



LRPC Executive Board Meeting

Minutes of September 8, 2021

APPROVED AS CORRECTED ON OCTOBER 13, 2021

PRESENT	John Ayer (Chair), Mardean Badger, Bill Bolton, Pat Farley, Steve Favorite, David Katz, David Kerr, Robert Snelling, Steve Wingate
ABSENT	Dean Anson, Tony Giunta, Jean Marshall
STAFF	Jeff Hayes (Executive Director), Tracey Ciriello (Meeting Recorder)
PUBLIC	Charlene Vallee, Hennessy & Vallee, PLLC, CPA
LOCATION	Hybrid Meeting: LRPC Office, 1st Floor Conference Room and Zoom Conference

1. Call to Order

The Chair called the meeting to order at 9:00 AM and stated a quorum was physically present with 7 Executive Board members. S. Favorite and S. Wingate joined the meeting remotely via Zoom in order to reduce exposure to COVID-19. D. Katz motioned to allow remote participation per 91-A:2. B. Bolton seconded the motion. ROLL CALL VOTE by the Chair: Badger—yes; Bolton—yes; Farley—yes; Favorite—yes; Katz—yes; Kerr—yes; Snelling—yes; Wingate—yes; Ayer—yes. **SO VOTED**

With consensus the Chair took the agenda out of order since the auditor was present at the start of the meeting (via Zoom) and began with agenda item 6.a, FY21 Audit, then continued rest of agenda in order.

2. Approve Minutes of June 9, 2021

P. Farley moved to accept the minutes of June 9, 2021 as presented. M. Badger seconded the motion. ROLL CALL VOTE by the Chair: Badger—yes; Bolton—yes; Farley—yes; Favorite—yes; Katz—yes; Kerr—yes; Snelling—yes; Wingate—yes; Ayer—yes. **SO VOTED**

3. Monthly Executive Report

J. Hayes noted that the data for the report comes from timesheet task summaries, which are consolidated and then high-level items are chosen. He described the Pardoe Foundation sunset grant—the organization is winding down to close and has made final gift awards to 15 recipients of its own choosing. LRPC was one of the organizations chosen and will receive a \$20K multi-year grant over the next 4 years of \$5,000 per year. He also announced that all the regional planning commissions in the state will receive \$100K each in ARPA funds via a grant through the New Hampshire Department of Business and Economic Affairs (NHDBEA) to do a regional housing needs assessment. Principal Planner S. Slack will be the project manager for this effort. He also noted that we have several Circuit Rider contracts—Northfield, Center Harbor, Plymouth. The Chair observed that the monthly report was 7 pages long when he first started on the Executive Board and acknowledged a great job in paring it down.

4. Committee Reports

a. Transportation Technical Advisory Committee (TAC)

• TAP and GACIT Updates

D. Kerr reported that last week's TAC meeting as well as the GACIT meeting were both cancelled. J. Hayes indicated the GACIT schedule was not set yet but was being made based on the Executive Councilors' schedules. The state is currently focused on the bike/ped plan. LRPC has begun a new 2-year UPWP (transportation planning) contract with NHDOT for about \$479,000, around \$40K more than last year. NHDOT sets the indirect rate, but managing the overhead rate can be difficult and J. Hayes and Finance Administrator C. Carder spent a lot of time managing it.

5. Old Business

a. Summer 2021 HHW Collection Report

J. Hayes reported it was a good collection. Drone pictures were taken showing lines of cars. LRPC is paying for dumpsters for host communities. Piloted a gas can program this year because people want their gas cans back but have to give them up if using to transport to the collection. Northfield was the only member that did not participate this year; they are concerned about the cost per resident. LRPC has been fortunate to have a fixed rate contract the last few years because in the past, while we had record participation, we went over by \$30K that LRPC had to pay for. However, we will see an increase in collection costs going forward. HHW in the context of overall solid waste management was discussed in general. D. Katz inquired about negotiating a new plan ahead of time. J. Hayes indicated this year was the second of the 3-year fixed contract but when the time comes to renegotiate, everything will be on the table. A discrepancy in the numbers for the proposed FY23 HHW appropriations must be addressed before they can be voted on, so the item was tabled.

b. Annual Meeting Planning Committee

There was confusion regarding whether the 50th anniversary would be celebrated this month, September 2021, or in June 2022. Still planning on the 50th anniversary in June 2022. The speaker is confirmed and the budget will need to be approved at the June 2022 meeting. Even though the current budget has changed a lot since June 2021 due to new revenue and expenses, J. Hayes indicated it was still important to have the budget discussion in June. A discussion took place regarding whether a quorum could be achieved at the annual meeting, whether number of commissioners vs. number of members constitutes a quorum, whether there could be a quorum of people but not towns, etc. J. Hayes suggested sending out a questionnaire in advance of the annual meeting. D. Katz and M. Badger confirmed that the bylaws state that members are the towns and commissioners are the representatives, and that 50% refers to the number of members. J. Hayes clarified that LRPC's current bylaws had been written when we incorporated as a non-profit. Then about 15 years ago LRPC became subject to RSA 91-A when the state determined that regional planning commissions were a governmental entity. So the portion of our bylaws that states a quorum can be declared is in conflict with RSA 91-A, the Right-to-Know law. The discussion was tabled until later in the agenda under New Business, e. Proposed Bylaws Amendments.

6. New Business

a. FY21 Audit Presentation

J. Hayes affirmed that the auditor works directly for the Executive Board and introduced Charlene Vallee of Hennessey & Vallee, PLLC, CPA, whose firm conducted this year's annual audit. Ms. Vallee presented the audit via Zoom and reviewed the draft financials audit report distributed in advance of the meeting, noting or explaining specific sections such as the net pension liability on page 7 and a more traditional balance sheet view on page 9 without the pension liability, to give a truer picture of operating expenses. She introduced an additional document not included with the draft audit report, a two-page Financial Ratio Analysis showing three types of ratios with accompanying narratives and explained each and how they compared to last year's.

The Chair thanked the auditor for the presentation and Ms. Vallee left the meeting. D. Katz moved to accept the FY21 audit as presented. M. Badger seconded the motion. ROLL CALL VOTE the by the Chair: Badger—yes; Bolton—yes; Farley—yes; Favorite—yes; Katz—yes; Kerr—yes; Snelling—yes; Wingate—yes; Ayer—yes. **SO VOTED**

b. FY23 Membership Appropriations

Proposed increase in membership dues, which had been kept the same for the past 3 years, reflects new census numbers (updated every 10 years) and 5% inflation factor. Alton may potentially join again and LRPC hopes to bring them back into the fold—it has been unfortunate not to have them. 2020 Census numbers revealed some towns had lost population. D. Katz moved to accept the FY23 member dues appropriations as presented. P. Farley seconded the motion. ROLL CALL VOTE the by the Chair: Badger—yes; Bolton—yes; Farley—yes; Favorite—yes; Katz—yes; Kerr—yes; Snelling—yes; Wingate—yes; Ayer—yes. **SO VOTED**

c. **FY23 HHW Appropriations**

Tabled until October.

d. **Meeting Formats, mask optional**

No discussion.

e. **Proposed Bylaw Amendments**

- Quorum
- Remote Meeting Participation

J. Hayes explained how 3 other RPCs have created subsidiary or auxiliary 501(c)3 organizations and suggested it was worth keeping LRPC incorporated, as we have been by filing every 5 years with the NH Secretary of State (NHSOS). The Chair asked if dropping the Inc. in our name changes anything with the NHSOS; J. Hayes said he thought it doesn't matter for their purposes. J. Hayes reviewed the proposed change of a 51% majority to establish a quorum and the necessity to remove the ability to declare a quorum. R. Snelling confirmed that membership was based on population and asked whether only one vote would be counted per town. J. Hayes affirmed that the full Commission has the authority to amend the bylaws. Consensus was to table the discussion.

f. **Funding Updates**

- State School, Housing Needs Contract, Pardoe Foundation

Reviewed under agenda item 3.

7. Roundtable

D. Katz, New Hampton—Lot of changes regarding excavation regulations; town still contemplating solar; the BOS and Planning Board signed an access management memorandum to NHDOT in June but have not heard back from so are taking silence as consent.

S. Wingate, Tuftonboro—Proposed new police station unpopular—constructions costs deemed too high.

S. Favorite, Bristol—Could only hear J. Hayes clearly during today's meeting; school back in session; starting to cut in/splice fiber so will see if can be done before winter; page numbers would help on meeting material attachments.

J. Ayer, Gilford—STRs are an issue that have come a head so the Planning Department is trying to figure things out; people wanting to stay in their campers on their own land is a new issue; washout in Black Brook in July; Starbucks and Clear Choice urgent care both coming to town; Planning Department short-staffed right now due to COVID case.

8. Adjourn

The Chair declared the meeting adjourned at 11:40 AM.

*Respectfully Submitted,
Tracey Ciriello, Meeting Recorder*

MOTIONS SUMMARY

MOTIONED / SECONDED / RESULT

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|--|--------------------------|
| 1. Allow remote participation by Executive Board members attending virtually | Katz / Bolton / passed |
| 2. Approve June 9, 2021 minutes | Farley / Badger / passed |
| 3. Accept FY21 audit as presented | Katz / Badger / passed |
| 4. Approve/Accept? FY23 dues appropriations* | Katz / Farley / passed |

**before offering to the Commission to approve*