms a celebration of the Hudson Valley. The event was profitable: \$15,000 net ahead of last year. Expenses were \$25,000 lower than last year. All produce donated by local farms. Beverages also donated. Met goal of increasing number of ads over last year. The auction was better but still short of its potential. For next year, seeking more donations of “experiences.”

2. Update on executive director search

Search committee had closed process to assess situation after candidate withdrew. Bob Alpern suggested board consider engaging an agency that places interim directors. **MOTION:** To move into private session to discuss search. **SECONDED. APPROVED UNANIMOUSLY.** Conference call disconnected. Called Jeremy, Nancy, and Aaron to resume discussion. Return from executive session at approximately 9:15 p.m.

New Business:

1. Secretary will distribute e-mail poll to help set future meeting dates. Second poll will determine best date for second October meeting to complete agenda. Betsy asked board members to be sure email addresses on file are current.

2. Board Nominating Committee, members proposed.

- Robi Schlaff, chair
- Alan Thomas
- Stephen Smith (former board member)

- Note: as a newbie to be board, I did not catch the two other names. Please provide.

MOTION: to approve the slate. **SECONDED.** Approved with one abstention.

MOTION: to adjourn the meeting. **SECONDED.** Adjourned by unanimous consent.

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October 30, to complete agenda from 10/12/17 meeting

Board Members Present:

1. Betsy Garthwaite
2. Anne Osborne
3. Sarah Underhill
4. Seth Davis
5. Robi Schlaff
6. Jeremy Rainer
7. Beth Levine
8. Bob Alpern
9. Donna Stein
10. Allen Gutkin
11. Joan Gaylord
12. Henry Neal

Board Members Absent:

1. Don Raskopf
2. Neil Gordon
3. Ross Gould
4. Jeff Domanski

Board Members Present by Phone:

13. Mitzi Elkes
14. Kyle Rabin
15. Peter Capek
16. Nancy Cincotta

Staff Members Present:

17. Amy Bonder
18. Wren Longo
19. Manna Jo Greene
20. Hal Cohen
21. Aleythea Dolstad

Guests:

22. Allan Goldhammer
23. Neall Burger
24. Betty Harkins

The October 30, 2017 meeting of the Hudson River Sloop Clearwater, Inc. was called to order at 6:38 by president Betsy Garthwaite. A quorum was determined to be present. Sarah Underhill led with a song.

A **MOTION** was made to approve the minutes of the September meeting as amended: additional nominating committee at large members: Beth, Seth, Robi. **APPROVED** unanimously.

Staff Reports:

Environmental Action, presented by Manna Jo Greene

1. Manna Jo provided information about a meeting scheduled for November 3, 2017 in Garrison, NY titled "When Indian Point Closes: A Regional Forum on Workforce Transition Part II."
2. She provided information about the Hudson River Ports and Waterways Safety Assessment Workshop to be conducted next month by the Coast Guard
3. She reported that Governor Andrew Cuomo had signed into law a bill designed to protect the Hudson River from proposed anchorage sites.
4. Manna Jo provided information about the upcoming vote to convene a NYS Constitutional Convention

Development Report, presented by Wren Longo

Wren Longo shared that Clearwater has received a \$15,000 grant from the Rockefeller Brother Fund. The grant will support the initiative to teach school children about the connections between science and policy.

New Business:

1. Board received a report on current cash flow and the preliminary budget
2. Establishing new board committees
Discussion of what committees would be relevant and supportive of Clearwater's mission. Board members were asked to commit to both a board committee as well as a fundraising activity. List attached detailing members' choices.

Proposed Committees:

- A. Executive
 - Nominating
- B. Governance
- C. Finance & Development
 - Membership

- Gala
 - Concert
 - Chefs for Clearwater
- D. Program
- Environmental action
 - Education
- E. Personnel
- F. Properties
- Sloop
 - Office
 - Saugerties
- G. Diversity & Outreach

3. A resolution was proposed: "Resolved that Amy Bonder be appointed Acting Executive Director and have full authority to sign checks and enter into contracts in the usual course of business as is granted to the Executive Director under Clearwater's bylaws and policies."

Resolution was voted upon and adopted.

MOTION to adjourn the meeting approved unanimously.