

STAR ISLAND CORPORATION
Board of Directors

MEETING MINUTES

March 2, 2019 at 1:00 pm
Star Island Corporation Office in Portsmouth

Members in Attendance:

Tom Coleman
Erik Cordes
Nick Dembsey (Vice President)
Leon Dunkley
Roger Kellman
Gary Kunz (President)
Jeff Loewer (Treasurer)
Celeste Magliocchetti (Pel Liaison)
Suellen Peluso
Nathan Soule (President of ISAUU)
Mary Trudeau (Clerk)

Absent: Louise Williams; Debbie Duval; Chris Palazzolo (President of SIUCC) ,

Other: Joe Watts (CEO); Kyle Belmont (incoming Board member); Arlyn Weeks (incoming Board member)

Opening Words:

Jeff Loewer gave the opening words, reading from an anthology of Vermont poets, a poem by Julia Cadwallader Staub. The reading was entitled, "Measurement", and spoke of the "velocity of hope"; "the stain of fear" and "the circumference of passion".

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 1:03 pm.

Executive Session:

Based on a motion duly made and seconded, the Board voted to enter executive session (at 1:05 pm) to approve the Executive Session minutes from the January Board meeting; select a designee for the Bringer of Light Award; discuss opportunities for Appledore Island; and review ongoing litigation. Joe Watts was invited into the executive session.

At 2:124 pm, the Board returned to regular session.

Review and Approval of Minutes of January 22, 2018 Meeting:

Based on a motion duly made and seconded, the Board

VOTED to approve the January 22, 2019 meeting minutes, as amended to correct a grammatical error.

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

Review and Approval of Minutes of February 12, 2018 Executive Committee Meeting:

Based on a motion duly made and seconded, the Board

VOTED to approve the February 12, 2019 meeting minutes, as amended to correct an error.

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. In a response to questions from the Board, Joe reported on cooperative programming being done by conference leadership and staff to invigorate several conferences. Noting that All Star II filled within eight (8) hours, Joe reported that registrations are currently above those recorded at a similar date last season, with 10,823 registrations received by March 1, 2019

Joe reported on a couple of senior staffing decisions, noting that Peter Sykes will be working for Facilities and Capital Projects this summer, and that Jim Hansen has been hired as the “head” carpenter.

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The Board briefly discussed the Beloved Community Project, and the relationship to conference admission policies. Leon reported that the Beloved Community Project hopes to have a booklet to present at the Annual Meeting.

Roger Kellman requested that staff forward the rules and guidelines for social hours to the Board.

Treasurer's Report:

Jeff Loewer reported that the balance sheets for 2018 are now complete. He noted that these are the numbers that will be used in the annual audit. Jeff commented that while we spent slightly less on capital projects this summer, these funds will be expended during the 2019 construction season. He also noted that the total Operating dollars were in line with the 2018 budget.

Jeff noted that the staff is currently updating the Board's dashboard, and that the Finance Committee has developed a calendar for their work.

Joe commented that the staff is also managing a much larger capital budget than in past years. Roger Kellman noted that he felt reporting to the Board would be more informative if percent completion was noted next to expenditures of capital. Jeff stated that this is outside of the purview of the Finance Committee. Nick reiterated the point, noting that some sense of the use of contingency funds would be useful. Erik noted that evaluation of progress is difficult on a weekly or monthly basis, but that perhaps a mid season report would be useful. Joe considered the comments, noting that the current reports are transparent, and that it is hard to estimate dynamics of ongoing work projects in real time..

Pel Liaison Report:

Celeste Magliocchetti was present, and discussed the community conference call held this month to discuss compensation issues. She reported that 6-7 Pels participated in the call, and that while Pels continue to hope for higher hourly rates, the community understands that compensation takes many forms for Star Island employees. Joe estimated that the average Pel hourly wage is approximately two (2) dollars over minimum wage in New Hampshire when one includes the portion of the wage (~\$1 dollar/hour) attributable to room & board.

Celeste noted that the work of the Beloved Community Project will extend to making the Pel community welcoming and inclusive. She noted that she has found participation in the project to be personally fulfilling.

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 Bethany Swanson and Nick Bresinsky, conveyed the following information:

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

Committee on Appointments

Roger Kellman for a three-year term beginning in 2019.

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

Conference Services committee:

Megan Grocki for a three year term beginning immediately and expanding the Committee to seven (7) members.

Rutledge Marine Lab Committee

Addison Tyler for a three year term beginning immediately

Based on a motion duly made and seconded, the Board

VOTED to approve the appointments to the Committee on Appointments

Roger Kellman abstained from the vote, and the remainder of the Board members voted affirmatively.

August Board Retreat:

Nick Dembsey reported that after an additional survey of the Board members, a decision has been made to keep the retreat on the originally scheduled date of August 24-26, 2019. While this decision may require Board members to share rooms, and or eliminate the opportunity for spouses/partners to attend the weekend, it does allow the most Board Members to attend.

Nick noted that the Board has traditionally tried to meet on island during a weekend where there are unused beds, this was not possible this summer. He note that the policy may need to be reconsidered.

Grant Approvals:

Joe requested that the Board approve the submission of two grant applications by the staff to benefit the island. The staff is applying for up to 25K dollars in grant monies from the Samuel P Hunt foundation, with the funds to be used towards the Rutledge Marine Lab, and a grant of up to 25K from the Madelaine Von Weber foundation to benefit the new wastewater treatment facility/water reclamation project.

Based on a motion duly made and seconded, the Board

VOTED to approve the submission of grant applications of up to 25K dollars to, both, the Samuel P Hunt and Madelaine Von Weber foundations..

The Board voted unanimously to approve the submission of these grant applications.

Memorial Bench Policy Revision:

Joe Watts presented the Board with a revised Memorial Bench Policy, noting that the existing policy was inconsistent with the existing practices. He reported that there are currently two memorial benches on the island, and that he believes none of them are compliant with the existing policy. Joe noted that the revised policy would incorporate a standardized granite bench, to be installed at designated locations throughout the island, with proceeds to benefit the Permanent Trust. Joe suggested that the Board approve the staff proposal to change the existing policy.

There were several concerns raised by the Board. Leon Dunkley spoke to “how do we honor those who come before” within the dynamic landscape of Star Island. Leon noted that “this is not a policy, not a development project...it is a covenant between grieving shoalers and the Island.” Suellen noted that the proposed Policy would be considered a “development” initiative, despite the dedication of the proceeds to the Permanent Trust. Mary Trudeau expressed concern with the character of the benches, and the need to consider the aesthetics of the Island. She noted that it is important to preserve “ a sense of place” when considering changes to the landscape.

The Board also discussed whether this policy was tactical, and within the purview of the staff, or would be considered the jurisdiction of the Board and require a Board level decision. There were voices heard in favor of both positions. Joe noted that he will consider authorizing the installation of up to three benches for the 2019 season as a pilot program.

As there did not appear to be a consensus on the implementation of the new Policy, the Board took action only on the existing Policy. Based on a motion duly made and seconded, the Board

VOTED to rescind the existing memorial bench policy.

The vote was unanimous in favor of rescinding the existing policy.

Discussion Items:

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.

Joe asked the Board to take up this issue at a future meeting, due to his belief that this discussion item would be lengthy and take more time than was remaining in the meeting today, and noted that deferring this topic means the soonest we would apply for another LCHIP grant would be 2020.

Report of the Nominating Committee

The Board reviewed the report of the Nominating Committee. The Committee has recommended the following nominations of Board Members to be presented at the upcoming Annual Meeting:

Louise Williams for a second three year term as a Director
Kyle Belmont for a first three year term as a Director
Arlyn Weeks for a first three year term as a Director
Mary Trudeau for a fifth one year term as Clerk of the Corporation
Jeff Loewer for a second one year term as Treasurer of the Corporation

And the Report proposed the nomination of:

David Yermack for a first five year term as Chair of the Permanent Trust.

Reflections:

The Board noted that the agenda had not been completed in the time allotted for the meeting. Gary reminded members to read packets prior to meetings, and be prepared. Joe noted that the use of the Executive Committee can free up Board time.

Members noted that visioning is often open ended, and it is difficult to shorten discussions that are productive and engaging. It was noted that there are varying levels of comfort with some of the "big, open ended" questions, and flexibility in timing is often necessary.

The Board noted that upcoming philanthropy goals will need to be a Board initiative, and that the Board will need to develop a comprehensive development strategy.

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Suellen noted that she is leaving the Board after the Annual Meeting, and that she has enjoyed her time as a director. She noted that there is both “trust and history” in the room, and that these bode well for a contribution to the world today.

Upon a motion duly made and seconded, the Board

VOTED To adjourn the meeting at 4:11 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