

NORTH COUNTRY COUNCIL BOARD OF DIRECTORS MEETING MINUTES
Wednesday, September 19, 2017
North Country Council Conference Room
161 Main Street, Littleton, NH
9:30 a.m. to 11:30 a.m.

BOARD MEMBERS PRESENT: Jo Lacaillade, Chair; Vicki DeLalla, Treasurer; Carl Martland, Vice Chair; Doug Grant, Jennifer Fish

BOARD MEMBERS ABSENT: Dennis Lund

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

Welcome

Board Chair Lacaillade opened the meeting at 1:03 pm.

- **Minutes from the July 2018 Meeting**

MOTION: Vice Chair Martland moved to accept the Minutes of July 18, 2018, as written. It was seconded by Board Member Grant. The motion carried.

- **Minutes from the August 2018 Meeting**

MOTION: Vice Chair Martland moved to accept the Minutes of August 15, 2018, as written. It was seconded by Board Member Grant. The motion carried.

AUGUST FINANCIALS:

- Reviewed. Discussion held.
- Staff member Mrs. Frenette gave narrative of profit and loss that was comprised per the request of Vice Chair Member Martland.
- Discussed change of health insurance plan starting October 1, 2018.
- CDFFA contacted regarding bridge loan, Board member Lacaillade will sign certification of authorization for the loan modification agreement that was read to the board by Mrs. Frenette.

MOTION: Treasurer DeLalla moved to accept the signing of the certification of authorization for the loan modification agreement for the bridge loan from CDFFA. It was seconded by Vice Chair Martland. The motion carried.

- Chairperson Lacaillade opened the discussion with regard to the proposed change in the health care plan with HealthTrust to incur more cost saving measures. Mrs. Frenette discussed the visit from Wendy Parker the Executive Director of HealthTrust, and the expectation by their Board to have NCC payments to Health Trust no later than 60 days in arrears by the end of December or our benefits can be shut off.

MOTION: Treasurer DeLalla moved to accept changing the health care plan with HealthTrust to the lesser expensive plan. It was seconded by Vice Chair Martland. The motion carried.

OLD BUSINESS:

Annual Meeting:

- Discussed budget for dinner and updated on RSVP's and touching base with contacts regarding attendance of annual meeting. List of sponsors reviewed and funds not in yet.

Information/Questions/New business

New Business

- Resolution by the Board of Directors authorizing to enter into an amended and restated lease agreement with DRTC discussed due to the refinance of DRTC. Mascoma Bank is requiring that the lease be extended to cover the 20 year finance period of the loan.

MOTION: Board Member Grant moved to accept the Board Chair signature on the document for the changing of the lease to coincide with the refinancing of DRTC. It was seconded by Board Member Fish. The motion carried.

- **New Equipment**-New iPad with weather and drop proof case needed for UPWP contract work and also per staff Ms. Moren- Grey, looking at computer repairs to the traffic count laptop. A Certificate of Authorization for the expenditures was presented for review to the Board by Mrs. Frenette. It was made clear that these expenditures would be reimbursable under the current UPWP contract.

MOTION: Treasurer DeLalla moved to approve that the Board Chair sign the Certificate of Authorization to purchase the needed equipment and repairs. It was seconded by Board Member Fish. The motion carried.

- **Conflict of interest:** Ms. Lacaillade is not due to sign as of this meeting, Board Members due are Mr. Martland, Mr. Grant and Ms. Fish.

Other Business:

- Discussed new slate of Board Members, Officers and Board Members that will stay on with NCC.
 - Jo Lacaillade, Board Chair
 - Doug Grant, Vice Chair
 - Jennifer Fish, Secretary
 - Vicki DeLalla, Treasurer
 - Paul Robitaille, Board member
 - Carl Martland, Board Member

Adjourn

MOTION: Board Chair Lacaillade moved to adjourn the Board Meeting. It was seconded by Board Member Grant. The motion carried.

Respectfully Submitted,

Anne Klein, Recording Secretary

Klein Transcribing

Approved November 21, 2018