



Minutes of the Meeting of the Board of Directors
Hudson River Sloop Clearwater, Inc.
Virtual Meeting via Zoom
Monday, March 23, 2020 at 6:30pm

Board Members Present by Video

1. Peter Capek
2. Seth Davis
3. Mitzi Elkes
4. Joan Gaylord
5. Neil Gordon
6. Janine Napierkowski
7. Cathy Page
8. Kyle Rabin
9. Jeremy Rainer
10. Don Raskopf
11. Robi Schlaff
12. Steve Stanne
13. Sarah Underhill

Board Members Present by Telephone

14. Bob Alpern
15. Nancy Cincotta
16. Jeff Domanski
17. Arthur Jones
18. Henry Neale
19. Donna Stein

Board Members Absent

20. Allen Gutkin
21. Aaron Mair
22. Ashley Knox
23. Dr. Gregory Simpson

Staff Members Present by Video

1. Hal Cohen
2. Erin Macchiaroli
3. Greg Williams

Staff Members Present by Telephone

4. Manna Jo Greene
5. Amy Nelson
6. Gigi Rapetti
7. Nick Rogers

Guests Present by Video

8. Sue Gamache
9. Ben Kaminsky
10. Roy Volpe

Call to Order

The meeting on Monday, March 23, 2020 of Hudson River Sloop Clearwater, Inc. was called to order at 6:39PM by Vice President, Robi Schlaff.

A quorum was determined to be present.



Steve Stanne led the attendees by voice and guitar in song, "Old Devil Time".

The meeting agenda was made available by email and posted on the website.

Prior Meeting Minutes Approval

Robi asked if everyone had the chance to review and approve the meeting minutes.

Cathy stated that they have not been submitted for approval yet but will be for the next meeting and appreciated everyone's patience.

Board of Directors Ratification of a New Board President

The Executive Committee met prior to this board meeting and accepted Stephen Smith's resignation citing time commitment issues. Robi Schlaff's term is ending this year so the recommendation was made that Steve Stanne could serve in this role, given his history with Clearwater.

The Executive Committee reviewed and accepted the recommendation of the appointment of Steve Stanne as our new board president. Steve Stanne's appointment requires ratification by the board in this meeting.

Steve Stanne provided his background within Clearwater and his various roles and program contributions during his 19-year tenure and since leaving Clearwater for other endeavors.

Robi Schlaff provided her endorsement for our next Board President of Clearwater.

Robi called for a **MOTION**: To ratify the approval of Steve Stanne as Board President Monday, March 23, 2020 at 6:55pm. The **MOTION** was moved by Robi and seconded by Sarah. The **MOTION** was **APPROVED UNANIMOUSLY**.

Steve Stanne addressed the board after the motion was approved to suggest that we draft a letter to Stephen Smith thanking him for his service during this difficult time. Steve Stanne offered to draft that letter and asked that the Board extend that thanks to him. **[ACTION ITEM]**



State of Clearwater: Coronavirus and Beyond

Greg's overall items to review

Health and safety of the staff

- Office closed on Monday, March 16, 2020
- A rotation of Erin, Ann and Anita who go to the office to check the mail, scan or digitize documents, collect and deposit checks
- If someone else needs to go to the office, it is arranged ahead of time through Erin so only one person is at the office at a time.
- Sloop staff live and work together so isolation doesn't apply; Winter crew stayed on instead of bringing the spring crew to avoid any new people in the scenario; They will live on the sloop in self-isolation until further notice as of April 1, 2020. Maritime Museum has confirmed they do not need to leave the area (dock and barn)

Strategic impact of the COVID-19 (Coronavirus) on the organization

- Greg sees the COVID-19 situation not changing our fundamental challenges but accelerating them.
- We will be forced to make more rapid progress in less time.

Response by the Sloop and Education Departments

- Coast Guard Inspection has been postponed from April to May 5, 2020. If we go ahead with the sailing season, we can recruit the remaining crew locally.
- A four-phase plan has been proposed by the departments to provide a revenue on-line content program. This will not be realized immediately but they have decided to provide useful content to schools with whom we have contacts, we will provide value and worth.
 - Phase I: Publish one new video that is both informative and entertaining every day
 - Phase II: Re-curation of existing material (designed to promote education)
 - Phase III: Virtualized Instruction (Start with the Tideline Program)(Possibly May 1)
 - Sloop virtual interactive video (expand on this for distant learning possibilities)
 - Phase IV: Education Delivery Platform Integration

Response by the Communications Department

- March 11, 2020: Regular e-newsletter (Normal pre COVID-19) correspondence. This communicated the sales of cloth bags by Mark Weiner generated \$2,000
- Broad communications went out to our mailing list discussing the following:
 - Items changing directly related to COVID-19 such as letting them about online content, physically closing the office, canceling the Community Celebration, and asked for donations.
- March 20, 2020: Launched "Clearwater TV" (published by the education and sloop departments)
- March 23, 2020: COVID-19 Appeal sent regarding the crisis and how it affects us financially.



- Upcoming: March 24, 2020: Poughkeepsie Journal interview scheduled.

The immediate financial impacts and status on the organization

Revenue streams will suffer a decline because of COVID-19, especially since we will likely be forced to cancel our education sails and various associated programs.

Fundraising efforts we already have underway and ones we've added since then

Efforts:

SBA Loans in disaster or crisis areas; We spoke with our bank; Ulster Savings Bank and they expressed the intension to defer our loan payments as far out as 6 months.

CARES Act: This would provide for 4 months operational funding with no reimbursement.

COVID-19 Appeal: This went out, as mentioned.

Board Telethon: Samantha Hicks has offered to lead this effort

(Our New York City Gala was also postponed due to concerns related to COVID-19)

Distance Learning Funding: Relationship with an IT firm Greg knows may help with this endeavor.

Ambassador Program: Continue to promote their pages

Online Concerts: Working on opportunities for streaming.

Steve recommended everyone check the list and guidance notes to call on Clearwater's behalf for additional short-term efforts on fundraising.

An overview of our ongoing Environmental Advocacy (Manna)

License Transfer Agreement regarding Indian Point: We have been able to receive support, please go to the website and click on that and review.

The Regional Renewable Energy Implementation Plan is coming along very nicely.

The Birches funding application was submitted and should receive comments on that shortly.

April 7th or 8th, the New York State Public Service Commission is holding a parallel proceeding to the NRC's proceeding on the License Transfer Agreement.



Decommissioning oversight board legislation has been fully developed for NYS to have a state-wide oversight that includes all relevant agencies from the area. That will overcome the silos that the agencies function in regarding these issues.

Leadership to Address the Board & Membership

Steve Stanne thanked everyone for their vote of trust and confidence in putting him in the President's seat.

Reviewed the "Three-legged stool". **Education, Celebration and Advocacy.**

We have things to address over these terms but circumstances for now force an emphasis on the short-term:

Short-term span: next month-two months (this spring)

As board members, we need to do Ambassador Page and the telethon calling

We have an immediate need to raise money and need everyone's help.

Medium-term span: this year

Long-term span: 2021 and on

The development committee and staff are planning more targeted strategies: in the short term, approaching high level donors, for example.

EDUCATION

Educating about the Hudson has been my career, starting on the sloop. In the short term, we need to figure out how to carry on Clearwater's teaching programs and bring in revenues based on such programming. Janine Napierkowski and the Education Committee have been working on ideas. May 1st is fine for live programming because everyone is getting used to their own at-home teaching programs. Janine asked if anyone has any ideas, please share that information with her and the committee.



CELEBRATION

A handful of committees, official and ad hoc, have been involved; too many to all report out, but Steve suggests a few items that they might address; maybe are already.

1. Producing riverfront festivals/galas obviously won't work given the virus situation.
2. Even before that, Steve thinks that Clearwater's musical traditions had been expressed in fewer and larger scale events, missing out on the potential of smaller scale local events, with perhaps less financial payoff but more community building results, actively involving members.
3. Medium and long term, we need to explore such opportunities as well as rethinking the shape of Revival. Short term, examples of using the internet to stream events and raise funds are everywhere. Live-streamed concerts marking Earth Day, Pete's birthday, the sloop's birthday could both interest existing supporters and reach out to new ones

ADVOCACY

Steve tends to think that Clearwater has not been following the adage "Think globally, act locally," especially for an organization that by its name and history should be focused on the Hudson. (Devils advocate)

An example: While our work on closing Indian Point was critically important, he doesn't think we gain much traction among our members and supporters by moving on to spend a lot of time fighting subsidies for nuclear plants in upstate NY – it dilutes our efforts. Taking on a broad range of issues instead of river-focused ones, coupled to the distraction and lack of resources caused by our financial woes, has made Clearwater less prominent in media coverage and debate over Hudson River concerns.

At the same time, Riverkeeper and Scenic Hudson have expanded their range of river-centric access and water quality programs to an extent that makes it challenging to identify areas of endeavor in which Clearwater can take on a prominent role. Given our limited resources and staff, short and medium-term responses might involve having us, as board members, becoming more informed about relevant issues and taking on a bigger role in presenting Clearwater's positions to their communities and government officials. Longer term responses would involve strategizing about choosing our battles.

Henry spoke on behalf of advocacy. This is all hard to see how all of this works in practice. Most respect how all of our "stools" work together. General perception of what we do is perceived to be past tense. We have ongoing opportunities and threats in the Hudson Valley.



Greg and the executive committee can't address Clearwater's challenges alone – all of us on the board have to step up. Active participation on board committees will be critical, and Steve plans to speak individually with all of you about how to best apply your skills, experience, and energies in addressing the membership and mission of board committees.

Adjournment

Steve called for a **MOTION**: To adjourn this meeting on Monday, March 23, 2020 at 8:43pm. The **MOTION** was moved by Nancy and seconded by Cathy. The **MOTION** was **APPROVED UNANIMOUSLY**.

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

ACTION ITEM/CALL TO ACTION	PERSON/GROUP	DELIVERABLE DATE
Draft letter to Stephen Smith for service	Steve Stanne	4/1/2020

Respectfully Submitted,
Cathy Page, Secretary, 3/30/2020