

NORTH COUNTRY COUNCIL BOARD OF DIRECTORS MEETING MINUTES
North Country Council Conference Room
161 Main Street
Littleton, NH
Tuesday, August 20th, 2019
3:00 p.m. to 5:00 p.m.

BOARD MEMBERS PRESENT: Doug Grant, Chair; Paul Robitaille, Secretary; Jennifer Fish; and Carl Martland.

BOARD MEMBERS ABSENT: Robin Irving, Vice Chair.

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

- **Welcome**

Chairperson Grant called the meeting to order.

- **Shannon Prue, Woodsville Guaranty Savings Bank**

- **Slate of Officers Operating Account Bank Card Signatures.**

Ms. Kathleen Frenette informed the Board members in attendance that because not all of the Officers could be there as they all need to sign she had to cancel Ms. Prue's attendance at this meeting. She will reschedule when all Board Officers can be in attendance.

- **New Business**

- **Tammy Letson - Crane & Bell**

- **June Year End Financials**

The Board discussed the reports, touching upon what they currently receive and what they would prefer to receive, moving forward. Some items requested were:

- ✓ **Formatting:** Budget being first on left-hand side (first column); Indentations
- ✓ **Unrestricted Money On-Hand v. To Be Spent (Expense v. Revenue)**

Inquiry was had into whether the Board Members could see the actual QuickBooks data, wherein the Right to Know Law was explained, to include what Board Members were privy to, with regards to payroll.

Ms. Kathleen Frenette indicated that 2018's audit is wrapping up and that she anticipates receiving the initial Financial Report next week for Fiscal Year 2018. She touched upon things that she and Tammy are working on, in regards to the Fiscal Year 2019 calculations, including the UPWP, Unbilled Work in Progress, and the Local Planning Contracts Other in preparation for the Fiscal Year 2019 audit.

Discussion was had regarding the capabilities of QuickBooks, how it pulls information, what data is shown on the reports, as well as its limitations.

Ms. Tammy Letson noted that she is asked questions, by other Towns, regarding North Country Council (NCC). She suggested including an informational letter with NCC's bills to respond to some of those inquiries. Ms. Frenette indicated that they send out informational packets to all the towns within the region in hopes of doing just that.

▪ **July Financials**

Ms. Moren-Grey discussed specific items on the financials, including:

- ✓ **19-900-OSI-Targeted Block Grant**, page 1, Profit and Loss (P&L) - Last year's money, \$5,578
- ✓ Moving **Organization Review** out of Local
- ✓ **Commute Smart** should be zero, because there was no work done in July. Ms. Frenette responded that that was an invoice sent out in July for work done in June. Board Member Fish inquired whether the income should be reflected in June, and Ms. Frenette concurred.
- ✓ **Traffic Count Purchases** - Planned to be in last fiscal year, invoiced in June? Ms. Frenette responded that the invoice from the Visa card was received in July.
- ✓ **Dues** - \$6,644.10 - Reflective of what was budgeted or what was collected? Ms. Frenette responded that it's complicated, as the majority of the dues are received at the beginning of the calendar year, yet they have to be divvied up between the first 6 months of the calendar year, which is the last 6 months of the fiscal year. Ms. Moren-Grey requested that that number be double-checked to make sure it's accurate to reflect adjustments in terms of receivables.
- ✓ **RSA Books** - \$50
- ✓ **Federal Mileage Rate** - Published in January

○ **Visa - Authorization for Credit Limit Increase - Alex Belenz**

Ms. Frenette indicated that the credit card limit is \$100. She noted that the interns that come in to work during the summertime utilize the credit card to pay for expenses, which is bringing about the need to raise the limit of the credit card.

MOTION: Board Member Martland moved to raise the credit card limit to \$250, or whatever is needed.

Chairperson Grant suggested \$500.

MOTION: Board Member Martland moved to raise the credit card limit to \$500. It was seconded by Board Member Robitaille. The motion carried. (4-0-0).

○ **Traffic Truck**

Ms. Michelle Moren-Grey stated that the traffic truck is dead, that it failed inspection as the frame is rusted out and it is unsafe to drive. She went on to say that there is a bit of fieldwork left to complete, for which they will utilize personal vehicles. She explained the Extended Frame Warranty and that the Toyota was not covered under it, since they did not receive notification, and the Class Action suit has been settled.

She indicated that they cannot plan to obtain a replacement vehicle until the State approves the budget, which would be around September/October. Discussion was held regarding avenues of acquiring a vehicle, including funds available to municipalities, relationships they could establish with local dealerships, etc. The Board inquired as to what type of automobile the NCC would need, and Ms. Moren-Grey described it as a smaller transit van.

- **October 2020 Annual Meeting**

Chairperson Grant inquired as to whether it should state October 2019 Annual Meeting. Ms. Frenette responded that she was thinking Fiscal Year 2020, when she wrote the Agenda. She went on to state that it has yet to be discussed if there is going to be an Annual Meeting, and, if so, what the Board would like to plan.

Board Member Martland noted that it's a good event and that it is essential to the outreach to the communities. Board Member Robitaille added that advertisement for the Annual Meeting needs to be more widespread throughout the region.

The Board discussed the profit and loss from the last Annual Meeting, and what could be projected for this year's meeting. They also went over how the meeting was planned last year, and how to go about planning this year's meeting.

Chairperson Grant suggested picking the date early and negotiating with the Opera House themselves for the price, and subsequently putting it out for bid to at least 2 people who would supply everything else (i.e. catering, furnishings, etc.). The Board gave suggestions for venues to hold the meeting, as well as what would be an appropriate date to hold the event, in order to avoid conflicts and enable more participation.

Ms. Frenette inquired if the Board would like to do sponsorships as they did in the previous year. The Board indicated that they would. The Board discussed possible speakers and topics for the event, including:

- ✓ Housing
- ✓ Mission of NCC
- ✓ Project Creation
- ✓ Table Topics
- ✓ Littleton River Project
- ✓ Valley Chain
- ✓ Bicycles - Jericho Road

- **Minutes Approval**

- **June 18th, 2019**

MOTION: Board Member Robitaille moved to accept the Minutes of June 19th, 2019, as written. It was seconded by Board Member Martland. The motion carried. (2-0-2).

Chairperson Grant referred to reference in the Minutes regarding NCCDC.

- **Old Business**

- **Other**

- NCCDC - Chairperson Grant informed the Board that they received the rejection letter in regards to NCCDC, in terms of following the instructions under Subparagraph 300, page 420. He indicated he provided that to Vicki DeLalla to address it, which she agreed to do so, post-Labor Day.

Ms. Moren-Grey suggested tabling the conversation until after further discussion has been had as to whether the NCCDC should be dissolved. She emphasized that it is important that NCCDC, should it continue on,

should avoid becoming entangled with NCC, as it was in the past, while still providing a supportive role to NCC and its mission. The Board discussed the financials, as well as the membership of NCCDC.

- Ms. Moren-Grey spoke about the Organization Capacity Review (OCR) completed with Eric Waters, noting that it is one segment in a long phase of strategic planning. She indicated that he did the report, containing initiatives and actions that support what he found for priority recommendations.

She distributed the report to the Board, which they reviewed. Discussion was had as to whether it would behoove the Board to have the individual towns work on the action plan steps. Ms. Moren-Grey noted that most of the initial steps are administrative and are NCC's responsibility, as an organization. She stressed that this is an internal document, and that she could foresee an external public action plan be published in approximately a year.

She reminded the Board that the OCR is tied to funding sources that they've received, therefore taking action on the findings is important. She added that, through her discussions with Mr. Waters, it was decided that it may be more appropriate to embark on more of an action plan initiative, rather than a strategic plan initiative, due to the fact that there is a lack of foundation at the moment in the organization. She discussed the two funding sources and what they were to be applied towards.

- Ms. Moren-Grey mentioned that the field crew finished the culvert assessments, wherein they assessed over 200 culverts. She also noted that Mr. Belenz finished the Littleton Parking Study Plan, that he is working with Bethlehem on a similar plan, and that he is working with Ashley on scoping out special projects for on-road ATV counts.
- 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; (b) The hiring of any person as a public employee.*

MOTION: Board Member Robitaille moved to close the Public Session, and to enter into Nonpublic Session.

Chairperson Grant: Aye
Board Member Martland: Aye
Board Member Fish: Aye
Board Member Robitaille: Aye

The motion carried. (4-0-0).

The Board entered Executive Session at 5:22 p.m.

MOTION: Board Member Robitaille moved to close the Nonpublic Session, and to enter into Public Session.

Chairperson Grant: Aye
Board Member Martland: Aye
Board Member Fish: Aye
Board Member Robitaille: Aye

The motion carried. (4-0-0).

The Board entered the public session.

- Next Board Meeting Tuesday, September 17th, 2019, 3:00 to 5:00 p.m.

- **Adjourn**

**MOTION: Move to adjourn at 5:26 pm by Board Chair Grant. Seconded by Secretary Robitaille.
The motion carried.**

Respectfully Submitted,

Victoria O'Connor, Recording Secretary
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Approved 09/17/2019