

GSWA Board of Trustees Meeting
Minutes
01.24.2022

Tony DellaPelle convened a meeting of the Board of Trustees at 9:04 a.m. via Zoom. Board members present included Michael Dee, Marilyn Dee, Ralph Jones, Lisa Stevens, Jordan Glatt, David Naidu, Debra Apruzzese, Dot Stillinger, Reed Auerbach, Carolyn Sharaway, Kevin Sullivan (via phone), Yorgi Vlamis, Clark Wagner, Stacey Valentine, Guy Piserchia, Eric Inglis, and Kate Barry. Absent were Gerry-Jo Cranmer, Paul Boudreau, and Brett Williamson. Staff included Sally Rubin, Sue Levine, and Wade Kirby.

Tony called for a motion to approve the November 29, 2021 Board Meeting Minutes. Reed Auerbach moved to accept the Minutes as written, seconded by Ralph Jones. All in favor. None opposed. The motion carried.

Tony then proposed a motion that he serve a second year as Board Chair. (Sally explained that Tony's original agreement to serve as Chair was for one year only due to business commitments and likely travel. Those circumstances have changed thereby enabling Tony's additional service for one more year.) Tony additionally proposed that Debra Apruzzese continue as Vice Chair and Guy Piserchia as Treasurer. Michael Dee moved to accept the motion, seconded by Yorgi Vlamis. All in favor. None opposed. The motion carried. Tony motioned that five board members be re-elected for a second three-year term: Reed Auerbach, Kate Barry, Jordan Glatt, Eric Inglis, and Dot Stillinger. Clark Wagner moved to accept the motion, seconded by David Naidu. All in favor. None opposed. The motion carried.

Sally advised the board that Chris Obropta resigned from the board one year early due to his return from sabbatical and his anticipated work commitments. She thanked Chris for his board service. Sally and Tony discussed a Rutgers replacement for Chris to retain our connections with Rutgers and Sally reached out to David Robinson/State Climatologist at Rutgers University who agreed to join our board. *Ralph Jones moved to elect Dave Robinson to the Board which was seconded by Reed. All in favor. None opposed. The motion carried.*

Sally requested a motion that Matt Krauser, Teresa Lane and Nic Platt receive a letter thanking them for their service on the board and electing them to the Advisory Council. Debra moved the motion which was seconded by Yorgi. All in favor. None opposed. The motion carried.

Tony then spoke about the seven Advisory Council members who will be dropped from the roster for miscellaneous reasons: Chris Allyn, Peter Birnbaum, Susan Deeks, Mary Horn, Drew Maldonado, John Donofrio, and Jeff Webb. They will receive a letter thanking them for their service with the understanding that they might return in the future depending upon their individual circumstances. *Tony then requested a motion that the Advisory Council roster otherwise remain. The motion was made by Clark Wagner and seconded by Stacey Valentine. All in favor. None opposed. The motion carried.*

Tony proposed the re-election of committee chairs. Debra Apruzzese requested a conversation with Hazel about Education & Outreach and Lisa Stevens requested a conversation about Land & Water. The committee chairs for Finance (Guy Piserchia), Development (Jordan Glatt), and Land Preservation &

Advocacy (Dot Stillinger) will remain. Tony suggested that committee chairs could change with the request going through Sally.

He then spoke about the priorities in seeking new trustees:

- those who live downstream
- ethnic diversity
- youth (age diversity)
- geographic diversity

with the recommendation that we seek individuals in these categories. Deb also mentioned that we do need board members with give or get capacity as well. By the next board meeting, Tony would like to have a potential candidate from at least one of the four categories. (we currently have 3 open board slots.) The Trusteeship Committee will review candidates' credentials. Deb spoke about an environmental attorney whose CV she sent to Sally, and Tony confirmed that that individual's professional background would be an asset. Sally mentioned lunch with Judith Hazlewood, another potential board member and donor who lives in New Vernon; recently retired and expressed interest in how she can help.

Tony said that discussion of a name change for the organization is pending and that the Capital Campaign is currently on hold. Sally explained that Jay Angeletti/Campaign Consultant has received our database of donors which will be examined for their giving potential.

Sally asked Deb Apruzzese, Clark Wagner, Michael Dee, Carolyn Sharaway, and Sally Glick to address a possible change in language for our Vision statement in addition to contemplating a name change.

Sue Levine then introduced Clark Wagner who delivered the Endowment Report via a Power Point presentation which was shared on screen. (See the attached document.) Sue added that the endowment balance on 1/23/22 was \$1,748,856 of which \$314,176 is operational reserve. The Finance Committee will meet to discuss the recommendations Clark presented. On the balance sheet we have \$650K in cash in miscellaneous banks; none exceeded the FDIC insurance limit. This allows the Finance Committee more security on the Equity position in the endowment. Happily there are no "triggers" to date! The endowment is currently sitting with a lot of cash on hand. Tony then called for questions from the board and there were none. Tony stated concerns that interest rates remain high as does inflation for the foreseeable future. Sally reported that the 2021 Year-end Appeal yielded \$48,000 in addition to two anonymous \$10,000 challenge gifts. 200 total gifts were received from the appeal with 99 new members in 2021 vs. 24 in 2020.

Sally said we await the confirmation of Sunday, May 22nd, 2022 at Giralda Farms for our fifth annual music festival (subsequently confirmed!). This year the festival may have a headliner band and/or some high school bands to begin the day.

Sally was happy to report that Noe Pond may remain a swim club and will not be developed! Apparently, there is a contract to sell the property back to some of the club members.

Sally had a meeting with four representatives from PSE&G, the National Wildlife Refuge, and the Chatham Township Administrator, regarding the Ferber Property. PSEG plans to carve out a small piece for the Green Village Fire Department. They are proposing to carve out approximately 2-3 acres for

GSWA such that bulk variances for zoning will be limited. They hope to submit their plans to the Chatham Zoning Board prior to the end of the second quarter and then to the Board of Public Utilities who must agree. 2022 will provide an answer regarding GSWA's acquisition of the property *we hope!* David Naidu asked some questions regarding logistical procedures with the Board of Public Utilities. He stated that the context needs to be clearly understood. Sally thought that the refuge could send a letter stating their intentions. Donations to a public (federal, county, or state) entity do not require BPU approval, but a donation to a private charity such as GSWA would require BPU approval. Tony knows Commissioner Gordon and will inquire as to the process.

Sally was contacted by Joe Basralian about some property in Chatham Borough that the town has designated as an area in need of redevelopment. It borders the Passaic River and Summit. Joe would like to raise private money to facilitate clean up and trail creation and requested GSWA be the fiduciary. The board was in favor.

Kate Barry explained the Virtual Run Fundraiser this spring where participants can join from anywhere in the world. Much will be explained on our website, but this will create a broad awareness of GSWA.

Sally then spoke about the documentary film, "American River." There will be a screening at the MAYO Performing Arts Center in Morristown on Thursday, March 31st, 2022. The film is about Mary Bruno's kayaking trip down the Passaic River. We anticipate having a table following the film to greet audience members and offer our own kayaking trips down the Passaic (hour long trips, not the entire river!) for a fee.

Wade spoke about a solicitation he received from Tim Dalton at the firm of Edward Jones regarding the use of life insurance policies as vehicles for donors to assign to charities such as GSWA. Tim offered to deliver a presentation with a colleague and Tony suggested an outline could be drafted and sent to board members. Stacey concurred that this would be a good idea.

Tony thought an assessment of how the board is doing during the pandemic would be advisable. Deb agreed.

Sally requested that the forms previously sent, i.e. Conflict of Interest and Code of Conduct, be returned prior to month's end (January.)

The next board meeting will be on Monday, April 11th, 2022 via Zoom, or perhaps in person?

Tony then called for a motion to adjourn the meeting at 10:23 a.m. Guy Piserchia moved to accept the motion which was seconded by the entire board. All in favor. None opposed. The motion carried.

Respectfully submitted,

Wade Kirby
Director of Development

