



Minutes of the Meeting of the Board of Directors

Hudson River Sloop Clearwater, Inc.

Virtual Meeting via Zoom

Wednesday, November 9, 2022 at 7:00pm

Board Members

Sarah Armour
Peter Capek
Mitzi Elkes, Executive Committee At Large
Joan Gaylord
~~Neil Gordon, Treasurer~~
~~Scott Greathead~~
Allen Gutkin
Samantha Hicks, Vice-President
Gareth Hougham
Arthur Jones, Executive Committee At Large
Steve Kielar
~~Aaron Mair~~
Jennifer McMillan

Tom Murphy
Henry Neale, Executive Committee At Large
Jeremy Rainer
Dan Riesel
Larry Rothbart
Steve Stanne, President, Chair
Donna Stein
Rosemary Thomas, Secretary
~~Sarah Underhill, Executive Committee At Large~~
Greg Williams
~~Thomasina Winslow~~
(~~strike through~~ indicates absence)

Staff Members

Ruthie Gold
Amali Knobloch
Meg Mayo

Erin Macchiaroli
David Toman, Executive Director

Members

Joyce Hanson
Ben Kaminsky

Alan Thomas

The meeting was called to order at 7:00 pm
Mission Song sung by Steve Stanne, "Old Devil Time"

Steve took a moment to celebrate that the NYS Environmental Bond Act passed by a large margin.

Approval of Minutes

The 09/07/22 Board meeting minutes were approved, with eight 'yes' votes (Donna, Joan, Sam, Larry, Peter, Steve, Greg, and Rosemary) and two abstentions (Tom Murphy and Sarah Armour).

Executive Director's Report

David began with September-November education program highlights. There were 34 education sails, including three funded by the Malcolm Gordon Charitable Foundation (Beacon High School, Newburgh Free Academy, and Peekskill High School). There were also six public sails and 9 charters which gave us the opportunity to connect with new and existing partners. Additional highlights include Pumpkin Sail, a collaboration with the Apollonia, which reached over 500 people from Hudson to NYC, participation in a Day in the Life of the Hudson, and participation in the New York State Outdoor Education Association (NYSOEA) Conference, where Amali and Ruthie spoke. Looking ahead, sloop winter maintenance will be at the dock in Kingston and taking advantage of the barn. One goal is to bring back winter open boat tours where the community can come to the barn and meet the Captain and crew, and also volunteer days for help on the winter maintenance work.

Turning to EA, David highlighted a Nov. 1st press conference and flotilla with Scenic Hudson in support of the NYS Environmental Bond Act, work on solar mapping, participation in the Hudson River Alliance annual Watershed Conference, and Manna taking the lead and working with Riverkeeper and the Hudson River Watershed Alliance to plan a Clean Water Act Symposium in January.

David said Sam Hicks and Sarah Armour are reviewing the winter maintenance plan and budget to get their thinking on how to best manage that plan and budget.

Administratively, one benefit is being added to the current benefits mix – a life insurance policy. The planning and budgeting for 2023 will happen in December and be presented at the January Board meeting.

Fiscal Affairs

David reviewed the long awaited 2019 audit and amended IRS990 / NYS CHAR 500 which were completed, made available for Board review, and submitted. He said we are preparing to work on 2020 and that once fully caught up, these IRS990s and audits should be available within four months of the fiscal year ending.

The newly available interim financial statements, Statement of Activities and Statement of Financial Position, for fiscal year 2022 through 9/30/22, were reviewed in detail. David said we need to think of every opportunity to raise money and increase our cash reserve. The financial statements will be reviewed monthly now that the new Quickbooks account and the sorely needed updated chart of accounts are caught up from 12/1/2021 onward. Erin added that ‘we’ve climbed Everest with this project’ and there are a lot of pieces to it. Greg congratulated David and the staff on a project that’s been a long time coming and a bunch of work for a lot of people.

Resolution to defer 2023 budget approval to January

Steve presented a RESOLUTION to move 2023 budget approval to January, to allow use of the newly available fiscal reports for 2022. The text of the resolution is attached as Appendix A. Tom Murphy moved and Dan Riesel seconded. The resolution was PASSED unanimously.

Development Report

Meg said development revenue is down 8% YTD compared to budget, primarily driven by Fall Appeal going out later than planned and grant revenue being impacted by lack of needed financial reports. Meg added Fall Appeal donations are starting to come in and we are looking at targeted outreach, email blasts, personal emails and phone calls over the next couple of weeks. Meg spoke to the holiday card, Giving Tuesday on 11/29, and work on holiday promotions. Meg said Amali has the first Clearwater story for the 2022 season lined up and ready to go, as part of the lead up to Giving Tuesday.

Meg added that the Rosendale Theater Benefit Concert will be in the November numbers and gave a shout out to Lori Gross and Steve Stanne for making it happen and to Jeremy Rainer for his services as the sound engineer. Over 100 tickets were sold.

Looking ahead, Meg asked folks to save the date for Gala 2023 on Sunday, March 19th, at The Garrison.

Tom asked about gift and corporate memberships. Meg will ensure the gift membership option is live and she and Tom will discuss corporate membership options.

Meg welcomed Amber Stewart, Communications Coordinator, and said priorities for November include holiday and year end emails and social media plan, merchandise marketing planning, gala, and 2023 planning.

Committees

Steve has been contacting people regarding committee membership. This year we are particularly interested in emphasizing membership and will be looking to see more action on that committee in particular.

Environmental Action

Henry lauded passage of the \$4.2B NYS Environmental Bond Act, with overwhelming support in all 62 counties, and asked folks to think about how it should be used. He gave infrastructure projects, land acquisition projects, and water projects in the Hudson Valley as examples. Steve added to Henry's point, suggesting the upcoming Clean Water Symposium include a topic on where the investments should be made for clean water.

Music & Celebration

Steve said conversations are ongoing with the City of Kingston's mayor and Sustainability Coordinator about a small, annual event in May where they pull in 2-3k people, with lots of exhibits and vendors and an environmental theme and where they are looking to us to expand the musical portion of the event. It would be on the Rondout and we could have tours of the sloop and a significant Clearwater presence. The next step is to meet again with their Sustainability Coordinator, Julie Noble, and look at the finances and what is realistic. Chances are good we will have a small festival. This is not intended as a fundraiser, but rather as learning to do these events without staff members on board to coordinate it. The concert in Rosendale experience taught us some things, and will debrief that and apply it to perhaps more concerts this winter and the event in May.

New Business

Larry gave a shout out to the Pumpkin Sail. He said the event in Brooklyn had a huge number of kids and a scavenger hunt that kept them engaged. Larry added it was a really nice day and some more signage could be good. Steve had kudos for the Hudson event which he enjoyed and noted that community outreach events are essential for building membership. Mitzi asked if there was a music component. Greg asked about metrics. Ruthie said over 500 people attended Pumpkin Sail events.

Joan volunteered a water color for the Gala invitation, and the offer was quickly accepted.

Sarah A. commented that perhaps reminding crew and volunteers to encourage membership would be helpful, as it's not always in the forefront of everyone's minds.

Executive Session

The Board went into executive session.

The meeting was adjourned at 9:10 pm.

Respectfully Submitted,
Rosemary Thomas, Secretary

APPENDIX A

A resolution in lieu of a formal budget document

Whereas, staff has prioritized completing our 2019 audit and related government filings; and

Whereas, we are in the midst of our Fall Appeal; and

Whereas, optimizing donations and managing short-term cash flow are among our highest current priorities; and

Whereas, we are already operating on what is fairly described as a minimalist, austerity budget;

Now, therefore, be it resolved that, the Board of Directors hereby authorizes the Executive Director to continue operational spending, including but not limited to, paying the current staff and crew, office and related expenses, and winter maintenance expenses, in a manner consistent with recent practice; and

Be it further resolved, that the Executive Director continue efforts to receive donations, grants and other funds, in order to fund such spending; and

Be it further resolved, that the Executive Director prepare a recommended budget for the fiscal year ending November 30, 2023, for presentation to the Board of Directors at its January meeting.