

**New England Water Works Association
Board of Directors Meeting Minutes
November 19, 2014**

The New England Water Works Association Board of Directors held a meeting on November 19, 2014, at NEWWA's headquarters in Holliston, MA. President Carol Harris called the meeting to order at 1:45 p.m. Those present were Lisa Gove, James DeCelles, Sarah Pillsbury, Matthew Pearson, Mark Wetzel, Craig Douglas, Gregory Leighton, David Polcari, David Kane, Philip Bilodeau, and Ray Raposa (ex-officio and non-voting). Jen Pederson, executive director, Massachusetts Water Works Association and NEWWA staff Jacqui Campana, executive assistant, and Katelyn Cahalane, volunteer and events coordinator were also in attendance.

Item #1 – Consent Agenda: Minutes of September 21, 2014.

Item #2 – Consent Agenda: Publishing of NEWWA *Journal* by Naylor.

Craig Douglas motioned to accept the Consent Agenda and Matt Pearson seconded. The motion passed unanimously.

Item #3 –Treasurer's Report.

Item #3a – October 2014 Financial Report.

Dave Kane gave the financial update. He reported on the income statement and year-to-date through October. There was a net loss \$20,225, however, that is not unusual for this time of year. There was a \$42,000 operating loss offset by investment income of \$22,218. He said there are no concerns financially. It was noted that contract training is lower than budget. Ray explained it is due to timing of courses and that it is expected to pick up over the next few months. Jim DeCelles commented that most utilities wait until the winter months for training.

Greg Leighton gave a report of the Investment Committee. The committee met on October 28th to review the 403(b) plan performance. There are currently 12 out of 13 employees participating. The fund has over \$2 million. One change was made to replace an underperforming fund. Tim Woolston from Citizens Bank was at the meeting and maintains a positive outlook on the economy.

At the end of September the Agency fund ("rainy day fund") had \$805,000, the Capital & Building fund had \$712,000, and the Scholarship fund is at \$316,000.

Item #3b – Audit Management Letter Comments.

Dave Kane then discussed the auditor's management letter. The letter explained there are levels of deficiencies in internal control. There were no deficiencies found at the first level. The second level showed progress since last year in the accounting review process. Dave and Greg have made additional suggestions to improve the process this year.

The most significant issue is there is not enough staff to do the work to follow internal controls. Dave and Greg have discussed things they can do. Dave Polcari used the ski classic as an example that it is all volunteers collecting the money. Ray suggested possibly adding another person to sign off on the receipt of cash at events.

Dave Kane reported that the fall conference net income exceeded \$30,000 and all agreed it was a successful event.

Dave Polcari motioned and Craig Douglas seconded to accept the Treasurer's Report. Motion passed unanimously.

Item #4 – Old Business.

Item #4a – Ad-hoc Stormwater Collaborative Committee Update.

Carol Harris updated everyone on the successful endeavor with NEWEA and APWA. She said they are initiating a new award named “New England Stormy Award.” There is a link on the NEWWA Web site with information. They are looking for New England’s best stormwater ideas. Nominations will be accepted until the end of December. The top three ideas will be featured in a session at the Spring Conference and the winners will receive a complimentary registration to the conference.

Item #4b – Executive Director Search Committee Update.

Dave Polcari, chair of the committee, reported that the Board appointed five people to the committee: Dave Polcari, chair, Carol Harris, Dave Kane, Matt Pearson, and Craig Douglas. The group would determine the make-up of the committee. The succession plan was reviewed last week and it was agreed on a nine member committee and voted to include a staff member who will be Kirsten King. The other members were chosen for their diversity: Chris Hodgson, a long-time member and manufacturer’s representative; Bernie Rousseau, a past president; and Erica Lotz, a younger member.

The first meeting will be held on December 17th to discuss a plan. The first goal is to finalize what the ideal executive director candidate should be, hiring an outside consultant, and the schedule. All members will sign the confidentiality agreement. Carol Harris said there was a concern about confidentiality so it was agreed this was critical. Dave Kane commented the full board is welcome to provide suggestions.

Mark Wetzel asked about Ted’s retirement plans and Ray said the end of 2016. Dave Polcari said the new executive director would select the education manager. Ted’s position would be replaced with an education manager and the new executive director would determine if a deputy executive director should be named.

Sarah asked about training for the new executive director and if the new person would have that training or be asked to get that training. Ray said that American Society of Executive directors (ASAE) runs a program and they would be encouraged to attend. Any new hire should be active in ASAE.

Dave Kane encouraged everyone to read the succession plan document and encouraged all to send Dave Polcari any suggestions.

Carol said the first meeting will include discussion of what the skills and qualities are that we are looking for.

Item #4c – Ad-Hoc Publication Revitalization Committee Recommendations.

Craig reviewed the background of the Ad-Hoc committee and the ongoing issue of diminishing papers for the *Journal* and lack of enthusiasm for writing. The feeling is strong that presentations at meetings and conferences should be documented by articles for the *Journal* since they are not getting captured in a PowerPoint.

The Ad-Hoc Committee discussed the challenges and the recent survey results which received a 25% return. Some of the highlights from the survey included: only 50% knew they were required to write a paper for the annual conference. The biggest challenge was time and 90% were unaware they could write an expanded summary. Over 35% said it would affect their ability to present if a written paper was a requirement. A financial honorarium was not the best solution and 85% said removing

the speaker discount would not prevent them from presenting. Fifty percent were unaware that the *Journal* was online, and 15% receive additional compensation from their employer for writing a paper.

He said it was agreed that the Program Committee cannot be responsible for getting papers, but the Publications Committee membership is down. The Ad-Hoc committee's recommendations are to raise prestige of authorship and inspire authorship. The committee also discussed what the Publications Committee can do to improve layout and make a one-to-one connection with potential authors.

The Ad-Hoc committee made four recommendations for the Board: 1) The Board resolves to increase the membership of the publications committee by eight to ten members over the next three months; 2) The Board directs the publications committee once reconstituted to review the opportunities detailed in this report and to develop and undertake an implementation plan for these opportunities; 3) The Board resolves to redirect funds from the speaker discount to an author discount if the Program and Publication committees can find an equitable solution for making this happen; and 4) The Board directs the Budget subcommittee to allocate an additional \$10,000 to the publication budget for FY15-16 for the publications committee to leverage for ghost writers and other projects designed to increase articles submitted to the *Journal*.

Craig Douglas motioned and Dave Polcari seconded to increase the membership of the Publications Committee by eight to ten members.

Mark Wetzel asked what the role of a member of the Publications Committee was. Also, is there someone who can help write a paper? Matt said there was a suggestion to hire a ghost writer.

Dave Polcari asked if there was a liaison from the Program committee and Matt said no. He agreed the composition of the committee needed to change. Ray commented that many of the members are retired. Dave Putnam agreed there should be a liaison with the Program Committee, and Lisa said one of the Ad-Hoc members could be a liaison.

The board resolved to increase the Publications Committee to 10 members in the next 2 months. Craig Douglas motioned and Dave Polcari seconded. Motion passed.

Craig Douglas motioned to direct the Publications Committee, once reconstituted, to review the opportunities detailed in the Ad-Hoc Committee's report and to develop and undertake an implementation plan for these opportunities and that the Board resolve to redirect funds from the speaker discount to an author discount if the Program and Publication Committees can find an equitable solution for making this happen. Jim DeCelles seconded the motion. Motion passed unanimously.

Craig Douglas motioned and Matthew Pearson seconded that the Board direct the Budget Subcommittee to allocate an additional \$10,000 to the publication budget for FY15-16 for the Publications Committee to leverage for ghost writers and other projects designed to increase articles submitted to the *Journal*.

He explained that money will be freed up from the Naylor contract so the money is not being taken from anywhere.

A discussion about hiring a ghost writer took place. Lisa said that the overwhelming response is that the major problem is time. Once a presentation is over, the presenter moves on to other things. A free-lance writer could meet with presenters to get a paper started, and then the author could make the final edits. Ray said there is organization available that does the same thing. Dave Kane asked how much a ghost writer would cost. We do not have a price. He asked about the honorarium vs. ghost writer. Based on the survey the honorarium wasn't an incentive. Sarah asked if there was an

issue with papers being edited too much and discouraging the author but that is not the case. Mark Wetzel explained the process of a ghost writer. Lisa continued saying it could be a skilled writer with limited editing. Craig agreed there are many hurdles and also mentioned a publications calendar should be put in place.

The earlier motion was withdrawn by the person making the motion and the second. The following motion was made.

Dave Polcari motioned and James DeCelles seconded that the Board recommends the Budget Sub-committee allocate an additional \$10,000 to the publication budget for FY15-16 for the publications committee to leverage for ghost writers and other projects designed to increase articles submitted to the Journal. Motion passed.

Dave Kane motioned that the Budget Sub-Committee approve that the \$10,000. Mark Wetzel seconded. Motion passed.

Carol accepted the committee's report and agreed they should move forward with their recommendations. She thanked them for their work.

Item #4d - New AWWA Branding.

Ray presented a new logo design from AWWA and suggested we move forward with the AWWA branding. AWWA feels all sections should have a similar look. The new logo represents all of New England. Matt Pearson asked why Connecticut was included and Ray explained that NEWWA, Inc. represents all 6 New England states including Connecticut and that the New England Section has 400 members from Connecticut. Carol said AWWA is looking to get all sections on board. Out of 43 sections, 30 have incorporated a common logo. They want people would know we are all the same.

There was a discussion about the new proposed logo. Mark Wetzel moved to accept the revised logo. Craig thought it was all informational and this was just the beginning of the process. Dave Polcari seconded Mark to approve the logo.

Dave Putnam asked about the costs of implementing a new logo and Ray said yes there would be costs for reprinting materials (letterhead, envelopes, and business cards), however, it would be a soft implementation by using current materials before printing anything with the new logo. He said the implementation was planned for January 1st. Dave Kane asked staff to put together a report on the cost for the Board to approve. Ray did not think that cost was an issue. Carol said the benefit with using the AWWA logo is that AWWA provides the design assistance at no cost to us. Dave Putnam asked if we would own the logo and Ray said yes, once it is implemented.

Dave Polcari did not feel it was a "clean" logo to reproduce. Dave Polcari motioned to table the motion and asked if there were other logos to look at. Sarah Pillsbury said the New England graphic was tilted and seconded to table the motion. She said the artwork should be straightened so the New England graphic is true north and she would like to see a redesigned logo.

Craig Douglas did not feel the motion needed to be tabled. He agreed to the soft implementation.

There was a vote to not table the motion and a vote to adopt the new logo.

Jim agreed he would like to see the other options. Ray told everyone to look at the other logo options and plan to discuss at the December meeting.

A motion to adopt new logo was opposed.

Carol asked if there were other comments and thoughts on redesign to let Ray and Kirsten know so we can have a new logo to discuss in December.

Item #4e – Planning Committee Report.

Craig reviewed the Planning Committee report and Ten Year Vision. A few changes were made since the review at the September Board meeting.

Craig motioned that the BOD accept the Ten Year Vision and Matt Pearson seconded. There was no further discussion and the motion passed.

Matt said Craig did an awesome job. .

Item #4f - Other by Members.

Ray explained the background on the memo from Iseult regarding changing the *Journal* advertising policy. Currently there are two policies: 1) Associate/Consultant company members can get a 5% discount on *Journal* advertising and 2) If a company advertises in both the *Source* and the *Journal* they receive an additional \$25 discount. Having these two discounts does not make sense to continue, especially given the transition of moving the *Journal* to Naylor.

Matthew Pearson motioned to accept Iseult's recommendation to remove the *Journal* advertising discounts from NEWWA policy and Dave Polcari seconded. Motion passed.

There was no other old business.

Item #5 – New Business.

Item #5a - Selection of MA State Director for Unexpired Term of One Year.

Carol Harris began by explaining that the MA state director position was open due to Matt Pearson being elected Vice President. The vacancy will be filled with a vote of the Board until September 2015, and then the position will be on the ballot for vote the annual meeting.

MWWA solicited candidates through an email and NEWWA sent an e-Source announcing the vacancy. There were five interested in the position: Chase Berkeley, Larry Durkin, Tom LeCourt, Steve Olson, and Chris Yannoni. Two candidates submit letters of interest and background information: Steve Olson submit to the MWWA board and Tom LeCourt sent the information directly to Ray after the e-Source announcing the vacancy. Jen Pederson sent an email to Ray with MWWA's support for Steve Olson. Documentation was presented.

Ray explained that he informed MWWA that the position was vacant and asked for recommendations. Subsequently, NEWWA's e-Source went out stating submissions should be sent to NEWWA.

Matt Pearson invited Jen to the meeting to discuss MWWA's process for their recommendation. She explained that MWWA solicited candidates. The MWWA board then evaluated the submissions, they were ranked, and the board voted on the top two.

It was noted that it is Important that the candidate have a connection to both MWWA and NEWWA.

Mark Wetzel commented that the candidates who submit directly to MWWA may not have known they could submit directly to NEWWA. Ray said Chase Berkeley did send a letter to him but no background information. Jen said that all the candidates are highly qualified. She wants to clarify how the process works in the future.

Carol read the rules for electing state directors from the Nominees Guidance. She said there should be opportunities for those who submit to both MWWA and to NEWWA. In this case, we put instructions in the e-Source to submit directly to NEWWA, which is what Tom LeCourt did, and we need to honor that. However, Jen told candidates who submit to MWWA that they were all set since they submit their information to MWWA.

James DeCelles motioned that the board nominate Steve Olson to the position of MA state director. Matthew Pearson seconded the motion.

All agreed that the bigger concern is there two avenues for candidates to submit interest and it isn't clear. Matt suggested the wording be changed and questioned if the board should look at all 5 applicants. Craig agreed and said that anyone can apply for a vacant position and the state association can recommend candidates but he agreed the process needs to be clarified.

Dave Putnam asked if the discussion on changing the language should be made and it was agreed.

A discussion of the candidates continued and Lisa said Tom LeCourt does a fabulous job for NEWWA, has been with us a long time and would be an active participant and volunteer. He has served on many committees and would bring diversity working for a utility representing the western part of the state. Mark Wetzel commented that he worked for a consultant when he became state director. Now that he works for a utility nominating Steve Olson would avoid having two utility directors.

A vote was taken to nominate Steve Olson and it won 7 to 4.

Craig Douglas motioned to direct the Nominating Committee to evaluate the nominating process and bring a recommendation back to the board. Matthew Pearson seconded the motion.

Dave Kane motioned to approve the motion and Mark Wetzel seconded. Motion passed.

Item #5b - Nominating Committee 2014-15 Member Recommendations.

Carol presented a memo to the Board with her recommendations for the Nominating Committee.

Matt Pearson motioned to accept Carol's Nominating Committee recommendation which is:

Past President David Harris, Chair, Past President David Paris, AWWA Director Adam Yanulis, President Elect Craig Douglas, and the following three directors, Sarah Pillsbury, Phil Bilodeau and John Storer. **Craig seconded. Motion passed.**

Carol thanked all and directors John, Sarah and Phil for agreeing to participate.

Item #5c - Site Selection Committee Nov., Dec., and Jan. 2015 Recommendations.

Matt presented the Site Section committee report and made the recommendations included in the memo: 2015 Planning Session on July 27-28 at the Courtyard Marriott Downtown, Keene, NH; November 19, 2015 meeting at the Holiday Inn, Taunton, MA; December 17, 2015 meeting at Lantana in Randolph, MA; and the January 21, 2016 meeting at the Radisson Hotel in Nashua, NH.

The committee is working on the location for the 2018 annual conference in Vermont. Site visits will be scheduled for the Hilton in Burlington, VT and the Stowe Mountain Lodge in Stowe, VT. He said the committee did consider the Equinox but the feeling was it was too small. Although it was a lovely location, they probably would not go back there.

Carol asked about the Taunton location for the November 2015 meeting and if the location was acceptable to RIWWA and Jim DeCelles said it was.

Dave Polcari motioned and Jim DeCelles seconded to accept the Site Selection Committee Report. Motion passed.

Item #5d - Ad-hoc Technology Committee - Budget Proposal for Web Base Course.

Craig reviewed the Ad-Hoc Committee's proposal. The board approved the report but did not vote on an implementation plan of action. Craig put together an implementation plan for review by the board. It was determined that backflow and cross connection training draws the largest users and would return the greatest dividends so that would be developed first.

He continued to say that finances are an issue and the committee laid out a ten year plan. In the short term we are looking at \$60,000 to implement the first course with an evaluation after the first 9 months. He noted it is costly to develop an online course and there is a large time commitment to build the module – that is where the \$60,000 came from. We are looking for an interactive process to meet IACET standards. Hosting and maintenance can be costly as well.

The bullet points in the report outline costs. Staff costs are not included and there would be a large investment in re-Sources. He continued that our capital reserves are currently over the 25% reserve target. This will put us below target and we need to be aware of that.

Ray agreed the cost may be more than \$60,000 and staff time will need to be added. Mark asked if staff would be hired. Ray said possibly yes as staff is currently full assigned. We offer over 200 courses plus contract courses. Lisa commented that a new education manager could be hired that would have online training experience and may know the process.

Dave Putnam asked if the online course would replace the current course. Ray said yes it would replace some but would only be an option. Hopefully, this would capture a new audience. Dave Kane asked if the cost for the online course would be the same as the classroom and feels people would take the lower cost option. Craig felt the convenience of an online course would be what attracts people.

It was agreed that there would initially be a net loss, however. Lisa said it was an investment in our future and would keep us current. Mark said although there would be risk it could generate revenue over the years.

A discussion continued on other options to reduce the cost. Dave Kane questioned if we should consider outsourcing and Mark Wetzel suggested we partner with another company. Dave agreed with Mark and asked if we could outsource with no financial risk. Craig said it was possible but does not feel that option exists. The committee did much research to find the company to produce the online training.

Lisa said we need to put our name on it to meet our criteria. Carol reminded everyone that the membership survey indicated that members would like to see online training. Members identified a need; we will need to let the membership know if we don't pursue it.

Jim DeCelles said the real issue is that our courses are IACET certified. Ray explained that NEWWA programs are high quality and accredited by IACET and the standards are greater than others. Phil agreed many states require a high level of training to offer certification and asked Sarah to get information on which states. Sarah commented that New England has a high bar for online training so it would be attractive for members.

Craig pointed out the positive is the quality of the program that will come out of it. It would be a good investment and value to our members. Risks are the costs and unknowns.

Matt suggested we discuss this again at the December meeting. Ray asked if there was anything he could bring to the December meeting. Mark agreed to research companies who also do this.

Carol agreed with Mark's recommended that the discussion be continued at the December meeting and everyone agreed.

Item #5e - Other by Members.

There was no other New Business.

Item #6 – AWWA Director's Report and Update.

Item #6a – AWWA Update.

Adam Yanulis was not present so there was no update.

Item #6b - MAC Candidate Nominations and Item #6c - John Lechner Award of Excellence Nomination.

Ray announced that any recommendations for the John Lechner Award and AWWA MAC nominations need to be in by the end of year. Dave Putnam said he applied for MAC and was turned down. Dave Polcari will check. Everyone encouraged Dave Putnam to resubmit.

Item #6d - RMSO October 9-10 Report & Update; Next RMSO Oct. 16-17, 2015 Hotel du Pont, Wilmington, DE.

Ray reminded everyone that the 2015 RMSO would be held in Wilmington, DE.

Item #6e – Other by Members.

Item #7 – Council Business – Updates.

Item #7a - Committee Outreach.

Katelyn Cahalane updated everyone that the Committee Chair packets were distributed and that 19 committee rosters were returned. She said a committee outreach PowerPoint would be shown at the December meeting highlighting committees needing participation. She will also be looking at member interests and reach out to members to target areas of interest. She noted that the board is the best point of contact so please reach out to volunteers. Carol thanked Katelyn.

Item #7b – Committee Reorganization Discussion.

Carol said we are looking to recruit committees for the future. Looking at the organization chart there are many committees that are inactive or don't have chairs, and it's time to reevaluate, reactivate, or sunset inactive committees. She suggested we beef up the committees. Carol recommended reactivating the Organizational Development Committee with Matt Pearson as chair. Matt should look for 5-8 people to serve on the committee. Carol said it is important to have directors on the committee that would look at committees that need help. She suggested that the Committee present their recommendations at the May 2015 Board meeting

Dave Polari, Dave Putnam, Craig Douglas, Sarah Pillsbury, and Mark Wetzal offered to help out as well as Katelyn and Ray.

Katelyn also asked for any suggestions to make the committee page of the Web site more user-friendly.

Sarah reminded everyone that the Nominating Committee needs to look at the Nominees Guidance. Ray will let Dave Harris know.

Item #7c - Council Reports by Council and By Director Assignments.

There were no council reports.

Item #8 - Executive Director and Staff Reports – September 15 – November 7, 2014.

Ray will send everyone the written report.

Item #10 – Other by Members.

Item #11 – Committee Reports.

Item #11a - Executive Committee Update.

Craig Douglas said that everything was covered earlier.

Item #11b – Alumni Club Follow-up; Will there be a meeting Dec. 18th Lantana.

Carol stated that nothing has been followed through. She said the club has potential and she wants to keep it going. Dave Polcari will talk to Ian Mead and Jack Keaney to follow through. Dave Putnam asked what the criteria of the club were. Dave Polcari said the goal is to keep everyone involved. Ray said anyone who was a member for 30 years or was fully retired was invited. Board members were also asked to bring people.

Ray also suggested we keep the alumni discount alive for December meeting and all agreed.

Item #11c - Speed Networking.

Carol said this was successful in January 2014 and we need to keep it going. Craig will work on it and Carol suggested to work on getting a group together at the December meeting and discuss a location.

Item #11d – Other by Members.

There was no further discussion.

Dave Polcari motioned and Craig Douglas seconded to adjourn the meeting at 4:40 p.m. The motion passed and the meeting adjourned.

Respectfully submitted,



Raymond J. Raposa
New England Water Works Association
Executive Director