

MINUTES -- ALL STAR 1 GOVERNING COUNCIL MEETING

October 24, 2020—via Zoom

Attendees: Cathy Bertasi, Hal Basdekis, Elissa Best, Katy Biron, Bart Bouricious, Andy Bristol, Joy Close, Debby Cohen, Stafford Cohen, Patricia Coleman, Tom Coleman, Dave Cook, Kim Corfman, Stan Corfman, Sally Easter, David Epstein, Ann Etter, Lisa Gresser, Jane Griffiths, Jeff Hendrick, Keith Knox, Connie Lentz, Jeff Loewer, Jill Loewer, Scotia Miller, Dennis O’Keefe, Susan O’Loughlin, Carla Osgood, David Osgood, Cindy Parr, Steve Parr, Barb Peterson, Bill Peterson, Pamela Pierce, Phil Pierce, Shelly Powsner, Gabrielle Prochaska, Janice Prochaska, Jim Prochaska, George Robbins, Steve Skrovan, Ben Soule, Annie Stewart, Dale Stewart, Scott Stewart, Deb Walton, Tom Walton, Joe Watts, Deb Weiner Soule, Lois Williams, Lisbeth Winarsky, Norm Winarsky, Nancy Wood, Wanda Wood, David Yermack, Elizabeth Yermack, Larry Yermack

Meeting called to order by Convener, Keith Knox, at 2 pm. Keith reminded attendees that all members of AS1 can attend this meeting, but only members of the Governing Council can vote. This includes past chairs, current chairs, future chairs, lifetime members and elected members. Keith also went over the process for using the ‘yes/no’ buttons in Zoom to vote. Test vote was taken. It was noted that there were two users sharing one Zoom account (and thus one vote) in some cases, and that if there were close votes then a different process might need to be used to clarify the votes.

Announcement that Pamela Pierce has stepped down as Governing Council Secretary. According to the bylaws, a new secretary can be appointed by the Executive Committee until such time a nomination/vote can be held. Katy Biron has been appointed secretary for this meeting, and a nomination/vote for ongoing role will happen later in the meeting.

Opening: Nancy Wood shared ‘That Which Holds All’ by Nancy Schaffer

Milestones were shared.

Consent Agenda for Reports A-G. Motion to put forward consent agenda, seconded. No discussion requested, reports accepted without objection. Vote to accept was unanimous.

Star Island Status and Future Plans: Joe Watts thanked AS1 folks for their generosity, support, and volunteer time on behalf of Star, with special thanks given to the three chairs of the 2020 virtual conference. Overall the community has been supportive of the island’s decision to close last summer, putting health and safety first. It was a tough financial year, but they are doing better now than they could have imagined in March. Annual fund goal was increased to 800K when budget was adjusted and they have exceeded that goal and continue to get donations. They were able to secure over 800K in emergency funding through PPE loans as well as a loan from the state of NH.

They are currently modeling for several possible scenarios for 2021; all scenarios assume that there will be a full safety plan in place, developed in conjunction with a safety committee. More details on that

will be communicated to all by the end of November, and there will be surveys sent out after that to get further input.

Scenarios include: not opening at all; opening with a guest limit of 220 and 20 fewer employees; opening with a guest limit of 170 and 30 fewer employees; and opening fully (with safety protocols). Financials have been modeled for all of these.

No exact dates are set as of this point. The start of the registration process will likely be delayed from 1/1/21 until at least 3/1/21 in order to have as much info as possible. Need to have a final decision on opening by at least 5/1 in order to get the open up process going. Blue book will come out in pdf but will not be printed in large volume, and they are delaying it by a month. No matter what happens, flexibility will be key. Conferences won't look the same; they will likely need to include protocols such as social distancing, mask wearing, and limits on large gatherings. Safety is the highest priority.

Questions/Comments:

Jim Prochaska noted that it's really important to do the survey, as many folks may not be willing to go to the island next summer even if it's open. Joe answers yes, 'it's all over the map'. They are committed to doing one, as soon as they have enough information about what things might look like, and hope to get it out by mid-December. It may also make sense to have a conference specific survey. Jim offered to send a copy to Joe, and Joe asked that anyone who has ideas or survey examples to contact him directly.

Jeff Loewer suggested that Joe talk about the board resolution. Star Island has a four year strategic plan that expires at the end of this year, and normally the board would have been working on a new one this year. Process started just before pandemic hit. But over the summer the board worked on one, and on 10/6 they put out a resolution that is on the website. There are three main areas: immediate priorities (public health & safety); beloved community; and the environment

Link to resolution: <https://starisland.org/a-message-from-the-star-island-corporation-board-of-directors/>

Steve Parr asked for some clarifications about financial health of Star Island. There was a big income loss, but then grants/loans were received—where are things now? Joe clarified that an expected 762K net loss was part of the revised budget, after they knew they could not open. This included assumption of raising 800K for the annual fund. They are now doing better than that, an approximate 152K loss is current projection, partly due to the 547K NERF grant. There is still lots of uncertainty, some of the financial models for next year include possibility of opening at a loss, but may be manageable given the current endowment and support of the community. Have applied for forgiveness on PPE loan of 300K, and that is likely to happen next year but is not built in to the budget because it is not guaranteed. Steve followed up by asking if the island met all the criteria/regulations for using the PPE money, and Joe indicated that we had, as the money was used for 100% payroll. Jeff Loewer added that he expects we will still be in red at the end of the year but not as much as we could have been.

Keith Knox noted that, with the 'success' of last summer's virtual conferences, maybe we want to continue virtual/media options and support; which would require having good wifi/internet connection on island. Joe stated that they have a pretty good connection (broadband beamed over to Appledore and Star via radio link). But when there is a lot of streaming it has an impact, so the conference has to

really commit to limit tying up the bandwidth. They have a very capable IT manager and are excited to think about how to use the technology to continue to provide services to folks who can't be on island.

Treasurer's Report -- presented by David Yermack:

This was David's first year as the conference treasure, and his main job was to write the check from the 2019 auction (21K). The 2020 online auction raised just over 18K. We have entered the world of online payments, with a Paypal account and access to online banking via apps; and we will increasingly have a cashless conference starting w the ability to use Paypal/credit cards for future auctions.

Steve Parr asked for some clarification about a projected loss of 21K that shows in the budget, this has to do with the fiscal year ending 9/30 and the art auction check being cut in the summer prior to that.

Deb Weiner Soule asked that we consider allocating a larger amount of financial aid for the 2021 conference, given that some folks may be impacted by the current economic challenges such that they might not have the means to participate. David noted that the aid allocated in recent years has been well below what has been budgeted, but that issue could be revisited. There is currently 16K in the fund plus another 11 k that is unallocated.

Motion to accept treasurer's report was made and seconded, approved by all attendees.

Conference planning: chairs Ann Etter, Cathy Bertasi, Lisa Gresser

Per Cathy, it's hard to plan for next year; we hope to be on island if we can but it will look very different, need to be flexible & creative. They would like to send out a survey specific to AS I in early 2021. Star looked at possibility of moving conference dates but that is not likely to happen. Even in best case scenario we will have a smaller conference, have had feedback in the past that over 300 guests was too crowded. Looking at options including possible partial week registration (shorter stays). We will need to revisit gatherings like social hour, lectures, musicale, chapel. Will try to make streaming available for those who cannot attend. Invited speaker Catherine Dunn is still on board. They will let us know what they are hearing and are open to ideas, responses.

Keith added that the children's program will look very different. One concern, per Deb Walton, is that the island asks us to have two leaders per age group, which will be hard to afford if we have fewer kids/families. It is hard to join groups because of developmental issues, so we will have to figure out how to manage that. Deb Weiner noted (in the Zoom chat) that this is actually a standard part of congregational safety standards. Deb Walton is interested to see how housing assignments might work, but stated that Mike Bray told her not to worry she trusts that it can be worked out.

Actions of the Executive Committee:

Keith Knox talked about the basic actions made by the Executive Committee this year, which included

- (1) agreeing to pay the Council of Conferences dues so that individual did not need to pay on their own;
- (2) deciding to manage our own financial aid process rather than merging our process with the SIC

Financial Aid process; and (3) approving a 25% discount on room/board for AS1 folks who attend the new Star Union conference.

Motion entertained to ratify the actions of the Executive Committee, so moved and seconded, approved by all.

(15 minute break)

Meeting reconvened.

Proposal to change bylaws in 5 different areas. Keith gave a brief introduction of each before starting more in-depth discussions.

Proposal A: Non-Conference Years—

1. A year, for which no on-island conference is held, should not count towards an elected member's term.
2. The Chairs for a no-conference year, and the Chairs-Elect, should shift their terms later in time by one year.
3. In a year with no on-island conference, a special meeting of the Governing Council will be held in June or July, called by the Executive Committee.

Motion to consider proposal was made and seconded. Discussion: question came up as to whether it should be up to the chairs to decide if they want to continue on, rather than opt out, if a conference is cancelled? It was clarified that this does not force the chairs to continue on, just sets expectations for a default plan and then any additional circumstances can be addressed. It was noted how important the on-island year is for the future chairs, so it would be hard for the Chairs-Elect to step up and do the next on-island conference without that experience. It was noted that virtual conferences are a whole other type of experience, and that we may need to have further discussion about who would lead a virtual conference next year if one was needed. It would be a lot to expect that the current chairs lead another virtual conference and then lead an in-person conference.

Vote taken: none opposed

Proposal B: Make the Secretary an officer of the Executive Committee. Secretary is currently the only officer who is not part of the Executive Committee, and is expected to take minutes at the Governing Council meetings without the context of what has gone on in other meetings. Secretary would be expected to take minutes at the Executive Committee meetings.

Keith went over the proposed change & rationale. Motion to accept proposal? Moved & seconded

Discussion: no questions or discussion

Vote: None opposed

Proposal C: Make Acting-Chairs ex-officio Members of the Executive Committee, with full voting rights, for the duration of their terms. If the Registrar, the Secretary and the Treasurer are not members of the Governing Council at the time of their election, they will become Members of the Governing Council for the duration of their terms.

Motion to accept proposal was made and seconded.

Discussion: Concern was expressed that people who come to the Executive Committee for a short period of time may not have full history/context of certain issues. It was noted that there is a learning period for all new members, and that issues that come up may affect those folks.

Question: when would this start? In August? After the fall meeting? Chairmanship starts in October and ends in October, but it was noted that October may be late for new chairs to start. Keith stated that he likes to have the chairs overlap in the period after the conference and before the October meeting. Steve Parr agreed that new chairs should start as soon as conference is over, which would put them on the Committee a little longer. It was noted that chairs could be invited prior to October, but the question is about when they can have voting rights. Request was made to review the bylaws to clarify that point. David Yermack agreed to review bylaws while meeting moves on, to clarify that issue. Motion postponed, issue temporarily tabled.

Proposal D: Financial depositories—Allow Executive Committee to determine what depositories shall be used by ASI as long as such depositories are authorized to transact business by the state of NH and are federally insured. In the past it was required that depositories be located in the state of NH, but with online banking and payments this becomes a challenging and unnecessary requirement.

Motion to accept proposal made and seconded.

Discussion: It was clarified that the depository must be FDIC insured. Deb Weiner Soule made a suggestion that we consider putting our values forward by looking at the possibility of doing business with One United Bank, which is one of the very few Black owned banks in the country. She will send details to David Yermack for further review/discussion at Executive Committee. It was noted that we now have a Paypal account, which is technically in no location at all; and that there was no obvious reason for the requirement to use NH depositories in the first place.

Vote: None opposed

Proposal E--When a person is brought in to finish an unexpired term, that time should not count toward any term limitations subsequent to an election to this office.

Motion to entertain proposal made and seconded.

Discussion: No questions or comments.

Vote: None opposed.

Return to discussion of Proposal C. David Yermack quickly reviewed bylaws and interpreted that, by default, newly elected chairs become members of the Executive Committee once they are elected at the summer meeting in July, which would give them a term from July to July, although other members' terms begin in October, and we would most likely want the chairs to stay on as members through October. This would give us an overlapping period where we have the newly elected chairs on the Executive Committee while the chairs of the just-ended conference are also still on the Committee. After further discussion, it was decided to vote on Proposal C with the understanding that the Executive Committee needs to clarify the start/stop date issues.

Vote: none opposed, 36 yes

Media technology proposal—from David Yermack

Proposal for a committee to be formed to consider the future needs of media technology for conferences. Having a virtual conference required a lot of time and oversight, and it may make sense to have a committee that meets throughout the year.

Motion seconded, open to discussion:

Question posed as to whether there would be a staff position, compensated with free room/board? Could be considered/recommended. Overall response to proposal of establishing a committee was positive, but it was noted that we would have to communicate well with the island. Suggestions made that twenty somethings might be recruited to participate and that there needs to be articulation of the vision by the exec or the conference chairs.

Vote: None opposed, 34 yes, Executive Committee will take this in to account and get things moving.

Nominating Committee Report --presented by Lisa Gresser

Nominations—Katy Biron nominated for secretary by Cathy, seconded. No other nominations brought forth. Motion to accept—so moved—vote: none opposed, 31 yes

Announcement: Fall 2021 meeting is scheduled for September 24-26 at the Guest House in Chester, CT.

New business:

Shelly Powsner—Healing & Reconciliation Committee is looking at ways to provide support to folks in the AS1 committee during this difficult year. May be listening circles, or other ways to provide emotional support; could also consider looking at options for providing financial support. Offering financial support would be trickier, as we would need to make sure this fits with our mission and our nonprofit status, especially if money was coming through ASI accounts (versus crowdfunding). There may be

regulations we would have to consider. Shelly looking for any folks who would want to look further into these ideas.

Closing: Thoughts and benediction offered by Nancy Wood

Minutes submitted by Katy Biron