

NORTH COUNTRY COUNCIL BOARD OF DIRECTORS MEETING MINUTES
Wednesday, June 21, 2017
Mount Eustis Commons
NCC Conference Room
Littleton, NH

BOARD MEMBERS PRESENT: Jo Lacaillade, Vice Chair; Vicki DeLalla, Treasurer; Bob DeAngelis; Robin Frost, Secretary; Neil McIver; Carl Martland; Thomas Holmes; and Robin Irving (tardy).

BOARD MEMBERS ABSENT: Earl Sires

STAFF MEMBERS PRESENT: Dr. Barbara Robinson, Executive Director; and James Steele, Finance & Accounting Manager

OTHERS IN ATTENDANCE: Lilli Gilligan

3:00 - Welcome and Minutes from May 17th

MOTION: Board Member DeLalla moved to approve the Minutes from the Regular Meeting of May 17th, 2017, as written. It was seconded by Board Member DeAngelis. The motion carried. (7-0-0).

3:05 - Old Business

Vice Chair Lacaillade announced that she had received a Letter of Resignation from William Andreas. Discussion was had regarding the positions of Chair and Vice Chair.

MOTION: Board Member DeLalla moved to accept with regret the resignation of William Andreas. It was seconded by Board Member Frost. The motion carried. (7-0-0).

Dr. Robinson indicated that the certificate was hand-delivered to Mr. Andreas to thank him for his service with the NCC.

MOTION: Board Member Frost moved to appoint Jo Lacaillade as Chair of the Board of Directors. It was seconded by Board Member DeLalla. The motion carried. (6-0-1).

3:10 - Committee Reports

✓ **Loan Committee Report**

▪ **EDA - RLF Transfer**

Board Member DeLalla informed the Board that CEDC has sent in their paperwork, as of the 15th of June, and that the only action the Board has to take is to wait for EDA. Dr. Robinson added that she anticipates the transaction taking place by the end of the fiscal year.

- **TPP & Ragged Mountain Updates**

- **TPP**

Board Member DeLalla indicated that TPP was notified and that they had a meeting last Wednesday, June 14th, 2017, regarding the short sale. Dr. Robinson discussed the details of the meeting, noting the participants and the conversation that was had. She noted that the results of the discussion are:

1. TPP has met with Bank of New Hampshire, connected through Beno Lamontagne of DRED in Plymouth, to acquire a loan, which seems unlikely to come through.
2. Short sale option was considered.

Chair Lacaillade inquired as to the possibility of NCC's portion of the note being acquired by any party interested in purchasing the building, in order to make NCC whole again. Dr. Robinson responded that, due the amount of default in three different areas that that would be difficult, and that she was unable to provide a definitive answer, but is willing to look into it further. More discussion was had regarding the process that TPP and its loan holders would have to go through in order to address and solve their current predicament.

Dr. Robinson noted that, while she was not included in the follow-up meeting with NCIC and DRED, she has already requested a subsequent follow-up meeting with Beno in a couple of weeks. She did point out that NCIC has kept her in the loop throughout all of the proceedings.

- **Ragged Mountain**

Board Member DeLalla informed the Board that they have received a request for another extension, to go until November/December. Dr. Robinson noted that, from her own experience, the extension may be in order for Ragged Mountain to get their retail profits up during the holiday season; however, she has not received any explanation directly from Ragged Mountain as to why they are requesting the hyperextension of repayment.

Chair Lacaillade pointed out that the Board had, in granting the initial extension, requested financials from Ragged Mountain. Dr. Robinson responded that the Board has not yet received that, but she hopes to have it for the next Loan Committee Meeting.

Board Member DeLalla indicated that she had instructed Mr. Steele not to withdraw money for June from Ragged Mountain, which was when the Board had requested repayment to restart, without receiving a decision from the Board in terms of what actions should be taken. Further discussion was had regarding the additional request for extension, to include the stellar repayment history of Ragged Mountain, prior to the initial request for extension, as well as concerns that the Board has regarding the imminent transferring of the loan to another organization.

MOTION: Chair Lacaillade moved to approve the request for extension for either no more than 90 days, OR until 30 days after the funds are transferred to the new revolving loan fund owner, whichever comes first. It was seconded by Board Member DeLalla. The motion carried. (6-0-1). Board Member Holmes abstained.

- ✓ **Finance Committee**

- **May Financials**

Mr. Steele distributed the packet of financials to the Board. He pointed out that the loss is down to \$34,000, which is mainly due to a few town dues that were written off and the loss of Kaela Gray, which

resulted in less billable hours during the month of May. He noted that over the course of the year there's about a 60/40 billable/nonbillable. Board Member DeLalla pointed out that the NCC is on the accrual method.

Further discussion was had regarding deciphering the QuickBooks financial spreadsheets. Board Member DeLalla announced the next Finance Committee Meeting would be on July 5th, in Lancaster, at 9:30 a.m.

Mr. Steele noted that the current membership status is 44 (43 communities and 1 county). He indicated that the projection of revenue for that will be \$93,000 for the year, where it was originally budgeted to be \$70,000.

✓ Other Committee Reports

▪ Connecticut River Joint Commissions (CRJC)

Dr. Robinson stated that they had their annual meeting on Monday, June 19th, 2017. She indicated that they're in the midst of a big PR effort up and down the river, which has a good outlook. She noted that they are actively recruiting a member from the Commissioners, or one of the Board Members, although they do not have to necessarily be current Commissioners or Board Members, as long as their townships are located along the river. Further discussion was had regarding the membership commitment. Dr. Robinson added that the contract with Upper Valley is still pending regarding next year.

▪ Comprehensive Economic Development Strategy (CEDS)

Dr. Robinson indicated that while there will not be a July meeting, Michelle has been working in an outreach program with various folks to analyze the direction that CEDS is heading, focusing on the Resiliency Model that she has developed.

▪ Transportation Advisory Committee (TAC)

Dr. Robinson announced that the next meeting will be July 20th, 2017. She noted that at the last meeting, which was March 16th, the 10-Year Plan Project was approved with results which included (1st-tie) Plymouth/Highland Street reconstruction with Whitefield/Lancaster/Jefferson Road reconstruction; and (3rd) reconstruct bridge and retaining wall on New Hampshire 16. She went through to further detail what was discussed at that meeting. She then described the Agenda for the next meeting.

Dr. Robinson indicated that the transition is going well. She stated that following are ongoing:

- Traffic Count Program
- Littleton Bike Ped Improvement Plan
- Plymouth Parking Occupancy Study
- Franconian Notch State Park Overflow Parking Collaboration with Partner Organizations

▪ Dartmouth Regional Technology Center (DRTC)

Dr. Robinson stated that they had their annual meeting on Monday, June 19th, 2017, wherein she was reappointed as Vice Chair. She discussed what ensued at that meeting, including that there are no funds forthcoming at this time. She pointed out that she anticipates the new staff touring the DRTC probably sometime in August.

▪ NH Rail & Transit Authority Advisory Committee

Dr. Robinson indicated that the State has basically tried to wind it down, but conversations are still ongoing in that regard. She stated that she can supply details at a later time, should anybody be interested in them.

- **Scenic Byways**

Board Member Martland distributed a one-sheet summary of what's currently taking place. He described that they are working in three main areas:

- Funding
- Changes in Route Structure
- Northern Pass

3:35 - Informational/Questions/New Business

Dr. Robinson readdressed the possibility of the NCC moving its facility. She went through the items being considered in relocating to the new space, as well as its five-year outlook. The Board discussed their sentiments regarding the move.

MOTION: Board Member Frost to approve Dr. Robinson pursuing the relocation of the NCC. It was seconded by Board Member DeAngelis. The motion carried. (7-0-0).

Dr. Robinson proposed the following dates for the Annual Meeting: October 26th, 2017 at the AMC Highland Center; or the week of October 19th, 2017 at the Mountain View Grand.

Dr. Robinson addressed the Plymouth Economic Development Center (Enterprise Center - ECP), where there may be a new person from Plymouth that will be added to staff to fill the role of community outreach.

3:40 - Other Business

- ✓ **Nonpublic Session**

Nonpublic Session under RSA 91-A:3, II(a): "The dismissal, promotion, or compensation of any public employee or the disciplining of such employee, or the investigation of any charges against him or her, **unless** the employee affected (1) has a right to a public meeting, and (2) requests that the meeting be open, in which case the request shall be granted."

MOTION: Chair Lacaillade moved to enter Non-Public Session, under RSA 91-A:3 II(a). The motion carried.

Board Member DeAngelis - Yes
Board Member DeLalla - Yes
Board Member Frost - Yes
Board Member Irving - Yes
Board Member Martland - Yes
Board Member Holmes - Yes
Board Member McIver - Yes

All approved to go into Non-Public Session. Board entered Non-Public Session at 3:50 p.m. Board exited Non-Public Session at 4:30 p.m.

4:30 - Adjourn

Respectfully Submitted,

Victoria O'Connor, Recording Secretary
O'Connor Legal, Medical & Media Services LLC
www.oconnorlmms.com
(603) 865-1255

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