



DRAFT Minutes of the Meeting of the Board of Directors
Hudson River Sloop Clearwater, Inc.
Virtual Meeting via Zoom
Monday, August 9, 2021 at 6:30pm

Board Members

Peter Capek
~~Seth Davis~~
Jeff Domanski
~~Mitzi Elkes~~
Joan Gaylord
~~Neil Gordon, Treasurer~~
Scott Greathead
~~Allen Gutkin~~
~~Samantha Hicks, Executive Committee At Large~~
Gareth Hougham
Arthur Jones, Executive Committee At Large
Aaron Mair

~~Janine Napierkowski, Vice President~~
Henry Neale, Executive Committee At Large
Jeremy Rainer
~~Gregory Simpson~~
Steve Stanne, President & Acting ED, Chair
Donna Stein
Rosemary Thomas
Sarah Underhill, Secretary
Greg Williams
Thomasina Winslow
(~~strike through~~ indicates absence)

Staff Members

Ruthie Gold
Mannajo Greene

Meg Mayo
Matt Salton

Members

Jeremy B
Victoria Christof
Allan Goldhammer
Joyce Hanson

Betty Harkins
Ben Kaminsky
Alan Thomas
Roy Volpe

Steve Stanne opened the meeting with “Their Brains Were Small and They Died” by Mark Graham

The Meeting was called to order at 6:30 pm

Approval of Minutes

Peter Capek reported that the minutes of the June 9 and July 6 board meetings will be made available tomorrow (Aug.10) for review and approval at September meeting.

Interim Executive Director’s Report

Education/Sloop Department:

Expect to finish sailing ~Sept.8 to start winter work.

Second captain search will shift to project manager. Aim to allow Nick to do prep for winter maintenance.

Finally received contract from NYS for \$40K DEC Hudson Estuary traveling exhibit grant (was announced 2/18/19). DEC climate change grant will be extended to Dec.1; lining up vendor to complete

required webpages.

Board members are asked to continue to promote and share program announcements with their networks.

Environmental Advocacy Department:

On July 20, Manna Jo and Matt met with Public Service Commission about the Indian Point decommissioning oversight board responsibilities.

On July 29, Clearwater gave public testimony to the Nuclear Regulatory Commission about the potential dangers of nuclear waste.

Danskammer flotilla Aug.4 was very successful; Clearwater & Woody Guthrie were joined by ~60 paddlers. The proposed new plant requires an air quality permit from DEC; comments whether or not to issue the permit are due to DEC by Aug.29.

Steve will be on vacation for the week of 8/14-8/22. Erin Macciaroli will be the nexus for any issues which arise during his absence, and Joan Gaylord as co-interim executive director and Janine Napierkowski as vice president will be available to address concerns that may arise.

Regarding board member communication with staff, board members should not give direction to staff and are asked to please respect working hours when calling staff.

Performance evaluations for staff are underway, and the Executive Committee will do the review for the Acting ED on Aug 26.

The executive director search is underway. Search committee members are: Janine Napierkowski and Rosemary Thomas as Co-chairs, Roger Aquino, Meg Mayo, Gregory Simpson, and Steve Stanne.

Treasurer's Report

In Neil's absence, Steve reported that finances remain tight, and are being maintained on a payroll to payroll basis. However it has not been necessary to tap into the \$75,000 fund from the bequest as of yet, except for spending \$4500 on the new life raft. Anita Vargas wants to get the required audit done as soon as possible and is reaching out to two auditing firms. Roger D'Aquino is assisting with the accounting. It was suggested that Scott Berwick might also be helpful in this regard.

Development Committee/Development Report/

Rosemary Thomas reported that a fall fundraiser, Hike For the Hudson: Support Clean Waterways, is being planned. This would be a sponsored walk or hike with teams or individuals walking to raise funds. Minimum raise: \$150 per individual or \$1500 per team

Board-initiated sails have been helpful in recent weeks. Work with Amali to set these up.

The Century Fund is almost ready for launch and is still seeking major donors.

Meg Mayo gave the development report.

The Clearwater Century Fund was helped along by an education sail which Frederic Beinecke, Scott Greathead and Clay Hiles attended. Scott has submitted a request for \$25,000 in funding for the Century Fund to the Sperry Fund chaired by Mr. Beinecke.

The NYS OPRHP grant reimbursement for sloop maintenance is ready to submit. Over \$200K in expenses were documented; if all are approved, Clearwater will receive 75% - about \$154K.

Outreach continues to major donors and will continue through 2021. An additional \$56,000 at minimum needs to be raised. Launch of the public campaign is expected by the end of August.

Clearwater's revenue from development over the last month totaled \$24,000.

Meg reviewed details of development initiatives over the remaining months of the year, contributions from board members, and status of grants. Details are in her presentation, which has been uploaded to the board's shared drive in the 2021-08-09 folder under the Meetings/2021 tab.

Revival Planning Report:

Ben Kaminsky and Roy Volpe presented options for an in person event next year. Two received particular attention. One is returning to Croton but with a smaller budget and cost cutting measures such as reducing the number of stages and artists, and no longer providing volunteer food. Option two would be a “Community Festival’ in and around the city of Beacon. This could involve events at several venues including Pete and Toshi Seeger Riverfront Park, the large High School theater, the Town Crier and the University Settlement Camp. A brainstorming session to discuss these ideas via Zoom will be held in early September. A decision should be made at the September board meeting as if it is postponed the window for doing adequate preparation and planning for any sort of festival will be closing. Jeff Domanski offered to continue to research doing town wide festivals such as Sinterklaas in Rhinebeck and the O+ fest in Kingston.

Strategic Planning Committee:

A workshop was held August 2 via Zoom to seek input to the strategic plan from board and staff. Some 18 participants shared comments and suggestions for its improvement in collegial fashion. Our consultant from the NonProfit Support Center has commended the talented writers and the effort which has gone into developing the plan. She had a number of recommendations for next steps, summarized in a document available on the board’s shared drive in the 2021-08-09 folder under the Meetings/2021 tab. Among them she suggests drawing a distinction between the longer-term plans, goals and vision and what CW needs to do over the next few years to achieve the strategic priorities, and then shortening the list of to-do’s to the key 3-5 goals necessary to achieve each priority. Tactics and action for achieving goals steps should be separate from the goals themselves.

Approval of the plan would not make it a policy but would signify agreement with the direction, focus and expectations set out in the plan. A strategic plan doesn’t establish policies in and of itself. However, it would serve as a measuring stick against which performance of staff, board, and Clearwater programs, development, and governance would be evaluated.

Nominating Committee:

The slate of candidates was presented by Arthur. Incumbents running for another term are Mitzi Elkes, Donna Stein, Allen Gutkin, Arthur Jones, and Samantha Hicks. The new candidates are Jennifer McMillan, Sarah Armour, Dan Reisel and Larry Rothbart. A Meet the Candidates virtual event will be planned for September.

The candidates are running for three year terms according to the bylaws.

The proposed amendments to the by-laws, approved to go on the ballot at our last board meeting, were discussed. Individuals other than directors commented in opposition to on the proposed minimum threshold for election to the board. Those board members who commented spoke in favor of the change or were noncommittal.

In connection with the proposed changes there was extensive discussion in chat of whether individual vote totals should be publicly released. The bylaws are silent on that specific point, providing only that Directors shall provide for the appointment from the membership of the Corporation five Judges of Election who tabulate the results and report to the President and Secretary in writing the number of votes cast for each candidate and the names of those elected to serve as Directors. No decision was reached.

Properties Committee:

Henry Neale and Steve reported that we are working on renewing our lease for the White House office with the City of Beacon. Under the city’s agreement with NYS, the owner of the property, we are subtenants.

Two problem areas on the roof of the White House have been identified; they are the likely sources of

water leaks into the building and will need attention soon. The roof itself is sound but an area around the chimney and another in the dormer over the crew quarters are suspect. In addition, the ceiling in one office needs repair. The estimate for ceiling repair is \$3200; estimates for dormer and chimney repairs are forthcoming.

These are the sort of repairs that Clearwater should be doing and paying for in lieu of rent through our agreement with Beacon.

Environmental Action

Henry and Mannajo described the successful flotilla on August 4 and opportunities to weigh in with DEC on issuance of an air quality permit. There was good press coverage: examples are at <https://spectrumlocalnews.com/nys/udson-valley/news/2021/08/08/newburgh-activists-push-back-against-fracked-gas-plant> and <https://www.recordonline.com/story/news/2021/08/04/danskammer-gas-power-plant-sees-protesters-udson-river/5475894001/>

Mannajo also described outreach efforts at the Ulster County Fair as well as more details covered in Steve's report earlier.

It was noted that Scenic Hudson has proposed siting storage batteries at the Danskammer site as an alternative to the new gas plant. Details on Scenic Hudson's website.

Sloop Club Committee:

Sloop Clubs are having their annual summer sails. Donna and Rosemary are working on scheduling a Board sail. Noel Kropf is working on map of where sloop clubs are located along the river. Donna suggested that board members consider joining their local clubs.

MOTION to adjourn made by Rosemary Thomas, seconded by Peter Capek and APPROVED UNANIMOUSLY. The meeting was adjourned at 9:07 pm

Respectfully Submitted,
Sarah Underhill, Secretary