



DRAFT Minutes of the Meeting of the Board of Directors
Hudson River Sloop Clearwater, Inc.

Virtual Meeting via Zoom

Thursday, January 11, 2024 at 7:00pm

Board Members

~~Sarah Armour~~
Adenike Bamgboye
Peter Capek
~~Joshua Clyburn~~
Mitzi Elkes, Executive Committee At Large
~~Joan Gaylord~~
Neil Gordon, Treasurer
~~Scott Greatehead~~
Samantha Hicks, President
Gareth Hougham
Arthur Jones, Vice-President
Aaron Mair

Jennifer McMillan
Tom Murphy, Executive Comm. At Large
Jeremy Rainer
Dan Riesel
Larry Rothbart
Gabrielle Spielberg
Steve Stanne, Executive Comm. At Large
Donna Stein
Rosemary Thomas, Secretary
~~Sarah Underhill~~
Julia Wilson
(~~strike through~~ indicates absence)

Staff Members

Chelsea Anan
Jen Benson
Anne Crowley
Joao De La Cruz

Ruthie Gold
Erin Macchiaroli
Meg Mayo
David Toman, Executive Director

Members

Jeremy Baron

Alan Thomas

The meeting was called to order at 7:00 pm.

Mission Song sung by Steve “Children of Darkness” by Richard Farina

Current Business

Approval of Minutes

The 12/05/23 Board meeting minutes were approved by unanimous voice vote, including minor updates from Steve.

Spending Resolution

Sam presented a RESOLUTION to authorize spending consistent with current practice until February 16, 2024. The board will vote on a 2024 budget on or before this date. The text of the resolution is attached as Appendix A. Aaron called the question. Tom seconded. The resolution PASSED unanimously.

Executive Director's Report

David welcomed new staff members Joao De La Cruz, Sloop Scheduling Coordinator, and Chelsea Anan, Development Coordinator. Joao will coordinate sloop booking, as well as vessel and operational logistics. Chelsea's position adds development capacity.

A sloop winter Volunteer Day will be held January 26th, 10am-4pm, at the barn in Kingston and an Open Boat is scheduled for February 10th.

The Environmental Action update included PCBs, public outreach and programing, the spring Hike and Learn programs, and a new EA intern. An EA update was provided to the Beacon Sloop Club on 1/5/24 and if you have a community organization that would like a presentation on PCBs, contact Jen. Two spring Hike and Learn sessions are scheduled, one at Albany Pine Bush Preserve on Saturday, April 13th and the other on Saturday, April 27th, tentatively scheduled for Teatown. Paulo Araujo, an EA intern from Bennington College, is with Clearwater for six weeks, ending in mid-February.

David gave a high level review of the FY2024 budget challenges using FY2022 and FY2023 actuals to make his points. The budget will be covered in more detail later in executive session.

David asked for board volunteers to help write thank you postcards for the many end of year donors. Contact David or Meg if you can help.

Development Report

Meg began with a high level summary on the Mitzi Elkes board challenge. The results are 100% board participation, 14 brand new donors, and a total of \$62k raised. Adding in Mitzi's match, the net NEW revenue is \$93k!! Mitzi said everyone should feel good about this result. David thanked everyone and spoke to the importance of a fully engaged board.

The development team is working hard on Gala. Meg identified the honorees as Stuart Findlay for the Spirit of the Hudson Award, Manna Jo Greene for Lifetime Contribution to Clearwater, and Xiell Owens as the first recipient of the new Next Generation Environmental Leader Award. Online tickets sales open tomorrow. Invitations are in the mail. Table and business sponsorships are available, as well as journal ads. Meg said to watch your inboxes for a digital invitation packet and papers invitations are also available. Meg covered the range of sponsorship opportunities and requested support in donating seats for use by the new youth honoree.

Jen has gotten Dr. Findlay's agreement to do a webinar on invasive species. Steve said Dr. Findlay, a leading researcher on the Hudson River, took a leading role informing management in the decision making process at DEC and other agencies on how to best manage / protect the river's many resources.

Meg said a 2024 priority for the Development Department is improving the process of thanking donors and adding more opportunities for personalized outreach, and board members are needed to support his effort. Let Meg or David know if you are interested. There is a long list of year end, holiday, and board challenge donors to thank.

Committees Presentation

Arthur showed the 2024 committee plan, highlighting which had confirmed chairs and charges and the current rosters. Arthur covered committee guidelines for chargers, rosters, meetings, member responsibilities, and work products, as well as SMART goal setting (specific, measurable, achievable, relevant, and time-bound), and went through the particulars of each committee.

Gabbie asked about overlap between committees and Sam replied there is overlap with every committee and development, except perhaps the Audit Committee.

Steve said a working group is focused on the Kingston Earth Fair in May, where Clearwater will organize and host music on two stages. He said the challenge for the Music & Celebration Committee is to expand to other venues / communities up and down the river.

Neil expanded on the importance of committees communicating with each other.

Sam emphasized tying real outcomes to committee processes.

New Business / Member Comment

Alan Thomas said Clearwater is back to gold star status on GuideStar, with all financials available, and thanked everyone.

Steve made everyone aware of the Kingston Earth Fair on Saturday, May 11th, from 11am to 5pm, in the Rondout District. This event is held in cooperation with the city of Kingston and a number of other nonprofits. This is the second year Clearwater is hosting music on two stages. If you are interested in helping, reach out to Steve.

Executive Session

The board went into executive session at 8:15.

The meeting was adjourned at 9:04 pm.

Respectfully Submitted,
Rosemary Thomas, Secretary

APPENDIX A

A resolution to authorize spending consistent with current practice

Whereas, Clearwater’s Executive Director is in the process of finalizing the organization’s proposed fiscal year 2024 operating budget; and
Whereas, the most recent iteration of such budget indicates a substantial deficit; and
Whereas, efforts to eliminate the projected deficit, through a combination of additional revenue and reduced spending are ongoing; and
Whereas, Clearwater’s Finance Committee has yet to review a proposed budget in a form acceptable for presentation to and approval of the Board; and
Whereas, additional time is needed in order to do so;

Now Therefore, be it resolved that:
Clearwater’s Executive Director, under the direction and oversight of the Executive Committee, is hereby authorized to continue paying the corporation’s staff and crew, and to incur and pay expenses in the ordinary course consistent with current practice until February 16, 2024. The full board will vote on a 2024 budget by or before this date.

Dated: January 11, 2024

DRAFT