

Narragansett Boat Club Board of Governors Meeting October 18, 2023 7:00 pm Hybrid

Board of Governors members present in person: Andrea Arena, Susan Burgoyne, Meaghan Delaney, Matthew Eriksen, Jonathan Haisman, Michael Hamilton, Q Kellogg, John Mulligan, Chanika Phornphutkul, John Ryan, Eric Watne, Kristi Wharton Board of Governors members absent: Bradley Werntz Other members present in person: Eric Goetz Other members present via Zoom: Rick Richards, Kim Worrell

Meeting called to order at 7:02 pm

#### Approval of September minutes (Kristi Wharton):

- Suggested change: meeting of next date is incorrect; change to 10/18/23.
- All in favor with suggested change.

#### Announcements (Kristi Wharton):

- Regattas
  - Sweeps & Sculls date is set for July 27, 2024
  - Wes Kerns has agreed to be Regattas Committee co-chair with Scott Whitney. Other regattas are being discussed (e.g., Mayor's Cup, Invitational, Snow Cone race).

#### Secretary's Report (Q Kellogg):

See attached Secretary's report.

- Two new members are proposed. All in favor.
- Discussion around changing the U23 category to U27 (or similar), to make membership more affordable for those who are still in student mode or not working full time. Scholarship Fund is discussed as a way to address this need. Proposed change to the name: "Financial Assistance" instead of "Scholarship" to make it clear that it is available to all in need. Include information about this fund in every newsletter. Right now the newsletter goes out via Google Groups, but needs to go out via ConstantContact.
- Proposed to prorate membership fee by calendar year, for first-time members only. All in favor.

#### Treasurer's Report (Michael Hamilton):

See attached Treasurer's reports.

- We have money in Webster Bank (\$158K) and BankRI (\$150K), both of which are FDIC ensured. We still have \$100K in Treasury Direct account, sitting there earning nothing.
- Vote to approve Joan Martin to reinvest \$100K in the Treasury Direct account in a 3-month Treasury bill at ~ 5.5%. All in favor.

#### Captain's Report (Eric Watne):

See attached Captain's report.

#### Safety Committee (Jonathan Haisman):

See attached report.

#### Adult Rowing (Eric Watne):

• We are taking a pause from the weekly class for visually impaired rowers. John Ryan ran this class, with transportation provided by RI Lions Club. It's been a very successful program, and we extend huge thanks to John Ryan.

#### Youth Rowing (Kristi Wharton for Catherine Starr):

See attached report.

#### STEM to Stern (Kristi Wharton for Gregg Seiz):

See attached report.

• Kristi is talking with Brown about helping with administration and finding a permanent space for the program.

#### Governance Committee (Chanika Phornphutkul):

See attached Governance committee report.

#### Membership Committee (Susan Burgoyne):

• Will save questions about the proposed charter for next meeting, when we will consider other committee charters as well.

#### **Old Business**

• Website Update: Jeremy's group has been working on updating the website and connecting financials (dues, donations, etc.) with the website.

#### **New Business**

- Constitution/Bylaws rewrite (Chanika P., Eric G., Rick R.)
  - Committee members involved in this process are Matthew Eriksen, Rick Richards, Eric Goetz, Anne Fleet, Eva Goodman and Chanika Phornphutkul.
  - Discussion of proposed updated bylaws (formerly constitution). Rick Richards and Eric Goetz are here to explain past challenges associated with this process.
    - Started with 2014 constitution, followed by 2021 proposed bylaws.
    - Focus on the message itself, rather than the lawyer language.
    - Eric G. the 2014 constitution has some things that don't belong in there. And according to RI law, we should not have a constitution, but rather bylaws. Goal to have a versatile document that allows for changes. Previously we ran into difficulties related to how the BoG is voted in.

- Rick R. Impetus for changes came from the growth of the club and the strategic plan. Also legal considerations. Distinction between governance structure (will of the membership) vs. policy (will of the board; should be easier to change these things). We also want to look up-to-date to any potential granting organizations (e.g., foundations).
- Should officer responsibilities be in the bylaws? Yes, as much as possible.
- Discussion of how much detail should be in the bylaws. For example, what should the spending amount be above which a BoG vote is required? Suggest that it be a percentage of budget, to allow for changes in circumstances.
- Election and term length of BoG members discussed.
  - Term of 2 years, with a max of 6 years.
  - President names head of nominating committee, but maybe instead we have the Chair of Governance, in collaboration with President, identify a head of nominating committee. Need the nominating committee to understand what is required of those jobs, so we need some collaboration. We need to retain institutional knowledge and ensure continuity.
  - We can't have the whole board turnover at once, but we need to get new people involved. Current proposal is that board turnover each year is approximately half.
- Do we need to put this in lawyer-ese? Probably not, but Kristi will check with Jamie.
- Date of December meeting. Change to 2<sup>nd</sup> Wednesday because 3<sup>rd</sup> Wednesday is too close to 12/25.

Meeting adjourned at 9:04 pm.

Next meeting: Wednesday, November 15 @ 7 pm.

Respectfully submitted, Q Kellogg, Secretary

	Secret	ary's Report		
Membership as of October 15, 2023				
	(Prepared by !	Membership Coordinator)		
Membership Category	10/10/2022	9/11/2023	10/15/2023	
	(Last Year)	(Current)	(Current)	
Regular	139	123	124	
Spouse	14	11	12	
72+	24	23	23	
U23	20	16	16	
Life	10	10	10	
NonResident	8	4	4	
Clubhouse	0	0	0	
Total Members	215	187	189	
Applicant Members to Vote o	n (included in numbers above			
Туре	Last_Name	First_Name	Comments	
Regular	Okoro	Angel	Previous member rejoining. Sweep rower- rowed at Riverfront and in lineup for HOCR. Took beginning sculling in Aug 2021	
Spouse	Shaw	Dianna	Previous member - primarily sweep. Took 1x lessons w/Amy Abbot and Team Boat vclasses w/Lisa Evans. Rejoined to race at River front and Head of the Ponds	

## To the BOG,

Thank you all for your patience in this Treasurer's transition. We have made some solid progress. I will outline some of the areas of focus since our last meeting.

### **Banking:**

- NBC now has an additional banking relationship with BankRI. I have worked with Jason Slotta, bank manager in the Eastside Market place branch. He has been a delight to do business with. The branch location and parking is excellent. Customer service is even better.
- Why add another bank?
  - Webster Bank's online banking system has been extremely problematic. The Treasury Direct system is prone to glitches and does not link well with Quickbooks. The bill pay system is poorly designed.
  - BankRI has a very robust online bank system that is easy to use and allows for multiple users with different access credentials.
  - BankRI links well with QuickBooks Online to support our integration plan for financial reporting and accounting management. Ultimately BankRI will become our main working bank. The close branch location makes it very convenient.
  - NBC will continue to maintain its important banking relationship with Webster Bank. Accounts will be streamlined to the extent allowed within the loan requirements. Reserve funds will be stored in the interest bearing, FDIC insured MM account.
  - Autopay provisions now in place will be transferred, in time, to BankRI's online system.

### Treasury Direct:

- I have worked with Joan Martin to access NBC's Treasury Direct account and understand the status of the invested funds. Joan has been extremely helpful in providing background and expertise in dealing with these assets.
- We have transferred \$150,000 from the TD account to fund the new relationship with BankRI.
- BankRI's checking account was funded with \$25K with the remaining \$125k going into the linked high yielding savings account, earning 4.5% or better. Minimum required to maximum interest rate return is \$100K.
- The remaining funds
  - Total holdings before transfer of \$150K was: \$250K cash \$50k Invested T-Bill -\$20K Invested in Series I Savings Bonds.
  - After transfer: \$100K cash \$50K invested in a 26 week, 5.1% Bill, set to mature 11/02/23 with 2 reinvestments \$20K invested in I Saving Bonds at 3.38% maturing 2051 & 2052. (can redeem after 12 mo., but loose 3 mo. int. if sold before 5 yrs.)
- The BOG might want to consider reinvesting the \$100K in available cash into treasury bills using the TD account. The liquidity we have in the two banks should provide ample financial support to the club soon, while earning 4.5% or better in FDIC insured accounts.

### NBC Treasurer's Report

• Joan has been very supportive on administering the account activities, as long as she has clear direction from the Treasurer, acting on behalf of the board.

#### Webster Loan

I have yet to study the loan document with Webster, however I came across this summary Pete put together September 2022.

Treasurer Nbc September 26, 2022 at 9:43 AM   Re: NBC Term Loan To: Treasurer Nbc, Cc: Andrea Arena, Cristin Gibson, Daniela Roop, John Duke, Kiana Anderson, Michael Hamilton, Q Kellogg, Ruth Berenson, Eric Watne, John Ryan & 6 more Details
la l
I've had a chance to go through the loan note. It details some restrictions on repayment to be considered.
The note rate is tied to both prime and a home mortgage rate index and is adjustable every 5 years. We're in the third year of the first cycle now and the rate is at 4.42%. We can repay up to 10% of the note principal annually without premium. We will have to wait until January 1 to take advantage of the next 10% allowance. Today, the repayment would have a 3% premium. This drops to 2% on February 8, 2023.
If we leave our savings with Webster at .05%, the recoveries of prepayment premium are:
8 months if payback is today 5 months if payback is February 9
Assuming a yield on our savings of 2% by taking advantage of other institution offerings, the recoveries of prepayment premium are:
14 months if payback today - November 2023 7 months if payback on February 9 - September 2023
My recommendation would be to achieve a 2% or better yield on savings by taking advantage of other bank savings rate opportunities, to pay back 10% of the principal premium free on January 1, and then to pay back the full principal balance on February 9 at a 2% premium.
Pete

- Essentially, we have a Loan that adjust its interest rate every 5 years. We look to be in the 4<sup>th</sup> year of the 1<sup>st</sup> cycle, with a rate of 4.42%.
- We can repay up to 10% of the Loan amount annually without, at this point, a 2% fee charged.
- I need to check status of the 10% payoff privilege. I don't know if Pete has taken advantage of this for 2023. I would suggest we pay down the penalty free 10% if we have not already.
- I will have a better report next meeting on a pay down/pay off strategy. The next interest rate adjustment will be a significant increase, given where rates are going.

#### Financial Statements:

We are working on Financials for the BOG. Given the issues we have had with our banking integration with Quickbooks, Credit Cards being dropped from the online bank system and tying up a bunch of loose ends, the Financials were the last of our priorities.

We are in a pretty good place, Sarah our bookkeeper is communicating well my Treasurer group. We are working to give her everything she needs to properly classify expenses on CC's, online bill pay and deposits received. I may have reports hot of the press tomorrow for our meeting or I may not. We will certainly have accurate reports next meeting. **IRS Form 990 Filing** 

### NBC Treasurer's Report

I have confirmed with Weinberg Ass., our accountants, have extended our filing deadline for this important tax-exempt reporting requirement. I will be working closely with Steve Dawson, our account, and Sarah to make sure they have what they need to file this by November 15<sup>th</sup>.

#### Hudson Boat purchases:

Working with the Rowing Committee, NBC has paid a down payment of \$25,550 (half the purchase price) for 2 mid-weight doubles, 1 light-weight double.

HUDSON	INVOICE NUMBER INVOICE DATE
PAYMENT TERMS	
ITEM DESCRIPTION No.	PRICE Line Item % Tax Tax Rate
	FUNDS Total Incl. Tax Please reference the invoice number on your payment.
PAYMENT STATUS	
DATE DESCRIPTION	Amount
	REMAINING BALANCE
SERIAL NUMBERS	
BOAT	SERIAL NUMBER

I look forward to our meeting together, your questions and your thoughts. Best,

Michael Hamilton, Treasurer.

# **Management Report**

The Narragansett Boat Club For the period ended September 30, 2023



DrAFT DrAFT subject to Reclassification to Reclassification

Prepared on October 18, 2023

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DrAFT DrAFT Subject Hombers Subject Field Home Classification to Reclassification

# Statement of Activity

January - September, 2023

	Tota
REVENUE	
Contribution Income	
Donations in Kind	1,419.7
Scholarship Fund	974.5
Total Contribution Income	2,394.3
Facility Usage Fees	37,923.2
Fundraising	12,830.0
Membership Dues	142,932.2
Discounts	-2,023.4
Total Membership Dues	140,908.8
Merchandise Sales	300.0
Miscellaneous Income	0.1
Oars, Boat and other storage fees	25,380.0
Program Revenue	67,369.5
Adult Programs	32,542.1
Discounts	-115.0
Off-Water Programs	4,462.5
Private Coaching	164.7
STEM to Stern	2,253.3
Youth Programs	213,777.0
Merchandise Sales Miscellaneous Income Oars, Boat and other storage fees Program Revenue Adult Programs Discounts Off-Water Programs Private Coaching STEM to Stern Youth Programs Total Program Revenue Regatta Entry Fees	320,454.2
Regatta Entry Fees	16,991.1
Total Revenue	557,181.9
COST OF GOODS SOLD	
Program Expenses	1,563.3
Advertising	302.0
Barge and Launch Maintenance Expenses	269.9
Gas	2,649.5
Supplies	333.7
Total Barge and Launch Maintenance Expenses	3,253.1
Miscellaneous	790.0
Offsite Facility Rental	5,450.0
Payroll Costs	12,492.1
Background Checks - Youth Program	90.0
Coach's Dues Discounts Given (deleted)	3,737.5
Salaries and Wages	
Administrative	21,200.0
Adult Program Wages	36,213.0
Youth Program Wages	46,583.3
Total Salaries and Wages	103,996.3
Taxes - Employer	-829.1

	Tota
Administrative	1,621.8
Adult Programs	2,748.88
Youth Program	3,563.7
Total Taxes - Employer	7,105.2
Workers' Compensation	870.00
Total Payroll Costs	128,291.1
Program Supplies	1,039.1
Regatta Expenses	19,303.9
Travel	3,057.4
Total Program Expenses	163,050.0
Total Cost of Goods Sold	163,050.0
BROSS PROFIT	394,131.8
XPENDITURES	
Facility Expenses	-1,918.0
Cleaning Service	2,400.0
Portable Toilet Rental	2,560.0
Real Estate Taxes	T / A T 13,451.9
Repairs and Maintenance	321.7
Security	30.0
Supplies	(1) (1,912.6
Utilities	7,282.4
Total Facility Expenses	2,560.0 13,451.9 321.7 30.0 1,912.6 7,282.4 26,040.6 4,167.0 1,631.0 4,211.8 868.0 19,088.9
Fleet and Equipment Expenses	4,167.0
Payroll Taxes	1,631.0
Property Taxes	4,211.8
Registrations	868.0
Repairs and Maintenance	19,088.9
Rowing Equipment Insurance	34,478.7
Supplies	1,354.6
Wages	8,445.2
Total Fleet and Equipment Expenses	74,245.5
General and Administrative Expenses	
Bank and Credit Card Fees	11,464.4
Computer Expenses	413.7
Dues and Subscriptions	6,829.5
Insurance	2,118.0
Meals and Entertainment	1,635.6
Office Expenses	238.6
Payroll Service Fees	2,863.5
Professional Fees	5,500.0
Total General and Administrative Expense	s 31,063.6
Scholarships Given	3,570.5

Total
259,211.52
2,700.00
4,055.84
6,755.84
7,953.12
7,953.12
-1,197.28
\$258,014.24

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# Statement of Financial Position

As of September 30, 2023

	Tota
SSETS	
Current Assets	
Bank Accounts	
Loan Restricted Funds	20,000.0
Schwab Investment	973.9
Stem to Stern Business Savings 1730	50,002.3
Webster Money Market 6451	189,625.6
Webster Operating Account 5959	78,302.2
Webster Program Account 6440	2,296.4
Total Bank Accounts	341,200.6
Accounts Receivable	
Accounts Receivable	-224.7
Total Accounts Receivable	-224.7
Other Current Assets	
Credit Card Receivables	279.3
Installment Contracts Receivable	2,840.5
Inventory	2,783.0
Miscellaneous Receivables	28,053.3
Prepaid Expenses	1,00 1:10 25,262.6
RISD Support Reimbursement Due	6 FOUL -120.0
Treasury Direct	C D D H
Total Treasury Direct	<b>S ( /</b> 297,078.7
Undeposited Funds	1,600.0
Total Other Current Assets	357,777.7
Total Current Assets	698,753.6
Fixed Assets	
Accumulated Depreciation	-1,078,700.2
Buildings and Improvements	717,764.8
Docks	357,484.8
Furniture and Equipment	1,198,797.4
Land	517.5
Total Fixed Assets	1,195,864.4
Other Assets	
Accumulated Amortization	-1,947.4
Deposits on Fixed Assets	109,800.0
Investments	
US Savings Bonds I-Series	20,292.0
Total Investments	20,292.0
Loan Closing Costs	11,128.0

	Tota
Webster Hold Account	20,000.00
Total Other Assets	159,272.60
TOTAL ASSETS	\$2,053,890.63
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	4,702.00
Total Accounts Payable	4,702.0
Credit Cards	
Webster Bank Credit Card	6,774.56
Total Credit Cards	6,774.50
Other Current Liabilities	
Gift Certificates Outstanding	301.0
MBO Account Balances	16.8
Total Other Current Liabilities	317.8
Total Current Liabilities	11,794.5
Long-Term Liabilities	1/01
Webster Bank Mortgage	221,980.6
Total Other Current Liabilities Total Current Liabilities Long-Term Liabilities Webster Bank Mortgage Total Long-Term Liabilities Total Liabilities Equity Opening Balance Equity	221,980.6
Total Liabilities	233,775.1
Equity FOR	
Opening Balance Equity	20,000.0
Temporarily Restricted Net Assets	
Salon	479.0
Scholarship Fund	20,991.1
STEM to Stern Fund	55,718.7
USRowing Adaptive Program	1,538.2
Total Temporarily Restricted Net Assets	78,727.1
Unrestricted Net Assets (Board designated)	
Reserve for Debt Reduction	93,830.5
Reserve for Facility Maintenance & Improvements	77,800.0
Reserve for Fleet & Equipment Purchases	83,640.3
Reserve for Operations	65,000.0
Total Unrestricted Net Assets (Board designated)	320,270.8
Unrestricted Net Assets (Operating)	1,143,103.2
Net Revenue	258,014.24
Total Equity	1,820,115.52
TOTAL LIABILITIES AND EQUITY	\$2,053,890.63



# October 2023 Captain's Report

**Acquisitions** - As another step in an ongoing execution of our 5-year fleet plan, NBC will be acquiring 3 Hudson 2X's at the HOCR. These are demo hulls that were raced at the Junior Worlds this past summer, and we are getting them for almost 30% off retail n part due to our ongoing relationship with Hudson. One is the U2.12 (115-140 lbs) and two are U2.22 (145-175 lbs.) We have found these sizes to accommodate the large percentage of our membership.

**Dispositions** – NBC will immediately be looking to sell two Van Dusen 2X's. These will likely be the Evans and the Wise.

**Boat Repairs** – The Prichett, Berkson and Evans sustained damage recently. Van has been working on the Berkson and should have it back in shape soon. He'll start on the Prichett afterwards. We may have a buyer for the Evans who will take it 'as is.'

We are exploring options for indoor shop space in order to allow Van to perform boat repair work without getting in the way of club operations, as well as to allow work to be undertaken in a climate controlled environment during cold weather months.

In the vein of boat repairs, the Rowing Committee will be considering a recommendation to modify the deductible scale. Given the high cost to repair our new hulls, it might make sense to charge more to members who damage these boats that require offsite repairs.

**Boat & Sculler Ratings** – The Rowing Committee has been revisiting these and will be implementing them over the course of the remainder of the year.

# October ADULT ROWING PROGRAMS report

What will be the last session of on-water rowing in 2023 for Adult Programs is winding down. We had close to 100 registrations for each of 5 five week session this summer. Our fantastic coaching was done by Richard "Van" Vanvoris, Amy Abbot, Lisa Evans, John Ryan, Rick Richards and Jill Hubbard. Based on a survey of participants, these programs are popular and the coaching receives high praise. These programs did not include:

**Vision Impaired Rowing** – We structured a program in conjunction with the Rhode Island Lions Sight Foundation to provide rowing instruction for visually impaired individuals. The Rhode Island Lions Sight Foundation (RILSF) covered tuition and transportation for participating individuals. This program ran from January and we are now taking a pause – the class met every Saturday and was coached by John Ryan with an occasional sub – most classes were held in the erg room, but folks did get out in the barge a number of times. **RISD Rowing** – NBC Member Misha Kislev has spearheaded a program to introduce RISD students to rowing. We've structured several programs for them over the summer – one of which will be concluding the end of this month. Classes have included both Sculling and Sweep (barge) and have generally been fully subscribed. RISD has paid the tuition for these classes.

**Indoor Winter Training** – We are working on several opportunities for NBC members to engage in some team winter training activities. Options being considered include erg work at NBC as well as erg/strength training at Phillipsdale Crossfit. We'll provide notice with descriptions of each once they are on MindBody.

Respectfully submitted;

Eric Watne - NBC Rowing Committee & NBC Adult Rowing Programs

#### Safety Committee Report

#### October 2023

We held a self rescue clinic at Watuppa on 9/30 that was well attended by NBC Members (10-12). Attendees were given instruction on how to re-enter a flipped shell and how to straddle and paddle if attempts to re-enter failed. There was an opportunity for everyone to practice for real in Watuppa pond. Water temperature was approx 65°F.

Safety Committee are recommending to Rowing Committee that the ability to self rescue be added to the requirements to move from D rated sculler to C rated sculler. If scullers are unable to re-enter a flipped shell then the ability to straddle and paddle to shore (50M) is acceptable.

Jonathan Haisman

## Youth Program Report October 2023

- Practices are going well working on adapting programming for spring to reflect both age based groups (middle school) and skill based groups along with a recreation program for athletes who cannot commit to or do not want the competitive program
- Winter programming is up and priced offering a new middles school (2-day a week spot) to bridge the programming through the winter partnering with Crossfit for space and 6 coaching sessions
- Will be offering a short 2 week, 3-day a week program between end of season and Thanksgiving
- 2 Open houses this fall not significant turn out but those who showed up emailed about joining
- Head of the Riverfront went well with strong showings from the singles and doubles along with a solid start in the sweeping boats.
- Head of the Housatonic cancelled! 75% refund issued
- Head of the Q went well! 10 athletes raced in all categories but u13(men's and women's and u15 men
- Practiced on the Charles Saturday 10/14 thanks to John Cotter
- 18 athletes racing at the Head of the Charles
- Parent group doing a great job able to get an article in RINews and sending out press releases/ facebook updates about racing
- Next up: Head of the Charles, Head of the Fish
- Season ends October 30th

### October STEM to Stern Report

- Brook Yimer, our STS point person, is visiting Thursday 10/19 to observe middle school practice
- Payton and I (Gregg) visited San Miguel Friday 10/13 to recruit new STS athletes for the upcoming winter and spring seasons
- Athletes have completed Hello Insight survey keeping NBC STS eligible for national STS funding
- Currently 10 STS athletes on the middle school team, down from 14 at the start of the season
  - List of athletes that stopped rowing and reasons why
    - Camila Will be in Brazil for remainder of the season
    - Nevaia Has never showed up to a practice
    - Lydia Chose swimming over rowing
    - Nathan Suffering from a back injury
- We have our STEM location and are currently getting volunteers up to speed so that we may begin STEM sessions on November 1<sup>st</sup>.

Future Plans

- Allocate >10 spots across relevant winter programs to accommodate current and new STS athletes.
  - If we must make a new session to accommodate these numbers, I (Gregg) will coach it
- Explore potential partnership with Pawtucket Boys and Girls Club
- Keep it positive, keep it fun, row hard

Governance Committee Report

October 2023

The Governance committee met on Wednesday Oct 4. We received feedback from Kristi and we met to finalize the proposed bylaws, which was shared with the BOG early last week. The proposed bylaws and current constitution with my comments re. changes were sent. At this Wednesday BOG meeting, Eric G and Rick R will join the BOG meeting so they can give perspectives of controversies of the previous version of the proposal from 2021 and how we worked together to address the questions.

Chanika Phornphutkul