



Date	February 9, 2022
Time	7pm
Place	Zoom link to be shared separately via email
Chair	Kristi Wharton
Secretary	Tiffany Hogan

AGENDA

Chair's Welcome for 2022	Welcome to new BOG Review Board Member Orientation Materials	7pm – 7:15pm
Approval of Minutes	January 2022	7:15-7:17
Review of Committee Reports	<ul style="list-style-type: none"> • Secretary's Report • Treasurer's Report • Captain's Report • Programs Report (Adult & Youth) • Development Committee • Membership Committee • Building and Maintenance • Governance Committee • DEI Committee 	7:17-7:45
Old Business	Review of COVID Policy	7:45-8pm
New Business	<ul style="list-style-type: none"> • Communications Group 	8pm-8:10pm
Remarks for the good of the club		8:10pm

**Narragansett Boat Club
Policy on Conflicts of Interest and Confidentiality**

**ARTICLE I
DEFINITIONS**

Section 1. Definitions of Key Terms

- 1.1.1. Key Person:** each Narragansett Boat Club (“NBC”) Board of Governors (“BOG”) member, each individual who serves on a recognized NBC Committee (“Committee Member”), whether standing or *ad hoc*, and the Director of Rowing (“DOR”).
- 1.1.2. “Person within his or her family”:** includes the Key Person’s spouse, parents, children, siblings, step-parents, step-siblings, step-children, mother and fathers-in-law, sons and daughters-in-law, brothers and sisters-in-law and anyone with whom a Key Person shares a home.
- 1.1.3. Business Associate:** means a person joined together with a Key Person to achieve a common financial objective;
- 1.1.4. Financial Interest:** an actual or potential ownership or investment interest (whether equity or debt) in, or compensation from any entity or business.
- 1.1.4.1. Unless it is a voting interest of more five percent (5%), an ownership or investment interest in a publicly traded corporation is not generally considered a Financial Interest.
- 1.1.4.2. Any ownership or investment interest in a closely-held business or entity is considered a Financial Interest for purposes of this Policy.
- 1.1.5. Nonfinancial Interest:** an uncompensated position as director, trustee, officer, manager, member, or partner of any other entity, non-profit, governmental organization or business.
- 1.1.6. Confidential Information:** information regarding NBC or the BOG that is not publicly available, including but not limited to information in or related to strategic plans, proposed new programs or services, personnel issues, student issues, risk management programs, litigation risks, discussions of the BOG, NBC Committee meetings and minutes of meetings.

ARTICLE II
PROHIBITED ACTIVITIES AND CONFLICTS

Section 1. Prohibited Activities

- 2.1.1. Key Persons are prohibited from taking advantage of his/her position on the BOG or as a Committee Member to gain improper personal benefits for him/herself, any person within his or her family, and/or any of his/her Business Associates;
- 2.1.2. Key Persons are prohibited from receiving, either directly or indirectly to his or her spouse or dependent, any cash, forbearance or forgiveness of debt from an individual or entity that transacts, is negotiating, or is seeking to transact business with NBC;
- 2.1.3. Key Persons may not use Confidential Information for any purpose other than in authorized BOG or NBC Committee functions;
- 2.1.4. Confidential Information may not be duplicated or disclosed by Key Persons to anyone outside of the BOG or NBC Committee; and,
- 2.1.5. Confidential Information may not be disclosed by Key Persons to NBC employees or NBC members without proper authorization from the BOG.

Section 2. Potential Conflicts

- 2.2.1. A Key Person, person within his or her family, or Business Associate has a Financial Interest in any entity or business that transacts, or is negotiating or seeking to transact, business with NBC with a value in the aggregate of \$1,000 or more in a year, or competes with NBC, or may be affected in a non-incident manner by NBC's strategic or business decision-making;
- 2.2.2. A Key Person, person within his or her family, or Business Associate has a Nonfinancial Interest in any entity or business that transacts or is negotiating or seeking to transact business with NBC, competes with NBC, or acts or advocates for a position that is adverse to the interests of NBC; or
- 2.2.3. A Key Person, person within his or her family, or Business Associate is employed by or is being considered for employment by any entity, non-profit, governmental organization, or business which is involved in financial transactions with NBC or related to decisions made by NBC.

Section 2.3 Donations and Volunteerism

Goods or services donated to NBC by Key Persons, or persons within their family, do not create a conflict. Goods or services that are donated by Key Persons or persons within their family to any other entity or business do not, alone, create a conflict. Goods or services donated by Key

Persons, or persons within their family, to any other entity or business that transacts, or is negotiating or seeking to transact, business with NBC must be disclosed.

ARTICLE III **DISCLOSURE**

Section 3.1 Disclosure Form

Each Key Person that is a member of the BOG and the DOR shall annually complete a disclosure form (Exhibit A) and shall, within the 30 days after the Annual Meeting, submit it to the BOG President. Except for those Key Persons that are also on the BOG, Key Persons that are Committee Members shall also complete this disclosure form and shall, within the 30 days after the Annual Meeting, submit it to the chair of the NBC Committee on which they serve. The BOG President shall also complete this disclosure form and shall, within the 30 days after the Annual Meeting, submit it to the Vice President. If, prior to the next annual disclosure, any Key Person obtains or develops a potential conflict that was not previously disclosed, the Key Person shall promptly disclose the interest by completing a revised disclosure form.

ARTICLE IV **PROCEDURES**

Section 4.1 Procedures for Addressing Conflicts and Potential Conflicts

- 4.1.1.** If a Key Person has a potential conflict of interest with respect to any matter being discussed, considered or decided by the BOG or a NBC Committee, the Key Person shall provide a written statement describing the matter at issue and the nature of the potential conflict to the BOG President and/or the chair of the NBC Committee.
- 4.1.2.** If the BOG President and/or the chair of the NBC Committee determines a conflict exists, the Key Person shall recuse him or herself from any discussions, deliberations, decisions, or votes regarding the matter at issue.
- 4.1.3.** If the BOG President and/or the chair of the NBC Committee determines a conflict exists, the conflict may be presented to the disinterested Key Persons of the BOG or applicable Committee and the disinterested Key Persons may vote on whether, despite the conflict, the Key Person with the conflict may participate in any discussions, deliberations, decisions or votes regarding the matter at issue.
- 4.1.4.** If a Key Person recuses him or herself from any discussions, deliberations, decisions or votes regarding a matter due to a conflict, the BOG President and/or chair of the NBC Committee shall record the Key Person's written statement describing the conflict and report the same to the remaining disinterested Key Persons.

- 4.1.5. If the BOG President and/or the chair of the NBC Committee determine a conflict does not exist, the Key Person may participate fully in any discussions, deliberations, decisions or votes regarding the matter at issue.

Section 4.2 Policy Violations

- 4.2.1. If the BOG or a NBC Committee has reasonable cause to believe a Key Person has violated this Policy, it shall inform the Key Person of the basis for such conclusion and afford the individual an opportunity to provide an explanation.
- 4.2.2. If, after further explanation by the Key Person and investigation by the BOG as warranted, the BOG or NBC Committee determines there has been a violation of this Policy, it shall take appropriate action, up to and including dismissal from the BOG.

Secretary's Report

Membership as of February 4, 2022

(Prepared by Membership Coordinator)

<i>Membership Category</i>	<i>2/4/2022</i>	<i>1/12/2022</i>	<i>2/4/2021</i>
	<i>(Current)</i>	<i>(Last Month)</i>	<i>(Last Year)</i>
Regular	115	86	121
Spouse	10	7	5
72+	23	19	21
U23	5	3	12
Life	10	10	10
NonResident	8	3	3
Clubhouse	0	0	0
Total Members	171	128	172
Applicant Members to Vote on (included in numbers above)			
Type	Last_Name	First_Name	Comments
72+	Peters	Thomas	Took LTR Classes in Fall 2021; excited to join.

MISC Notes:

4 members not renewing due to move out of the area.

3 members not renewing due to lack of use in 2021.

1 member not renewing as they were in Providence just for internship.

3 members delaying renewal until summer plans are finalized.

4 Regular members renewed as NonResidents because moved out of area, but will be back periodically.

63 Member Waivers signed



February 2022 Youth Programs Report

It is a pleasure to offer my first report to our club's Board of Governors as Director of Youth Programs. I want to start by acknowledging the care, commitment, and caliber of our coaches and committee members and the support I've received from them. It has made the transition into my new role a joy thus far. Thank you all.

Youth Programs has entered into its second 4-week session of indoor training at the CrossFit-Phillipsdale. Session 1 ran Monday, Wednesday, Thursday, and Saturday from January 1st to 31st, and we enrolled 24 kids for 62 attendance slots per week (13x2 classes/week, 8x3 c/wk, and 3x4 c/wk). During this session, our 4 coaches acclimated to the new space & equipment quickly and developed a solid set of workouts for our youth rowers. We've kept the same structure for Session 2, which runs Wednesday February 2nd to Monday February 28th, and we've enrolled 23 kids for 58 weekly attendance slots (13x2/wk, 8x3/wk, 2x4/wk). This session, we've created another layer of structure, designating each participant as Novice, JV, or Varsity and providing daily workouts with separate coaches for the Varsity and the Novice+JV groups. On the whole, the Programs Committee, the Director of Adult Programs, our youth coaches, and I agree that this winter session has been a worthwhile investment. In addition to the off-season engagement, and the providing of a safe and responsible pandemic-era winter program, we have also established a positive relationship with CrossFit-Phillipsdale, which we hope to integrate into future programs.

Looking ahead to the Spring season, the Programs Committee has laid out the timeline for On-the-Water Youth Programs which will commence the last Monday of March (28th) and run for 10 weeks. We will continue to offer Learn-to-Row, Intermediate, Advanced, and Competitive classes 5 day-a-week. And we expect to see a continued growth in our middle-school aged numbers, thanks in part to NBC's STEM-to-Stern program. This fact alone has me personally focused on the hiring and training of at least 2 new coaches for the coming season, and I would like to explore our ability to create a Youth Sweeps Program in the not-too-distant future to bolster and capitalize on this growth.

All-in-all, we feel well positioned to offer another season of fun and engaging youth programs. We see a real opportunity to continue to develop these programs this year. And, with the guidance and support of the Board and our club's membership, we are moving forward with an intent to cultivate even more interest in and access to our sport at the youth level.

Respectfully submitted,

JP Murton
Director of Youth Programs
YouthRowing@RowNBC.org

718.683.8252

NBC COVID-19 Policies – proposed February 2022

Please note these updated club rules are subject to change at any time depending on the state of the pandemic in Rhode Island. The following policies and guidelines are consistent with those of the CDC, State of Rhode Island and USRowing. For purposes of the conditions below, “fully vaccinated” means 14-days from a second dose of Pfizer or Moderna, or 14-days from a dose of the Johnson & Johnson vaccine, and a booster shot of any of the three.

- It is strongly recommended that all members and participants in NBC programs be fully vaccinated for your own health and that of the NBC community.
- Please do not come to the boathouse if you do not feel well, have any symptoms of COVID-19, or have tested positive COVID-19. You must isolate for 5 days after a positive test and wear a well-fitted mask for days 6-10 upon return, assuming no fever and any symptoms have improved.
- If you have been exposed to someone with COVID-19 and are *fully vaccinated*, you are not required to quarantine but must wear a well-fitting mask for 10 days, and test 5 days after exposure.
- If you are exposed to someone with COVID-19 and *unvaccinated*, you must quarantine for five days and wear a well fitted mask around others for the next five days (until 10 days after exposure).

Mask requirement:

- Masks are not required when fully vaccinated members are outside on NBC property. This does not mean members who choose to wear masks regardless of their vaccinated status cannot do so – however, it is not a requirement.
- Unvaccinated members, their guests and non-members who are taking classes at NBC must wear a mask at all times while at NBC, on the docks and while rowing. Unvaccinated folks may remove their masks once on the water if they are rowing a 1X, however must remain masked in team boats.
- Masks are required in all indoor spaces except in the shower.
- The 2nd floor of the boathouse is open to fully vaccinated members or fully vaccinated non-members who are taking an NBC erg class.
- If multiple people are using NBC ergs at the same time, they are advised to row on the deck if possible, or separate to by 12 feet, open windows and avoid slipstreaming when indoors.

Team Boat Rowing:

- Fully vaccinated members can row in team boats with an unlimited number of fully vaccinated partners.
- If there are any unvaccinated athletes in the boat, those rowers are required to wear a mask at all times
Stern coxed boats are allowed with no COVID-19-related restrictions if everyone in the boat has been vaccinated. In cases where there are unvaccinated athletes in a stern coxed team boat the coxswain.
- Please continue to thoroughly wash NBC equipment after each use.