

STAR ISLAND CORPORATION
Board of Directors

MEETING MINUTES

March 3, 2018 at 1:25 pm
Winter Retreat
Star Island Corporation Offices, Portsmouth, NH

Members in Attendance:

Lisa Braiterman
John Bush (Treasurer)
Tom Coleman
Eric Cordes
Nick Dempsey
Debbie Duval
Roger Kellman
Gary Kunz (President)
Celeste Magliocchetti (Pel Liaison)
Chris Palazzolo (SIUCC President)
Suellen Peluso
Nathan Soule (ISA-UU President)
Mary Trudeau (Clerk)
Louise Williams

Other:

Leon Dunkley (Incoming Board member)
Jeff Loewer (Incoming Board Treasurer)
Joe Watts (CEO)

Opening Words:

John Bush related some of the history associated with his family's connection to the Island, noting that he and Irene had been married on Star Island. Noting that his opening words had been read at his island wedding, John read a translation of the story of Baucis and Philemon, Ovid's poem of hospitality, and kindness, to strangers.

John related the tale of Zeus and Hermes, gods that came to a village disguised as peasants asking the people of the town for a place to sleep that night. They had been rejected by all, "so wicked were the people of that land," when at last they came to Baucis and Philemon's simple

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rustic cottage. Though the couple were poor, their generosity far surpassed that of their rich neighbors, among whom the gods found "doors bolted and no word of kindness."

After serving the two guests food and wine, Baucis noticed that, although she had refilled her guest's cups many times, the pitcher was still full. Realizing that her guests were gods, she and her husband "raised their hands in supplication and implored indulgence for their simple home and fare." Philemon thought of catching and killing the goose that guarded their house and making it into a meal, but when he went to do so, it ran to safety in Zeus's lap. Zeus said they need not slay the goose and that they should leave the town. This was because he was going to destroy the town and all those who had turned them away and not provided due hospitality. He told Baucis and Philemon to climb the mountain with him and Hermes and not to turn back until they reached the top.

After climbing to the summit, Baucis and Philemon looked back on their town and saw that it had been destroyed by a flood and that Zeus had turned their cottage into an ornate temple. The couple's wish to be guardians of the temple was granted. They also asked that when time came for one of them to die, that the other would die as well. Upon their death, the couple were changed into an intertwining pair of trees, one oak and one linden standing in the deserted boggy terrain.

Call to Order:

Gary Kunz, President, called the meeting to order at 1:28 pm.

Executive Session:

Based on a motion duly made and seconded, the Board voted to enter executive session (at 1:29 pm) to discuss the Bringer of Light Award, as well as an issue concerning Appledore Island. Leon Dunkley, Jeff Loewer and Joe Watts were invited into the executive session.

Celeste Magliocchetti left the meeting room for this portion of the meeting. Suellen Peluso attended the later part of the session, recusing herself at 1:29 pm, and returning to the meeting at 2:00 pm for the portions of the discussions concerning the Bringer of Light Award..

At 2:22 pm, the Board returned to regular session. Celeste Magliocchetti returned to the meeting room as the regular session meeting resumed.

Review and Approval of Minutes of November 18, 2017 Minutes:

Based on a motion duly made and seconded, the Board

VOTED to approve the January 23, 2018 meeting minutes, as amended

The vote was affirmative to approve the Minutes as amended, with John Bush abstaining.

REPORTS:

CEO Report:

Joe Watts updated the Board on his report, noting that registrations are tracking ahead of 2017, and that we are currently at 9,464 bed nights, or 46% of the goal for the season. Joe noted that we have received more September registrations earlier in the season, and that All Star II has already filled.

Joe presented the Board with brochures about both the Star Island conference center and the Unitarian Universalist Alliance of Camps and Conference Centers.

Treasurer's Report:

John Bush reported that the annual audit is currently ongoing, and the review is proceeding uneventfully. John also reported that Kristin King of InSource is the new CPA assigned to the SIC. He noted that she will be working with the SIC for the foreseeable future.

John stated that the Financials for 2017 are being finalized, and it appears that the operations budget was 60-70K under budget. The surplus was good, but was less than anticipated. He noted the discrepancy appeared largely due to food cost overruns; generator repairs; and with the capital projects last season. John noted that an internal accounting issue relating to the food service overages has been addressed. Nick asked about a variance with the numbers for restricted giving, beyond the accounting related to the LCHIP grant and the deferred work on Vaughn Cottage, and it was noted that there was also a shortfall with restricted giving, which was offset by higher than anticipated Annual Fund donations

Pel Liaison Report:

Celeste reported that Pels and management have been discussing issues concerning alcohol use on the island for the upcoming season. She noted that there is a planned video conference meeting to further these discussions. Celeste commented that one of the goals of these discussions is for the Pel community to be informed and to be a part of the conversation on alcohol use on the island. Celeste noted that while a minority of "louder" voices in the Pel community may not be concerned about excessive alcohol use, she believes that the majority of Pels do believe that this is an issue worth addressing. She noted that discussions between the Pels and management have included conversations on safety; being welcome to recovering members of the community; addressing cultural issues; and balancing the freedoms that have characterized the Pel community with responsible and legal use of alcohol. She noted that additional programming and alternative activities make a positive difference.

Celeste responded to questions on the response to the Pelican Compensation Task Force Report by noting that many things have been accomplished to date, and she expects this will be well received by the Pel community. Celeste mentioned that "follow through" will be important. She also noted that it is important to present wages and rates clearly to the Pel community, and that she believed improved food quality and availability would aid in employee retention.

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Upon a motion duly made and seconded, the Board

VOTED to approve the CEO, Treasurer's and Pel Reports.

Action Items:

Updated Board Calendar:

Gary Kunz asked the Board to review the updated Board calendar, and send comments to him.

Board Directory:

Joe Watts asked the Board to review the directory for accuracy, and to send edits to him.

Safe Community Policy Annual Review:

Debbie Duval presented the Safe Community Policy as modified and recommended for approval by the Personnel Committee. Debbie reviewed changes made this year, including being more specific about types of island visitors, as well as requiring the person observing alleged abuse to report said abuse to the appropriate regulatory authority, rather than having our Grievance Officer do the reporting on their behalf. The Board noted concern with the list being overly specific as this could unintentionally omit island users. It was also noted that the listing did not include Pel guests. Debbie noted that she could add "not limited to" and "Pel Guest" to the list of stakeholders included in the Policy.

Upon a motion duly made and seconded, the Board

VOTED to approve the Safe Community Policy with the additional language of "not limited to" and "Pel guests" added to the list of island users.

Pension Plan Change:

Debbie Duval and Joe Watts reported on proposed changes to the employee pension plan. These changes have been recommended for approval by the Personnel Committee. The report proposed that the SIC employee pension plan be transferred from the oversight of TIAA-CREF to The Principal. The plan is considered a "small" plan with less than 1M dollars in assets, and includes an employee funded 403(b) limited distribution fund. Joe noted that the new plan will be less expensive than the existing plan. He also noted Dirk Richardson/Bank of NH Wealth Management Services will serve as co-fiduciary of the plan, replacing the existing co-fiduciary, Sentinel.

Based on a motion duly made and seconded, the Board

VOTED to approve the new retirement plan recommended by the Personnel Committee.

The vote was unanimous.

Grant Approvals:

Gary asked the Board to ratify the email vote taken to support the staff's application to the Unitarian Universalist Congregation at Shelter Rock on behalf of the Unitarian Universalist Alliance of Camps and Conference Centers. Shelter Rock invited the Alliance to submit a grant application, and the SIC staff is coordinating the effort. The grant application will provide prorated funds to each of the member camps and conference centers.

Based on a motion duly made and seconded, the Board

VOTED To approve the staff request to file a \$100K grant application on behalf of the Unitarian Universalist Alliance of Camps and Conference Centers, with a share of over \$14K to go directly to Star Island Corporation.

Joe presented the Board with a request to support submission of a grant request to the UU Funding Program, in the amount of 20K dollars, to support the Beloved Community Initiative.

Based on a Motion duly made and Seconded, the Board

VOTED to approve the submission of a grant application of up to \$20K to the UU Funding Program in support of the Beloved Community Initiative,.

Both grant applications had the unanimous support of the Board.

Joe noted that staff would like to apply for a grant of no more than \$25K from the McIninch Foundation to support the Brookfield/Rutledge Marine Lab renovation project. The staff is requesting a vote on this grant application at the Board's April 10 meeting, as the grant application is due on April 15..

OTHER BUSINESS:

Committee on Appointments :

The Board reviewed the recommendations of the Committee on Appointments. The recommendation was for Candace Erickson to be on the Membership Committee for a first, three year term.

Based on a motion duly made and seconded, the Board

VOTED to approve the recommendation of the Committee on Appointments.

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The motion was unanimous. It was also noted that the Committee on Appointments was recommending that the membership of the Corporation, at the 2018 Annual Meeting, vote that Jill Brody serve a second, three year term on the Nominating Committee.

DISCUSSION ITEMS:

Master Plan Initiative:

The Board discussed their desire to consider the preparation of a Master Plan for use by the Board.

Based on a motion duly made and seconded, the Board

VOTED to authorize Gary Kunz, as president of the Star Island Board of Directors, to initiate conversation(s) on the advisability of preparing a Master Plan.

The vote was unanimous.

Nominating Committee Report:

This report was deferred to the April 10 meeting of the Board.

Membership Committee Report:

Tom Coleman reported that there are (15) new members proposed to the Corporation this year. (13) are women; (2) are men; and (1) is a person of color. Tom reported that there was a single resignation from the Corporation, and an application for Emeritus status. Tom also noted that there was a request for reinstatement from (2) former members.

The Board reviewed the report, and agreed that all of the actions were appropriate.

Bylaws Change Proposal:

Tom recommended that the Board consider a change to Article VI, section 3 of the bylaws regulating standing committees. He noted that the current language stating the appointments be made "no later than December 15" is problematic for the Membership Committee. He suggested that the phrase be replaced with language allowing appointments to be made in April or May.

Based on a motion duly made and seconded, the Board

VOTED to support the proposed change in bylaws language governing appointments to standing Committees.

The language of the proposed change is highlighted within the text below:

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*Article VI, Standing Committees, Section 3. "The membership committee shall be appointed for three-year terms by the board **not later than December 15**. It shall consist of seven members of the corporation, at least one of whom shall be a member of the board. It shall evaluate the qualifications of each person proposed for membership, and shall nominate for membership only those persons whose election it believes will advance and promote the carrying out of the purpose and objectives of the corporation. Members of the membership committee shall be appointed for terms of three years. No member shall serve for more than two consecutive terms as a member of the membership committee."*

The Board briefly discussed "self-nomination" to the Corporation. Tom Coleman stated that he believes that the Board may permit self-nomination without a change to the bylaws. He reminded the Board that self-nominations must still include a sponsor and member recommendation.

Based on a motion duly made and seconded, the Board

VOTED to forward the recommendations of the Membership Committee to the Corporation for approval at the Annual Meeting,

The vote was unanimous.

Outreach and Engagement Committee Liaison Report :

Nathan Soule, as Board Liaison to the Committee, reported on the doings of a very active committee. He praised Lisa Santilli's Valentines Day campaign on social media, which asked Shoalers to answer the question "what do you love about Star Island?". Nathan also reported that the Committee is interested in having videos to supplement the "Fire and Water Talk". He noted that these could be made available on line and that new Shoalers could learn a little bit about our unique facilities prior to arriving at the Island.

Personnel Committee Report:

Debbie Duval noted that this is a highly functioning committee. She praised the Committee's work on both the Pel Compensation Task Force Report and the Extended Vacation Time policy this year.

Reflections:

The Board praised the flow and pace of the meeting. Comments on the retreat included positive feedback on the ability to meet in person and taking the time to do "big picture" planning. Noting that the Zoom technology worked well, online directors noted that it can be difficult to know when or not to speak. Gary reminded the directors that the Zoom technology will facilitate conversations if members take advantage of the camera function.

Upon a motion duly made and seconded, the Board

VOTED To adjourn the meeting at 4:21 pm.

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Submitted by:

Mary Trudeau, Clerk