

FINAL
OVERFALLS FOUNDATION BOARD MEETING MINUTES
October 15, 2021

The mission of the Overfalls Foundation is to preserve, teach and honor the United States lightship service and the maritime history of our community through the preservation and display of the Lightship Overfalls (LV-118) and its collection of associated maritime artifacts.

To provide a world-class museum experience that honors, preserves, and promotes the valuable contributions of the United States lightship service to this nation's history. To obtain national recognition as a leader in promoting the cultural significance of maritime history in our community. To be good stewards of the generous contributions of our donors, sponsors, and volunteers by leveraging those contributions to provide interactive educational experiences that have a lasting and positive impact.

Call to order at 10:04am

President's remarks - Mike welcomed new members, committee members and our intern, Maya Rector, from Cape Henlopen HS. This is the first meeting of the new Board year. Directors Mike Safina, Dave Beck, Bob Garry, Maggie Bauer, John Bolster, Paul Merrick, Bob Ross, Steve Tolbert, Sue Tolbert and Holli Wittman were present. Absent were Tom Rew, Ray Glick and Craig Schaefer.

1. Secretary's Report

- Approval of August minutes (There was no meeting in September) – **minutes unanimously approved.**

2. Hail and Farewell

- All Hail: John Bolster, Paul Merrick, Bob Ross, Holli Witman
- Farewell: Bob Gibson, Tracy Mulveny – Mike will be meeting with Tracy; she will work with the new Director of Communications (once established). Mike thanked Bob and Tracy for their work. [In Mike's meeting with Tracy, she indicated that she would like to be part of the Communications Committee and will serve as a liaison to the St. Peter's Church.]

3. Board Officer Elections (Positions in accordance with Bylaws) – Mike proposed all nominees be approved by acclamation; so moved and approved unanimously.

- Vice President: Mr. David Beck
- Treasurer: Mr. Robert Garry
- Secretary: Ms. Maggie Bauer

4. Treasurer's Report – Bob G. will send new members financial statements as well as conflict of interest and whistleblower forms.

- Monthly Financial Report – September details discussed are as shown on the report Bob sent via email. **September statement approved unanimously.**
- Grant status - \$80K grant is in hand; DE grant in aid was increased from \$5K to \$10K. The new application for Grant in Aid (2021-2022) is due in December. Bob will draft this.
- Conflict of Interest / Whistleblower Protection Forms – Bob will distribute to the Board.

- Check signing / Bank account access update – will need to add Dave Beck to replace Ray Glick. All members of the Executive Committee plus Kathy Heronomous will need to go jointly to the banks. **Unanimously agreed.** Bob will prepare a resolution for the Secretary reflecting this decision. Bob will coordinate a date for all signers to meet at the bank.
- Alan Klineburger Memorial Donations (\$50K plus) – The Foundation has received a \$50K donation commitment from Jeff Banning who used to work with Al at Trinity Logistics. Mr. Banning has requested that this be put towards something specific to recognize the Trinity Logistics Team and his family donation in honor of Al. Bob G. will report the total amount of donations in Al's name once all donations are received. Mike commented on Al's many contributions to the Foundation and asked if the Board agreed with putting the funds to pay the balance of the Weather Station procurement and installation costs and then to use the balance (which should be in excess of \$40K) to create a scholarship fund in Al's name. Mike also recommended we name the weather station The Overfalls Foundation Al Klineburger Weather Station (discussed in previous Board meetings). The balance will be added to the Overfalls Foundation scholarship budget to cover at least two \$2500 scholarships for a total of \$5000/year in scholarships for a number of years. Bob recommended that we further consider how to do this as he was concerned others may want to create unique memorial funds and in his previous experience on other Boards, this became difficult to manage. Mike was asked to contact Cape Henlopen HS to ask what the average amount of a typical scholarship is so that the Foundation stands out as a significant scholarship grantor. [Mike subsequently spoke with Tish Klineburger who agrees with both the scholarship and weather station naming opportunity. She was particularly pleased with the scholarship as post-high school education was very important to Al. She only asked if the award criteria can also be based on need as Al would have liked to see people who could not afford college get this opportunity.] Bob G. suggested setting up a committee to do this.
- Discussion of need to establish a credit card. Bob G. will look at options, especially those with a cash back feature. **Unanimously approved to obtain a credit card.**
- Bob raised the need for engaging a professional fund raiser and asked for goals for this person. Suggestions/Needs include: 2023 anniversary; 2022 gala; ship refurbishment; grounds improvement; museum. Send Bob ideas for other items that will require significant fund- raising activity.

5. Board Organization (Discussion) – Mike discussed the need for clear and specific assignments. He reviewed the following roles for Board members and referred to a list of descriptions he previously emailed to the Board. He will send out an updated version of this with the updates from today's discussion. In summary, these are the positions as agreed:

- Director of Communications – Bob Ross (with support from Holli Wittman (Instagram), Georgia Hitchins (Marketing Intern), Tracy Mulveny, Tom Wrubel (webmaster) and Judy Battista (Facebook)
- Director of Membership – Tom Rew (previously discussed and agreed with Mike prior to the meeting)
- Director of Volunteers – John Bolster
- Director of Facilities, Engineering & Safety – Craig Schaefer (agreed after the meeting with Mike) Bob Ross also offered to assist, along with committee leads Albert Didden (Grounds), Don Gansauer (Ship), Sue Tolbert (Store), Ray Glick (Museum) and Bill Schmidt (Monomoy).
- Director of History, Curator of Artifacts and Museum Management – Ray Glick (along with Holli Wittman and museum intern Maya Rector)

- Director of Programming and Special Events – Paul Merrick (Assisted by Mike Safina, Tracy Mulveny and others as needed)
- Director of Community Outreach – Sue and Steve Tolbert

6. Old Business

- Landscaping/Survey status – Albert Didden reported that the survey markers are in place. The Foundation has approximately 75 SF more than originally assumed. A solution for the bulkhead water erosion situation behind the Stephanie Ann has been identified; rainfall has created the erosion situation coupled with the hard clay beneath the sand, creating sinkholes. This will be remediated by a perimeter drainage trench solution. Albert and Mike are working on getting proposals.
- Digital Communications Strategy – There will be a meeting on Wednesday 10/20 to continue the discussion begun last March to establish a digital strategy. A web redesign will likely run in the \$20-\$30K range. We will seek a grant to accomplish this. Holli mentioned that there are grants available that are geared toward this. Mike noted the Webmaster has generated a proposal to redesign the Overfalls website and that this should be part of the overall digital strategy. Bob R. and Holli agreed to help out as well.
- Family of Promise results/summary – Sue reported that the Cape Gazette has a great report on-line about the event that will likely be in the hard copy paper today. Mike thanked the Board members who were involved. It was a very successful event that brought additional recognition to the Foundation. Sue Tolbert also noted they did an excellent job of cleaning up after their event.
- Status of Honor Roll bricks and certificates – Mike signed off on a certificate for Cindy Foster.
- Facility Events Checklist/Agreements – Mike will send Maggie the recent correspondence with Family of Promise and the Pilots Association as there are no known prior formal agreements; Maggie will draft an agreement and send it to Paul and Mike for review/iteration.

7. New Business

- Webmaster request for Board decision on Purchaser Honor Roll and Website Management
- New Store manager - Marilyn Egan is on board and will attend the expo in Ocean City. She will be the merchandiser. Sue and Marilyn will be co-chairs.
- Agreement on 2021-2022 Operating Schedule – Mike provided a draft to the Board for their consideration. This needs to be reviewed and approved soon so it can be turned in to the Chamber of Commerce and others for including in their publications. (Nov 15th)
- Off-Season Programs – need guest speakers for Jan, Feb, & Mar - TBD
 - November – Jim O’Leary, Astronomer, is available. This can be done as an outdoor event at the ship or at the church.
 - The Board discussed when to hold the speaker series; whether to keep 2nd Fridays at 7 pm or another date. It was noted that this date may be in conflict with LHS events. Mike subsequently checked with Tracy and the LHS website and confirmed the conflict. Following the meeting, the Board agreed to switch to the 3rd Friday of the month. Noted that remote (Zoom) participants have appreciated ability to join, but over the course of this past season, participation dwindled. Tracy has been a liaison to St. Peter’s for the purposes of having our events at St. Peter’s (and subsequently agreed to continue this). Tracy will check on the church’s availability.

- No speaker identified yet in December, but this has traditionally been the Holiday Party for the Foundation (will be December 17 from 7-9 pm – location is TBD).
- Love Creek Elementary School Tours (Nov 5th) (John Bolster coordinating)
- Porta-John for 2022 Operating Season – deferred to next meeting
- Board Meeting Schedule
 - Board agreed to continue these on the 3rd Friday at 10 am.
- COVID Preparedness – Virtual vs. Face-to-Face (F2F) events – stay virtual for now
 - Continue to follow State regulations and current standard business practices, situation dependent – follow corporate rules
 - F2F meetings indoors still require social distancing and masks (Net House, Office, Rollins Center, Ship and Ship Store)

8. Committee Reports

- Sue Tolbert reported the Ship Store provided magnets and postcards to the international event being hosted by the Chamber at the Virden Center.
 - Reports should include summer statistics (membership, tours, sales, etc.)
 - Year-end statistics/accomplishments needed to support annual report
 - Provide an updated committee roster (names and contact info) (markup the spreadsheet)

9. Schedule of Upcoming Events

- November guest Speaker program

10. Next Meetings (Same Zoom link as above, every month)

- Thursday, Nov 18, 1 p.m. (Virtual)
- Friday, Dec 17, 10 a.m.
- Friday, Jan 21, 10 a.m.

11. Board Member Inputs – Around-the-Table

9. President's Closing Comments

- 2020-2021 Wrap Up
 - Mike asked that all review the Committee Doc and Planning Calendar for accuracy and completeness and send him any updates or corrections
- Mike on travel November 5-20

Adjournment at 12:10pm