

NORTH COUNTRY COUNCIL BOARD OF DIRECTORS MEETING MINUTES
Thursday, January 24, 2019
North Country Council Conference Room
161 Main Street, Littleton, NH
1:12 pm-3 pm

BOARD MEMBERS PRESENT: Vicki DeLalla, Treasurer; Doug Grant, Chair, Carl Martland, and Jennifer Fish, Secretary

BOARD MEMBERS ABSENT: Paul Robitaille

STAFF MEMBERS PRESENT: Kathleen Frenette, Co-Executive Director & COO; Michelle Moren-Grey, Co-Executive Director & CEO

Welcome

Board Chair Grant opened the meeting at 1:12 pm.

Introduction of Board Members, Guest and Staff:

Guest-Shannon Prue from Woodsville Guaranty Savings Bank-present for new signatories for the NCC operating account, bank resolution and a signature for the Tax ID.

Chair Grant requested that Ms. Prue leave the paperwork that needs to be signed and he will return it once the discussions have been completed on who is will be signing. Ms. Prue advised that the signed forms be dropped off at the Cottage Street branch.

Minutes from the November 2018 Meeting were reviewed

Motion: Treasurer DeLalla made the motion to approve the November 2018 minutes, Board Member Fish seconded. The motion carried

December Financials

Reviewed. Discussion held.

Motion: Treasurer DeLalla made the motion to accept the December 2018 financials as presented. The motion was seconded by Board Member Fish. The motion carried.

Old Business

Member Dues

Mrs. Frenette discusses dues received as of day of the meeting and total went from \$41,001.61 to \$50,460.40, with Berlin paying today and Shelburne's dues will be coming in. Green column is dues received, pink is non-member, and if no color, it is dues invoiced but not yet received.

RSA Book update-Per Mrs. Frenette most money has come in, \$3,224 and \$2,692 received, Madison owes \$460. When payments are all received NCC will have a net profit of \$1,300.

Lexus Nexus bill has not been received as of yet, money has been set aside for payment of NCC Books.

Information/Questions/New business

New Business

Discussion of having a stamp for checks, due to distance, winter weather conditions, speedier approval and payment process and to save travel time for the Treasurer.

MOTION: Treasurer DeLalla made the motion to approve getting a stamp to be used to sign checks pending the payment approval by the Treasurer for the aforementioned reasons. Board Member Fish seconded the motion. With further discussion the motion carried.

Audit

Per Staff Member Mrs. Frenette, fiscal year 2018 audit is coming up and the 2017 was recently paid. Jen Connors @ RKO will do the 2018 audit for a cost of \$12,000, which is a \$1,000 reduction from last year. Requests authorization for audit.

New Project Updates

Ms. Moren-Grey has discussion regarding government shutdown and the effect it has right now on funding sources, they are currently on hold with EDA grant. Normally the work is done on the EDA grant prior to its award, but with the uncertainties of the shutdown and what has been affected there is no work on EDA. It may take twice as long for the grant to be awarded as was the shutdown.

In the past NCC has used member dues and in-kind match for the EDA grant. This year we have been able to get some matching funds from NBRC but it comes with stipulations. By March 1st, 2019 NCC has to be in negotiations or under contract with a consultant to do a third part financial and organizational review of the NCC organization. Tillotson has also agreed to match us for \$23,000 in support of the EDA scope of work and that will be the last money in. The \$12,000 that is needed to complete the match to the EDA funds will come from in-kind. NCC has contacted and been contacted regarding the shutdown by some foundations and its impact.

Discussion of the USDA SWOT Analysis grant which runs until June and Michelle will request an extension of that grant due to the government shutdown. An explanation of how the reimbursements work with USDA and how long it will possibly take to get reimbursed by USDA due to the government shutdown.

USDA solid waste grant application submitted in early December prior to the shutdown and usually results are received between April and July but due to the shutdown it may be 1-2 months later.

Discussion of Trail Network Asset Inventory project investigating a collection system and its development. Tillotson offered \$2,000 for a round table discussion and \$43,000 for trails.

Tillotson agreed to \$25,000 for a 3rd party financial review of NCC, discussion held, Ms. Moren-Grey will draft an RFP. Staff Member Ms. Moren-Gray discusses getting through the strategic plan with a consultant to evaluate NCC capacity, financials, staffing, liabilities, debt repayment options, evaluation of revenue streams and staff capacity. Assistance with corrective measures, staff training, coaching and other needs to stabilize and move NCC forward with the strategic plan. This goes back to the NBRC funding to match our EDA grant, this process has to be initiated and carried through to qualify for the matching funds. NCC is one of two pilot programs with the NBRC granting funds to assist with healthy sustainable projects.

MOTION: Board Member Fish made the motion to allow the Co-Executive Directors to proceed with submitting the RFP for a financial operational and organizational assessment to develop and distribute said proposal. Treasurer DeLalla seconded the motion. Motion carried.

Other Business:

Board Chair Grant discusses DOT funding and how it is administered has changed. Per Staff Member Ms. Moren-Grey \$187,000 in total funds to organizations for transportation, meeting to be held on 1/25/19 with GCRCC to discuss the lead agency due to federal compliance. If there is no lead agency, there will be no money coming in to the region and NCC needs to hear the plan prior to taking the next step.

Discussion of adding Committee Reports to the agenda for the BOD meeting to include TAC, RCC's, Byways, CEDS, NHARPC.

Vacancy on Board of Directors- Treasurer DeLalla discusses possibility of Robin Irving for position of Vice Chair and Personnel Committee member. Discussion held on other board vacancies as well. Discussion will occur at the commissioners meeting regarding filling positions. Discussed marketing piece for the positions available.

MOTION: Move to adjourn at 3 pm by Board Member Fish, seconded by Board Member Martland. Motion carried.

Respectfully Submitted,

Anne Klein, Recording Secretary

Klein Transcribing

Approved 02/22/2019