

# Regular Session Board Meeting Minutes for June 9, 2020

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## STAR ISLAND CORPORATION Regular Session of the Board of Directors

### MEETING MINUTES

June 9, 2020 at 7:00 pm

Via Zoom

#### Members in Attendance:

Kyle Belmont  
Patricia Coleman (ISAUU President)  
Tom Coleman (Vice President of the Board)  
Erik Cordes  
Nick Dembsey (President of the Board)  
Leon Dunkley  
Debbie Duval  
Tom Kennedy  
Jeff Loewer (Treasurer)  
Keri Mattaliano (SIUCC President)  
Mary Trudeau (Clerk)  
Arlyn Weeks  
Louise Williams

#### Absent:

#### Other:

Joe Watts (CEO)  
Celeste Magliocchetti (Pel Liaison)

#### **Opening Words:**

Kyle Belmont spoke to the Board of the ongoing social turmoil, and read James Welden Johnson's poem, "To America". The text of the poem is as follows:

How would you have us, as we are?  
Or sinking 'neath the load we bear?  
Our eyes fixed forward on a star?  
Or gazing empty at despair?

Rising or falling? Men or things?  
With dragging pace or footsteps fleet?  
Strong, willing sinews in your wings?  
Or tightening chains about your feet?

**Check In** – After a brief Board member check in, sharing milestones, the meeting was convened.

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**Call to Order** – Nick Dembsey called the meeting to order at approximately 7:07 pm.

### **Executive Session**

Upon a motion duly made and seconded, the Board

**VOTED** to enter Executive Session to approve the minutes of the April 22 and May 5, 2020 Executive Sessions, and to discuss the CEO evaluation.

The Board returned to regular Session at approximately 7:11 pm

Based on a motion duly made and seconded, the Board

**VOTED** to accept the minutes of the April 22, 2020 Regular Session meeting minutes.

The vote was unanimous.

Based on a motion duly made and seconded, the Board

**VOTED** to accept the minutes of the May 5, 2020 Regular Session meeting minutes.

The vote was unanimous.

### **Verbal Reports:**

#### **CEO Report**

Joe briefly gave a fundraising update to the Directors, including an annual reminder to them of their confidentiality agreements. He noted that staff is resuming its review of the gift acceptance policy, which includes a policy for accepting tangible gifts offered to the SIC. Joe noted that participation in the New Hampshire Center for Non-Profits “matching gift” event today was strong, and that we likely garnered more than 5K dollars in matching funds.

A facilities update included progress on the finish work for Brookfield/Rutledge Marine Lab, as well as updates on the sludge drying beds, associated with the wastewater treatment facility. Joe noted that chapel painting is being contemplated during the upcoming summer season, and that this would accentuate the new weathervane. Joe predicted that capital projects this summer would include the winter sewage disposal system; completion of three roofs; and sprinkler system updates, in addition to the upcoming work on the wastewater treatment system.

Joe noted that a caretaking and security workforces is on island, and that a summer employee was responsible for intercepting three trespassers over Memorial Day weekend. Joe noted that he estimates 12-16 employees are on island during the work week, with a smaller caretaking crew on the weekends.

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## **Treasurer's Report**

Jeff briefly commented on the April financial statement, noting that April is always a “tough” month for the island’s finances. He noted that the Finance Committee has reviewed the revised budget with Joe Watts, is comfortable with the accounting, and is recommending the 2020 Revised Budget for approval. Jeff noted that the SIC had received approximately 234K dollars in “room and board” deposit donations and donated conference registrations.

## **Pel Report:**

Celeste gave a passionate appeal about racial justice. She asked the board to consider “how we keep ourselves accountable” and noted that she warned that caution has not absolved us of responsibility. Celeste asked the directors to consider “what we are doing to uphold white supremacy” and asked the board to set goals for action rather than intention. She closed her comments with the question, “if not now, then when will we act?”

Leon continued the conversation by noting that an opportunity exists for the SIC to have a “smart and graceful” response to the Black Lives Matter movement, noting that Star is uniquely positioned to make a meaningful statement.

Based on a motion duly made and seconded, the Board

**VOTED** unanimously to approve the CEO, Finance and Pel reports.

## **ACTION ITEMS**

### **Revised 2020 Budget:**

Jeff reviewed the updated and 2020 Revised Budget, noting that under the circumstances, this is a good budget. He noted that the bottom line is a reflection of the economy and the closure this summer, and that despite the “crappy bottom line”, he supported the budget. He noted that the Annual Fund represents the largest source of income this year, and that we were comfortable that an 800K goal was realistic. Jeff commented on the Payroll Protection Program loan, noting that he believed up to 300K dollars was likely to be “forgiven”. Jeff reported that the Development office has been working with donors, and has “unrestricted” approximately 305K dollars in previously restricted gifts. This will allow us flexibility during this year of uncertainty.

Joe reported that specific line item expenses have decreased, or been renegotiated, including Professional Services; Insurance; and Marine Services. Some board members raised questions about what actions are being taken internally to reduce expenses, and whether we looked at additional reductions to staffing expenses. Joe observed that we are responding to this crisis with a solid revised budget, which the Finance Committee has recommended. Jeff asked that the Board not redo the work of the committee. Jeff noted that the function of the budget is to manage the uncertainty of a situation, and that the staff needs a budget to do the work of the Corporation.

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Based on a motion duly made and seconded, the Board

**VOTED** unanimously to approve the budget proposed.

### **Grant Approval**

Joe requested that the Board approve the filing of a grant application to the NH Recovery and Relief Fund (NH Nonprofit Emergency Relief Fund (NERF)). Noting that the guidelines for the program are new, and unclear, he requested permission to apply for up to 300K dollars in grant monies to be applied to the general operation funds.

Based on a motion duly made and seconded, the Board

**VOTED** to approve submission of a grant application for up to 300K dollars to the NH Recovery and Relief Fund (NERF grant) for nonprofit organizations.

### **DISCUSSION ITEMS**

#### **Board Calendar:**

Nick Dembsey asked Board members to review and comment on the proposed Board calendar. He noted that any questions, concerns, or conflicts, should be brought to Joe or Nick.

#### **Summer Board Retreat:**

Nick noted that due to travel restrictions and social distancing requirements, it is unlikely that an in-person Board Retreat will occur this year. He noted that a virtual retreat remains an option and asked that Board members consider changes in the programming to adapt to a virtual event.

#### **Meeting Reflections:**

Nick thanked the Board for their candor and honesty, noting that we are all processing the new “normal”. Debbie Duval noted that she was sensitive to the additional stress on the staff, and Erik asked Joe to pass along our praise and support to the staff in managing our new circumstances.

The meeting was adjourned at 8:55 pm.

Meeting Adjourned.

Submitted by:

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Mary Trudeau, Clerk