

**STAR ISLAND CORPORATION**  
**Board of Directors**

**MEETING MINUTES**

January 22, 2019 at 7:00 pm  
Zoom Conference Application

Members in Attendance:

Tom Coleman  
Erik Cordes  
Nick Dembsey (Vice President)  
Debbie Duval  
Roger Kellman  
Gary Kunz (President)  
Jeff Loewer (Treasurer)  
Chris Palazzolo (President of SIUCC)  
Suellen Peluso  
Nathan Soule (President of ISAUU)  
Mary Trudeau (Clerk)  
Louise Williams

Absent: Leon Dunkley, Celeste Magliocchetti (Pel Liaison)

Other: Joe Watts (CEO)

**Opening Words:**

Roger Kellman gave the opening words, reading from the July 6, 1844 entry of Celia Thaxter's journal. The entry noted the value of friends and neighbors, and reminisced in the joys of a summer tidepool. The reading was a poignant reminder that winter will end!

**Check In:**

After a brief Board member check in, celebrating and commemorating milestones in the Board of Directors' lives, the meeting was convened.

**Call to Order:**

Gary Kunz called the meeting to order at approximately 7:07 pm.

**Executive Session:**

Based on a motion duly made and seconded, the Board voted to enter executive session (at 7:07 pm) to approve the Executive Session minutes from the December 18, 2019 meeting; review the criteria for the Bringer of Light Award; and discuss senior staff employment for the 2019 summer season. Joe Watts was invited into the executive session, and then left the virtual meeting room for a Board discussion of the CEO salary.

At 7:24 pm, the Board returned to regular session.

**Review and Approval of Minutes of December 18, 2018 Meeting:**

Based on a motion duly made and seconded, the Board

**VOTED** to approve the December 18, 2018 meeting minutes, as amended to correct a grammatical error and modify the language of a discussion of the new wastewater treatment/water reclamation facility.

The vote was unanimous in favor of approving the Minutes as amended.

**Reports:**

**CEO Report Update:**

Joe Watts noted that, as usual, he assumes everyone read his submitted report, and asked if there were questions from the Board. Nathan Soule asked whether west coast schools had been included in outreach efforts to recruit Pels for the 2019 summer season. Joe reported that he thought no specific outreach had been made, and that Pel employment applications received thus far this winter are similar in number to those received last year at this time. He noted that the final submission date for applications is January 28, and that there is generally a surge of applications in the final days of the recruitment effort. **Communications Report:**

The Board praised the Communications Report, submitted this month by Ally Miner, as being comprehensive and informative. The Board asked to send their complements along to Ally, as well as everyone on the staff for the quality of the written reports the Board receives each month.

**Treasurer's Report:**

Jeff Loewer presented his report to the Board, noting that Board members should review the November financials, which he felt were consistent with expectations. He reported that there were minor deviations from the room and board revenue estimates, largely the result of inclement weather at the end of season. Jeff mentioned that the Finance Committee is developing a calendar which will be similar to the Board calendar, and will guide the monthly functions of the Committee.

**Pel Liaison Report:**

Celeste Magliocchetti was not present, and did not submit a report. Joe Watts noted that a community conference call is scheduled with Pels, next month, to discuss compensation issues. Based on a motion duly made and seconded, the Board

**VOTED** To accept the CEO, Communications and Treasurer's reports.

The vote was unanimous.

**Action Items:**

**Committee on Appointments Report:**

The report, prepared by Tyne Allshouse and Nick Bresinsky, conveyed the following information:

1. The Committee on Appointments recommends the following appointments by the Board:

**Personnel Committee**

Deborah Duval for a second three-year term beginning in 2019. Debbie will also continue as Chair.

2. The CoA informs the Board of the following appointments made and approved by the CEO:

**Conference Services committee:**

No new appointments.

Carla Cole to take over from Ken Swanson as Chair in 2019.

Based on a motion duly made and seconded, the Board

**VOTED** to approve the appointments to the Personnel Committee.

Debbie Duval abstained from the vote, and the remainder of the Board members voted affirmatively.

**Special Nominating Committee:**

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Gary Kunz noted that the Board is required to convene a Special Nominating Committee each year to develop nominations for the positions of Board President and Vice President. The Committee is statutorily composed of the ISAUU and UCC Board members; the Board Clerk; the Chairperson of the Nominating Committee and an additional Board member. Gary suggested that Suellen Peluso be approved to fill the Board member slot. He also stated that he will not accept a nomination for an additional term as Board President for the upcoming year.

Based on a motion duly made and seconded, the Board

**VOTED** to convene a Special Nominating Committee to develop nominations for Board President and Vice President positions, and to appoint Suellen Peluso to the Committee.

Suellen Peluso abstained from the vote, with the remaining Board members voting affirmatively.

**Information Security Policy:**

Joe Watts reported that the SIC has been working on the development of an Information Security Policy. The proposed plan used a model developed at Brewster Academy, and provided to the SIC by Lisa Braiterman. Noting that the plan is already nominally in effect, Joe asked the Board to vote to approve the adoption of the Information Security Policy.

Jeff Loewer asked whether there were special provisions or protections for Business Center users. Joe noted that the guest network is a separate channel from the SIC work network. Jeff posited the possibility of guests using the network for illegal activities, and Joe agreed to continue this discussion outside of the Board meeting. Noting that this might be a good topic for the Council of Conferences, Joe pointed out that some conferences choose to share conferee contact information on their web sites. Joe also questioned whether an IT Committee might be a future goal for the Board.

Based on a motion duly made and seconded, the Board

**VOTED** to approve the adoption of the Information Security Policy developed for the Star Island Corporation.

The Board voted unanimously to approve the adoption of the policy.

**August Board Retreat:**

Gary reported that the scheduled on island Board Retreat on August 24-26, 2019, will occur on a very busy weekend for the island. He noted that one of the activities that weekend is his son's wedding, and that he would be abstaining from any discussions on rescheduling of the retreat.

Led by Nick Dembsey, the Board reviewed multiple options, including changing the date of the retreat to Labor Day Weekend; changing the date of the retreat to an earlier weekend in August; holding an off island retreat on the scheduled dates and changing the dates to include an

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additional weekday, rather than weekend programming. After polling the members on availability, no consensus was reached. The Board agreed to continue the discussions off line.

**Annual Policy Review:**

Noting that the Personnel Committee had met and conducted their annual review of the Consolidated Policies, last week, the Board was asked to approve the policies included in the Board Packet. The policies include: The Safe Community Policy; Policy and Procedure Addressing Discrimination and Sexual and Other Unlawful Harassment; and the Policy and Procedure Addressing Child Abuse.

Based on a motion duly made and seconded, the Board

**VOTED** unanimously to approve the Consolidated Annual Policies of the Star Island Corporation as presented

**Discussion Items:**

**Annual Reports:**

Gary Kunz noted that the Annual Reports of the various committees are included in this month's Board packet, and he requested that Board members check the reports, and suggest edits by February 1, 2019.

**Campaign Readiness Report**

Noting that a detailed Campaign Readiness Report was included in this month's packet, Gary requested that members read the document by the date of the March retreat. Joe noted that there will be a presentation of the findings of the report at the March meeting.

**Winter Board Retreat**

Gary reminded the Board that the midwinter retreat is scheduled for the first weekend in March. He noted that Friday afternoon's session will include staff, and that Saturday will include a retreat in the morning and a business meeting in the afternoon. There are no Board commitments for Sunday this year.

**Memorial Bench Policy**

Joe Watts offered a brief presentation on staff's proposed revisions to SIC's existing Memorial Bench Policy, noting that the Board will discuss and vote on this at the Winter Board Retreat.. He noted that he and Peter Squires had explored several types of benches and have found a bench that will be suitable for use on Star Island. Joe noted that he believes there is considerable interest in purchasing memorial benches, and noted that the initial cost of a Memorial Bench would be 5K dollars. Joe also noted that aspects of the policy revision proposal has been run by

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various individuals and committees over several months, including the Strategic Facilities Planning Committee Chair, the Property Standards Chair, the Fund Development Committee and the entire year-round staff team.

Mary Trudeau questioned whether the bench choice had been reviewed by a landscape architect or a historic preservationist, noting that landscape architects are useful in establishing a uniform character across a landscape. Roger Kellman noted that there could be a design professional on the Facilities Committee. The Board discussed the effect of multiple benches on the historic landscape on Star Island, noting that the Board needs to consider “enduring” changes in the landscape.

### Perpetual Easement Discussion

Joe Watts reminded the Board that if the SIC is to pursue additional funding from the Land and Community Heritage Investment Program (LCHIP), the SIC will be required to enter into a permanent easement. The current funding has required the island to agree to a long-term Stewardship Agreement, and any additional grants will push SIC over the State of New Hampshire’s limit that would trigger the requirement for a permanent easement. The Board requested the specific language of such an easement, and Joe noted that he should be able to secure an example to share. Joe requested that Board members bring any questions they have about this to the Winter Board Retreat.

### Reflections:

The Board noted that this had been a long, productive meeting!

Upon a motion duly made and seconded, the Board

**VOTED** To adjourn the meeting at 9:05 pm.

Submitted by:

A handwritten signature in blue ink that reads "Mary Trudeau". The signature is written in a cursive, flowing style.

Mary Trudeau, Clerk