

Regular Session Board Meeting Minutes for May 3, 2022

STAR ISLAND CORPORATION
Regular Session of the Board of Directors
MEETING MINUTES

May 3, 2022 at 7:03 p.m. EDT via Zoom

Members in Attendance

Joni Abbadessa, Treasurer

Kyle Belmont

Patricia Coleman (President, ISA UU)

Leon Dunkley

Debbie Duval, President

Elizabeth Erickson

Lucia Green-Weiskel

Tom Kennedy, Vice President

Caroline Quijada

April Rosario

Arlyn Weeks, Clerk

Members Absent

Keri Mattaliano (President, SIUCC)

Topher Soltys

Other

Sabine Michaud, Pelican Liaison

Joe Watts, CEO

Opening Words were offered by Leon Dunkley.

Call to Order: Debbie Duval called the meeting to order at 7:12 p.m.

Minutes of April 5, 2022 Meeting

Upon a motion duly made and seconded, the Board

VOTED to approve the minutes of the April 5, 2022 meeting.

CEO's Report

Joe Watts reported that he is rethinking the frequency and usefulness of his reports. Today, he appreciates the success of the Annual Meeting and acknowledges all of the work that went into it. We are far enough along in the process that bed nights data enable us to draw meaningful conclusions; the May 1 report includes data from 2019 for purposes of comparison. We currently have 16,086 bed nights, a higher percentage of goal than at this point in 2018 and 2019. A chairs and registrars meeting will be held on May 12. The Crisis Response Team will meet on May 6. It was hard to budget for the Annual Fund this year; the goal was set at \$690,000 after considering results from 2019 and 2021. The Annual Fund is very close to budget through the end of April. We have a good Pelican group for the season. There is a wait list and applications will still be accepted, with successful applicants going onto the wait list. Christana Wille McKnight started Monday as Island Minister and Beloved Community Project Manager. Candi Kane also started Monday as Logistics and Project Manager. Sam Keene has been hired as Shoreside Laborer; this has been a hard position to fill in recent years. We are seeing an increased number of requests for financial aid and may reallocate some funds initially budgeted for discounts to this purpose.

Beloved Community Project Update

April Rosario reported that the new Grand March song project is almost finished; the launch video has been completed and is coming in a few days. Justina, Ally and April met with a group of Pelicans to work on the Pelican version of the anthem, and excitement is building for that.

The Task Force met as a group for the first time since last September. It met with Christana, who will conduct workshops and worship services this summer, as well as participating in Pel orientation. The Task Force will take a break over the summer. In September it will focus on two tracks: financial accessibility; and revising the Guidebook and highlighting one section of the Guidebook for the 2023 season.

Treasurer's Report

Joni Abbadessa noted that the operating revenue and expense reports differed slightly from budget due to timing and that net income is \$26,000 behind budget at this time. The Finance Committee will continue to work on the scorecard and will focus on cash flow projections and long-term planning. Joni, Hope, Kelly and Joe met to plan next steps.

Pel Report

Sabine Michaud reported from the Island, where she is one of 6 people currently working. The gangway went in today. She, Justina, Ally and April met with a past music director and this year's music director to discuss how to present the new song to the Pelicans. She is excited about the new song.

Upon a motion duly made and seconded, the Board

VOTED to accept the reports of the CEO, Beloved Community Project, Treasurer and Pelican Liaison.

Election of Board President and Vice President

Arlyn Weeks conducted the election of a board president and vice president. By a vote of 10 in favor, none opposed, and 1 abstention, the Board

ELECTED Debbie Duval to a one-year term as president, in accordance with the nomination presented by the Special Nominating Committee.

By a separate voted of 10 in favor, none opposed, and 1 abstention, the Board

ELECTED Tom Kennedy to a one-year term as vice president, in accordance with the nomination presented by the Special Nominating Committee.

Corporate Resolution

The following resolution was adopted by unanimous vote of the Board:

Be it resolved that Deborah Rogers Duval, President; Joan Abbadessa, Treasurer; and Joseph W. Watts IV, Chief Executive Officer, are hereby authorized to sell, assign and endorse for transfer certificates representing stocks, bonds, mutual funds or other securities now registered or hereafter registered in the name of the Star Island Corporation, a non-profit religious and educational corporation, and be it further resolved that these three individuals, duly elected and appointed, may conduct financial business on behalf of this organization, effective this date.

SRF Loan Agreement Approval Ratification

On April 11-14, 2022 the Board voted unanimously via e-mail to approve the SRF Loan Agreement. Upon a motion duly made and seconded, the Board

VOTED to ratify that approval.

The loan agreement will come before the governor and the Governor's Council on May 18; if approved, closing will be held on May 26.

Pecuniary Benefit Transaction

April Rosario left the meeting at this point.

In her absence, and pursuant to written notice provided on April 27, 2022, upon a motion duly made and seconded, the disinterested members of the Board

VOTED to approve a stipend of \$2,250 to April Rosario for her extraordinary work in support of the Star Island Corporation's Beloved Community Project, before she joined the Board. The vote was unanimous.

April Rosario rejoined the meeting after the vote.

Committee on Appointments Report

Lucia Green-Weiskel advised the Board that Karen Mathiasen and Ken Swanson were reappointed to one-year terms as advisors to the Conference Services Committee by the CEO. The Committee on Appointments continues its discussion about processes in general, how to be more egalitarian, and how to bring more people onto Corporation committees.

Board Conflict of Interest

Debbie Duval reported that conflict of interest forms will be sent to Board members within the next week or so and must be returned no later than June 7. It is possible that the forms will be electronic.

Board Liaison Assignments

A survey asking Board members about committee liaison assignments is forthcoming. There are currently openings for liaisons to the Council of Conferences and the Strategic Facilities Planning Committee. The spot on the Health Committee will open in November. Board members should indicate on the survey which committees they are interested in working with.

Annual Meeting Debrief

Members noted a desire to conduct the annual meeting in a hybrid format in the future. This will require careful planning for a secure manner of voting. Attendance at virtual meetings continues to be greater than that at in-person meetings, although this year's attendance was down somewhat from that in 2020 and 2021. Some important questions raised at the end of the meeting were not addressed, and Debbie said that she and Joe would likely address them in some fashion in the near future.

Breakout sessions on governance raised and discussed some common themes. There were varying degrees of enthusiasm and understanding of the issues presented. Membership was a particular point of interest in several groups; the concept of a covenant was also central for some. It appeared that a number of members were unfamiliar with our bylaws, and it was noted that an education component could be a useful part of our process. The notes taken in each group will be collated and sent to the governance working group prior to its next meeting. Further engagement with membership on this important topic will take place throughout the next year or so.

Membership Committee Liaison Report & Criteria Review

Lucia reported that all 15 individuals who applied were accepted as members this year. Fifteen is an average number of new members; we are getting close to the 500-member ceiling. Board members were asked to consider the number of new members they would like to see each year; whether the RSVP requirement for the annual meeting is a good thing; and whether the requirement of a "consistent record of financial support" of the Corporation is too exclusive and is consistent with the goals of the Beloved Community Project. It was noted that reviewing our membership criteria on a periodic basis is a good practice and consistent with our bylaws, and that a more comprehensive review is expected to be part of the overarching governance review effort that is underway.

Mental Health Discussion

Joe Watts noted that the report included in the packet for this meeting, which includes some recommendations from the Health Committee as well as comments from staff, is not exhaustive. This is a very important topic. Staff is looking at potential online resources and broadening training. The Health Committee held a meeting focused on mental health, emphasizing a holistic approach. In recent years, the membership of the committee has been broadened to include people with expertise in this area. Sabine noted that there was not much follow-through last

season on the stated intention to address mental health issues on-Island, and that better communication about the resources available through the First Aid Station is warranted. She noted that past situations could have been better addressed if people were aware of available resources.

August Board Retreat Dates

The Board retreat has been tentatively scheduled to begin on the morning of Sunday August 28 and to end late on the afternoon of Monday August 29. It will be possible to stay on-Island Monday night.

Upon a motion duly made and seconded, the Board

VOTED to enter into executive session at 8:45 pm.

The Board returned from executive session at 9:08 p.m.

Upon a motion duly made and seconded, the Board

VOTED to adjourn the meeting at 9:09 p.m.

All votes were unanimous unless otherwise noted.

Submitted by

Arlyn Weeks, Clerk