



NARRAGANSETT
BOAT CLUB

Board of Governors Meeting Agenda

Date:	Wednesday, November 18, 2020
Time:	6:15 PM
Place:	Virtual, via Zoom - https://us02web.zoom.us/j/82162268462?pwd=S2M1cWYwZGpTN1IxcjBCV2duQk0wQT09; Passcode: 200570
Chair:	Jamie Reavis
Secretary	Sherri Nelson
Advance Materials:	Agenda Minutes of October 14, 2020 BOG Meeting Secretary's Report – November 12, 2020 Building Committee Report
Agenda:	<p>Approval of Minutes</p> <ul style="list-style-type: none">• October 14, 2020 BOG Meeting – Jamie Reavis <p>Review of Committee Reports</p> <ul style="list-style-type: none">• Secretary's Report – Sherri Nelson, Deb Chute• Treasurer's Report – Joan Martin• Captain's Report – Eric Watne• Program Committee Report – Committee• Building Committee Report – Pete Evans• Governance Committee Report – Alan Harlam, John Kennedy<ul style="list-style-type: none">○ Status of Constitution• Diversity Task Force - Kristi Wharton, Pat Watson, Alan Harlam• Others? <p>NBC 1.66</p> <ul style="list-style-type: none">• Updates – Kit Wise/Jamie Reavis <p>Old Business</p> <ul style="list-style-type: none">• Update on re-opening to date – open discussion• Place governance documents on website•• Other?

New Business

- Nominations
- Other?

Executive Session

- Any?

Remarks for the Good of the Club

Next Meeting:	Date:	December 2, 2020
	Time:	6:15 PM
	Place:	TBD

Narragansett Boat Club
Board of Governors meeting
October 14, 2020 6:15 pm
Virtual via zoom

Board of Governors members present: Ruth Berenson, Carol Browning, Pete Evans, Dan Gorriaran, Alan Harlam, Virginia Hopkins, Joan Martin, Sherri Nelson, Jamie Reavis, Eric Watne, Pat Watson, Kristi Wharton

Board of Governors members absent: Alden Bumstead, Michael Hamilton

NBC members present: Jim Devol, Maura (Mo) Flanagan, John Kennedy, Wes Kerns, Daniela Roop, John Ryan

The meeting was called to order at 6:15 pm by Jamie Reavis.

Approval of Minutes

- Minutes from the 9-9-20 BOG meeting were approved.

Review of Committee Reports

President's Comment (Jamie Reavis)

- Great presentation on Sate of the Seekonk on September 30th. Jamie thanked everyone involved in the presentation and particularly wanted to recognize Ira Garber, who came up with the idea, and spearheaded the whole project. Link to recorded presentation: [The Seekonk River: Current Health and Future](https://youtu.be/FIh8SkhYFLk)
<https://youtu.be/FIh8SkhYFLk>

Secretary's Report (Sherri Nelson, Deb Chute)*

- No new members this month. Total membership remains at 248.

Treasurer's Report (Joan Martin)*

- When we closed in March, most participants had paid for spring programs. Approximately \$15,000 remains of that money; a few people requested refunds or to use the tuition as credit for another class. A suggestion was made to email members who have money sitting in the MindBody account that if it isn't requested by 12-31, it will be assumed as donation. Joan can follow up on this.
- Joan hopes to finalize a couple things by end of year, including ramp extension, south deck cost.
- Re budget planning: how to figure out how we plan our future expenses, given how different this year has been, e.g. boat leasing vs. boat buying.
- She will try to have preliminary budget ready by next BOG meeting. Hard to know if we will have membership changes, especially for members who were primarily rowing sweeps. This needs to be a strategic plan.
- Important to provide 2021 dues information to members by end of year.

- Joan needs information from committees. So we will push next BOG meeting to November 18th.
- Dawn Nardone and Bjorn have assisted Joan with budget planning. Joan is looking for someone else to help out, who isn't on BOG. (Finance Committee is Pat, Michael, Alden.)
- We've shaved a lot of expenses this year. We will get unemployment assessments due to COVID, but bottom line looks good, especially given this year's circumstances.

Captain's Report (Eric Watne)

- New Wintech Explorers are very popular.
- New rack delivered today.
- Rowing Committee is exploring different manufacturers for long term inclusion in fleet.
- Sculler ratings: Eric used ad hoc committee to review ratings, a one-time experiment. There was some spottiness in the records, and also misunderstandings re what contributes to various ratings.
- Eric asked the BOG: should the ratings be posted publicly on the website? After discussion, it was agreed it would be better not to post ratings publicly on the website (for privacy reasons), but it could eventually be folded into the app (by Dan) such that rower's rating shows up beside member's name. Coaches would be able to override this, to reserve boats for class members.
- Designated Rowing Partners for doubles: slow rollout; only 8 pairs so far; people are being cautious. No youth doubles rowing for this year.

Programs Committee (Kristi Wharton)

(summary sent out last week)

- Programs have been very successful this year, given the constraints of COVID and the constraints of the fleet.
- Lisa Evans has agreed to run required new member orientation class, but no new members yet, so no class.
- Session 1 and 2 adult rowing classes; comparable numbers for both sessions. One third in Session 2 are members.
- Youth program, both recreational and competitive, has gone very well. They will continue virtually over the winter. Competitive youth rowers feel very much like a team.
- The committee is discussing the format for virtual erg classes over the winter, and costs for virtual classes, with and without erg rental.
- It was agreed that it would be best not to have ergs in the boat house this winter so no one would be tempted to use them.
- We have a non-binding order for 25 ergs at Concept 2, that will come up in 10 weeks. Reduced price by buying in bulk. We could also rent / sell ergs to members.
- Many adult members participated in zerging while the club was shut down. The kids were also participating in classes.

- Committee will look into providing “Show and Go” launch option for singles for colder water.
- U23 program finally started; Mo put in a lot of work. 6 women college students (all Brown). 9-10:15 am. They’re very excited to be on the water.

Building Committee (Pete Evans)

- South deck work mostly completed. Eagle Scout project, led by Ben Kerns and other youth volunteers and adult leaders from the club. We saved a lot of money; only cost is the materials.
- Boards will be replaced out front.
- Winter project: upstairs bathroom
- Spring: windows and north deck
- Joan: how much money to set aside each year for routine maintenance projects. For example, \$37,800 in reserve at the start of this year, most of which is still there.

Governance Committee (Alan Harlam, John Kennedy)

- Certain documents critical for 990 form, and maintenance of our non-profit status.
- **Conflict of Interest policy (John):** This policy governs behavior of people in decision-making capacity so that decisions are free of potential conflicts. The groups that are affected by the policy are: BOG members, committee members, and employees. It defines the relationships these groups have with the club, it defines particular relationships we might have with in outside of the club, and it defines a set of potential transactions in our roles. This helps us understand where conflicts could arise, and where people would need to identify and report annually on those potential conflicts. Reporting mechanisms are defined. Essential building block of good governance, along with Whistle blower policy, document retention policy. It’s an annual attestation form for BOG members. Conflict of interest form is specifically to identify and disclaim conflicts. Having a conflict doesn’t automatically mean exclusion. It’s a disclosure form, not an exclusion form.
- Joan added her support because as she noted these things come up more and more with the 990 form; attention is triggered if we don’t have certain policies, e.g. whistle-blower, which can make an audit more likely.

Motion approved (unanimous): Approve the Conflict of Interest policy as presented in the meeting packet.

- Jamie thanked the Governance Committee, noting they do a lot of work, but it tends to be less visible than other committees.
- **Timeline of Constitution revision (Alan):** They are developing an actual draft to present at November BOG meeting. It won’t be at the approval stage, but to get the feedback and have clear set of assumptions moving forward. Also in November: hold town hall meeting with membership: present document and invite feedback, comments, questions, so that they can have confidence that the document will have broad support. At December BOG meeting, they hope to have a draft intended for eventual approval. Current Constitution requires that seven BOG members approve changes in order to

present it to the members. The BOG doesn't vote on it; the members do. At annual meeting, they will present the final draft, look for endorsement of seven BOG members. Finally document will be presented for adoption at next quarterly meeting (based on language in current Constitution), likely in April BOG meeting.

- Discussion: Joan asked re having a place on the website where the governing documents reside; there was agreement this should happen. When we're looking outside for funds, it makes us look more credible. Pat noted that it's almost paramount to have DEI policy at this point to getting funding. Alan noted that there is a real focus on diversity and inclusion in the draft.
- **Nominating process (Alan):** John Kennedy will chair the Nominations Committee again this year; so far all are willing to serve who served last year. We get more nominations than we have spots on the BOG. They will launch by November 15th. Alan noted that the Strategic Plan contains a clear call for inclusion in the governance of the club. They are considering how to conduct this year's election. There are three groups that get elected: BOG officers, chairs of standing committees, and at large members. We could elect all together as we have in past years. Or we could have a separate election for at large members, which is being recommended in the new constitution. The slate can feel like a rubber stamp, but the reason for it is that Nominating Committee is looking at many issues in recommending a slate: experience, stakeholder representation, continuity, institutional knowledge. Eventually we will be incorporating term limits. They are recommending that part of the election process remain stable but make a shift with the election of at large members, that might amount to a popular election. Our existing document is actually silent re how we elect our officers / committee members / at large members, so there is no limit on our ability to make this change now. They wanted to invite a conversation tonight to ask our opinions, which BOG members can also express when Nominating committee calls them individually.
 - Discussion: some strong feelings re subjecting BOG members to popularity contest on election night, since some who are highly qualified might not run. Having a board that can work well with each other. We need to have a good mechanism in place for voting by zoom; this is relatively easy to do technically. Would there be a way to do something in between a fully pre-established slate and totally open election, e.g. communicating the distinct sets of skills that we need; could there be a time frame when candidates write something re what makes them good candidate.
 - Alan provided more context: six officers, four additional chairs of standing committees: Governance, Membership, Planning, Development; third group is at large members: 4-5 members, who represent interests of members writ large. They would not be selected by Nominating Committee but would still be subject to a nominating process. People can self-nominate, nominate others, but this would be done in advance. Nominating Committee can actively recruit people, whose voices aren't represented but would really be important to hear. It's an open process, that is meant to give the membership a voice in the process. Total number would be 14. Jamie noted that we need to be open, but we can't force it. Carol noted that there are already a lot of changes at the club.

- Alan said that the next step would be to put something forth that's a bit more formal.

DEI Committee (Kristi Wharton, Pat Watson, Alan Harlam)

- The DEI Committee meets the first Monday of the month at 7:30. Anyone who wants to attend, let them know, and zoom link will be shared.
- What can be done during this time of COVID. Create a framework for planning.
- Paul Cuffee School: Virginia and Rick Richards have been in contact with them to let them know that we are still interested in bringing the kids to the club, and / or to do programming virtually with ergs. They are in planning stages.
- Virginia has also talked to Executive Director of East Side Y; they are interested but not doing a lot of programming right now.
- Kristi: In discussion with Paul Cooke, men's rowing coach at Brown. Serious obstacles in terms of fundraising, due to NCAA rules re recruiting violations; e.g. anything done at HS level could come across as recruiting violation. However, MS level might be possible. More clarification being sought.
- Can we educate ourselves more as a club? Implicit bias training for employees and BOG. Kristi is talking to Paul Cooke about using resources that Brown has to do this kind of training. Brown students are interested in working with kids re virtual training. So Programs Committee and DEI will come together to discuss.
- Assemble materials to be available on the website.

Other Old Business

- Jamie noted that we need to reiterate all the protocols. COVID rates are going up, Governor making an announcement tomorrow, likely increasing restrictions.

New Business

(none)

Remarks for the Good of the Club

Jamie noted that after a lot of uncertainty, we've had a great year, figuring out how to get people on the water in new ways; many people volunteering, e.g. the Programs Committee, the dock work; Maura and her coaching group; completing the 1.66 projects. People feel safe coming to the club. And we've gone beyond COVID, e.g. navigation video; new DEI committee.

The meeting was adjourned at 8:05 pm.

Next meeting:

Wednesday, November 18, 2020, 6:15 pm

Location: Assume zoom

*indicates that a report was submitted as part of tonight's meeting materials

Respectfully submitted,

Sherri Nelson
Secretary

DRAFT

Secretary's report - Membership as of 11/12/2020

Membership Category	11/12/2020	10/9/2020	11/13/2019
Regular	140	140	171
Spouse	12	12	16
72+	23	23	19
U27	57	57	45
Life	10	10	10
NonResident	4	4	n/a
Clubhouse	2	2	3
Total Members	248	248	264
Applicant Members to Vote on (included in numbers above)			
Type	Last_Name	First_Name	Comments

NONE

Notes:

No Changes since last month



BUILDING COMMITTEE REPORT

November 18, 2020

The projected facility budget items for 2021 are as follows:

- New South Ramp - \$28,000
- Window Replacements - \$13,000
- Miscellaneous Repairs - \$5,000

Respectfully submitted,

Peter Evans
Chair Building Committee