

GSWA Board of Trustees Meeting  
Minutes  
06.18.2021

Tony DellaPelle opened the meeting at 9:04 a.m. Board members included:

Anthony DellaPelle, Debra Apruzzese, Marilyn Dee, Reed Auerbach, Brett Williamson, Matt Krauser, Guy Piserchia, David Naidu, Paul Boudreau, Clark Wagner, Yorgi Vlamis, Eric Inglis, Jay DeLaney (Advisory Council), Dot Stillinger, Chris Obropta, Kate Barry, Lisa Stevens, Nic Platt, Kevin Sullivan, Gerry-Jo Cranmer, and Michael Dee

Staff members included: Sally Rubin, Sandra LaVigne, Val Thorpe, Sue Levine and Wade Kirby

Tony is in Florida on vacation and it has rained all week! He called for a motion to approve the Board Meeting Minutes dated Friday, March 26<sup>th</sup>, 2021. *Reed motioned that the Minutes be approved, seconded by Deb Apruzzese. The Minutes were unanimously approved.* Tony then spoke about adding two new candidates to our Advisory Council: Sally Glick and Jose Barquin. Sally Rubin endorsed the very diverse credentials and knowledge of non-profits on behalf of Sally Glick who works for Sobel & Company, an accounting firm in Livingston. Tony supported Sally Glick's credentials and professional connections and added that Sobel is a well known and respected firm. Jose Barquin is a capital campaign consultant who works for CSS, lives nearby, and wants to get involved. He proposed adding Sally and Jose to the Advisory Council, and everyone agreed. Guy Piserchia moved to invite Sally Glick and Jose Barquin to the advisory council. Seconded by Paul Boudreau. Motion passed unanimously.

Sandra LaVigne then spoke about a river clean-up in four locations on Saturday, July 10<sup>th</sup> from 10 a.m. – 1 p.m. to bring awareness back to the plastics issue. People will be assigned shifts and tally all of the single use plastic items that they pick-up. GSWA has received a \$500 grant to buy supplies and support the event. Sally said reusable bags and tumblers have been ordered which could be given to volunteers. Board members will receive a link to sign-up and help.

Val then spoke about how hot it was on the day of the music festival. It was a great day with 700 attendees - our largest attendance yet! But some people were still not comfortable coming out. We were fortunate to have a cadre of volunteers helping with the set-up, execution and break down. Nineteen individual and corporate sponsors contributed to the \$51,000 gross which also set record earnings for this event. The 50/50 Raffle yielded \$1,280, half of which will be used to purchase kayaks, and the winner returned \$100 to GSWA. People congregated under the shade trees. Wade Kirby gifted radio advertising that ran two weeks prior to the event on two different radio stations. Kevin and Cindy Sullivan were enormously helpful. Tony said we now "own" the event! There were some young people in attendance, but Tony thought we should build upon that in years to come. He suggested that we find a band that might appeal to that demographic next year.

Sally confirmed the retirement of Debbie Rice, as well as Adam Palmer's departure for another position; both leaving on June 30. Kristina Necovska has accepted a new job and her last day is June 25<sup>th</sup>. Sally has offered Kristina's position to Nancy Rago who will train with Kristina next week. Sally has asked Val to now run the Membership and Administration Dept., and Sandra will be in charge of Programming.

Sue Levine then delivered the Finance Committee report. GSWA has done very well during the pandemic. Major successful events include the Native Plant Sale, Equip project at the CMA, two music festivals within one fiscal year, and a Gala via Zoom.

1. April YTD results there were no triggers. During the pandemic both the community and the GSWA staff out did themselves.
  - Two music fests – rain and shine
  - An incredible plant sale
  - Corporate and foundation support above prior year and budget
  - Major Donors, membership and trustee giving above prior year and budget
  - EQIP project was largely completed with successful results in retaining more water at the CMA
  - And even the Zoom gala was a home run

Income April YTD @ \$868K; Expenses @ \$702K with net operations at \$166K.

Other income impacted by the strong stock market; donations of land and legal services plus the Save Noe Pond sub-agreement.

Net Income adjusted for unrealized gains/losses and donated land @ \$233K of which we will move \$67K of temporarily restricted funds into the next fiscal year for budgeting purposes. This will not impact the audit report or 990.

2. For the balance of FY 2021 – Income is projected to be \$1.2M; Expenses 1.0M for Net Operating of \$0.2M when you include Other income and Expense adjusted for the temporarily restricted funds being transferred to the next fiscal year in the budget, we will end the year at \$279K.
3. For the FY 2022 budget it is essentially a break even budget. It is also the first time we are presenting a budget with income over \$1 Million. The presented budget has been approved by the finance and executive committee on June 4<sup>th</sup>.
  - a. Each line item was reviewed
  - b. Discussion on the details
  - c. Board voted to approve as submitted.

4. Other financial news:

- d. We were forgiven the first round of PPP; secured the second round of PPP which is on the balance sheet as a liability until forgiven and also submitted for the ERC.
- e. We will seek a Line of Credit of \$500k from Peapack Gladstone, Valley, Investors or possibly Columbia
- f. Clark lead the review of the investments and shared the Endowment appreciation is at 8.6% for the year and the Operational Reserve is at 5.9% for the year.
- g. The Investment account balance at 5.28.21 was at \$1,728,291
- h. We are now invested in the IShares ESG Aware MSCI USA Eft at 5% holdings for the Endowment and Operational Accounts
- i. No need to rebalance the accounts at this time. Going forward the Finance Committee is comfortable to remain in the current portfolio mix.

A 4% draw will continue as usual. The capacity limit for the Gala has been increased, but the revenue numbers will remain the same for the budget. There is growth projected for major donors, trustee giving, and membership. Education revenue in FY2022 will include \$2S. There will be one music festival this year. There may be payroll and staffing changes. Some hours may be increased in the area of education. Additional spending for the capital campaign is built into the budget but may, or may not, be

needed. Expenses will include mailings and a new computer for Sue (included in grant funding). Work continues at the CMA. Lumber prices have increased substantially! The land trust re-certification will be due next year. There is revenue temporarily restricted in the budget for next year.

Tony asked about the first PPP loan. Employee retention credit revenue is included. Funds from the second PPP loan have not yet been forgiven. Tony spoke about reserving some of the PPP loan money for other reasons, and Sue stated it will go into an operational reserve. Tony called for a motion to approve the budget as presented. *Clark motioned that the budget be approved as submitted, seconded by Reed. The budget was approved unanimously.* The Finance Committee and the Executive Committee had previously reviewed the budget. Jordan Glatt in absentia had emailed his approval, *however approval is still needed from Teresa Lane. Teresa subsequently emailed her approval.*

Tony then spoke about the status of the capital campaign. The updated Strategic Plan and Mission Statement are both completed and need of approval. A Task Force needs to examine a possible name change for the organization. Please let Sally know if you would like to be on that committee. Sally read the updated Mission Statement. The Vision Statement warrants discussion as well. Deb Apruzzese endorsed the Mission Statement as “actionable,” until we take another look at branding. Tony and Reed supported the Mission Statement as written, but Reed felt we should change our name. Therefore, a slightly different version of the Mission Statement may be presented if we decide to change our name. Tony then asked for a motion to approve the Strategic Plan and Mission Statement. *Deb motioned that the Strategic Plan and Mission Statement be approved, seconded by Dot Stillingier. Those documents were approved unanimously.* Lisa Stevens abstained until she is able to read everything.

Sally gave a brief report on the Equip Project. Last September Sally advised the board that the project may come in as much as \$15,000 over projected and the board approved moving forward. Possible sources of the \$15,000 were the Babbott bequest, board reserves, or board contributions. Fortunately, the project expenses came in only \$3,000 over revenue and we were able to fund that out of general operating revenue.

Nancy Rago, who will be replacing Kristina as the Membership and Social Media Manager, will be starting on June 23 and will be joining us at the Advisory Council Dinner on Wednesday, June 23<sup>rd</sup>.

Chris Obropta is conducting exit interviews with Adam, Debbie, and Kristina. There will be a need to confer on results with Sally and Tony, but the general consensus is that GSWA does not pay enough. Tony said to consider salaries moving forward with new hires. The lack of health insurance does not seem to be an issue. Reed asked about comparisons with other non-profits. Sally explained that \$20 per hour is adequate, but people may not stay long as these are generally entry level positions. Sally would like the staff to return to the office four days a week beginning in September. Air conditioners are new and the HEPA filters are a big help.

Nic Platt asked about mandatory COVID vaccinations for staff. Chris Obropta said Rutgers is requiring students to be vaccinated, but not faculty. Sally said she would prefer that all staff be vaccinated, but she is not requiring it. Discussion ensued on behalf of many different board members. Tony suggested we revisit this issue at the next board meeting. The following options were proposed during the interim:

1. Get vaccinated
2. If not vaccinated then wear a mask in the office except when working at your own desk
3. Verify a negative COVID test once a week (verbally)

*Michael Dee motioned that these options be adopted as policy, seconded by Reed. The motion carried unanimously.*

Sally then delivered an update on the Ferber Property. PSE&G needs a business reason to convey the property to us that includes a quantity of land and comparable value. The house and approximately 2 acres that PSEG is willing to convey appraised at a conservative \$600,000, the 10 acre Kent property which we discussed swapping with PSEG appraised at \$200,000, leaving us approximately \$400,000 short on a value exchange. We also have a three acre parcel in Chatham, known as the Hoag Property, which is assessed at \$386,000 and assessed value is usually higher than an appraisal. PSE&G is now going to appraise Hoag and see if Kent plus Hoag will be enough to swap for Ferber. I also mentioned that we can probably come up with a cash difference if there is one. PSE&G said the option is to go to the Board of Public Utilities and ask permission, but they would prefer not having to do that. Dot said that PSE&G wants to do this, and Tony agreed.

The Chairman's Appeal letter is going out this week with a \$5,000 matching challenge. Our 40<sup>th</sup> Anniversary is emphasized. There is also an outreach letter being sent to people who have participated in our recent events such as the Native Plant Sale, the yard sale in Chatham/Madison, and the music fest. This letter will solicit individual membership and will include reusable bags and reusable tumblers when joining at the \$75 and \$150 levels.

Development reports were previously sent. Lynne Applebaum is doing very well with corporations and foundations. A special thanks to Brett Williamson for helping us to secure a new grant from Wells Fargo!

Tony said we need to examine the composition of the board and Advisory Council. We are still awaiting RSVP's for the Advisory Council Dinner next week. Board members have been appointed as mentors to certain Advisory Council members. Tony would like engagement with each mentee prior to each board meeting. Mentors/mentees are: Brett Williamson with Andrew DeLaney, Dot Stillinger with John Donofrio, Nic Platt with Jeff Grayzel, Jordan Glatt with Drew Maldonado, Kevin Sullivan with Adam Psichos, Lisa Stevens with Jon Rafalowski, Chris Obropta with Fran Schultz, Deb Apruzzese with Sally Glick, and Teresa Lane with Jose Barquin.

In reference to a Gala speaker, Sally and Nic attended a dinner where Tricia O'Keefe, President of the Morristown Medical Center, was the speaker. Her remarks were lengthy and had an appeal toward humanity, but no direct tie to the environment. Sally Glick suggested two different people. Other suggestions have come in. Sally called for the choice of a speaker very soon as we need to book a date at the Brooklake Country Club. It was decided to ask either Sean LaTourette, head of the DEP in New Jersey or Dave Robinson, a key climatologist at Rutgers University. **Follow up: Sally secured Dave Robinson on October 7 for the gala.**

Sally will send out a date for the next board meeting to be held in September. Tony encouraged everyone's attendance at the upcoming Advisory Council Dinner. Dot endorsed either of the two Gala speaker candidates. Tony adjourned the meeting at 11 a.m.

Respectfully submitted,

Wade Kirby  
Director of Development