



Minutes of the Meeting of the Board of Directors
Hudson River Sloop Clearwater, Inc.
Virtual Meeting via Zoom
Monday, August 25, 2020 at 6:30pm

Board Members

Bob Alpern
Peter Capek
Nancy Cincotta
Seth Davis
~~Jeff Domanski~~
Mitzi Elkes
Joan Gaylord
Neil Gordon
Allen Gutkin
Samantha Hicks
Arthur Jones

~~Ashley Knox~~
Aaron Mair
~~Janine Napierkowski~~
Henry Neale
Kyle Rabin
Jeremy Rainer
~~Gregory Simpson~~
Steve Stanne
Donna Stein
Sarah Underhill

Staff Members

Debbie Cohen
Hal Cohen
Erik Fyfe
Manna Jo Greene

Erin Macchiaroli
Meg Mayo
Amy Nelson
Gigi Rapetti

Members

Barbara Benton
Susan Berliner
George Bossarte
Karen Brooks
Judy Chaleff
Allan Goldhammer
Berry Harkins
Ben Kaminsky
Noel Kropf

Tinya Seeger
Laura Selleck
Mikki Shaw
Ajax Stavis
Alan Thomas
Rosemary Thomas
Roy Volpe
Mel and Vinnie
Thomasina Winslow

Steve sang a song by Paul Simon.

The meeting on Monday, August 25, 2020 of Hudson River Sloop Clearwater, Inc. was called to order at 6:40PM by President Steve Stanne. A quorum was determined to be present.

The first order of business was to **appoint Peter Capek as Secretary**, to replace Cathy Page who resigned following the July meeting. Peter's appointment was moved by Donna and seconded by Neil. Peter was approved as Secretary by a vote of 12-0-1. Peter abstained.

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

Steve moved to **approve the minutes of the Board meeting of July 25, 2020** and Kyle seconded the motion. The motion was approved unanimously by a vote of 13-0-0.

Steve proposed to **seat Rosemary Thomas in the board seat vacated by Cathy Page**, whose term ends in 2022. Rosemary is known to most of the board as a result of her leadership of the recent Board Retreat. She introduced herself by saying she was a retired metallurgical engineer and had been active in the Chefs committee. She is very invested in Clearwater and believes it is an important organization. She is a former president of the Beacon Sloop Club.

Rosemary's appointment to the Board was moved by Samantha and seconded by Neil. The vote was unanimous, 13-0-0.

The next item of business was to **ratify the appointment of Steve and Joan as interim co-Executive Directors**. On the question of how long "interim" is, Steve commented that he thought it was at least until we had a strategic plan and enough resources to hire a permanent ED. Steve chose to have the votes on the two candidates held separately.

Steve was nominated as interim ED by Sarah and the nomination was seconded by Mitzi. The vote was 12-0-1, with Steve abstaining.

Joan was nominated as interim ED by Neil and her nomination was seconded by Donna. For those not familiar with her background, she said that she had been the ED of the NY State office of Christian Science, in which role she oversaw a staff of about 35 throughout NY. She was responsible for press relations and relations with other organizations. She is presently a full-time journalist. Her appointment was approved with a vote of 13-0-1, with Joan abstaining.

Finally, Steve said that we needed to update the authorization for signers on our bank accounts at Ulster Savings and at M&T, to add Joan and to remove Greg. Seth moved:

That we authorize adding Joan Gaylord as a signer, remove Greg Williams as a signer, and authorizing the President and Secretary to execute a resolution in a form satisfactory to each bank.

Neil seconded the motion. It was passed by a vote of 13-0-0.

Steve said that Tinya Seeger had told him of the passing of Dan Budnik. Dan was a photographer, friend of Pete, and active in Clearwater in the early days. He took many photographs which were used to support the movement, including many which were published in Look magazine. An obituary appears in the NY Times on August 23.

Steve gave a brief presentation summarizing activities from the ED viewpoint and began with the question of priorities, of which the most important is fund raising. The Fall Appeal will be going out shortly. Meg Mayo and the development staff are working on that. In addition, he mentioned the need to build CW's audience, engage in social media activities and improve our

web site. He praised the crew for being active in posting on social media. We have hired Sinclair Social Media to edit 10 videos from footage that we have accumulated, which should provide about 4-6 weeks of social media presence and help to get our name better known. In addition, though we can't sail with the public at the moment due to Covid, we hope to enable visits to the deck while we are docked and participate in relevant activities, including NYC Climate week. Plans include live-streaming from aboard while sailing.

Neal gave a financial report. He started by reminding us of the budget we passed last fall with a known revenue gap, which we had hoped to make up through various fund-raising efforts. Of course, Covid has further frustrated our efforts. The net of his comments is that we need about \$350,000 to fund operations for the next year, and another approximately \$250,000 to fund the work to be done on the sloop (75% of which will be reimbursed by the state grant). He emphasized that the Board needs to be active and aggressive in fund-raising for these needs, whether through the Ambassador program, events or in any other way.

There was a brief discussion of work to be done on the sloop this winter, and Peter asked whether or not it could be deferred. Steve said that it really couldn't be, because doing so might endanger our ability to carry passengers for hire. However, he went on to say that we had gotten in 2016 a reimbursement grant of \$350,000 from NY State, but had never applied for any of those funds, even though we had expenses which qualify. So the Captains have been working on documenting those and expect next week to submit an application for reimbursement of approximately \$133,000 of expenses, for which the grant pays 75% of actual expenses. There was some question of how quickly the state would pay this, given pressures due to Covid.

Steve reminded us of the strategic planning activity currently under way. An outward-looking group is being led by Seth and Jeanine, and an inward looking one is being led by Samantha and Erik Fyfe. They have put together a questionnaire for CW members and friends, and are planning interviews. The questions and targets of the interviews are now being determined.

Erik Fyfe spoke about the Our River Connects Us effort. He gave credit to Amali Knobloch, who couldn't be here this evening, and to the Captains, the crew and Eli Schloss for their excellent work on this. We have hired Sinclair Social to help with this effort, including providing training for the crew and organizing a social media campaign. We have accumulated a large amount of video, including interviews, and are continuing to do so. This material should be useful immediately, but also into the future. Early phases of the social media campaign have already exceeded our goals by a substantial amount in terms of engagement.

Ben Kaminsky asked whether there was an intention to produce a profit/loss statement for these videos, and what effort was planned to monetize them. Erik responded that the cost, because the crew was already "on board" meant that the additional cost was modest, and that the videographer was paid under the PPP program, so the total cost was not great. Ben suggested that there was value to Clearwater in knowing how much it cost to produce this material, even if some of the cost was paid with restricted funds. Steve said that it was our intention to try to monetize it, but the details are not yet clear.

Amy Nelson gave a report about the sloop. It was planned to spend September on the river, spending more time at each port than had been done during the Our River Connects Us transit earlier in the summer. She said they planned to coordinate with local events where possible

and to spend more time inviting people to deck tours. In addition, the present crew, which was hired earlier in the summer with a view to thriving in the virtual environment, is being given the ability to dive into issues that are of interest to them and allow them to interact with visitors.

Alan Goldhammer asked about the planned restoration, what needed to be done, and what a fastener inspection involved. Amy responded and summarized by saying we weren't planning anything unnecessary.

Erik Fyfe reported as Education Director. He encouraged people to see Clearwater Connects, a virtual field trip program, in the education section of the Clearwater.org web site. He encouraged those present to make groups of all types aware of this material and said it could be curated for a wide variety of ages. He said we were also looking at some low-risk in-person events. Mitzi asked if there was an opportunity for live-streaming some of the events which Erik mentioned, which are limited as to attendance, and he said there definitely were such opportunities.

Manna summarized current EA activities, starting with Indian Point and the fact that even though IP 2 is shut down, there is still a lot of dangerous material stored at the site, and will be for a long time. IP 3 is planned to be shut next April. We are taking the lead in pushing to have the state established a Decommissioning Oversight Board. We continue to oppose Danskammer.

Erin gave a quick summary of plans for the annual meeting.

Steve asked Sarah Underhill and Samantha to summarize the results of the inquiries which they had been asked to make concerning the interest of Board members in various officer and at-large Board positions.

Steve called for a motion to adjourn this meeting on Monday, August 25, 2020 at 9:00pm. The motion was moved by Aaron and seconded by Neil. The motion was approved unanimously.

Respectfully submitted,
Peter Capek, 9/29/2020