

East Boston PierPAC

June 19, 2018

Attendance:

Mary Berninger

Fran Carbone

David Halbert

Sal LaMattina

Frances Piantedosi

Karen Buttiglieri

Peter Cardinale

Mary Hanlon

Karen Maddalena

Bob Strelitz

Connie Carbone

Jerry Deneumoustier

Bernardine Joslin

Lucille Monuteaux

Melissa Tyler

Excused:

Adrian Madaro

Louise Montanino

Rose Petraglia

Absent:

Marie Deneumoustier

Associate Members Present:

Tom Bruno

Margaret Farmer

Libby Scimeni

Alex DeFronzo

Lucille Reed

Lucille Drago

Mary Romano

Attendance was taken. (David Halbert, Sal LaMattina and Margaret Farmer arrived after attendance was taken.)

Mary Berninger - Motion to accept the minutes?

Bernardine Joslin - Motion to accept the Minutes.

Bob Strelitz - Seconded.

Voted and passed.

Mary Berninger - At the end of the meeting we are going into Executive Session. Anyone who is not a voting member of the PAC has to, at that time, say good night. For those of you who did not come to Saturday's meeting, it was wonderful. Those who did come, thank you. We got a lot done in an hour. Richie will bring the typed revision. For those of you who were not there, I did go to the Boston Harbor Now Seminar. The PAC paid for me to go and represent this group. I think it is also important that we are a presence on the harbor. They talked a lot about climate change, resiliency, what types of parks should be built and advocacy for certain groups. At this time I want to announce that we are going to have an opening for a new Board Member. Jerry has told me that Marie won't be returning as a member of the Board. She would like to remain as an Associate Member. I think that is appropriate. She has given a lot of years to this group. I need someone to make a motion to accept the resignation of Marie.

Bernardine Joslin - Motion to accept.

Bob Strelitz - Second.

Voted and passed.

Mary Berninger - Thanked Jerry for all the years she participated. Maria will put the notice in the paper. It has to be done 2 weeks in a row. At the next meeting we will be able to entertain nominations for that Board opening. Any questions about the procedure/process? (There were none.) Most of you have been here before when we had openings. At the July meeting we will do the nominations. Questioning Richie if he wanted to do the Open Meeting Law.

Richie Lynds - Not yet, because we are not going to get to that tonight. Not voting on that tonight.

Mary Berninger - At this time could I ask if you would excuse us for a few minutes while we talk about the Grants, and Tom also, because you are connected to the organization. (Alex DeFronzo and Tom Bruno temporarily left the meeting. Alex passed out information concerning the Center.) We have been approached this year from the Y, they were here, and did a presentation. I also received a Grant application from the Sailing Center. I will be honest; I have some concerns about it. I wanted to talk amongst ourselves. They are asking again for \$25,000, and some of you will remember last year, prior to our giving them the Grant, we said we were happy to help, but we could not, in the future, always do these Grants. \$25,000 is 1/3 of what we get per year from the Port. We have a lot of responsibilities. We have some fixed costs; our paid staff, we have counsel, we have Staples, food, etc. It is conceivable, coming down the road, we are going to have to, if we choose to, we talked about getting a consultant to help us work through Phase II and III, and/or a facilitator, when we have big gatherings, to keep things in control. I know Sal had asked for the Y to come back, and they did, to tell us what it would cost to add programming on Saturdays and Sundays. The Grant for the Y went up to a total of \$8075. Keep in mind that Phase II, and perhaps Phase III, are going to have more programming coming down the road. As we said last year, we are not the Foundation, and we explained that to the Sailing Center. We were happy to get them over that hurdle, but according to the Sailing Center paperwork, they have to find money to fund \$218,000 again. I know we are going to vote on it, but I just wanted you to know my opinion. I do not think we should give \$25,000 to the Sailing Center, and I do not think we should fund the Grant from the Y either. We are setting up a precedent that down the road, this group only has so much money, and it is our fiduciary responsibility not to spend it all in a way that we can't answer our own mandates. I would like some suggestions, some discussion on it, and see what people feel.

Sal LaMatina - Just curious, what is our balance?

Richard Lynds - I can get it. But, I would point out that, what is in our balance does not reflect what our capabilities are as an organization. We only have so much that we are given yearly, and a lot of the prospective expenses that we are going to incur are probably things that we have been squirreling away. We have underspent our budget every year, but the opportunity to engage consultants, especially on the Phase II, and possibly Phase III issues, is going to probably eat into a lot of what we have as reserves. Do not take my comments as being pro or negative relative to Grants. The funds that we are given, and this is part of the conversation about the OSM agreement, are dedicated towards operations of the PAC. Not to be given out as Grant money. We have in the past, based on the surplus we had and the expectation that we are not likely to need those funds, have been able to be generous with not only Piers Park Sailing, but other programs as well. There is sort of a give and take here. The funding amount is \$75,000 a year, which we spend way below, but I am guessing that the expenses, over time with Phase II, that \$75,000 barely may be enough with what we have to deal with. The alternative here is to ask the Port Authority for an increase so that we can segregate a certain portion of our funds for admin, and a certain portion for programming. The only thing I caution about that is that we then become a Grant making entity, not a project advisory committee, and I think our role is limited to project advisory not necessarily as a Grant maker. There is an entity that makes Grants, the East Boston Foundation, and that is really where a lot of this should be directed.

Karen Buttiglieri - Why can't we just ask for an increase without having to actually stipulate what the increase is for? Since they are putting in, for example, a 5000 car parking lot, why aren't we able to gather more money on a yearly basis?

Richard Lynds - They have made that commitment, they have done that. We will see the community agreement soon. They have already made a preliminary commitment for \$2.5 million to the East Boston Foundation, \$500,000 per year and I believe there is an increase in that as well. We do not have an increase because the adequacy for what they give us for our operations seems okay. I would not want to ask them for something we do not need. I think that by asking for additional funds, and if we are asking it to do programming in the park, that would change the role of this organization. We would now have to manage programming, and that is not something we do. I think the past Grants that we have given were to assist, and to help in a time of need, but not necessarily to be a Grant making organization. That

is not to say, we shouldn't say, give more money to the Foundation and let the Sailing Center go there. But it's the vehicle that is being requested is a little difficult for us. We have our non-profit status not to be a Grant making organization. It is to be an advisory committee.

Karen Buttiglieri - The only thing for me is that, what I am thinking about, is that I heard about Phase II but I never heard about Phase III.

Sal LaMattina - They are paying for everything. So I am not worried about Phase III.

Mary Berninger - Let me answer Sal. The Trustees are. We are going to be an advisory to that.

Karen Buttiglieri - So, we do not have to worry about any kind of expense? I did not realize that.

Mary Berninger - We are talking about if someone should come to us for a Grant.

Sal LaMattina - I am just asking about how much funds we have in the kitty.

Mary Berninger - Last year it was very specific. It was a kind of an emergency situation. They were at the end, they were going to shut down. Many of us went to the Port and spoke, we gave it to them, East Boston Savings, etc. Different people gave them money, and they got them over it. I remember specifically saying that it would be a difficult thing (for us) to do for them every single year. He did tell me that a lot of the companies that he went to for Grants have not gotten back to him. And, I think they are sharing Grants with Magdalena's group, but I don't know. If somebody asked me right now to vote, I would have to say no, or it would have to be a very minimal kind of a stipend, because I just think we are setting this group up for something that could snowball.

Karen Buttiglieri - What happens if we do not give them the Grant? What will happen to the programs?

Mary Berninger - I guess they would have to go back to the Port. There is another sailing center, the South Boston one. The Port gives them funds, and there are large corporations that have contributed.

Karen Maddalena - They wanted to have functions to raise money, and they have been stymied.

Mary Berninger - But again, we advised the Port, we voted on it, and we said we wanted them to be able to do cocktail parties. We can only advise. As unpalatable as it was they came back, and said no, again. It is not the purview of this group to get the Sailing Center out of difficulty every year. We are set up for a certain function.

David Halbert - I think we all appreciate the sailing center, what it brings to the community, and what it adds to the park. It is a resource, but to echo Mary's point; one of the things we have to think about is, because we are not set up as Richie was saying as a Grant making organization, and because we took that action last year as a very specific and special dispensation of funds, is that, if we were to grant this, and I think my heart goes out to them, because we want them to be successful, but the cold, hard fact is that Piers Park is going to expand. As it expands, things that are happening within the park, are also going to expand. If we start setting a precedent, especially on an annual basis of providing funds to one organization that is operational within the park, any other group that comes along in the park will have just as much a mandate to come to us, and say there is a precedent. We then take on a very different role. It is a thing of unintended consequences even though the intentions are good. I think it puts us, as an organization, in a difficult position. One, because of the amount of funding we have, and the primary focus of that funding being our role in our operations as an oversight committee, particularly with all this expansion going on. I think if (undistinguishable) wants to come and lean on this organization to advocate for it, speak on its behalf, I do not see anything wrong with that. I would be more than happy to sign onto a letter, saying to anyone, that Piers Park Sailing Center is worthy of funding from the community. As Richie was saying, between the East Boston Foundation, some of the other corporate entities in the community and the Port Authority itself; they are all funding sources and it is tough, difficult, but it is no more difficult for the Y as it is for the Main Streets, and any number of the other good, and deserving non-profit organizations in the community. I would say no to this particular ask,

this amount, not without reservation. One would be to help but obviously the offer, if there is another avenue that this organization can help them, I think we should.

Karen Buttiglieri - I don't think we should give them nothing. I think we should give them something, because right now there isn't another program around like this. I think we need to help to try to sustain it. I understand, and maybe I can agree to not giving the \$25,000, but I certainly can't imagine not giving them a Grant.

Karen Maddalena - I agree with Karen. I think we should give them something. Maybe not the \$25,000, but something.

Sal LaMattina - \$22,500?

Karen Maddalena - I think half, \$12,500.

Bernardine Joslin - Is there any way we can go back to 911. There is no way they haven't made profit, after profit, after profit. Massport.

Richard Lynds - We have tried that. Their position is that the Sailing Center was intended to be self sustaining. They were the seed money to get it started, the excuse was 911, and once they were out, they were out.

Bernardine Joslin - I thought they were supposed to give that money every year.

Richard Lynds - The only obligation under the legislation is to fund the PAC. The reasonable operating expenses of the PAC. They are not even obligated to fund programming in the park. The Sailing Center was something they were required to include, but the idea was that it would be self sustaining, and the ability to run itself. The only fear from a policy standpoint, and, again, I do not have an opinion either way, the only fear is that, if we become a regular funding source, we will always be that source. There needs to be either some conversation with the Port Authority, or some other mechanism that gets them the funding they need. Even if it were to come through us, I would caution against that. I think there is a better mechanism, and the Foundation is built and designed to give Grants, and we are not. It is managing the process, the oversight, etc.

Bernardine Joslin - But they won't even give us a permit for these fund raising things.

Mary Hanlon - They do not want liability.

Fran Carbone - They will not take any risks. No liability. When you work for them it is the same thing.

Mary Hanlon - Massport has tons of money, but they are afraid they would be sued.

Karen Maddalena - What if they took out an insurance policy. A rider?

Sal LaMattina - They can take out a rider for special events. I do that for Eastie Pride Day.

Fran Carbone - But, you do not have booze. They want the booze for cocktail parties.

Mary Berninger - It makes them competitive with Courageous Sailing, and community boating, or any other groups on the waterways that have those kinds of events. The Sailing Center wants to encourage the same kinds of donors to come after work. I do not have a problem with it, but, again, we can only advise the Port, and they are digging in their heels about it.

Mary Hanlon - They need to stop being in the little space they are in. They need to go outside, think outside the box.

Sal LaMattina - At the shipyard they have events.

Mary Berninger - We have told them to go there, or have events at the hotels. You are still in East Boston, and you can still get people back and forth to see it. They need to be more creative.

Melissa Tyler - They need to be more creative, and we can't solve their problems. All of these new complexes that are being built, and 3 of them are right next door. The other thing is, that people who have finished work are going to go someplace right in their back door. From the financial district to East

Boston you are going to need the water shuttle or water taxi to get there. They are not going to just jump on the T or drive 45minutes.

Mary Berninger - That was part of his plan; to bring them there via the water.

Mary Hanlon - So why isn't he doing it at the Hyatt, under a tent? He needs to step it up.

Karen Buttiglieri - I think it costs too much money, cost prohibitive.

Mary Hanlon - They need to bring people that are willing to go out for a nice dinner, cocktail party, etc. You need to bring in those people. You do not need to bring in people that want free food and free drinks. You are not going to make money that way.

Sal LaMattina - Also, in Charlestown, they have fund raisers at their site with booze and music. A lot of people go there.

Mary Berninger - And, the difference is that, that is a city pier and this is the Port. I do not disagree with what anything that everybody has said. I am trying to keep in mind that we have a responsibility to these funds, so, if we can put that one aside for a minute, because we have to vote on both of them. The Y's Grant is comparable for what they want. They are asking \$8000, the other is asking \$25,000. But, to give them a full grant too, it seems we are going down the same path again. They have large fund raisers, the Y. A lot of us go to them every year. I think the word got out that we do things here and now it has become a yearly thing. It amazes me that it is right at the door of school getting out, for both of these programs, and they do not have all of this lined up. So it is my recommendation, people can make a motion, and it is a tough call, that we do not do these grants, simply because we are going to open ourselves up for more exposure.

Karen Maddalena - I would like to be recognized. I think we should go along with what Karen is suggesting. Giving them the \$12,500 with the stipulation that this is it, the last year.

Karen Buttiglieri - That they are going to find another funding source.

Sal LaMattina - Time out. I am waiting for the answer about how much money we have.

Richie Lynds - Trying to go into the portal to get that answer. We can come back to that.

Karen Maddalena - I make that a motion.

Mary Berninger - Not doing a motion yet, Richie is looking up the money amount

Mary Berninger - (to Margaret) What we are talking about is the Grant for \$25,000 and \$8,000 from the Y. We did it last year on an emergency basis, and now they are short funding again, but we are not a Grant making organization.

Mary Farmer - Did we budget to give away to organizations?

Bob Strelitz - No.

Mary Berninger - Last year they were in dire straits, but we did say last year that we can't keep doing this. It came a week and a half ago, and I was surprised. We are just waiting to what that balance is.

Richard Lynds - I just emailed the accountant.

Karen Buttiglieri - Do you have an idea of how much, around \$200,000?

Richard Lynds - Probably north of that. I do not want people to confuse our assets and our reserves as being the ability to give out money every year. It is not the way it is intended.

Karen Buttiglieri - The expenses for the year, in general, are we looking at \$100,000.

Richard Lynds - Maybe \$25,000, \$30,000 total.

Sal LaMattina - We haven't spent money in about 20 years.

Richard Lynds - But, we are going to. When Phase II and Phase III comes along, we are going to.

Karen Maddalena - Why are we paying for Phase III?

Mary Berninger - We are not paying for it. If we enter into discussions with them, which is our advisory role with the Trustees and the Port, which the Port has said we are going to do. If we need to have an additional person with an additional set of skills to go in the same way it was with Phase II, we are going to have to pay that person.

Karen Buttiglieri - Why wouldn't they pay for it?

Richard Lynds - It is part of our administrative expenses.

Bob Strelitz - And it is our responsibility.

Fran Carbone - What it boils down to; we really need every cent we have.

Richard Lynds - The problem is going to be this; if we give all our money away, and then it requires us to step in and have consultants deal with how we are going to approach Phase II, we are not going to have the funds to do it. We are then sort of breaching our responsibility.

Fran Carbone - Then that is the answer.

Richard Lynds - For us to go back, and try to re-negotiate with the Port Authority. What if something comes along during the planning process that we have a real problem with, and we need to have an appropriate consultant advise us? We do not want to be in the position to say we cannot afford it so, we are at the mercy of the Port Authority. I do not think it is appropriate.

Sal LaMattina - Waiting to hear what is in the bank.

Karen Maddalena - I made a motion.

Richard Lynds - Whether we have 5 million or \$5 dollars. I don't even know if it is relevant, because having the money in the bank should not matter what we do. If the decision is to give them the money, we have plenty to give them, it is the policy, and precedent that you are going to set. That's what you need to consider.

Sal LaMattina - About setting a precedent, we did it 3 times.

Mary Berninger - We have a motion. But, Sal, on your point, I do not think we gave them money 3 times.

Richard Lynds - Twice previously, once awhile ago, \$75,000 (total).

Margaret Farmer - I just wanted to point out that they are a nonprofit organization, and it is a standard thing that, if anyone has given you money before, you go back and ask them again. Even if they do not receive funds from us this time or not, we should expect that having given them money in the past, they should, because that is a standard operating procedure for a non-profit organization.

Mary Berninger - We made it clear to them last year because Phase II was coming very quickly, and we said we could not do it any more. So I was surprised when they sent it anyway.

Margaret Farmer - We do not have to say yes or no. We could say at this time, not knowing what Phase II is.

Mary Berninger - They need funding because they need to fill the \$218,000. That's what happened last year. It seems to me it's a hurry up and get it, but the doors are getting ready to open, kids are getting out of school.

Richard Lynds - \$240,000 is our current cash position.

Karen Maddalena - Would you ask if someone would like to second the motion?

Mary Berninger - Karen has a motion on the floor to do the Grant at \$12,500. Would anybody like to second the motion?

Karen Maddalena - With the understanding that this is the last year, because we can't keep on doing it.

Karen Buttiglieri - I will second that.

Richard Lynds - I would say that the caveat is in the negotiation of the OSM. I do not know which direction the group would want to go. There is an option to ask the Port Authority to set aside a certain amount of funding for programs specific to the park only. That could include not just Piers Park, and remember, it can't be specific just for them. Otherwise just have the Port Authority pay for it. Overall programming in the park could be something, but then we are going to turn into a Grant maker.

Karen Maddalena - Based on Massport's history of taking a long time to approve funding, just for this year, I think we should just do it for this year with the stipulation that, that's it.

Richard Lynds - Okay. So, any motion that gets made to give them funding is subject for approval by the Port Authority. We can't give them anything until the Port Authority approves it.

Mary Berninger - I did get the letter for approval for the Y, up to and including what we did before. But, that letter came through, and that ask went out to them, before we heard about the Sailing Center.

Karen Buttiglieri - I feel that the Piers Park Sailing Program is vital to us. I feel very strongly about that, and I don't feel as strongly about the Y, because they are a huge institution that gets tons of funding. I would prefer Karen's motion for the \$12,500 to be set aside for the Piers Park Sailing, and tell them that future funding will not be in the cards.

Lucille Monuteaux - We said that last year. That this was not a fund giving place.

Karen Buttiglieri - Everybody can vote on how they feel. My opinion is that I want to give them the \$12,500 and not give the Y.

Sal LaMattina - My opinion is the \$25,000. It is a good program, they made it bigger than last year, going out to the community, reaching out, and there are a lot kids from East Boston using that program today than there ever was.

Mary Hanlon - I agree. Don't give the Y, just the Sailing Center.

Bernardine Joslin - Is the Y, down at the park 5 days a week, all day long?

Mary Berninger - No, and they split it between both parks. They added some programming on Saturdays and Sundays.

Bernardine Joslin - But, it is not like the Social Center or camp for the day. These people are never down there, and I think it is given to adults, with Zumba, Yoga, etc.

Mary Berninger - It is programming. We never said the park was to be used only for children. The park is for everybody. They do programming for both, between the 2 parks. For kids and families, and they are at Bremen St too.

Bernardine Joslin - I don't think the \$12,500 is enough. Go back up to the \$25,000, and let them know that this is the last time. They have to start contacting others; american sailing clubs, etc.

Fran Carbone - We have a motion on the floor for \$12,500.

Karen Buttiglieri - Discussion on the motion?

Margaret Farmer - I just have a verification question, and I am not allowed to vote. The funding that we receive currently; once Phase II or III is completed, does our funding stop?

Richard Lynds - It is a legislative mandate that the Port Authority fund reasonable, operating expenses of the PAC. That is the language of the legislation. It is not part of our purview to fund programming, and to make Grants. That is not considered reasonable expenses. That is why we require approval in each instance when we do that. But, by us doing that, we are creating this relationship as funder for different programs. It really requires us to have a little more oversight in these programs, and I don't know if that is something, from a management standpoint, we want to be involved in. The whole administration side of that alone would take a lot of work.

Mary Berninger - Another way to think about it too. I think to a person in this room, over time, we have all said it should go back to the Port. I do not think that is something we have argued about. And, I think especially because we have the closest relationship with the Port on these kinds of things, if we say no or however it is voted on, I think that would bolster the Sailing Centers ability to go back to them. Tell them they cannot do it and then the onus is on them. It is their property, etc.

Karen Buttiglieri - Could I add to what you said. I feel it is going to be the complete opposite. I think Massport is going to look at us saying no, and saying that we don't feel as if they deserve funding. So I am not looking at it, and thinking that they will say they have to give them funding. I am looking at it the other way. I'm thinking that Massport is going to say, that if the advisory committee doesn't feel it is worth funding, why should I.

Richard Lynds - I feel that is an unfair assessment of the Port Authority. I think the Port Authority, by making the expectation that we are going to give them the money, is almost viewing us as secondary.

Karen Buttiglieri - Questioning if everything we are saying, is this going to be on the record.

Richard Lynds - It is on the record, it is a public meeting.

Karen Maddalena - To Sal. How are we going to handle this? We want to give them something.

Sal LaMattina - \$22,500

Bernardine Joslin - Second.

Mary Berninger - You would have to rescind your motion.

Karen Maddalena - Can I modify it. \$25,000.

Sal LaMattina - Modify it.

Richard Lynds - You can make any motion that you want. You have to withdraw and it has to be seconded.

Karen Maddalena - I withdraw my motion and make a motion to give them \$25,000 with the stipulation that this is it.

Sal LaMattina - Second.

Mary Berninger - We will have to have a vote. All those in favor?

Count was taken. (After a discussion on who wanted to vote on the motion.)

7 ayes for the motion.

7 against.

Richard Lynds - Dead heat. No action. Alternative motion.

Fran Carbone - Make a motion we make it \$12,500.

Bob Strelitz - Second.

Mary Berninger - Vote.

7 ayes.

8 against.

Richard Lynds - That does not pass.

Mary Berninger - So they do not get a Grant this year. Did not pass.

Karen Buttiglieri - That is not how I'm looking at it. I'm looking at it that, that motion didn't pass.

Richard Lynds - So it is up to the chair as to whether or not another motion is in order.

Mary Berninger - We did the \$12,500 and \$25,000.

Sal LaMattina - \$15,000.

Richard Lynds - \$12,500 didn't carry.

Margaret Farmer - Could you express to me what the issue is?

Mary Berninger - I said it very clearly. The issue is that I am cognizant that we have a fiduciary responsibility to the park system. We are entering into Phase II and III, and we don't know what is coming down the road for us. We should not be perceived in the community as a Grant making organization.

Sal LaMattina - But, if that place is closing down, we have no boating.

Richard Lynds - That is a fair point, but the question is the \$25,000 that is being asked for going to close the place down or not? That is the burden, unfortunately, that is being asked of the organization. It is not putting this organization in a fair position, especially, if you're not a Grant maker.

David Halbert - I know we have the handout, but is there anybody here to speak on their behalf?

Mary Berninger - I asked them to recuse themselves so we could speak candidly. That was going to be the case if they had chosen to become a member of this Board. But, then, with the conflict that happened a few months ago, when that opening came for both of them, they decided no, that they wanted to be associate members. It is an issue that directly affects them.

Bernardine Joslin - My question was that a lot of those people that didn't run, because they said they were associates, they are not paid workers at the sailing park. They were volunteering. We have people that are lobbyist for certain places in East Boston, and people that work in Massport. They can vote. Why are they any different from the people from the people from the Sailing Center?

Karen Buttiglieri - I think she is talking about Tom Bruno. Am I correct?

Bernardine Joslin - The people like Mary Cole and Mike Bruno. They don't get any pick. They volunteer.

Mary Berninger - It was explained to them about the possibility of a conflict. Whether it was going to exist or not. It was up to them to decide whether or not they were going to participate, knowing that if we were going to enter into a discussion about things that would directly benefit the Sailing Center, they would have to recuse themselves every time.

Bernardine Joslin - Well why can't they?

Richard Lynds - It is what our by-laws say. It is because just about everything may have an impact, ultimately, on what we are going to talk about, Phase II.

Bernardine Joslin - Well we are skipping the Sailing Center; this one last \$25,000 option.

Mary Berninger - You are talking about 2 different things. They made the decision and when Richie explained it that night, he said that he was not telling them to stay as a voting member or not, it would be their decision. They decided they did not want to put the Sailing Center in jeopardy, so they were comfortable staying as an Associate member.

Bernardine Joslin - But, they are not going to be allowed to be, I mean, they have to get voted in to be a Board member to vote on things.

Mary Berninger - They will never do that. They were already nominated and when the discussion came up about the conflict the option was given to them to decide that if they wanted to be a voting member, knowing that at any time anything came up about the Sailing Center, we would ask them to step outside.

Bernardine Joslin - I thought that was on Alex's part, because he is the director.

Richard Lynds - If you are member of an organization you cannot be advocating for your organization if you are a member of another board. That is what our by-laws say, it is our conflict policy and it is important, as a nonprofit, to insure that we are not advocating for things that are going to be presented to this Board

Karen Buttiglieri - I agree with that because sometimes when there is money around and someone has for example; even the Orient Heights Neighborhood Council by-laws. If you are voting on something and your family member or someone is going to have a financial gain from it, you are not allowed to vote. I remember years ago, Al Calderelli tried to open up the housing, and he had his son there. We told him he couldn't vote and he lost by one vote. I think sometime you have to, and I am going back 30 years, but I do agree with that.

Mary Berninger - Let's try to be focused. \$25,000 didn't pass, \$12,500 didn't pass and was taken off. I have to tell you, each time it was so close. I am very comfortable with saying, and if I take the heat I take the heat, but I think there is no reason to continue the discussion. The group will not give the Grant.
Bob Strelitz/Fran Carbone - Sounds good to me.

Mary Berninger - Now with regards to the Y. You heard my argument and my argument is the same thing.

Richard Lynds - It can be brought up under New Business, but it would have to have a majority support to re-discuss.

Mary Berninger - The YMCA is the \$8075 and my feeling is the same thing. I do not think we should be funding it because we have so much on our plates. I open up the floor for a discussion.

Melissa Tyler - I want to put a motion out there that we do not fund them because we are saying we are not a funding organization.

Fran Carbone - Second.

Mary Berninger - We have a motion, no to that, because of the same reason; we are not grant makers. Any discussion on that motion before we vote? Hearing none all those in favor of Melissa's no.

Count was taken.

Karen Buttiglieri - My hand is up for the no on the Y, but, not on the Sailing Center.

Vote count was 12 for no to the Y Grant, 2 were against the motion of no.

Mary Berninger - I know it was a difficult discussion. I will send an email to both organizations.

Karen Buttiglieri - I think we should tell them. I don't have a problem with it, because they come to every meeting.

Karen Maddalena - I think we should tell them.

Mary Berninger - Okay. Just keep in mind it is 7:18. Let's not exhaust the topic, because we have a lot to talk about.

Richard Lynds - While we are waiting for them to come back; members got a copy of the memorandum. This is updating everyone on all of the amendments that we are proposing to the agreement. You should have a copy of your agreement that was circulated previously by Maria. This document attempts to capture all of the conversations we had, including the meeting we had on the Saturday. Hopefully, I have included everything by way of an amendment into the agreement, and what we will do. Assuming there is no objection, I would like to take the next step, and present this to the Port Authority as our recommended changes to the agreement. That will trigger Massport's ability to come back to us with a document that incorporates our amendments, or it doesn't, but at least with a response to what we said. I would like to ask that they get that back to us before the July meeting. At that time we can review it, and I do not expect we would take a vote on it at the July meeting. It would be likely we would take a vote in August. My guess is that they would not get back to us very quickly. One of the things I want to point out, and before you go in and have this (PPSC) conversation; I did include in the maintenance schedule for exhibit A1, the Piers Park Sailing Center (PPSC) facility for maintenance and updates for capital. I do not know what the extent of that is, but I know that was a request by the PPSC to ask us to consider. The consensus of the group was that, that should be a regular

maintenance item, and hopefully that is something they will consider as part of this, and, hopefully, that will lighten the load a little bit on the PPSC. That is something that we have included as being a maintenance item going forward, and that should be scheduled, and then looked at quarterly. Just like they do anywhere else in the park, they should be addressing that as well. I just wanted to make sure you are aware that, that is an ask we made, based on the conversations that we have had. What I would ask is for people to review this, and if you have questions, you should not wait until the next meeting. You should get those questions to Maria and to Mary so we can address those or try to include additional details, but essentially what we are doing is telling the Port Authority all of the issues that they need to address in the agreement. This is based upon multiple conversations that we have had. I think we have included everything that was talked about and discussed. If there are additional items, my goal is to get this to the Port Authority by the beginning of next week, so if we can get your comments back before the weekend, that will help me get a document over to them that makes the requests for the changes. Hopefully, they will then get a document back to us, and we can then take up at the July meeting for further conversation. If they are sent to Maria they can be distributed to the group, but make sure I get a copy as well.

Mary Berninger - Any questions? So that is homework. Thanked Richie. He worked very hard on that. We will push the Open Meeting Law signing to the July meeting. (Alex DeFronzo and Tom Bruno came back into the meeting.) Before we go onto the next thing. I just wanted to let you (Alex and Tom), know we spent a lot of time talking it out, and we have decided at this point in time that we are not going to do any Grants. We are not going to entertain any of them, because we have so many commitments, down the road, for Phases II and III. We risk becoming a Grant maker and that is an issue for us. Last year it was an emergency kind of situation, and any other ones prior to that was before Phase II was looking at us on the horizon. We spent a lot of time talking about it and I just wanted to let you know.

Alex DeFronzo - That being the case I'll need the groups help advocating on behalf of the Sailing Center. It is my responsibility and task to raise 1/2 million dollars a year to operate the programs that we do, and you know Massport is our largest funder. When we go to them and say we need their support they come back in a large way. This year with a significant amount of support; \$41,415. But, one of the things they say, is to ask the PAC for continued support.

Richard Lynds - Who specifically?

Alex DeFronzo - Everybody that I speak with there, Anthony, Jason, Liz.

Richard Lynds - Just so you know. We are going to broadcast back to them. The Legislation that we have, and the difficulty that some of the members have, and the votes were relatively close, but I think that the issue we are struggling with is that the funds that we receive are not intended to be for supporting programs in the park. The concern will become that when Massport sets the cap on how much funds they will give us, and we are about to sign a new agreement with them, they will cap that at a certain number. The more they put programs on us the less we will have to have the ability to do things that are important for the growth of the park system in East Boston. We are going to be limited, and for them to give us more money is always going to be a struggle, as you know. But, for them to then push people on us to ask for support financial, really puts the PAC in a difficult position, because we are limited on what our expenditures are.

Alex DeFronzo - Yes, I shared that, that was the case with you before, and you had advised that maybe this could be something that could also go into the agreement that the PAC holds with Massport.

Richard Lynds - We do have place holder language, and that is going to be up to the group to vote and the Port Authority to decide. That will require special language in their enabling legislation to allow us to do that. We have done it in on an emergency basis, because there is some grey area on programming that we are allowed to do. But, it is not our mission. Spending more than a third of our budget, \$25,000 plus \$8,000, gets close to half our budget on programming, changes the nature of the funds that come in. I think that smaller stipends are something that clearly would be within the intent of the legislation, but

not the entire amount. Even though we spend well below what they give us, we are trying to plan for things that might happen in the future, and how we might make changes to the system going forward.

Alex DeFronzo - I want to share that at our most fundamental core level, the existence of the Sailing Center is directly related to how we are able to operate in the park, and that has become obvious to me over the course of the last year. Other organizations that are similar to ours, are able to raise funds themselves, because of where they are located. This Thursday Courageous Sailing Center will be having a fund raiser at their site.

Mary Berninger - We are very sensitive to that because we even discussed the thing about getting the license agreement to do the cocktail hours. We know that will be a way to bring it in. As much as we tried to impress that to Massport, as an advisory group, they have said no, and we tried it repeatedly. It was a very difficult discussion. Everybody holds value in that program, but when the active parcel of Phase II comes in, there will be even more groups, conceivably, using it. We just cannot keep doing it because it jeopardizes what our function is. Last year was a very unique situation.

Alex DeFronzo - My concern is if this is not the mechanism, without some mechanism in place, that unique situation will likely happen again. That is what I want to avoid.

Richard Lynds - I think it is completely appropriate to have this conversation with Liz from a legal and policy view to say, that practically speaking, we are not in the position to be the funder of the PPSC. If they are looking for a vehicle, if Massport has a difficult time doing more funds for you, and they are looking for a vehicle by which they can funnel money to your program, they can give us a specific earmark, and they say we are going to fund you \$125,000 a year provided not less than \$50,000 is spent on programming. Generally speaking. At that point we then are in a different position. We can adjust potentially how we do things, but that is not in place now. For them to just tell you to go to the PAC, and ask the PAC for money, is almost them ignoring the fact that we are structured a certain way based upon a lot of what they require of us. I feel for you, and by them just saying 'go to the PAC' makes us the bad guy here. We are not trying to be the bad guy. At the end of the day it is really up to the Port Authority to decide on how they want to fund this. Whether or not they want us to do it or them to do it. There is an answer somewhere. I just don't think they are providing it.

David Halbert - We all appreciate what you do at the Sailing Center and that was a part of the difficult conversation. In full disclosure I was part of the opinion that we should not fund, generally speaking, not you in particular, but generally, because of some of the points that Mary raised about the future growth of the park. I do think though, going back to the point that you raised, because I was completely unaware, and I do not know if anyone else knew, that Massport was directing you to come to the PAC.

(Quite a few of the PAC members voiced their opinion that they did not know that, and that it was a big problem.)

David Halbert - As Richie was saying, it puts us in a position of being the bad guy, but it also puts us organizationally, at odds unnecessarily. I think had there been any sort of indication from Massport that they were directing, not just you to ask, but anyone else, because we do not know who else they are having this conversations with, to come to us for this kind of consideration. We would have covered the conversation we just had, very differently. I think we went into that conversation very blindly. What you had on the table, you probably assumed that we had, and we didn't. Quite frankly, as a member of this organization, I am a little offended, personally, that they would put us in this kind of position. I think that is something we really, whether through Richie, Liz, Mary, you, we need to directly address it. It is inappropriate.

Richard Lynds - Questioning Alex if he applied to the Foundation for a Grant this year.

Alex DeFronzo - East Boston Foundation. One of the things that I shared with Mary was a list of all the places that we have applied for funding; who has awarded funding, who has not, and which ones are still pending. The Foundation awarded us \$25,000 to support the high school sailing team in East Boston.

Mary Berninger - One of the things that struck me when I read the documents was I want you to get money from the foundation. That is what that money is for. Why didn't Boston Public Schools (BPS) contribute, unless I missed it, why aren't they contributing? It is their team.

Alex DeFronzo - We are working now, not for the high school sailing team, but with the McKay School, to do out of school time programing and programming in the summer that would be funded by BPS.

Mary Berninger - Why didn't they fund the team?

Alex DeFronzo - The school doesn't fund the sailing team because it is incredibly expensive to operate.

Mary Berninger - Yet, there is precedent. They have had the O'Brien Crew Team and doesn't Latin have a crew team?

Alex DeFronzo - The only other school in the Boston Public School that has a sailing team is Boston Latin.

Mary Berninger - Okay, so there is the precedent. That again, gets the onus off the schools. As we have said about Massport in the past; when they don't fund the Sailing Center fully, the way they used to, prior to 911, they still get to brag about it, it is still in their backyard. They still have it in their promotional material, it's on their website. They do that kind of thing and honestly, East Boston High School and Boston Public Schools, in general, are going to use the fact that they have a sailing center and yet they are not funding it. That is an issue.

Karen Buttiglieri - Also, I think that the young people should be able to raise funds. Shouldn't they be able to raise some funds?

Alex DeFronzo - We did that for all of their uniforms and gear.

Karen Buttiglieri - I am talking about giving back to the program. I understand they have to buy uniforms and gear. What happens to the uniforms the next year; are the uniforms staying there?

Alex DeFronzo - All equipment stays there. I want to assure everyone (indistinguishable). It is very hard to raise the 1/2 million dollars it takes to run the sailing center. And, I have tried with the Boston Public Schools as well.

Mary Berninger - You and I talked about, because you sent me the list of developers through BPDA, and I know a lot of the developers around the city have done similar things for other programs. If you are asking us for advice, hit those people again. It is in their backyard too. It is incumbent upon them to fund that program because they will put it in their promotional material. They do that. For them to get off the hook, and not do it, is unconscionable. Explain to your organization that it was a difficult decision, but we are in the middle of the development phase of what we do. The next thing on the Agenda is the update on the Community Benefits Agreement, which we are all supposed to see. We talk about that every month. It is my understanding that Adrian has now had a chance to read it, and Senator Boncorey has reviewed it, on June 13. As of today they have not set up an appointment with Lydia Edwards, which is concerning because they are dragging it on. They still want a ceremony, and we need to see it. So we are pushing that back to July or August by the time they get it done. They were going to call me by 5:30 today, and it did not come. So we are still waiting for that, and what we need to make sure is, that it reflects the Logan IAG work that was done in those meetings. Make sure it is in that document, and then we will vote to accept it, and sign it. Then those projects go forward in the community.

Richard Lynds - Just so people are clear. The goal is to get the agreement to be able to have the members review it. Not going to ask that members to review it in one sitting. I think that there is

certainly a push or desire to see this get signed as soon as possible. As responsible members of this PAC, you should have time to review, ask any questions that you might have. My guess is it should take at least 2 meetings to get that agreement signed. I know people may feel it is important to get it signed quickly. The way that they approached it, there is no rush. Their failure to plan can't be our problem. If they want us to sign it they need to deliver to us. We have to have an ample opportunity to review it, and have a discussion. My guess is, based upon the way this agreement was structured, there is not a lot of negotiating at this point. It is either an up or down vote. If you don't like what's in it you vote no on it. If you like what's in it, or you want to support what they are proposing and you vote on it. But the idea is you have to be the signatory. So, whether or not we are the signatory or not, really comes down to a majority vote of this group. But, I want people to have the opportunity to review that and be able to answer any questions. We will spend as much time on it as we need before we take a vote on that. Those are the 2 things relative to the Open Meeting Law.

Mary Berninger - Any questions? Under New Business. This actually speaks to the Grant making in a way too. Magdalena Ayed, and her harbor keepers group is running her first annual Marine Science and Maritime Festival, July 14, on Constitution Beach. She wanted me to let this group know it would from 11:00am to 3:00pm. She also asked if there was any way we could help. I explained we could not. In this case it was an easy thing to say no because it has nothing to do with the park system and Massport. There would be activity tables, and whatever else. I told her that I didn't think we would participate as an official table or any thing like that.

Melissa Tyler - Under New Business. They have installed, Roseland or whoever is building those buildings, an enormous generator which is vibrating all of the ground around it and humming 24/7.

Richard Lynds - On the new building?

Melissa Tyler - I have complained about it and nothing has been done. I don't know how much longer it is gong to run. It is big.

Sal LaMattina - It is temporary. There was a big flood there and a building got flooded.

Richard Lynds - I think it is the dehumidification system they were doing?

Sal LaMattina - Yes. I know it started last week.

Melissa Tyler - It has been awful and of course they put it on the neighborhood side.

Sal LaMattina - It is temporary. They lost 40 something units.

Melissa Tyler - Do they have any idea how long it is going to be?

Sal LaMattina - I will find out.

Bob Strelitz - Are they going to keep it there.

Sal LaMattina - No, just until it dries out. A water main broke.

Mary Berninger - Does anyone have anything else.

Sal LaMattina - I have New Business. I would like to talk about the Sailing Program one more time.

Richard Lynds - You need a majority vote to take it up again.

Mary Berninger - You mean you are revisiting the entire issue.

Sal LaMattina - I would like to if I have a second.

Karen Buttiglieri - I have the second.

Mary Berninger - Alex may I ask you to excuse yourself again. I think it is appropriate if you want to be consistent.

Bob Strelitz - We can't vote again.

Richard Lynds - It needs a majority vote to take it up under New Business.

Mary Berninger - At this point you know we are not doing it, I just do not want to make you both uncomfortable. We have a request on the floor to revisit the discussion on the sailing center.

Bernardine Joslin - Second.

Mary Berninger - Now we need a vote to open it. The motion is open the discussion. All in favor to open the discussion. Vote taken. 5 to open, 5 to close. I know it was a difficult night, and I think we did what was required of us as a group. I will leave it at that.

Richard Lynds - I can say that we do have, just to touch upon it, we do have, under the financial section which is Section 7, that we recommend no change to the language except in the event the Port is encouraging the PAC to contribute to (undistinguishable) and expenses of Piers Park. I actually capped it in there, assuming they were actually encouraging, which I did not know they were doing. If they are encouraging and going to encourage the PAC to contribute, perhaps they should increase the financial commitment to the PAC. We can present it that way. To say (to them) we understand you told the Piers Park Sailing Center to come to us, we are not structured to give the Grant, but if you feel that is an appropriate ask through us, then you should increase the amount of money you are giving to us. We might be in a different position at that point. That should be done under the new OSM Agreement. That is something we can revisit. It is in the next discussion.

Sal LaMattina - Could I make a motion or something? I would like to know how much money we spent the last time we had consultants for Phase I. Can we get that number from somewhere? I don't think we spent \$200,000.

Richard Lynds - I am sure I have it. It is not the \$200,000. It is the amount of money we will need, and then how much money the Port Authority is giving us, and when they give it to us. The question is they owe us \$75,000 per year and do they always give it to us every year? No. We don't have an agreement signed right now, and without an agreement they say they are not obligated to give us the funds. I think they are, which is a debate for another day. The argument will be that the Port Authority will decide for whatever reason that they are not going to fund us, and remember, Port Authority has to give approval to the scope of the consultants that we request if it requires additional funds. So, we have funds, we want to be able to use our funds, and if we are going to use them for Sailing Center versus consultants, my guess is the Port Authority will say use it for the Sailing Center not the consultants. The last thing I think they want, and I am not picking on the Port Authority, is that, if we want to question or challenge something they are proposing, our consultant is going to work for us not the Port Authority. I think it is important that we have resources available, even if it is a deter for the Port Authority, to understand that we are willing to spend money on consultants to help us get through certain issues that we may not agree with as part of their design package. Not have to beg them for funds to do it.

Melissa Tyler - Motion to adjourn.

Bob Strelitz - Second.