

**EXECUTIVE COMMITTEE
MINUTES**

SOUTHERN MAINE PLANNING and DEVELOPMENT COMMISSION

**9:00 AM
January 29, 2020**

In attendance were: Chairman Perry Ellsworth, Treasurer Richard Dutremble, Chris Osterrieder, Gary Lamb, Werner Gilliam, Jim Nimon, Denise Clavette, Greg Tansley, Paul Schumacher, Executive Director and Dave DiPerri

Absent: Vice Chairman Jan Williams, Pat Finnigan, Cristina Forsyth, Kendra Amaral and Beth Della Valle

Visitor: Will Armitage

1. Minutes of December 19, 2019 Executive Committee meeting

*Gary Lamb made the motion to accept the minutes of December 19, 2019 with the corrections in spelling and the motion was seconded by Werner Gilliam. Perry Ellsworth, Richard Dutremble and Denise Clavette abstained because they were not present at the meeting. **Approved Unanimously.***

2. Treasurer's Report

The Finance Committee met before the Executive Committee meeting to discuss financial statements for the end of December.

Paul informed the committee that we received the final 2019 audit. Again this year, the auditor would not write a Management Letter. It was stated that the auditing firms don't commit to a management letter any longer to avoid any kind of liability. We seem to be getting better with what the auditors need, so they have less problems doing our audits.

Greg Tansley told the committee that ShuttleBus's auditor requires a Management meeting with the board to present the audit and discuss any issues. It was suggested that we invite Purdy & Powers to speak at one of our committee meetings 1/2 way thru the year, after April 15th and have them point-out facts about Dave and Marian, any inefficiencies or improvement to be made and explain why we had such a growth in revenue – teach the committee. Paul told the committee that a single audit was done on all our federal grants again this year. Will Armitage read the letter that is part of the audit and stated that it was the same language he gets from his auditing firm. Perry Ellsworth felt the audit was a good document for our \$17,000. Will Armitage only pays about \$11,000 for his audit, but it did not cover the same kinds of contracts we have at SMPDC. Dave DiPerri told the committee that our audit actually combines three P&L's into one with dozens and dozens of contracts/billings. It was suggested that send out a RFP for an auditing firm this spring.

Will Armitage discussed the Loan Activity report. The loans are up-to-date, no loan is late. Will and Paul felt that the economy along with being able to choose better businesses to loan funds to play a large part in this. There was a question about a \$50,000 due and Will informed the committee that NorthDam's maturity date had not been updated. NorthDam's loan has been extended for another 2-years, interest only.

Paul told the committee that our reserves were growing and quite large and wanted suggestions as to what to do with the Unrestricted Funds; whether to invest or spend. Jim Nimon asked what the source of growth was from and would it continue. Paul told them that it was from more dues monies from the county, our billable rate covers operation costs and staff hours are mostly billable. SMPDC's fixed costs haven't grown too much in the last few years. Will Armitage suggested that with our contract work, we should always have a 3-month reserve on hand in our operating fund. Werner Gilliam asked if our reserves were fluid and available and Paul told him yes. Richard Dutremble told the committee that an Emergency Fund should be available and increased every year.

Perry Ellsworth noted that good management and a good team supports an increase in reserves. He strongly suggests that we take care of our team and look into salaries at budget time. Perry feels that some consideration in salary increases may be necessary. It was suggested that Paul Draft up a 1-page document on Marketing in York County with other groups and present to the committee at another meeting. Perry Ellsworth suggested he look for templates from others. *Denise Clavette made the motion to accept the Treasurer's Report and Gary Lamb seconded the motion. **Approved Unanimously.***

3. Personnel

Paul informed the committee that we have hired Karina Graeter as our Sustainability Coordinator. She will begin employ on February 10th. Her position will be funded by 6-towns creating a new Sustainability/Resiliency Department. She will also be assisting Abbie Sherwin with coastal resiliency work.

We have also hired David Galbraith as a contract planner to work mostly with Eliot and Biddeford. He is working approximately 30-hours a week. Twenty hours with Eliot, but not enough to cover their needs.

Paul is hesitant to hire another full-time Land Use Planner because of workload. Eliot will have to increase their budget to cover the additional hours Dave Galbraith will work. Abbie cannot work land use any longer because of her busy schedule.

4. Office Space

With the two new hires, we are up to 10 people in our office and have outgrown space. Marian has setup an office space for herself in reception area and a small office for Dave DiPerri off the lunchroom to open up an office for Karina. Staff has spoken to the Property Management, Bernie Saulners about the 3rd floor – Casella space. Casella is presently paying about \$70,000 a year for a 13 office, large conference room, which could be utilized for Tom's transportation training, but we do not need the full 13 offices, so Bernie is looking into the possibility of splitting the space and

creating two separate entrances. Denise Clavette asked if it was possible for us to rent the extra spaces with another small company. She has been approached by a company who wants to be able to say they have offices in Maine. She will speak with them and get back to us. Chris Osterrieder asked about possible future staff needs. What is our mission? Do we want to keep doing what we are doing now? Perry Ellsworth suggested a 5-year lease and look at a 3 to 5 year forecast. Paul said that we are moving forward with a proposal and will keep committee informed. This may evolve in the next few months. Perry Ellsworth suggested Paul bring more information to the next meeting.

5. Communications/Marketing

Our working relationship with our CrossCommunications has been going well. Staff is to attend a training seminar tomorrow on marketing ourselves thru media. Barb from CrossCommunications is very aggressive and very well informed.

Barb setup a meeting for us with the Governor's Chief Policy – Tom Abello last week. Our relationship with state level has vanished. Everything we previously had, has vanished. Tom was very surprised about what we did as a bi-partisan organization with expertise staffing.

6. Brownfields Update

The Regional Administration from EPA walked thru The Draft Room last week with Doug Sanford. He has a huge interest in mill redevelopment. It was a good event, but he did not want press coverage.

Our loans are maturing and we need guidance.

- Phase I – How many Phase I's can be allowed on a project preliminary to a Phase II? There is a shelf-life of 6 months until it has to be updated. After 6 months a Re-Phase I is necessary. We need guidance as to how many Phase I's can be done. Should we cut off at 2 and on the 3rd, the owner pays \$1,000 to \$2,000 of the cost? Board says, "We are limited to two," but consultants know they will get paid by us anyway if more need to be done.

Greg Tansley suggested that we only do two Phase I's. We should create a new policy limiting Phase I's. Perry suggested that staff bring a draft of language to next Executive Committee meeting. Chris Osterrieder suggested we readjust the 1st Phase I limit to \$3,500 and the 2nd to \$2,000. Denise Clavette suggested to allow two and cap the costs to \$5,500. Chuck stated that sometimes someone comes in for a 2nd Phase I, but are not ready. He suggested that the 1st Phase I be a grant and the 2nd be a loan. Maybe make the owner put some skin into the 2nd Phase I. Gary Lamb asked how often a 2nd request comes in and was told, "rarely." Chuck noted that we do not want to do this, but we need to have a discussion as it would give Paul and himself more backing when additional Phase I's are requested. Chuck told the committee that the 2014 RLF has a max grant amount of \$200,000 per parcel. The Cooperative Agreement recipient has to match by 20%. New since last October, the Bill Act changed the max grant amount to \$500,000, directly from EPA. The RLF allows clean-up subgrant limit to \$350,000. Now that this limit has increased to \$500,000, the grantees will be coming forward requesting additional funds. We should have a policy in place before they do. It was suggested that for a clean-up Grant funding, we allot \$200,000, as is now, but

recipient needs to come to the Executive Committee for additional funds, limited to up to \$300,000. This will make the consultants sharpen their pencils. Paul to write up something for next meeting.

7. Telecommuting Policy

Paul asked the committee about writing up a Telecommuting Policy for staff to work from home. This would have to be put into our Personnel Policy. Paul has spoken to other agencies and some allow 1 day a week, others allow 2 days per week. Jim Nimon stated that the state does not allow this without a child under 5 years of age. Paul would like some guidance as working from home seems to be the future practice and agencies have nothing in writing.

Paul also wanted to discuss Snow days and how to handle them. Does he close the office? Most of the staff has laptops available.

Denise Clavette stated that Paul should check with our attorney because if staff falls in their kitchen while working from home, it could be a potential Worker's Compensation liability (Alternative worksites). She felt that it could be granted occasionally and being flexing would be better than creating a policy allowing 1-day a week. Greg Tansley stated that RPC in NH drew up a Contractual Agreement for pure-flex, allowing flex-time, which would be more formal than a policy. It was suggested that we create a "measurement tool" about working from home and getting the work done. Will Armitage told the group that "The Cloud" through Microsoft monitors remote viewing of work being done at home. Paul to bring more information about the flex-route to the next meeting.

8. Other

Call-ins: Paul asked for a discussion about call-ins to meet quorum and allowed to vote. It was stated that SMPDC's by-laws do not approve of call-ins. Paul told the committee that our attorney is against being able to vote while not being present. Denise Clavette told the group that organizations allow voting, but could not be part of an Executive Session. Perry Ellsworth told the committee that this matter was an issue for municipalities as well with town council meetings. Transparency matter. Jim Nimon stated that by being able to call-in allows the member to be doing other things their business requires and saves time for travel. Gary Lamb thought that by phone calls, you didn't know who was speaking, not full-audio/visual. Greg Tansley thought that we lose body language from the caller and felt it was not desirable. Denise Clavette suggested Audio/Visual screening, which SMPDC has available. Paul told the group that some of our members travel quite a distance and maybe we could get folks from Fryeburg on board if they could do it via phone. Perry Ellsworth told the committee that practice is that if you miss three meetings, you are off the board. He agrees with Gary Lamb that if you accept the position, then you have made a commitment to attend meetings. Werner Gilliam agreed that presence is important. Greg Tansley asked if our meetings were open to the public and was told yes, then it would look awful if there were no members available during the meetings. Perry Ellsworth suggested that we continue this discussion at another meeting. Perry Ellsworth suggested allowing an Alternate to attend meetings in your place would be a good idea. It was suggested we send the By-laws to the committee members and have everyone review them. Reviewing of the By-laws should be done annually.

Gary Lamb made the motion to adjourn and Perry Ellsworth seconded the motion.