

GSWA Board of Trustees Meeting
01.20.2023

Tony DellaPelle convened the meeting at 8:07 a.m. via Zoom. Board members present included Stacey Valentine, Michael Dee, Marilyn Dee, Jordan Glatt, Dot Stillinger, Todd Hyde, Ralph Jones, Anthony DellaPelle, David Naidu, Brett Williamson, Kate Barry, Eric Inglis, Gerry-Jo Cranmer, Reed Auerbach, Meisha Williams Bertels, Carolyn Sharaway, Deb Apruzzese, and Guy Piserchia. Staff included Sally Rubin, Sue Levine, Lynne Applebaum and Wade Kirby.

Tony called for a motion to approve the November 30, 2022 Board Meeting Minutes. David Naidu moved to approve the Minutes which was seconded by Michael Dee. All in favor. None opposed. The motion carried.

Tony then called for a motion to elect the new officers: Jordan Glatt and David Naidu as Board Co-Chairs, and Clark Wagner as Treasurer. Michael Dee moved to accept this slate of officers which was seconded by Todd Hyde. All in favor. None opposed. The motion carried.

Tony thanked everyone for allowing him to serve as Chair. David Naidu acknowledged the board's gratitude for Tony's service. Sally has purchased two tickets for Tony to attend a New York Yankees' baseball game in August as a thank you from GSWA.

Deb Apruzzese, Yorgi Vlamis, and Guy Piserchia are rolling off the board and will move to the Advisory Council. Sally thanked them for their service.

Marilyn Dee and Clark Wagner were nominated to serve their second three-year term on the board. Paul Boudreau has resigned from the board. He will serve on the Advisory Council.

Motion to elect Giorgio Vlamis, Guy Piserchia, Deb Apruzzese and Paul Boudreau as new members to the Advisory Council, with the following individuals to be re-elected to the council: Kathy Abbott, Thelma Achenbach, Astri Baillie, Jose Barquin, Len Berkowitz, David Budd, Brenda Curnin, Andrew DeLaney, Bill Diehl, Russ Furnari, Sally Glick, Jeff Grayzel, Roger Jones, Pam Harding, Judith Hazlewood, Jane Kendall, Matt Krauser, John Neale, Alan Pfeil, Kathy Pfeil, Nic Platt, Adam Psichos, Jon Rafalowski, Fran Schultz, Julia Somers, Frank Stillinger, and Kit Stinson. Moved by Tony, seconded Michael Dee. All in favor. None opposed. The motion carried. Nick Bodalia and Carolyn Dempsey were elected to the Advisory Council at the November 30, 2022 meeting.

Sally explained that Kevin Sullivan's board term has also expired, but he will not be serving on the Advisory Council. Sally then thanked Cathy Lee, Gerry Scully, Teresa Lane and Claire Griffin Miller for their multi-year service on the Advisory Council. Each will receive a letter of acknowledgment.

Guy Piserchia motioned to accept the three current committee chairpersons: Finance: Clark Wagner, Land Preservation and Advocacy: Dot Stillinger and Development: Carolyn Sharaway. The motion was seconded by Michael Dee. All in favor. None opposed. The motion carried. We still need committee chairs for Education and Outreach and Land and Water.

Sue Levine then delivered the Finance Report.

- 1. Trigger change recommended from Finance Committee to change the Gala Trigger to 10% from 10,000. Michael Dee motioned to approve the change which was seconded by Reed Auerbach. All in favor. None opposed. The motion carried.*
- 2. There were no audit findings this year. Audit financials were reviewed Total Net Assets \$2,538,103 with Current Assets at \$564,587 and Current Liabilities at \$64,574. The Statement of Activity is reported Without Donor Restrictions and With Donor Restrictions. The combined Total Revenue was \$986,596 and the expenses were \$1,034,515 for a decline in net assets of \$-283,403. The decline is predominately due to the unrealized loss on investments. Operationally we were at break even. The audit report also reviews functional expenses broken out by Program Expenses, Management and General and Fundraising. We again continue to run a lean organization on overhead and are therefore able to spend 84% of every dollar raised on programming. This statistic helps us remain a top charity on Charity Navigator. Tony DellaPelle made a motion to approve the audit which was seconded by Stacey Valentine. All in favor. None opposed. The motion carried.*
- 3. December revenue came in well over budget and YTD came in on budget. It was a terrific effort by the team. Thanks to Lynne for successfully getting Corporate and Foundations up to and over budget. Thank you to Wade for getting Membership and Major Donors above budget. And thank you to the anonymous board member who offered the \$5000 match for board and advisory members which resulted in a very successful year-end appeal.*
- 4. Investments will be reviewed in detail at the next board meeting so that Clark can present. The balance as of 1/19/2023 was \$1,702,155.*
- 5. The Treasurer requests that the Director of Finance be designated as fiduciary to invest the endowment and operational reserve funds of GSWA. Marilyn Dee motioned to approve the Treasurer's request which was seconded by David Naidu. All in favor. None opposed. The motion carried.*

Sue thanked all those Finance Committee members for serving.

Sally is determined to get the details for Gala 2023 approved by the board and confirmed earlier this year! She would like Jay DeLaney, Jr. to be one of the honorees. She will contact Deb, Jay's widow and his son Andrew for their approval. The board concurred with this suggestion. Sally identified the priority in which she would like to ask the other possible honorees: first is Senator Cory Booker, next is New Jersey Governor Phil Murphy, or possibly Anthony Sblendorio who has just donated an easement on his property. The local Garden Clubs are also a possibility. The board agreed with his approach. Todd Hyde cautioned us about politicians cancelling at the last minute. Reed Auerbach questioned what any of these honorees have to do with Jay DeLaney, Jr.? Sally said Anthony Sblendorio would help us

raise money and put “butts in seats.” The Garden Club ladies would take tables. Sally will speak with Jordan about how best to approach Senator Booker.

The easement from Anthony Sblendorio granted to GSWA closed on December 23rd, 2022. The easement is at 510 South Maple Ave in Bernards Township, on the border of Long Hill and along several hundred feet of the Passaic River and has wetlands, warm season grasses, and woodlands. Additionally, Anthony and his wife Maria donated \$30,000 to cover our expenses for legal and title work of approximately \$10,000 with the balance of \$20,000 to be held as a stewardship/monitoring fund.

This year the GSWA staff will each “adopt” two board members whom they will speak with once a month. This is in an effort to get to know us better and learn of the latest happenings in and around the watershed!

There is a proposed development near Spring Brook Country Club in Morris Township of 16 very small lots plus one building with 10 affordable housing units on approximately four acres. Deb Apruzzese called this to Sally’s attention and noted that it is a beautiful green space with a brook. A development application will be submitted within the next couple of months. Spring Brook Country Club’s membership was blindsided by this proposal and many will strongly oppose it. Deb thinks this could be an opportunity for GSWA to gain a great following if we get involved. One of the club members and neighbor, Nick Liakos, is requesting that we act as fiduciary for funds they will collect to oppose this project. Tony thinks this is a good idea, but he added that the developer could get municipal approval due to the affordable housing. It will go before the Planning Board because it involves a sub-division. Todd, David and Tony will be available for future help and discussions. We will specifically address what happens if we want to compromise and the neighbors don’t or vice versa. Additionally, in previous fiduciary agreements the liaisons from the unincorporated group were able to designate where any excess funds would be donated. We will change this to having GSWA retain any unused funds collected for the issue. *Sally asked that a motion be proposed for GSWA to act as a fiduciary opposing this development. Gerry-Jo Cranmer made the motion which was seconded by Dot Stillinger. All in favor with one abstention from Stacey Valentine. The motion carried.*

Deb asked that we utilize the talents we have available on the board. As usual with a new board member, Meisha Williams Bertels will be invited to meet with the staff at the GSWA Office to get to know each other. We look forward to learning about her and explaining each of our roles and responsibilities.

Lynne Applebaum had a good meeting with Tony and stated that GSWA is joining the Morris County Chamber of Commerce. Any and all referrals and Development help from board members is greatly appreciated! She then explained the details regarding our **Virtual Challenge** which launches on Saturday, January 21st. It was successful last year, and we are hoping for 200 participants this year. See our website for details. Gerry-Jo offered two sponsorships in support of the event, and Deb wants to sign her whole family up!

Michael Dee asked about an update on the status of the Ferber Property. Sally has no current update, but she is hopeful that 2023 will be the year!

Sally then adjourned the meeting at 9:25 a.m.

Respectfully submitted,

Wade Kirby
Director of Development