

**STAR ISLAND CORPORATION
BOARD OF DIRECTORS MEETING**

Tuesday January 26, 2016

7:00 pm.

Go To Meeting and Tele Conference

Members in attendance via Go To Meeting:

Lisa Braiterman (arrived at 7:30 pm)

John Bush, Treasurer

Tom Coleman (President of ISAUU)

Erik Cordes

Josh Davis

Nick Dembsey

Debbie Duval (President, UCC)

Sharon Kennedy, President

Gary Kunz, Vice President

Suellen Peluso

Sally Russell

Jordan Young

Absent:

Dan Cassell, Pel Representative

Others attending the meeting:

Joe Watts, CEO

Opening Words: Opening words were postponed until the arrival of Lisa Braiterman.

Check In. A brief sharing of life events and circumstances was done between the Board members. Adventures with a recent snow event dominated the conversation, and all agreed that winter is upon us.

Call to Order. Sharon Kennedy, President, called the meeting to Order at 7:10 pm.

Upon a motion duly made and seconded, the Board

VOTED to enter executive session, and to include Joe Watts in portions of the meeting.

The Board resumed the public portion of the meeting at 7:52 pm. Joe Watts left the executive session at 7:37 pm and at 7:53 Joe Watts returned to the meeting.

The Board returned to the Open Meeting at 8:00 pm.

Opening Words:

Lisa Braiterman noted that Eleanor Roosevelt had a rose named in her honor, and that Eleanor found the description of the bush disconcerting, noting:

I once had a rose named after me and I was very flattered. But I was not pleased to read the description in the catalogue: no good in a bed, but fine up against a wall.

Eleanor Roosevelt

Lisa noted that an article by Jeffrey Sonnenfeld titled “What Makes Great Boards Great” has provided her with insights into creating an effective Board. She read an excerpt from this text and recommended the article as worthwhile reading for other Board members.

The Board reviewed the Minutes of the regular session of the December 22, 2015 meeting of the Board of Directors. Upon a motion made, and seconded, the Board

VOTED to unanimously approve the Minutes of the December 22, 2015, Meeting of Directors as written.

Reports (CEO’s Report (including Development and Facilities), Treasurer’s Report and Pelican Liaison’s Report)

CEO Reports

- ***Development Report:*** Joe reported that the Development strategies for the end of the year fundraising had been successful, and that the Annual Fund had not only met, but exceeded the 2015 fundraising goal. He reported that there were a few unpaid pledges against the Capital Campaign, but that circumstances change and this is not predictable or unusual. Joe noted that Events were productive this year, and that Pam Smith is currently preparing a multi year Development plan for presentation at the February Board meeting. Joe noted that upcoming local events include a February 26 talk on the Oceanic Hotel, and a February 27 presentation by local artist Don Gorvette. Don has been working on a large wood block print of the Island, and this unique artwork will be used by the Development team for future fundraising.
- ***Facilities Report:*** Joe began with a short list of Capital Projects for the upcoming year. Projects include the exterior repairs and fire safety work on the Atlantic Hotel, as well as bathroom renovations; replacement of water tanks; and upgrades to kitchen equipment. Joe reviewed the repairs to the Atlantic portion of the hotel, noting that this particular project uses approximately $\frac{3}{4}$ of the Capital Budget, and that the repairs have been largely funded by the LCHIP grant received this winter. This funding has allowed for expansion of the other anticipated projects this summer

Joe reported that the NH Department of Environmental Services’ Clean Water State Revolving Fund guidelines for low interest loans for wastewater treatment facilities have changed and that Star Island is now eligible to apply. Joe noted that in addition to the anticipated loans, the staff is investigating impact investing through the New Hampshire Charitable Foundation and a grant from the Unitarian Universalist Congregation at Shelter

Rock. Joe noted that Shelter Rock's large grant program typically awards 100K dollar grants, and we should know soon if we can apply this year.

Hiring for the summer season is ongoing, and Joe noted that Roger Trudeau has accepted a seasonal position as Facilities Manager. Pel applications were up this year, with 191 applications received by the deadline. Joe reported that 106 of the applications were from returning Pels and that hiring will be competitive. Interviews are ongoing for the new Communications and Development Coordinator position, and there were several strong candidates in the running for the position. Joe reported we will soon launch an Assistant Conference Center Direction search. Joe noted that Linda Lehman has generously agreed, once again, to coordinate the Spring volunteers, and that this program provides valuable labor for the pre season Island work parties.

- **Treasurers Report:** John Bush presented the treasurers report, noting that 27K dollars in Capital Campaign pledges will be written off, and that given the size of the overall campaign, this is a reasonable result. The Annual Fund was great not just for exceeding the budgeted goal, but also for participation. There has been a significant increase in the number of donors, and this bodes well for the future. John reminded the Board that the Audit sub committee would begin meeting in the next few weeks, and that he felt the staff was in good shape for the Audit. John noted that Russ Peterson currently chairs the subcommittee and might be persuaded to make a short presentation to the Board.
- **Pel Report:** Sharon reported that Dan had emailed her a short report, and read portions of the email to the Board. The email noted that Pel Reunion was held on December 27, in Connecticut, and was hosted by Hannah Swomley. The event was well attended, and Dan reported that many Pels would be submitting applications for the summer positions.

Upon a motion duly made and seconded, the Board

VOTED: To accept the CEO Report (including the Development and Facilities Reports); as well as the Treasurer's Report; and the Pel Report (as summarized by Sharon Kennedy).

SHORTER TERM BUSINESS:

Reports for Annual Meeting. Joe pointed out the Committee reports included in the board packet will be sent out to Corporation members prior to the April meeting. Joe noted that there have been some changes in Committee chairs, including Ken Swanson's appointment to the Conference Services Committee chair, and Drew Bush's appointment as the chair of the Rutledge Marine Lab Committee. Sharon mentioned that Drew and Arthur have been instrumental in transforming the lab and creating a vibrant, educational lab on the island.

Membership Committee Chair Selection: Sharon reported to the Board that there has been no success in finding a willing chair for the Membership Committee, and that Gary Kuntz, as liaison, would be acting as Chair until a replacement can be found.

Upon a motion duly made and seconded, the Board voted unanimously

VOTE To appoint Gary Kunz as the acting chair of the Membership Committee
Gary Kunz abstained from the vote and the remainder of the votes supported the motion.

Board Self Evaluations: Sally Russell reminded the Board that self evaluations are due by January 31. She noted that Debbie Duval would be assuming this responsibility in the upcoming year.

February Board Retreat Weekend: Sharon reminded the Board that the annual retreat would be held on February 27 and 28, at the Portsmouth offices. She discussed the scheduling for the weekend, noting that there was quite a bit of work to be done in a limited time period. Sharon reported Ellen Koenig has agreed to attend the Saturday morning session, and that she would remain available to work with the Board in their review of the Task Force on Committees work later in the day. Sharon stated that the Board would need to complete Joe's evaluation, including the development of goals for the upcoming year. Additionally, Pam Smith will be presenting a multi year, long term Development plan. Sharon noted that she has also scheduled approximately three hours during the Saturday afternoon session to work on the Strategic Plan, and that Ellen Koenig has agreed to facilitate this Saturday morning session, where we will review progress in board governance, and then receive the report of the Task Force on Committees. Sharon also mentioned that Russ Peterson has graciously offered to host a Board/Staff dinner at his home on Saturday evening, and Sharon asked that Board members RSVP sooner rather than later.

Sharon reminded the Board that Sunday would consist of an approximately (4) hour Board meeting.

Special Nominating Committee: Suellen Peluso reported that the Special Nominating Committee would need to convene to nominate a new Board President and Vice President. She reminded the Board that the Committee is composed of:

Clerk (Mary Trudeau)
President of ISAUU (Tom Coleman)
President of UCC (Debbie Duval)
Chair of Special Nominating Committee (Suellen Peluso)
and an additional member of the Board.

Upon a motion duly made and seconded, the Board

VOTED: To appoint Jordan Young to the Special Nominating Committee.

Jordan Young abstained from the vote, and the remainder of the votes were in support of the motion.

LONGER TERM BUSINESS:

Annual Policy Review: Joe noted that the Consolidated Policies and the Conflict of Interest Policies had been included in the Board packets for an annual review. Sally Russell briefly reviewed the Consolidated Policies, noting that extensive revisions had been made in recent years. Sharon Kennedy reviewed the Conflict of Interest policy, noting that ALL Board members are required to update and sign a Conflict of Interest statement every year. Sharon requested that these forms be submitted to her prior to the February retreat.

Upon a motion duly made and seconded, the Board unanimously

VOTED to approve the Consolidated Policies and the Conflict of Interest Policies for the Corporation.

Committee Task Force Update: Sally Russell discussed the progress made by the Committee, reminding the Board that the Committee would present a final report at the February retreat. She noted that the Committee had created (4) working subgroups. Sally noted that Edmund Jones had provided several past reviews of Committee charges and that this was a helpful tool. Jordan noted that similarities exist between past and current reviews, and that similar issues appear to be recurring. Sally noted that one of the sub committees had “looked backwards” to develop ideal Committee Structures based on Board and Staff needs. She noted that the task force has identified a need to communicate volunteer opportunities and to identify talent in the community. She noted that there appears to be consensus that leadership training would be helpful for Committee chairs. Gary reported concerns with communication, noting that communication between and amongst Committees could be improved. Sally noted that Board member interviews, and staff interviews, were ongoing task force work, and that these should be completed shortly.

Strategic Planning Process: Sharon reminded the Board that the Strategic Plan will need to be updated in 2016, and that this visioning process would begin at the February Board retreat. Committee Chairs and certain staff have been invited to participate. We will review progress on our current plan, and develop new goals and objectives for the next plan. She also hoped that the Board would have time to consider how to present the Strategic Plan to the Annual Meeting.

Other:

- Erik noted that in past years, incoming Board members have attended the February retreat. Sharon stated that invitations would, again, be extended to incoming members and that she hoped Board members would use the weekend to help orient the newcomers.

Meeting Reflections: Sally noted that she was excited for the February Retreat, noting that she values actual face to face meeting time. It was generally agreed that the February Retreat is an exciting weekend, with lots of opportunity for big picture thinking and discussions.

The next Board meeting is the Retreat, and is scheduled for February 27-28, 2016. The meeting will commence at 8:30 on Saturday morning at the Star Island Corporation offices.

There being no further business, it was moved, and seconded, and then unanimously

VOTED: To adjourn the meeting.

The meeting was adjourned at 9:07 pm.

Respectfully submitted,

Mary Trudeau, Clerk