



Minutes of the Meeting of the Board of Directors
Hudson River Sloop Clearwater, Inc.
Virtual Meeting via Zoom
Wednesday, May 27, 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. Allen Gutkin
7. Samantha Hicks
8. Arthur Jones
9. Ashley Knox
10. Janine Napierkowski
11. Henry Neale
12. Cathy Page
13. Kyle Rabin
14. Jeremy Rainer
15. Don Raskopf
16. Robi Schlaff
17. Gregory Simpson
18. Steve Stanne
19. Donna Stein
20. Sarah Underhill

Board Members Present by Phone

21. Bob Alpern

Board Members Absent

22. Nancy Cincotta
23. Jeff Domanski
24. Aaron Mair

Staff Members Present by Video

25. Hal Cohen
26. Manna Jo Greene
27. Amali Knobloch
28. Erin Macchiaroli
29. James Malchow
30. Amy Nelson
31. Gigi Rapetti
32. Nick Rogers
33. Anita Vargas
34. Greg Williams

Guests Present by Video

35. Sue Gamache
36. Joyce Hanson
37. Ben Kaminsky
38. Eliza
39. Tamaris Princi
40. Alan Thomas
41. Rosemary Thomas
42. Roy Volpe

Guests Present by Phone

43. Betty Harkins
44. Frankie
45. Laura Selleck

Call to Order

Steve Stanne led the attendees by voice and guitar in song, "Accentuate the Positive" – Johnny Mercer.

The meeting on Wednesday, May 27, 2020 of Hudson River Sloop Clearwater, Inc. was called to order at 6:36PM by President, Steve Stanne.



A quorum was determined to be present.

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

Prior Meeting Minutes Approval

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

Steve called for a **MOTION**: To approve the board meeting minutes from April 20, 2020 on Wednesday, May 27, 2020 at 6:38pm. The **MOTION** was moved by Neil and seconded by Seth. The **MOTION** was **APPROVED UNANIMOUSLY**.

Steve called for a **MOTION**: To approve the board meeting minutes from May 12, 2020 on Wednesday, May 27, 2020 at 6:39pm. The **MOTION** was moved by Neil and seconded by Donna. The **MOTION** was **APPROVED UNANIMOUSLY**.

Clearwater's Current Financial Condition

Greg reviewed two reports the board (Executive Committee) and the staff receives on a regular basis:

- Daily Non-Restricted Book Balance Report (Previous 5 Days)
- Updated cash flow model

The Non-Restricted Book Balance report essentially is as it sounds, these funds are to be used on a non-restricted basis, not restricting what we can spend the money on. Book Balance means it is reflecting the current effective balance.

The PPP balance was reflected in this model and does not include the payroll cycle as of late because we have to wait for the payroll provider for the numbers and it will be transferred later to the operating account.

M&T was our primary bank, but we refinanced our earlier loan in early 2018 but we continue to do business with them and is reflected in the book balance as a current account.

We have continued to improve our financial position.

We have funds to cover our expenses through the end of August 2020.

The estimated income presented is based on last year's income attributable only to donations.



Accounts Payable (expenses) reviewed were sloop expenses, health insurance, non-revival payables, liability insurance, debt, operations-payroll, and revival payables.

Henry stressed paying our debts and making sure we keep good vendor relationships is a priority.

Environmental Action Report

Nuclear Decommissioning Advocacy – a national plan that is close to being circulated but the main thing in the Hudson Valley, we absolutely need to support the New York State Decommissioning Oversight Board. Please everyone call their state senator and assemblies, this will help make this a priority.

Danskammer, as a project, should not move forward and there is support for that.

Green jobs Webinar takes place on May 29, 2020 at 1pm. This webinar is the follow up to the Workforce Development for Just Transition webinar and part of a now ongoing series sponsored by Clearwater and Citizens for Local Power. The webinar registration is here:

<https://docs.google.com/forms/d/e/1FAIpQLSdmeLxkruz8Yu3uQC1Ie-pWXg5glZaie2-X2BN-CGJAEgbUQ/viewform>

Samantha suggested that the webinar that is scheduled should be posted to Facebook or social media and those of us can share it so more people can participate.

Please see the full Environmental Action Report submitted by Manna in **Addendum A** below.

Education Report

Erik started by thanking Eli Schloss, Amali Knobloch, and Anna Loritz and the sloop team regarding our educational programming.

Clearwater launched the Clearwater Connects program.

This is a combination of virtual tideline and virtual sloop experiences culminated by conversations with schools who were previously booked with us for programming.

There was a big interest in a live experience on the river. Most groups are curated based on criteria set by teachers and involve 30-45-minute sessions with Eli and we have question and answers with students.



Some groups are doing a combination program throughout the morning and some in the afternoon.

Anna Loritz is on our team and has been curating the program.

We have conducted 11 of those programs with great feedback and success.

We have been on PBS with the program as well. We are talking about a virtual summer camp program and exploring the possibility of a subscription tideline or sloop program.

We have programs for children to pre-college and are working hard to bring new programming to everyone.

\$11,700 revenue from Education programming, that is mostly due to COVID-19 and refunds we've issued and the limitations of in-person programming.

Sloop Report

Amy reported on the first sail live sail. We learned a lot of technical things and hear the feedback from everyone. Please provide feedback if you were able to watch, we are looking ways to improve and appreciate what could work better.

Anna has been a great addition and we are working with the Education department on programming.

The schedule for the coming month includes work with the Maritime, cleaning out the barn and beginning our "Transit" journey (Also called Our River Connects Us) from Albany to New York Harbor.

The work for the fall includes the hull out maintenance program, this is a big endeavor.

Preparing for the fall work: Integrity of the wood is being checked in comparison to last year getting more wood and reviewing our maintenance plan to see where we need to focus.

We are cleared with the Coast Guard for hull inspection for the next two years.

Sailing Up Sailing Down Proposal

Steve discussed the "Transit" journey mentioned and expanded on the plan by adding that the staff have come up with a different way of doing things but captured the same idea with the backbone being a trip down the Hudson River.



This will include both live and pre-recorded streams on a regular basis.

This is growing and the Hudson River Maritime will be joining us as well as the Apolonia.

The livestreams can point out our education programming and will provide a good amount of exposure for all who operate on the Hudson River.

How do we monetize the program? Steve is composing letters and ideas to engage sponsors and donors. Amy suggested sponsorship for each mile of the transit sail.

Staff has expressed the need for seasoned expert people to help with this journey.

Resolution: Authorization to raise the payroll maximum with the intention of hiring a producer

WHEREAS the Board of Directors on May 12, 2020 authorized the Executive Director to rehire or hire staff according to a plan approved by the Executive Committee on May 7, 2020, subject to the limitation of 22 employees and a maximum of \$26,000 per bi-weekly pay period, and further subject to the limitations and restrictions of the Paycheck Protection Program, and

WHEREAS the Executive Director and the Executive Committee have determined that a producer should be hired to work on the Sailing Up Sailing Down program,

Be it RESOLVED that the Executive Director be authorized to hire a producer at an annual salary of \$75,000, and that the maximum amount of salary previously authorized be increased by \$3,000 per bi-weekly period and the maximum number of employees be increased to 24.

Steve called for a **MOTION**: To ratify the resolution to authorize the corporation to raise the payroll maximum with the intention of hiring a producer on Wednesday, May 27, 2020 at 8:22pm. The **MOTION** was moved by Neil and seconded by Joan. The **MOTION** was **APPROVED with a majority by the Board of Directors**.

Please see the Approved Resolution included as [Addendum B](#) below.

Virtual Revival Planning Update

Roy updated that we are putting people into the schedule and have approximately 70 performers and 10-12 speakers and activists.

Roy thanked everyone on the technical team and that it has been a pleasure working with the committee.



Ben updated that publicity has been posted to Facebook already and press release is being released by the end of the week. More social media to share and t-shirts

Roy updated everyone on virtual revival including about 40 performers to-date. It will take place on Father's Day weekend.

Ben stated there is a t-shirt for this event and will be advertising and it would be helpful if everyone could spread the word about virtual revival. Ben asked everyone to share on social media and get the word out.

Strategic Planning Committee Update

Seth reported that we have two committees and on the outward committee had a meeting last week and all is moving ahead.

Samantha reported that the inward committee also had a meeting last week and have a great group of people and they are meeting this week as well.

EXECUTIVE SESSION

Executive Session started at 8:27pm and ended 9:33pm.

Adjournment

Steve called for a **MOTION**: To adjourn this meeting on Wednesday, May 27, 2020 at 9:33pm. The **MOTION** was moved by Neil and seconded by Donna. The **MOTION** was **APPROVED UNANIMOUSLY**.

Respectfully Submitted,
Cathy Page, Secretary, 6/23/2020

Addendum A

Environmental Action Board Report: May 27, 2020

Oppose Proposed Danskammer Expansion: Coalition opposing this proposal is making great progress; with weekly organizing calls. 18 municipalities have passed resolutions opposing this foolhardy project to burn fracked methane in an expanded facility on a flood-prone peninsula. More than 100 elected officials have signed a letter in opposition. In honor of International Workers Day, Clearwater coordinated a Workforce Development/Just Transition Forum webinar. Now working actively with Legislator Harriet Cornell in Rockland County and have reached out to all 210 NYS Legislators to urge their help and opposition.

Indian Point License Transfer Application (LTA) and Post-Shutdown Activities Report (PSDAR): Entergy is in the process of seeking a license transfer application for Indian Point to Holtec. Clearwater Comments on the LTA/PDSAR have been submitted to NRC and NYS PSC. Riverkeeper and the NYS Attorney General Letitia James have filed contentions to intervene in the NRC proceedings. The NRC [Office of Inspector General issued a report](#) highly critical of the NRC and FERC for undertaking an unreliable study of the Algonquin Pipeline expansion running next to the facility and two older pipeline running under the plant. The OIG report confirms our concerns and make the creation of the NYS Decommissioning Oversight Board even more urgent and essential.

National and Regional Decommissioning and Radioactive Waste Strategic Planning: Clearwater EA continues to work on the decommissioning of Indian Point and Oyster Creek, and to coordinate a national discussion on safe, equitable decommissioning of nuclear reactors affecting ~ 90 reactor communities in the US. There is strong opposition to Holtec, which manufactures thin-walled, unmonitorable canisters and has a history of practicing "quick and dirty" decommissioning that will allow them to keep any unspent decommissioning trust funds, and ultimately to get paid to store huge amounts of high-level nuclear waste on site, or worse, to send it across the country to their proposed Consolidated Interim Storage (CIS) facility in New Mexico. Holtec is also preparing to build small nuclear reactors (SMRs) as the next wave of nuclear power. Clearwater hosts biweekly National Decommissioning Working Group calls, alternating with Indian Point and Oyster Creek calls, and serves on the National Strategic Planning Committee and the Legislative Task Force, each of which also has weekly or biweekly calls. A National Strategic Plan is now being finalized.

Article 78 Challenge to NY Nuclear Subsidy: After a lower court ruled against us, Clearwater *et al* filed a Notice of Appeal to allow us to pursue our claim that the NYS Public Service Commission's \$7.6 billion, mandatory 12-year nuclear subsidy is illegal and improper, and not a good use of ratepayer dollars. It is likely we will need to withdraw from this important challenge due to lack of resources.

Coeymans Creek Research Project: Working as fiscal sponsor with a law firm and a science team to gather data regarding possible contamination of the Coeymans Creek and Hudson River from nearby Industrial Park. Sampling by scientist, Jeremy Dietrich has been completed. The legal team is considering next steps based on the findings. We are developing a media release and text to post the final report on CW website. Possible litigation to be discussed if additional Rose Foundation funding is available.

Regional Renewable Energy Implementation Planning Process: Working with the MH Regional Sustainability Coalition to create an implementation plan to achieve the goals of the Climate Leadership and Community Protection Act (CLCPA). A White Paper is in progress to define this groundbreaking roadmap Coordinating with a similar initiative on Long Island lead by The Nature Conservancy.

ACTION ALERTS: Please make a point to take these two easy but important actions this week.

1) Please call [your NYS Assemblymember](#) and [your NYS Senator](#) to urge their support the proposed

NYS Decommissioning Oversight Board (DOB) Bill [S8154/A10236](#) Tell them that New York needs Decommissioning Oversight Boards to protect the best interests of our state and the four reactor communities, starting with Indian Point, to ensure the safest possible decommissioning and protect the Decommissioning Trust Funds from practices that could compromise it by putting profit ahead of public health and safety. **Find your NYS Legislator:** <https://www.ageny.org/find-your-new-york-state-legislators/>

2) Fossil Fuel Divestment: Please urge the State of New York to stop propping up the fossil fuel sector by divesting in these stocks which continue to lose value and put NY in double jeopardy -- both financial and environmental. Urge the passage of the NY Senate Fossil Fuel Divestment Act – S2126, which is now enjoying a supermajority of co-sponsors. Please call Governor Cuomo at **518-474-8390**. (Press 2, then 1 to leave a message (without having to listen to the two recordings).

KEY MEETINGS AND EVENTS:

Tues., Apr. 20 Virtual Clearwater Board Meeting

Tues., April 21 NRC webinar on Indian Point Decommissioning, called for by Assembly Member Sandy Galef

Thurs., April 30 Restoration Advisory Committee for PFOS remediation of Stewart Air National Guard Base virtual meeting. Manna represents Clearwater on this important body.

Fri., May 1 In honor of International Workers Day, Clearwater coordinated [Workforce Development for Just Transition to a Renewable Energy Economy](#).

Sun., May 3 Unity for Clean Energy Convergence virtual meeting

Weds., May 6: [Danskammer and Public Health Forum](#): Public health expert, Dr. David Carpenter, elected officials and community leaders discussed how the proposed Danskammer gas plant in Newburgh threatens the health of communities and the environment.

Thurs., May 7 Mid-Hudson Regional Sustainability Coalition virtual meeting; EA Board Committee meeting; New Paltz Climate Action Committee presentation on Decommissioning Oversight Board Legislation

Sun., May 10 [Mother's Day Tribute to Toshi](#). 12-hour Facebook Live musical concert with beautiful memories of Toshi's contribution to her family, Clearwater, Revival and beyond, curated by Fred Gillen, Jr. and Tina Volz-Bongar; raised ~ \$7,500. I am currently doing a [Facebook B'Earthday Fundraiser](#) as well.

Tues., May 12 Clearwater Virtual Board Meeting

Thurs., May 14 National Decommissioning Strategic Planning virtual meeting

Sun., May 17 Climate Reality Project chapter virtual meeting

SAVE THE DATE:

Fri., May 29, 1 p.m. Green Jobs Webinar will feature model programs with Chris Boston and Will Artist from Nubian Directions, Cecil Corbin-Mark of WEACTION, Bryanna DiFonzo and Rodney Rainer of PUSH Buffalo and Bill and Melinda McKnight of Energy Conservation Specialists (ECS). This is a follow up to the Workforce Development for Just Transition webinar and part of a now ongoing series sponsored by Clearwater and Citizens for Local Power. Register [here](https://docs.google.com/forms/d/e/1FAIpQLSdKmeLxkruz8Yu3uQC1le-pWXg5glZaie2-X2BN-CGJAEgbUQ/viewform): <https://docs.google.com/forms/d/e/1FAIpQLSdKmeLxkruz8Yu3uQC1le-pWXg5glZaie2-X2BN-CGJAEgbUQ/viewform>



Sun., June 14 Virtual Revival.

Respectfully submitted,

Manna Jo Greene

Manna Jo Greene, Environmental Director





Secretary's Certificate

I, **Cathy Page**, Secretary of Hudson River Sloop Clearwater, Inc., a New York State corporation, do hereby certify that the resolution attached hereto as **Exhibit A** is a true and accurate copy of a resolution adopted by the board of directors of Hudson River Sloop Clearwater, Inc. at a duly called meeting of the board on **5/27/20**.

I further certify that said resolution has not been rescinded, amended, or modified and is in full force and effect as of the date hereof. In witness whereof, I have executed this certificate this **27th** day of **May, 2020**.

A handwritten signature in black ink, appearing to read "Cathy Page".

Cathy Page, Secretary

Hudson River Sloop Clearwater, Inc.

Note:

Corporate Seal will be affixed after COVID-19 stay-at-home requirement has been lifted.

Addendum B

Exhibit A

Resolution: Authorization to raise the payroll maximum with the intention of hiring a producer

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Dated: 5/27/20


Secretary