



**Minutes of the Meeting of the Board of Directors
Hudson River Sloop Clearwater, Inc.
724 Wolcott Ave.
Beacon, NY 12508
Thursday, July 25, 2019 at 6:30pm**

Board Members Present

1. Bob Alpern
2. Peter Capek
3. Seth Davis
4. Jeff Domanski
5. Mitzi Elkes
6. Joan Gaylord
7. Bruce Ginsberg
8. Allen Gutkin
9. Arthur Jones
10. Henry Neale
11. Cathy Page
12. Don Raskopf
13. Robi Schlaff
14. Stephen Smith
15. Donna Stein
16. Taylor Vogt

Board Members Present by Telephone

17. Neil Gordon
18. Aaron Mair
19. Kyle Rabin
20. Jeremy Rainer

Board Members Absent

1. Nancy Cincotta
2. Sarah Underhill

Staff Members Present

1. Hal Cohen
2. Kris Glover
3. Manna Jo Greene
4. Erin Macchiaroli (DO)
5. Greg Williams (ED)

Guests Present

1. Bob Miglino
2. Ben Kaminsky
3. Joe Kaminsky

Board Candidates Present

1. Ashley Knox (by Telephone)
2. Janine Napierkowski

Members Present by Telephone

1. Steve Garcia (New Jersey)

Call to Order

The meeting on Thursday, July 25, 2019 of Hudson River Sloop Clearwater, Inc. was called to order at 6:30 PM by president Stephen Smith.

A quorum was determined to be present.

Stephen led the attendees by voice and guitar in group mission song "The Water Is Wide", by Pete Seeger.

The meeting agenda was available on the table. Robi and Stephen both mentioned if anyone didn't get one, please take one.



Announcements

Resignation of Secretary: With the resignation of the Secretary, the Executive Committee temporarily appointed Cathy Page to be our new secretary. This is an elected position so therefore, the board needs to ratify that.

Stephen then discussed what the by-laws stated: The by-laws do not require you even to be a board member to be elected Secretary. Our rules suggest that person should be on the board for a long time, a couple of years, before they become Secretary. However, what is most important now is that Cathy is experienced at being Secretary and that is really what we need.

Stephen **MOVED** for the appointment of Cathy Page: her term should run until the annual meeting, effective immediately and will be recording the minutes at this meeting and I would ask yes, and Cathy has become a member of the Executive Committee, as required in our by-laws.

Request for ratification of Cathleen Page appointment [Board to Vote]:

The President then called for a **MOTION:** To appoint Cathleen Page to Secretary as of this meeting, July 25, 2019. The **MOTION** was seconded by Robi. The **MOTION** was **APPROVED UNANIMOUSLY.**

Prior Meeting Minutes Approval

Stephen asked if everyone/anyone had the chance to review the meeting minutes and Stephen said he would take over the approval of the minutes because we need to have everyone review them. Perhaps we can do a telephone call to finalize. **[SEE ACTION ITEM BELOW]**

Stephen reminds us that is incredibly important to have meeting minutes done in a timely fashion and our financial records in order. Stephen also stated that it was discussed with Greg that he would check items in our by-laws that could use a review. **[SEE ACTION ITEM BELOW]**

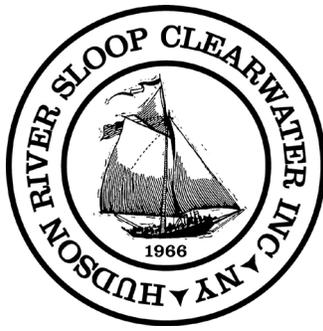
Introduction of People in Attendance

Robi requested that we do introductions and Stephen seconded.

Introductions were made by people who were present in person and on the telephone.

Cancellation of Beacon Festival:

Stephen said he has been informed by Bruce Ginsberg that we are not going to do a Beacon Festival this year. There just hasn't been enough interest to get it off the ground, which is unfortunate. We will remove it from the to-list and off of the 50/100 Committee's list of things to do. **[SEE ACTION ITEM BELOW]**



Resolutions

Stephen mentioned everyone on this board contributes and works hard for Clearwater.

It is understood that all Board Members are expected to work toward the success of the organization that they have elected to lead. It would be impossible to list all of the hard work and sacrifices freely given to this organization by its board members.

Nevertheless, it is important that the board acknowledge outstanding contributions when they occur and thank those of our members that exhibit the true spirit of leadership that is so essential to the success of this organization.

A couple of things that occurred recently that deserve special mention:

Here are some resolutions below:

Whereas Mitzi Elkes conceived the idea of having board members present at the entry gate of Revival in order to recruit new members, organized teams to assist patrons to become new members last year and this and single-handedly recruited several new members that may not have joined without her efforts;

And Whereas Henry Neale worked diligently over at least three months to encourage Alexandria Ocasio-Cortez to attend and present at the Great Hudson River Revival. His efforts required numerous frustrating calls, correspondence, and other attempts to reach and coordinate with persons controlling the congresswoman's schedule. Although ultimately unsuccessful, the attempt may have opened the possibility of a future relationship with the congresswoman.

We therefore formally thank Mitzi Elkes and Henry Neale for their efforts in support of Clearwater.

In addition, the last thank you Stephen wanted to put forth is on behalf of Jason Samel:

Whereas Jason Samel voluntarily resigned from the Board of Directors of Clearwater and took on the task of producing a Great Hudson River Revival event under very difficult conditions;

Whereas Jason Samel subsequently worked diligently over the course of six months to produce an event that was both consistent with the traditions of Clearwater and that was largely consistent with the budget and outline created by the Board;

And Whereas the event was highly successful in that it met the expectations of our members and attendees, who would have been sorely disappointed had the event not occurred, and in that engaged our members, fulfilled their trust, and elevated consciousness around our core issues;



We therefore formally thank Jason Samel for his efforts on behalf of Clearwater

VOTED UNANIMOUSLY by the Board of Directors of Hudson River Sloop Clearwater, Inc. on July 25, 2019 and signed by Stephen Smith, Board President.

[At this time, Jeff Domanski, Bob Alpern, Joe Kaminsky, Ben Kaminsky and Kris Glover arrived at the meeting.]

Committee Reports

Nominating Committee Report [Draft Slate of Candidates]:

Sarah Underhill submitted the report on behalf of the committee via email prior to this meeting.

The draft slate as provided is the following:

First, the incumbents:

Bob Alpern
Jeff Domanski
Neil Gordon
Cathy Page
Sarah Underhill

New recruits who have agreed to run, with the person endorsing them [all candidates also vetted and endorsed by the Nominating Committee]:

Isaac Santner- Eli Schloss
Gregory Simpson-Mannajo Greene
Chana Widawski-Robi Sclaff
Ashley Knox-Mannajo Greene
Janine Napierkowski-30 Member petition

A note on the number of available positions on the Board:

Current number on Board of Directors: 22
Up for reelection: 5
Total number allowed by By-Laws: 25
Board of Directors not running this year: 17
Total available slots: 8
Total on proposed slate: 10

The Nominating Committee requests that the slate be approved by the Board on Thursday 7/25.



Stephen asked those candidates, who were present, to introduce themselves and say a few words about themselves.

Janine stated that she has been volunteering onboard Clearwater for the last 4 summers, particularly for the Clearwater program. She mentioned that just a few weeks ago, she introduced herself to Greg and said how she wanted to get further involved. Janine described her background to be particularly in museums but especially in managing non-profits and development of boards. [Applause]

Greg added that he thought it was worth mentioning that largely the crew and the staff as well were able to put together not only the 30 required signatures in about 4 days but within 5 days reached 40 signatures. The question was raised as to how people get on the ballot. Greg explained there are several ways to get on the ballot, they are the following:

1. Get the nominating committee to choose you
2. Have a petition of 30 members
3. Have a petition of 5 board members

[At this time, Kyle joined the meeting via telephone]

Don stated that all of this information is available in the by-laws and policies and is also readily available on-line, thanks to Greg when he came on board.

Greg encouraged everyone to please reacquaint themselves with the by-laws and policies. This makes the organization stronger. Stephen seconded that and having them available is helpful and so important.

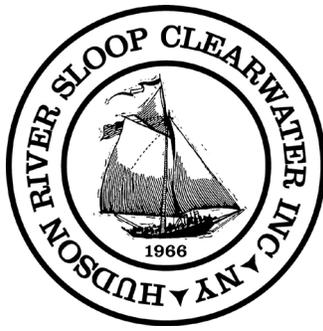
Stephen proceeded to continue with the Slate of Candidates and that everyone should take a look. Arthur asked if we could go through them and Greg showed his presentation.

Greg reaffirmed that we specifically have an agenda item to approve the Slate.

Seth stated that the by-laws say that our board is capped at 25. We have 17 not running and 8 available; 10 are proposed; 2 people will not get elected. Seth observed that if we choose to do that it is fine, but there could be possible negative repercussions to putting themselves in and not win.

Stephen explained that we have discussed this in each prior year. We usually want as many candidates as slots. Stephen suggested if anyone is not elected this year, they would be invited to participate as a committee member. Stephen will see, if he reelected as President, that he would keep each candidate not elected posted on everything that goes on. They would be included and participate, if they so choose.

Henry asked what the harm is in having 27 board members. Greg explained that we need to follow the by-laws, which states shall not exceed 25. Henry asked how long it would take to amend that and



Seth confirmed up to one year. Hal seconded the by-laws statement. Henry stated that he likes the idea of doing it by lot not election (designate two members) and it isn't of substance for the organization.

[Ashley Knox (Board Candidate Sept 2019) called in by Telephone]

Stephen reiterated his statement above and that abiding by the by-laws is important. Bruce and Robi asked if there needed to be a **MOTION**. It was determined that no **MOTION** was needed.

Cathy provided her experience coming on as a board member. Cathy requested more information as a new board member and that more communication is beneficial. (Cathy also confirmed she read the by-laws and policies prior to being appointed)

Greg affirmed that anyone running to be a board member should read the by-laws and policies.

Stephen stated that we are in a position to approve the slate as it stands.

Bruce agreed with Stephen for a "wait list" option and the ability to participate in the organization.

Henry agreed with both Stephen and Bruce and Robi said we can't elect more people than we have seats. Stephen said we should accept the slate as is and discuss at a later date.

Robi proposed discussing each of the candidates.

Peter asked how the election works and if people vote for the number of open slots or do, they vote on the number of open slots? Membership then has to decide. Seth discussed how the ballot worked.

Greg provided last year's ballot for reference on how it looks and works.

Stephen called to question and Bruce called for a **MOTION**: To accept this slate put forth by the nominating committee, as of this meeting, July 25, 2019. The **MOTION** was seconded by Donna. The **MOTION** was **APPROVED UNANIMOUSLY**.

Stephen introduced Executive Director Report and expectations for this next section as it pertains to Festival and decisions going forward belonging to the new board.

Executive Director Report and Overview of Revival Finances

Greg presented the Executive Director Report and Overview
[Presentation can be requested but provided on a need basis]



Festival Financial Summary:

There was a 2% reduction in overall costs on an accrual basis. We received a lot of positive feedback and we proved we can run festival with new leadership. Greg mentioned making significant progress in returning to Festival traditions including a curated selection of vendors, thanks to Tinya Seeger, Clearwater and Clearwater ally announcements on main stages and the introduction of rap genre with Immortal Technique. There was, however, a 30% reduction in overall revenue, with a 44% reduction in June revenue on an accrual basis. Rain before and after the Festival was not good either.

General comments about the festival included the following:

Taylor expressed that we should encourage more inclusivity, expand our horizons and take changes with the appeal for a younger, different cultural audience. Greg stated that one of the things he admired about Pete Seeger is that he didn't just pursue folk music just as a genre, but he pursued it as a way to learn about other cultures and telling about important stories. Greg also mentioned that he did observe some cross-cultural experience with an integrated performance at the end of the festival but agreed with Taylor.

Bruce inquired about festival concluding numbers and Mitzi requested a breakdown of data, if possible. Greg stated that most of this data is there but is still coming in, and someone would have to collate the different variations of data. Bruce requested access to the data or have some availability to understand what took place. Stephen confirmed all data was still coming in and more time is needed. Mitzi mentioned a meeting with Jason Samel on post-mortem and agreed that should occur between this meeting and the annual meeting for clarity. Don said Greg should take the post-mortem responsibility and Bruce would like to be included in the meeting. Peter stated that the decision to do the festival should be decided as soon as October, with the new board. **[SEE ACTION ITEM BELOW]**

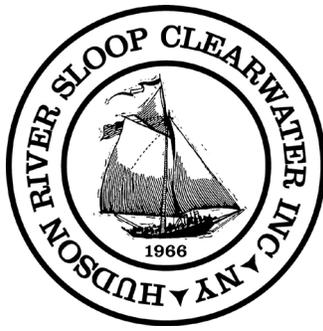
Stephen stated that the decision to have a festival next year is up to the next board and there should be a festival committee. Ben stated that he would like to be on the new festival committee, should there be one. It was determined that a person would have to be a member of Clearwater, but it is not required to be a Board member to be on the committee. Taylor stated that we should be as prepared as possible for the next board, the better it will be.

Finance Committee Report

Our bank balance remains stable and is rising after a previous loss. Festival expenses and revenue continue to come in on a cash basis.

- We have 4 payroll cycles in the bank
- We received a grant of \$15,000 to hire a Development Director

Current efforts focus on managing cashflow, raising an additional \$30K for a Development Director, pursuing short-term fundraising and sharpening our ability to receive funds



50-100 Committee Report

50-100 Highlight of Events to date:

- Dockside celebration at 79th street with Tom Chapin sing-along, and public sail to celebrate Pete Seeger's birthday
- Onboard sloop anniversary celebration in Beacon with press and, included interviews with Radio Kingston
- Certificate of Merit by U.S. Senator Jen Metzger
- 50/100 Navigator published (sent to all members plus recently to 435 new members from Festival)
- Broadcast of Peter Interviews – Radio Kingston and WBAI
- Revival State announcements including Alexandria Villaseñor

50-100 Highlight of Events to date (Continued):

- Sold out of Hats at Revival
- Coxsackie Famers Market – Tabling, Deck tours, public sail

Greg thanked Henry for the Certificate of Merit from Nita Lowey and two different Proclamations from the New York State Legislature.

50-100 Upcoming 2019 Events

- Aug 2: Jalopy Theater
- Aug 4: Guelaguetza Festival - Oaxacan tradition
- Aug 11: Beacon Sloop Club Corn Festival
- Aug 24: Opportunity to have a booth at the I AM BEACON block party
- Sept 14: Chefs for CW – 50/100 messages given by TBD
- Sept 22: Annual Meeting 50/100 theme
- Oct 20: Tabling at Beacon Pumpkin Festival

50-100 Opportunities

- Sept 29: Invitation to participate in Spirit of Beacon Day
- Oct 20: Tabling at Beacon Pumpkin Festival
- Oct: Visual Artist event in Kingston – 50-100 Local HR/Landscape painters

[See Unclaimed Initiatives Action Item/Follow-Up Below]

Sloop Maintenance Grant and Fundraising need

We have about \$80k-120K in Sloop Maintenance and will be required this winter. We will need to raise this amount.

Up to \$350K in Sloop Maintenance will be reimbursed by grants if we can cover the costs first.

Development Director Grant and Fundraising

A generous donation has been received to cover 1/6 of the annual cost of a Development Director. We would like to help raise and find others to raise enough to fund ½ the annual cost, allowing us to hire a Development Director. Robi stated that she would donate towards this precisely. Bruce reiterates that we all need to participate to help hire a development director. Stephen reviews two



areas that board members can contribute, and Greg will follow-up with help. **[SEE ACTION ITEM BELOW]**

In the meantime, four interested candidates have already been identified, position will begin advertising on Monday, July 29, 2019. **[SEE ACTION ITEM BELOW FOR GUIDANCE DOCUMENT ON FUNDING]**

Fundraising Opportunity

The success of upcoming fundraising opportunities or a fundraising event will require everyone's attention and operational excellence to ensure Clearwater continues to be a well-run organization. **[SEE ACTION ITEM BELOW]**

Greg stated we need to have an enhanced development strategy. We should discuss the Board's involvement and overall rate of participation of all.

Neil stated that we should be checking on the Ambassador program and Greg added that he would be put together and distribute to the Board regarding this program and others.

Stephen stated that we do have Development efforts under way, but we need to expand this and confirmed with Bruce that is needed and a Development Committee should work on it. Manna seconded Stephen and Greg concurred that we could use a committee that is concentrated on working on behalf of Clearwater on these items.

Donna volunteered to lead this revitalized Development Committee effort; Cathy stated she would volunteer to be on the committee, as did Janine. This committee is tasked with identifying and addressing fundraising focus items and operational review and enhancements **(See above ACTION ITEM)**.

Greg also mentioned the need to recruit more crew members. July 15th the crew changes and a new crew is customarily in by August 11th each year. Stephen stated engaging colleges and educators for involvement. Robi suggested to reach out to schools for potential crew members. Greg offered to put a document together of advertised crew member positions and guidance. Taylor has a list he will re-submit to Stephen and Greg. Greg will follow-up by email with the Board regarding how they can help with crew initiatives. **[SEE ACTION ITEM BELOW]**

Steve Garcia (via Telephone) offered help if we needed captains for the sloop. Greg clarified that we needed mostly crew than relief captains, but it would be helpful to have contacts to help in the future.

Lease Update

The city of Beacon has confirmed we are in positive standing and has accepted our accounting of work performed and is pleased with our residency. Thanks to Henry, Don, Stephen and Erin. **[SEE ACTION ITEM BELOW]**



Board Qualifications

Stephen stated that board qualifications should be tabled for the next nominating committee.

Evaluations

Self-Evaluations are in our by-laws so it is important; Robi will reach out to Pro-bono partnership and help us create a questionnaire to return by March 2020 and would like it distributed by the Annual Meeting. **[SEE ACTION ITEM BELOW]**

Executive Director evaluation is also required, and evaluation guidelines were distributed at this meeting.

Annual Meeting Plan

Stephen states that we need volunteers to help with the elections. Greg seconded this by stating that having at least one person to assist Ann with elections would be helpful. **[SEE ACTION ITEM BELOW]**

Stephen says an August meeting is important and he will distribute a poll for the date to be selected. **[SEE ACTION ITEM BELOW]**

[At this time, Steve Garcia signed off of the Telephone]

Environmental Action Report

[Presentation can be requested but provided on a need basis]

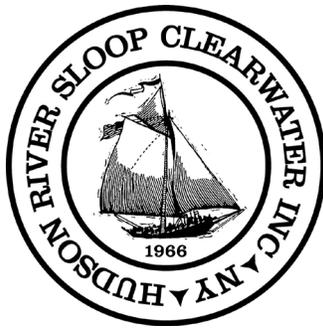
Manna presented her summary of the report: In relationship to the board, there was more visibility of activism this year. Clearwater's Environmental Action volunteers collected 3,027 signatures on a total of 8 petitions at Revival this year and were sent to the Governor.

Taylor asked to write up an explanation of climate legislation and climate leadership and Manna said she would write it with Taylor's help. **[SEE ACTION ITEM BELOW]**

Manna explained she was late to the meeting because she was delivering 5 of the 8 petitions on behalf of Clearwater. She will also be representing Clearwater for the Department of Defense.

National Nuclear Waste Strategic Plan and Summit: Steve Kent and Manna attended a Strategic Planning Training at the Stony Point Center. This will lead to a draft strategic plan to be considered at the National Nuclear Power and Nuclear Waste Summit to be held **November 8 - 10 in Albuquerque, NM**

[Call to Action]: Bob Alpern has offered a matching pledge to help fund our time working on this. **Please take him up on this generous offer!** Over the past two years, we



have been gradually fostering a regional and national coalition on Decommissioning and Nuclear Waste. With this additional funding we could:

- Develop a national website on Decommissioning from we have learned to share with other ~ 90 reactor communities facing decommissioning.
- Proactively engage with other communities confronting decommissioning.
- More effectively support a GAO and/or CRS Cost/Benefit Risk Analysis of national issues associated with decommissioning.

SAVE THE DATE:

July 30 -- Aug. 1: **Energy Democracy Alliance** retreat at Stony Point

July 31: **Stewart Air National Guard Base Restoration Advisory Board Information Meeting**

Thurs., Aug. 22: Meeting to plan **Regional Renewable Energy Implementation**

Sat., Sept. 21, 9 a.m. – 5 p.m.: **3rd Annual Climate Solutions Summit:**

SUNY New Paltz Student Union, 1 Hawk Drive, New Paltz. Summit aims to build a larger movement prepared to act for climate solutions. For organizers and community members from across the region to share projects, case studies, resources, experiences and skills to tackle climate change and implement solutions. Summit website: climatesolutionssummit.org
NYCP blog: <https://nyforcleanpower.org/clean-power-stories/3rd-annual-climate-solutions-summit/>

Sun., Sept. 22: **Clearwater Annual Gathering**

Early October: **Regional Decommissioning Forum**, likely at Ossining Library

October 18 – 20P: **Drawdown Learn Conference** at Omega Center for Sustainable Living, Rhinebeck. 877-944-2002 registration@eomega.org

Nov. 8 – 10: **National Rad Waste Summit** in Albuquerque, NM

Staff Member Presentation/Discussion (Not on original Agenda)

Hal Cohen presented regarding interest in Clearwater, people’s willingness to participate or donate and what makes us who we are. Clearwater’s Mission is clear and clean, ongoing strategy for the organization can be revisited and welcomes the board to ponder how they can contribute to that overall strategy. **[SEE ACTION ITEM BELOW]**



Stephen called for a **MOTION**: To adjourn this meeting on Thursday, July 25, 2019 at 9:08pm. The **MOTION** was seconded by Robi. The **MOTION** was **APPROVED UNANIMOUSLY**.

ACTION ITEMS (For Immediate Action or for completion by next scheduled meeting)

ACTION ITEM/CALL TO ACTION	PERSON OR GROUP
Telephone Call Follow-up on Meeting Minute Approval	Stephen
By-Law Review and Follow-through	Stephen
Remove Beacon Festival from the to-list and off of the 50/100 Committee's list of things to do	50-100 Committee (Upon Reactivation)
Follow-up on 50-100 Opportunities/Unclaimed Initiatives listed in Report (Greg's ED) and potentially reactivate the 50/100 Committee (Send current list to everyone for a check/vote to reactivate)	Stephen (to email list)
Help raise and find others to raise enough to fund ½ the annual cost, allowing us to hire a Development Director (Give/Get +10%)	Clearwater Board
Operational Excellence Review: 990s, audits, minutes, website, board member bios, online profiles, contribution value breakdown, other items to be included in new list by committee (Areas for improvement and development) (Plan needs to be put together by Development Committee)	Development Committee with participation from Clearwater Board and Staff
Meet with Jason regarding Festival post-mortem Festival data accessibility and review (for next meeting)	Greg, Bruce, Mitzi, Festival Committee
Taylor has a list he will re-submit to Stephen and Greg Send email regarding positions advertised and where and then Crew Member Recruitment Suggestions and assistance	Taylor Greg
Crew Member Recruitment (Schools, Other Resources) (Priority Item)	Clearwater Board and Staff
Resolution to Thank for Lease/Residency at Clearwater Office: Henry, Don, Stephen and Erin	Greg
Reach out to Pro-bono partnership and help us create a questionnaire to return by March 2020 and would like it distributed by the Annual Meeting .	Robi
Guidance Document for Fundraising and Ambassador program	Greg
Election Protocol volunteer(s) to assist Ann with elections for Annual Meeting	TBD (Volunteer)
August meeting is important and Poll for date sent by email	Stephen
Write-up an explanation of climate legislation and climate leadership	Manna & Taylor
Nuclear Waste Decommissioning Matching Pledge offer from Bob Alpern to help fund our time working on this effort. Please take him up on this generous offer! (Give/Get Opportunity)	Clearwater Board
Ponder how one can contribute to that overall strategy of Clearwater (Drafting some ideas for submission would be helpful for next meeting)	Clearwater Board

Respectfully Submitted,
Cathy Page, Secretary, 7/27/19, Revised 7/30/19