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FINAL

MINUTES
STRAFFORD REGIONAL PLANNING COMMISSION
EXECUTIVE COMMITTEE MEETING
January 15, 2016
Community Center Conference Room #1
Strafford Regional Planning Commission
150 Wakefield Street, Suite 12
Rochester, NH

Members Present: Vice Chair Victoria Parmele, Northwood; Secretary/Treasurer Tom Crosby, Madbury; Sandra Keans, Rochester; Bill Connor, Somersworth; Bob Jaffin, Rochester; Kenn Ortmann, Rochester; Alternate Judy Nelson; Rollinsford

Staff Present: Cynthia Copeland, Executive Director; Shayna Sylvia, Communications & Outreach Specialist

Members Absent: Chair Brian Tapscott, Somersworth; Alternate Wayne Burton, Durham

Guests: Sheryl Burke, CPA at Melanson, Heath, Co; Alyssa Simard, CPA Melanson, Heath and Co; Kathy Foster, SRPC Financial Consultant

1. **Welcome/Introductions**

Vice Chair V. Parmele welcomed everyone. Introductions were made around the room. The meeting began at 8:05 AM.

2. **Presentation: FY 2015 SRPC DRAFT Audit Presentation from Melanson, Heath, & Co, PC**

V. Parmele welcomed Melanson, Heath and Co, PC to give the report of the FY 2015 SRPC DRAFT Audit Report.

Sheryl Burke and Alyssa Simard from Melanson, Heath, and Co, PC shared the results of the FY2015 Audit Report. S. Burke reviewed the financial statements. The opinion

included in the independent auditors report was explained. This opinion was stated as follows:

> "In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and the major fund of Strafford Regional Planning Commission, as of June 30, 2015, and the respective change in financial position, for the year then ended in conformity with accounting principles generally accepted in the United State of America."

S. Burke explained the financial statements including the statement of net position, deferred inflows, the statement of activities, expenditures, and other information indicating where SRPC, as an organization, stands financially. Financials were also reviewed on a short and long term basis. SRPC finances were presented in various formats to provide different perspectives of the organization.

C. Copeland shared the protocol for a federal agreement SRPC received which involves reviewing the audits of subawardees. She asked S. Burke to explain liability and risk management, and how it reflects on the financial audit. S. Burke suggested looking at the balance sheet and the statement of net position.

Questions were answered during the presentation and included questions about the low risk status of the organization, changes presented in the new uniform guidance. In particular, low risk status means that a lower percent of the organization's federal expenditures need to be audited.

The new OMB super circular was discussed, which has been adapted as the uniform guidance. There are new written policies and procedures that SRPC must adhere to in FY2016. S. Burke shared that requirements for procurement have changed and that organizations must now have written procedures. Procurements over $3,000 have requirements for choosing services and there will be documentation requirements. C. Copeland asked for clarification specific to SRPCs use of ESRI, and use of a variety of vendors for office supplies.

S. Burke shared the Single Audit Report. This report is a second level of audit that is required due to expenditure limits. The threshold will be changing, so SRPC may not be subject to the single audit in the future. A discussion ensued concerning audit requirements. S. Burke explained that there were no deficiencies identified. As stated in the single audit:

> "Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses."

Such deficiencies would be reported in a management letter. K. Ortmann asked for clarification on this.

The second part of the Single Audit states that SRPC is in compliance with the federal requirements. The opinion paragraph stated:

> "In our opinion, Strafford Regional Planning Commission complied, in all material respects, with the compliance requirements referred to above that could have a direct and materials effect on each of its major federal programs for the year ended June 30, 2015."

S. Burke explained the *Schedule of Expenditures of Federal Awards* and how funds that are passed through are identified on the form. A discussion ensued concerning this process of identifying funds that are being passed through.

C. Copeland shared that with the amount of new grants SRPC has received they will mostly likely be required to have a single audit for the next fiscal year.

K. Ortmann asked for further clarification on low risk status.

The Commission thanked the presenters. K. Ortmann asked that the staff, the Financial Consultant K. Foster, and SRPC Secretary/Treasurer T. Crosby be recognized as well.

3. **Action Items**

a. **Approval of Minutes of December 18, 2015**

K. Ortmann **MOVED** to accept the December 18, 2015 Minutes. S. Keans **SECONDED** the motion, of which all were **IN FAVOR**. V. Parmele **ABSTAINED.**

b. Approval of the non-public minutes of November 20, 2015

S. Sylvia explained that while the November non-public minutes are the only ones on the agenda, the group may vote to approve the December non-public minutes as well.

K. Ortmann **MOVED** to approve the November non-public minutes. T. Crosby **SECONDED** the motion, of which all were **IN FAVOR.**

K. Ortmann **MOVED** to approve the December non-public minutes, authored by B. Connor. T. Crosby **SECONDED** the motion. S. Keans asked if these minutes will be approved as non-public. K. Ortmann explained that the Executive Committee did not vote to seal the minutes at any point. The motion **CARRIED** as all were **IN FAVOR.**

c. Acceptance of Draft December Financials

C. Copeland reviewed the draft December financials. She reviewed the organization's position this year in comparison to last year. T. Crosby shared that the organization is in a good position.

S. Keans asked for a clarification on a line item relating to Primex. This line item is a tax credit.

C. Copeland explained the aging summary and added notes for payments SRPC is awaiting. A discussion ensured concerning payments that SRPC is waiting on. V. Parmele asked about the Local Technical Assistance amounts which are marked at zero`. C. Copeland shared that this would be removed from next month's financials as these accounts are paid.

C. Copeland reviewed the profit and loss statements. K. Ortmann asked for clarification on the use of Foster's for advertising meetings. A discussion ensued concerning requirements for posting meetings and public notices. V. Parmele asked about Foster's coverage of SRPC's press releases. C. Copeland and S. Sylvia explained that Foster's normally includes SRPC content in the online version of the paper.

K. Ortmann **MOVED** to accept the draft December financials. B. Jaffin **SECONDED** the motion, of which all were **IN FAVOR.**

d. Concurrence with January Monthly Minors

This item was tabled as there were no January Monthly Minors.

e. Acceptance of FY2015 Audit Report

K. Ortmann **MOVED** to accept the FY2015 Audit Report. T. Crosby **SECONDED** the motion, of which all were **IN FAVOR.**

K. Ortmann suggested the Committee move to Item 5. Updates.

5. <u>Updates</u>

a. Contract Update-C. Copeland

This item was covered later in the meeting.

b. NH Rail Transit Authority, New England Rail Coalition Update, and SRPC Rail Working Group - B. Jaffin

There were no updates to report. There will be a meeting of the New England Rail Coalition next week on January 29, 2016.

c. NHARPC Committee Update-Kenn Ortmann

K. Ortmann shared that the NHARPC met on January 14, 2016. K. Ortmann shared that the group is currently looking at the LSRs they are interested in, marking them, and deciding how to define their role as an educator versus a lobbyist. It is important to consider that the nine RPCs have different priorities. K. Ortmann shared that NHARPC is looking at a focus on educating, but plans for some lobbying, such as letters of support, if they feel it necessary. The protocol for all of this is being developed.

K. Ortmann **MOVED** to recess the meeting. T. Crosby **SECONDED** the motion, of which all were **IN FAVOR**. The meeting recessed at 9:04 am.

K. Ortmann **MOVED** to end the recess. T. Crosby **SECONDED** the motion, of which all were **IN FAVOR.** The meeting reconvened at 11:00 am.

Vice-Chair Victoria Parmele introduced item 4. Non Public.

4. <u>Non Public</u>

K. Ortmann **MOVED** to go into non-public session at 10:21 am, to discuss personnel matters in accordance with RSA 91-A 3II (a). The Executive Committee entered a Non-Public session **VIA A ROLL CALL VOTE** of V. Parmele, R. Jaffin, T. Crosby, W. Connor, K. Ortmann, J. Nelson and S. Keans.

K. Ortmann **MOVED** to come out of the non-public session at 10:59 AM. J. Nelson **SECONDED** the motion, of which all were **IN FAVOR.**

B. Jaffin **MOVED** to authorize a 4% increase in Executive Director Cynthia Copeland's salary to become effective as of January 1, 2016. J. Nelson **SECONDED** the motion, of which all were **IN FAVOR**. There will be suggestions made to the calendar later.

A discussion ensued concerning the raises given to staff dependent on whether they had title changes or not. Information will be provided for the E.C. for the next meeting.

The Executive Committee returned to item 5. Update.

5. <u>Updates</u>

a. Contract Updates

C. Copeland shared that 13 contracts closed at the end of CY2015. Currently SRPC staff is working in 15 different contracts. She reviewed the final budgets for the contracts that recently closed. There is the possibility of renewal for some contracts with our communities. C. Copeland shared where the organization is at in terms of the budget and where we should be in order to stay on budget for the rest of the fiscal year. She gave an update about the project of special merit that Planners Liz Durfee and Kyle Pimental applied for, and gave an update on the Brownfields Assessment process, and the SHRP2 contract. Due to the fact that the SHRP2 contract hasn't been approved, C. Copeland will need to make adjustments for staff working in UPWP.

C. Copeland shared that first time SHRP2 awardees have a significant opportunity to work with the program again in the future as an awardee. K. Ortmann asked about whether CMAQ funding could be a funding source for SRPC. C. Copeland shared that SRPC usually provides technical assistance through UPWP funds concerning CMAQ grants. A discussion ensued concerning grant development processes and ranking projects for other entities applying for grant funding or statewide funding.

C. Copeland spoke to the other MPOs in the state and how their budgets and audits are carried out. This process was completed as preparation for the memorandum of understanding associated with the SHRP2 award agreement.

d. LSR Update

B. Connor addressed the bill concerning regional planning commissions (HOUSE BILL 1439-LOCAL). K. Ortmann shared that this bill included publishing of the terms and conditions of all RPC contracts, in addition to an annual report. A discussion ensued concerning this bill.

C. Copeland added that she would share the NHARPC tracker on LSRs that are of interest to the NHARPC in the coming months. She reviewed some pertinent LSRs.

In relation to HOUSE BILL 1439-LOCAL, C. Copeland explained that our Annual Report has been sent to the state legislators in our region.

e. Executive Director Review Calendar

K. Ortmann suggested that E.D Review Calendar be adapted to include a meeting of the E.D. Review Committee in February and March. This would be the only change to the calendar. The Executive Director Review Committee should have a line item on the agendas for the E.C. meetings moving forward. This would be an update item. B. Connor asked that the process for Executive Committee members choosing to stay on the

Committee should be started earlier than it is currently scheduled. S. Sylvia shared that this item will be on the agenda for March. This will be mentioned to the Commission at the January meeting.

6. Other Business

B. Jaffin shared that he can no longer participate on the NHARPC due to other conflicts. V. Parmele shared that she will consider attending these meetings. The Executive Committee thanked B. Jaffin for his role on the NHARPC to date.

B. Connor thanked the review committee for the work that was done.

C. Copeland shared that she found several MPO models for a continuity of operations plan. K. Foster, M. Sullivan, and K. Pimental will be assisting in this effort. C. Copeland shared that this will be completed for June. C. Copeland thanked B. Jaffin for encouraging this effort.

C. Copeland shared that she is no longer involved on the planning committee for the NHARPC Commissioner Convening.

K. Ortmann **MOVED** to adjourn the meeting. B. Jaffin **SECONDED** the motion. All were **IN FAVOR.**

The meeting was adjourned at 11:41 PM.

Minutes Respectfully Submitted by,

Shayna Sylvia
Communications and Outreach Specialist

Minutes approved on February 18, 2016,

By: Victoria M. Parmele
Victoria Parmele, Vice Chair – SRPC Executive Committee