



Minutes of the Meeting of the Connecticut River Joint Commissions  
Lebanon City Council Chambers  
Lebanon, NH  
November 30, 2009

Attending:

NH Commissioners: Cheston Newbold, Cleve Kapala, George Watkins, Robert Harke, Nancy Franklin, John Tucker, Mary Sloat, John Severance, Glenn English, Robert Christie.

Vermont Commissioners: Beverly Major, Bill Roberts, Joe Sampson, Steve Long, Nat Tripp, Gary Moore, John Lawe, Brendan Whittaker, Michaela Stickney, Gayle Ottmann, Peter Gregory, Jim Matteau, Tom Kennedy

Staff: Sharon Francis, Adair Mulligan, Rebecca Brown

Guests: Maggie Stier, NH Preservation Alliance; Ann Cousins, Preservation Trust of Vermont; David Deen, Connecticut River Watershed Council; Bernie Folta, Claremont citizen; Larry Reed, C.P.A.

Nancy Franklin, chair

**1. Minutes of Sept. 28, 2009** were approved unanimously on a motion by Mary, seconded by Cheston.

**2. Presentation. Maggie Stier, NH Preservation Alliance; Ann Cousins, Preservation Trust of Vermont. Needs and opportunities for historic preservation in the watershed.**

The speakers were invited to give an overview of their organizations' work and ideas for our work on heritage tourism and preservation through the Byway.

Maggie Stier presented an overview of historic places of interest to the Preservation Alliance, including town halls, schools and libraries, churches, courthouses, grange halls, general stores and other community gathering places, metal truss bridges as well as wood covered bridges, barns, and painted theater curtains. She pointed to the mill heritage of communities such as Claremont. She suggested that the Byway could include focus on metal truss bridges, noting NH Preservation Alliance has named them to its Seven to Save list as highly endangered. NH has barn preservation tax incentives and towns may adopt demolition delay ordinances for use when a historic building is threatened, such as through fire. She suggested that those historic features that are more accessible to travelers, such as country stores, should be a focus. She pointed to NH's LCHIP program as the primary source for bricks and mortar historic preservation projects. She noted that local heritage commissions, which must be voted in town by town, provide advocates for preservation and have an important public education role.

Ann Cousins explained that downtowns and village centers, including village stores and encouraging post offices to remain in town, are the focus of the Preservation Trust. National Geographic Traveler magazine identified Vermont as the top destination in the U.S. for international travelers because of the preservation of downtowns and natural resource stewardship. The trust is also focused on bridges, railroad stations, and other places that already draw tourists and which may enjoy expanded attention through interpretation and tours. She suggests that an interactive calendar listing events in historic places would be useful (such as what the Byway Web site redesign will include). Heritage tourists seek places such as the Tip Top restaurant in White River Junction, which contributes to the creative economy and reuses a historic commercial building. She suggested focusing attention on Connecticut River bridges, both covered, metal truss, and concrete, noting that they are some of the most spectacular in Vermont. Vermont has an inventory of historic barns, and this could be used to interpret for visitors how the various barns were used. The industrial heritage theme could be expanded, as could a focus on historic libraries. The Preservation Trust of Vermont works with communities to identify special places, and offers seed grants of \$250 for consultants to assist communities with rehabilitation and interpretation projects, such as at the Alice Ward Library in Canaan.

Both preservation groups are eager to work with us to identify special places and define areas that could use further interpretation. Robert Harcke noted that economic development corporations in NH are also involved in reuse of historic places, and suggested that there are good collaboration opportunities.

Maggie noted there are opportunities to link scholarship of the heritage of the valley and visitor and resident experiences. An example could be a tour itinerary of churches designed after the work of a particular 18<sup>th</sup> century architect. Our states' populations are aging, and travelers, too are older, well educated, sophisticated, and seeking heritage information, so we would be wise to provide it.

Bob Christie suggested that cemeteries and gravestones are sought out by visitors and residents. Ann noted that the Church of Latter Day Saints will soon release a lot of genealogical information, so we could see an increase in people tracking down historic graveyards.

Gayle Ottmann wondered about print versus Internet material for historic interpretation. Ann says that research shows that most visitors research a place on-line, but having paper materials when they arrive is desirable. The trust is turning to the Internet instead of print for cost savings and easy modification or update of information. Maggie added that human resources are key, with giving people ideas for destinations and answering questions, making the Byway waypoint centers critical.

Nat Tripp commented that the Byway and the two organizations' missions are similar and complementary. We have nine visitor centers on the Byway, and each one needs access to historic preservation information in their region and these regions need to be connected thematically.

Ann and Maggie each stressed that local historical societies can't deliver all the services needed for preservation work or for visitors interested in heritage, as societies are run by volunteers, with limited staff or hours open. Using historic sites to host events is a good way to get people inside, to appreciate the place as well as the event. This is also a way to get around the lack of funding to keep historic buildings open all day. Bridges are easier, since they are outdoors and always accessible.

Adair noted that the Byway Web site has lots of historic register information that is a resource for historical societies, and asked if this information is now available digitally. Ann said that Vermont's digitized state register is difficult to use, and thus she relies upon CRJC's website for this information. The state is working to make it easier to use. NH is digitizing its information, but in general, a trip to Concord is the only way to access the information. Google has a National Register sites layer on its maps. A for-profit arm of the National Trust is developing heritage tours.

Bernie Folta noted that Vermont has or had a "251 club" where someone who visits all 251 towns gets a sticker, and this might be something for the Byway communities to do. Ann said that the Lake Champlain Basin Association had familiarity tours for chamber members plus people like gas station attendants and village stores clerks who get asked questions, so they would be more knowledgeable about their region. Mary Sloat suggested that the local river subcommittees could be useful in helping to lay out heritage itineraries in their own regions. Ann and Maggie suggested they could do a retreat with Byway Council members and others to work community historic preservation themes and site identification. Maggie said a good place to start is to look at who is already is doing good work that we can build on.

### **3. Larry Reed, CPA. FY 2009 Audit.**

Larry gave a page-by-page review of the FY 2009 Audit. All commissioners have copies. Total assets are \$323,302. There are greater accounts receivable as a result of slow invoices due to Barbara's illness and death. Some grantors are slower in sending payments or releasing funds, and Sharon explained that slow payment is an issue now because federal and state agencies are giving priority to stimulus fund payments. Federal sources remain our largest revenue source.

On occasion, we borrow from restricted funds to cover operating costs. These funds are repaid when accounts receivable are received. A discussion on the advisability of this practice reviewed the options. We can borrow from restricted funds to cover operations; we could pay contractors only after we get paid, and risk losing some because of delays; or take out a line of credit on which we would have to pay interest. There are no restrictions from funding sources as long as this use is temporary and funds ultimately used for their original purpose. Larry explained that if the states' funds came in the beginning of the year cash flow would not be a problem, but the funds are received mid year. We are now using restricted funds – \$30,000 – \$40,000 – through the end of October as we wait for state funds to arrive. Sharon said we have \$119,000 of outstanding invoices on which payment should have been received. We will send \$112,000 in additional invoices over the next 7 – 10 days. We are holding \$92,500 of bills awaiting these payments.

Cheston said that this practice of using temporarily restricted funds is not new, and that by approving budgets the commissions have agreed to the practice. Glenn said that unless commissioners wish to do a complete monthly review of the budget similar to the annual review, the executive director should continue making allocation decisions through the year.

David Deen questioned why commissioners' donated services are not recognized. Larry said that federal rule changes for nonprofits dictate that only services ordinarily paid for may be considered in-kind.

Motion to accept the audited financial statement: Cheston Newbold, second John Tucker. Tom Kennedy asks what is in the management letter, which is not part of the audit. Larry said it will note the timeliness of invoices, and that CRJC's board does not have an individual capable of preparing financial statements according to GAPP principles. To meet this the treasurer or business manager would have to be a CPA. Larry will send the management letter to the commissioners and Sharon said she will prepare the appropriate reply. Unanimous approval.

**4. Financial Reporting.** Sharon says distributed a four-month financial report through October showing by funding source amounts contracted, received, and spent. Negative figures represent cash expended but not reimbursed. Steve Long suggested that Quick Books can generate useful reports, but Larry said that this format developed on Excel gives a more complete picture.

Peter Gregory expressed interest in seeing reports on accounts payable as well as accounts receivable, restricted funds, and the rest of a cash flow analysis and a balance sheet. Commissioners indicated that the steering committee should get detailed monthly reports and the full commissions receive summaries, unless there are unexpected or unusual circumstances. Cheston commented that every commissioner could get all of this information e-mailed monthly and it is up to them whether they review it.

### **5. Personnel Policy Revisions.**

Peter Gregory led a review of suggested changes to CRJC's Personnel Policies.

Cover – Glenn made a motion to keep the history of revisions. Bev second. Unanimous. Page 4 changes accepted unanimously.

Page 7 - Overview. Tom moved to make review three months ahead of fiscal year start. Glenn second. Unanimous.

Page 7 – ED review. Glenn disagreed with having the officers seek employee input. He suggested that the employees have adequate contact with commissioners and can bring up any issue of concern. Day to day management is not the prerogative of commissioners. Sharon agreed that it makes her uncomfortable and that the proposed change implies a lack of confidence in the ED. Peter Gregory, David Deen, Tom Kennedy, Steve Long, and Gary Moore described how employee input can be helpful. Peter made a motion to change "officers"

to “personnel committee.” Second Joe Sampson. Unanimous. Glenn made a motion to add “each” to “employee will have a review.” Steve second. Unanimous.

Peter made a motion, Joe second, to accept the policy change as proposed, meaning the personnel committee “shall” consult with employees - tied 10 - 10. Motion failed.

Bev Major made a motion, Brendan Whittaker second, that in evaluating the executive director, the personnel committee “may” seek employee input. Passed, 18 in favor, 3 opposed.

P 8 – working hours – Mary moved approval of the proposals, second Bev. Unanimous.

P 8 – E. offsite work –Tom Kennedy moved, Glenn second: add “With the Executive Director’s approval.” Unanimous.

F. Weather emergencies – approved, with Glenn voting no.

G. Time sheets – Bev motion that the original wording is kept in the last sentence – George second. Passed, with Gary voting no.

John Tucker made a motion to table the rest of the discussion until the next meeting. Tom second. Unanimous.

Jim asks for e-mail with the changes marked in color. Cheston suggests that the personnel committee meet with Sharon to review the changes.

**6. CRJC By-Laws.** Revote on motion offered in the Sept. 28 meeting, as there was not a quorum then. Mary Sloat made a motion and Bev Major second that the bylaws be reviewed by the Steering Committee regarding the authority of the Steering Committee in conducting its meetings, and any proposed revisions come to the full commissions. Unanimous.

## **7. Staff Reports**

**Staffing.** Sharon reported that the new Business and Office Manager Brenda Ash has resigned. The runner-up choice, Theresa Darling, has accepted the job. She has a good book keeping background. To free Sharon from program work, and put time toward UCRPA she has delegated to Adair responsibility for CRJC’s water resources and riverbank projects, and to Rebecca for Byway projects, with Adair also taking on the history itineraries. Sharon will finish the byway sign project. Sharon said our constrained finances don’t provide a change in compensation for Adair and Rebecca for these extra responsibilities. Nat said that compensation should be considered. Cheston agrees.

**Mohawk Restoration** – Adair reported that the Mohawk River restoration was completed during the week of Columbus Day and includes two bank protection logjam structures, 12 individual log placements, and excavation of a cutoff channel downstream of the WWTF. The permit required turbidity monitoring during construction, both background and 1000' downstream. CRJC will work with the town to place the property under a conservation easement. Cost total \$151,643, with most of funding from NH DES 319 program and Upper CT River M&E Fund; some funding also from Tillotson Fund and NH Moose Plate program. For the Business Park part of the project, CRJC has just received the signed MOU from Colebrook but is still awaiting the letter of approval from EDA. Sharon, Adair, and Dr. Maeve McBride gave a presentation on the Colebrook project at the Nov. 21 Water and Watershed Conference hosted by NH DES in Concord.

**Byway** – Rebecca reported that the Web site redesign is progressing well, with the consultant having visited the Byway steering committee twice. We have reviewed all work to be done by end of the fiscal year. Major projects include the Byway handbook, community conversations, a database of hospitality businesses and outfitters, and applications for funding.

**Water Resources Plan** – Adair reported that she has nearly completed the round of 15 presentations on the plan. The most recent was in Orford with some 70 people in attendance. The local subcommittee members had issued invitations and a box holder mailing, and it was sponsored by the local conservation commission. Hank Swan and Gary Moore attended. The next is in Bath Thursday night, the last in Brattleboro next Wednesday. Following the suggestion of Cheston Newbold and John Lawe, members are offering to give the presentation in own communities, so we are providing CDs of the presentation to the subcommittee members.

Four of the five local Water Resources plans have now been published in a limited run of 40 cc each, and we are beginning distribution to LRS members, planning boards and commissions, and conservation commissions, but there are not enough for commissioners or schools, and only a few for libraries in some LRS

areas. We are stretching our print copies by making CDs available. CRJC will apply to the VT conservation license plate program for funding to print local versions of Recreation plan (only overview has been printed), print more copies of the Water Resources plan for libraries/schools/ agencies, create a portable riparian buffer exhibit, and purchase equipment to support commissioners & LRS in giving presentations in their own towns to help amplify the message.

**8. Public Comment.** None received at this point in the agenda.

**9. Announcements.** Authorize a letter of support for the Essex County Conservation District seeking funding from the Vt. license plate conservation grant program. George motion, John Severance second. Unanimous. Bob Christie asked that the full commissions meeting agenda include a summary of steering committee decisions and actions.

Bob related that he had mentioned to Gov. Lynch that the Connecticut River valley should become an official tourism region, but other commissioners felt that politically this would be impossible.

Peter asked that steering committee minutes be noted as draft before they are distributed.

Adjourned at 3:26.