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WAKEFIELD

SRPC Executive Committee Meeting Agenda

January 19, 2018

Time: 8:00 AM - 9:00 AM

Community Center Conference Room #1

150 Wakefield Street

Rochester, NH

- 1. Welcome/Introductions**
- 2. Action Items - motion required**
 - a. Approval of December 15, 2017 Executive Committee Minutes (**Enclosed**)
 - b. Acceptance of Draft December Financials (**Separate Mailing**)
 - c. Concurrence with January Monthly Minors (**Enclosed**)
 - d. Recommendation of Draft Amended SRPC Bylaws to full Commission (**Enclosed**)
 - e. Adoption of SRPC 2018 Wellness and Safety Plan (**Enclosed**)
 - f. Adoption of the SRPC 2018 Emergency Succession Plan (**Enclosed**)
- 3. Non-Public**
 - a. Personnel, RSA 91-A; 3 II (a)
- 4. Discussion**
- 5. Updates**
 - a. Contract and Project Updates- C. Copeland
- 6. Other Business**
- 7. Adjourn**

Rules of Procedure

*Strafford Regional Planning Commission
Strafford Metropolitan Planning Organization, and
Strafford Economic Development District*

Meeting Etiquette

Be present at the scheduled start of the meeting.

Be respectful of the views of others.

Ensure that only one person talks at a time. Raising your hand to be recognized by the chair or facilitator is good practice.

Do not interrupt others, or start talking before someone finishes.

Do not engage in cross talk.

Avoid individual discussions in small groups during the meeting. When one person speaks, others should listen.

Active participation is encouraged from all members.

When speaking, participants should adhere to topics of discussion directly related to agenda items.

When speaking, individuals should be brief and concise.

The Strafford Regional Planning Commission & Metropolitan Planning Organization holds both public meetings and public hearings.

For public meetings, guests are welcome to observe, but should follow proper meeting etiquette allowing the meeting to proceed uninterrupted. Members of the public who wish to be involved and heard should use venues such as citizen forum, public hearings, public comment periods, outreach events, seminars, workshops, listening sessions, etc.

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DRAFT MEETING MINUTES
STRAFFORD REGIONAL PLANNING COMMISSION
EXECUTIVE COMMITTEE MEETING
December 15, 2017
Community Center Conference Room #1
Strafford Regional Planning Commission
150 Wakefield Street, Suite 12
Rochester, NH

Members Present: Chair Victoria Parmele, Northwood; Secretary/Treasurer Tom Crosby, Madbury; Peter Nelson, Newmarket; Judy Nelson, Rollinsford; Brian Tapscott, Somersworth

Members Absent: Tony McManus, Dover; Sandy Keans, Rochester;

Staff Present: Cynthia Copeland, executive director; Shayna Sylvia, communications & outreach specialist

1. Welcome/Introductions

Secretary/Treasurer Tom Crosby began the meeting at 8:10 a.m.

a. Appointment of alternates, if necessary

There were no necessary appointments.

2. Action Items

a. Approval of the Minutes

i. October 20, 2017 Executive Committee Meeting Minutes

Brian Tapscott **MOVED** to approve the October 20, 2017 Executive Committee Meeting minutes. Judy Nelson **SECONDED** the motion, of which all were **IN FAVOR**.

ii. November 17, 2017 Executive Committee Meeting Notes

Victoria Parmele **MOVED** to approve the November 17, 2017 Executive Committee Meeting notes. T. Crosby **SECONDED** the motion, of which all were **IN FAVOR**.

b. Acceptance of DRAFT Monthly Financials

i. Acceptance of Draft October Financials

ii.

Cynthia Copeland explained that the Draft October Financials were reviewed at the Nov. 17 meeting. She explained that the key points are summarized in the Nov. 17 meeting notes.

J. Nelson **MOVED** to accept the Draft October Financials. P. Nelson **SECONDED** the motion, of which all were **IN FAVOR**.

iii. Acceptance of Draft November Financials

C. Copeland reviewed the Draft November Financials, including the notes from the SRPC Financial Consultant. She discussed the closing of the Citizens Bank account, in addition to contract payments that the organization received in November. C. Copeland explained the balance sheet, aging summary, and income by customer.

C. Copeland shared the “Profit & Loss Budget vs Actual report” requested by the auditors, which is difficult to maintain as the budget is not adjusted. The report may not represent the actual financial snapshot. She reviewed how certain contracts are billed versus others, and how this affects SRPC’s financial tracking. Cynthia explained that the organization is in great financial shape.

Cynthia noted that the organization received the indirect cost rate adjustment for FY2016, and were waiting to hear from NHDOT regarding the FY2017 indirect cost rate adjustment. She noted how the indirect cost rate affects billing and the organization.

B. Tapscott **MOVED** to accept the Draft November Financials. T. Crosby **SECONDED** the motion, of which all were **IN FAVOR**.

c. Concurrence with Monthly Minors

i. Concurrence with November Monthly Minors

The November Minors were already submitted to the NHDOT.

ii. Concurrence with December Monthly Minors

There were no December monthly minors.

d. **Concurrence with Amended SRPC Procurement Procedures**

C. Copeland shared that SRPC Editor Ken Mayo is working to modernize the organization's procedural documents. She explained that the edits in the two documents were all technical.

T. Crosby **MOVED** to concur with the Amended SRPC Procurement Procedures. J. Nelson **SECONDED** the motion, of which all were **IN FAVOR**.

e. **Concurrence with the Amended 2018 SRPC Operational Procedures**

T. Crosby **MOVED** to concur with the Amended SRPC Procurement Procedures. J. Nelson **SECONDED** the motion, of which all were **IN FAVOR**.

3. **Discussion**

a. **Executive Director Subcommittee (EDS)**

C. Copeland explained that the EDS has been discussing management of human resources. Currently the financial consultant assists with this effort. J. Nelson had suggested software that the Rollinsford School Board uses. C. Copeland and Kathy Foster have been looking into this software. They will also be exploring other applications designed specifically for government agencies. .

C. Copeland opined that this type of software would be a good investment for the organization. A discussion ensued concerning the security in place for these types of applications and whether employee information would be protected. P. Nelson offered to review the application given his background in IT. He suggested security policies should be included in the organizational protocols.

f. **SRPC Bylaws**

i. **Original Bylaws (Version with edits shown)**

C. Copeland shared that the last amendment to the SRPC Bylaws occurred in 2010. K. Mayo recently completed edits to the current bylaws. She asked the Executive Committee if they were comfortable with the editing process being continued. It is proposed that Article VI: Section 1 be changed, to include the recommendation of dues rate, and to eliminate outdated language referring to "expenditures in excess of executing contracts". A discussion ensued concerning other important responsibilities of the Executive Committee.

C. Copeland promoted the inclusion of language to approve a line of credit under Executive Committee responsibilities. This will be added. A discussion ensued concerning other potential changes. The Committee suggested that Executive Committee members should be able to have other duties assigned if the Executive Committee, as a whole, deems it

appropriate. This is different from the current language which states “as deemed appropriate by the Commission.” These other duties would still be reported on to the Commission.

C. Copeland addressed Article VI: Section 2, suggesting that the requirement of four meetings be increased, as the Executive Committee meets 12 times a year. The Committee suggested the language be changed to at least six meetings.

The proposed changes to the bylaws will be brought to the Executive Committee in January for recommendation to the full Commission. The amendments will be up for adoption by the full Commission at the February meeting.

P. Nelson asked about representation on the Commission from the counties. Strafford County has appointed a member to be on the Commission but Rockingham and Carroll counties have not. A discussion ensued concerning recruitment of county representatives.

ii. **Original Bylaws (Version with edits accepted for readability)**

See discussion above.

4. Updates

a. Contract and Project Updates

C. Copeland reviewed the bid process for a new SRPC server and detailed how many bidders applied. She added that a supplier had been selected. She also explained the final outcomes for Finance/HR services and for Audit services RFPs. Several grant application requests are currently in process.

C. Copeland explained that the RPCs Executive Directors had a discussion with NHDOT about how the organizations can make a profit with NHDOT related work for municipalities so that those funds can be used as match towards the UPWP and not municipal dues. This conversation has been discussed with staff and SRPC’s financial consultant.

5. Other Business

There was no other business.

6. Adjournment

B. Tapscott **MOVED** to adjourn. J. Nelson **SECONDED** the motion, of which all were **IN FAVOR**.

The meeting adjourned at 9:01 a.m.

Minutes Respectfully Submitted by,

Shayna Sylvia
Communications and Outreach Specialist