

**New England Water Works Association
Board of Directors Meeting Minutes
September 21, 2014**

The New England Water Works Association Board of Directors held a meeting on September 21, 2014, at The Samoset Resort in Rockport, ME. President David Polcari called the meeting to order at 9:17 a.m. Those present were Philip Bilodeau, Jim DeCelles, Craig Douglas, Carol Harris, David Harris, David Kane, Gregory Leighton, Matt Pearson, Sarah Pillsbury, Jeffrey Racicot, Louis Schoolcraft, John Storer, Adam Yanulis, and Ray Raposa (ex-officio and non-voting). NEWWA Director of Communications Kirsten King, Deputy Executive Director Ted Kenney, incoming Vermont State Director Randi McCuin, and AWWA President-elect Gene Koontz were also in attendance.

Item #1 – Consent Agenda & Minutes of July 29, 2014.

Adam Yanulis motioned to accept the consent agenda. Jim DeCelles seconded. The motion was passed unanimously.

Item #2 – Old Business.

None.

Item #3 –New Business.

Item #3a –Ad-hoc Technology Committee Report and Recommendations – Craig Douglas.

Craig presented the memo to recommend that NEWWA establish its own online training program. It is recommended that the association begin with asynchronous first to target the Backflow Prevention Device Inspector/Tester Re-Certification program. The committee recommends a budgetary number of \$60,000, plus staff time to launch the program. Moving forward the association can look further at partnering with CA/NV or AWWA as opportunities present themselves.

Carol Harris made a motion to accept the Ad-hoc Technology Committee’s report. Louis Schoolcraft seconded. The motion was passed unanimously.

Item #3b – July Strategic Planning Report and Initiatives Update – Craig Douglas.

Craig reported on the summer Planning Session and the subsequent 10-year vision and draft strategic initiatives for the 2016 comprehensive annual budget report. The report is currently out to the committee for commenting. Craig also asked the board for comments as he is looking to have the report finalized in November.

Item #3c – Organization Chart for FY2015 and Chair Recommendations – Carol Harris.

Carol presented the FY2015 organizational chart to the board and highlighted changes: Randy McCuin will now lead the Professional Development Council, David Putnam will lead the Recognition Council, Phil Bilodeau will lead the Administration Council, and the Standards Council will remain vacant until after the election results.

In addition, Mike Greeley will take over as Program Committee Chair, the Young Professionals Committee will be chaired by Colleen Heath, and the Sponsor Services is now chaired by Barbara Cook.

Carol stated that we need recruitment for inactive committees to help revitalize them. Also, the Publications Committee is in need of members.

David Harris made a motion to accept the FY2015 Organizational Chart. Louis Schoolcraft seconded the motion. The motion was passed unanimously.

Item #3d – Establish the initial five members of the search committee as outlined in the succession planning and empower them to make the remaining four selections. The five are Carol Harris, Craig Douglas, Matt Pearson, David Kane, and David Polcari.

David Harris made a motion to appoint Carol Harris, Craig Douglas, Matt Pearson, David Kane, and David Polcari as the first five members of the Executive Director Search Committee per the succession plan document and empower them to make the remaining four selections . Greg Leighton seconded. The motion was passed unanimously.

Item #3e – Grant authority for the selection committee to go forward with an RFP seeking a consultant to aid in the executive director search.

John Storer made a motion to grant authority for the selection committee to go forward with an RFP seeking a consultant to aid in the executive director search. David Harris seconded. The motion was passed unanimously.

Item #3f – Other by Members.

None.

Item #4 – AWWA Director Update – Adam Yanulis.

Adam introduced Gene Koontz, AWWA president-elect, the visiting officer. Gene thanked all for their hard work on ACE14. He also provided updates on:

WIFIA – It is to supplement the state revolving loan funds. AWWA is focusing on two efforts – to help EPA write the regulations, and to help fix some procedural flaws in the legislation to help make it easier for utilities.

AWWA 2020 – This initiative came out of SP2, and is also known as One AWWA. It is a 6-year plan and AWWA now has a strategic coordination team represented by staff and sections. AWWA wants to work better together with the sections on education, branding, strategic planning, and updating the membership structure.

AWWA’s Philanthropic initiative – First is to increase scholarships (in cooperation with sections), also grants (AWWA recently secured a \$300,000 Department of Commerce grant for overseas initiatives, which will help fund the new India office).

Item #4a – Upcoming RMSO Meeting – Canandaigua, NY – October 10-11. Also update by AWWA President-elect, Gene Koontz.

Reminder.

Item #4b – AWWA Award Nominations Due October 1.

Reminder.

Item #4c – Other by Members.

None.

Craig Douglas made a motion to accept the AWWA Director’s report. David Harris seconded the motion. The motion was passed unanimously.

Item #5 – Council Business – Updates.

Item #6 – Treasurer’s Report – Financial Update – David Kane.

Item #6a – Annual Financial Statement from June 30, 2013, and Audit.

David Kane reported on the Annual Financial Statement from FY2014. The accounting firm of O'Brien, Fitzgerald, Taylor & Keavney has completed their annual audit. They have issued an "unqualified opinion," which is the best opinion they can render and indicates that the financial statement comply with accounting standards and are materially correct.

The association's net Income for the year is \$266,530 with an operating income of \$23,247 and investment-related income of \$243,283. Our net income is the highest since 2010.

Significant operating results changes from last year include lower salaries due to changes in the SRF program and higher Water for People revenue.

Over the past 5 years, net income is \$1,020,174.

The association has two major assets – cash/investments and the main office. The cash balance had a slight decline of \$76,793, despite making more than \$375,000 of capital investments. Of the \$2.3 million balance, \$1.0 million is designated for specific purposes.

The 'quick ratio' is slightly higher than last year and continues to be a healthy 4.8. (Quick ratio is the ratio of available cash versus current liabilities – ratio of 2 is considered good.)

The unrestricted but board-designated balance totaled \$1,030,600. Additionally, an unrestricted 'rainy day' fund has a balance of \$810,931, which is 32 percent of budgeted expenses. The board's goal is 25 percent.

The building balance was reduced to pay the recent home office renovation. The project was to be funded from last year's net income with the balance reducing the capital reserve balance. Project costs were \$325,730. Additionally, investments were made into the computer system.

Item #6b – Year-End Surplus and Investment Funds Transfer.

David Kane made a motion to confirm that the third floor renovation costs of \$325,730 be paid from FY2013 net operating income of \$59,625, and withdrawals from the Capital Reserve fund Of \$260,056 in FY2014, and \$6,049 in FY2015. Matt Pearson seconded the motion. The motion was passed unanimously.

David Kane made a motion to transfer \$65,668.76 of unspent FY2014 depreciation money to the Capital Renewal, Replacement, and Reserve fund. Craig Douglas seconded the motion. The motion was passed unanimously.

David Kane made a motion to transfer \$23,247.00 of the FY2014 operating income to the Unrestricted Invested (Contingency) fund. Greg Leighton seconded the motion. The motion was passed unanimously.

Item #6c – Management Letter from Auditor.

A draft management letter was reviewed at the exit meeting. Staff and treasurers' will present the final management letter at a future meeting with recommended action steps.

John Storer made a motion to accept the auditor's report. David Harris seconded the motion. The motion was passed unanimously.

Item #6d – Tax Filing Return (for review).

The annual tax filing must be submitted to the IRS. Before submitting, the board must be given an opportunity to review. As a reminder, the association has a conflict of interest policy requiring board members to disclose any conflicts. **If you have any question or comments on the tax filing, please contact Ray by September 22nd.**

Matt Pearson declared that he has a potential conflict by being NEWWA's *Currents* editor.

Craig Douglas made a motion to accept the treasurer's report. David Harris seconded the motion. The motion was passed unanimously.

Item #6e – Other by Members.

None.

Item #7 - Executive Director and Staff Reports – August – September 1, 2014 Oral Reports.

Ray presented the 2014 Annual Report to the board. It was the first time the association did a formal, condensed annual report to the membership. It is on the NEWWA Web site for downloading, and will be distributed to the entire membership via e-mail after Opening General Session on Monday of the annual conference. It has also been announced on Facebook and Twitter. Hard copies will be available at all NEWWA's major events.

Item #7b – Future Journal Proposal (for information) – Kirsten King.

Kirsten updated the board on the *Journal* proposal by Naylor publications, which will be reviewed by the Publications Committee in the near future. The proposal would turn all advertising sales, layout, printing, and mailing of the *Journal* to Naylor, with NEWWA retaining all copyright and editorial licenses. An update and recommendation will be given to the board at a later date.

Craig Douglas made a motion to accept the executive director and staff reports. Phil Bilodeau seconded. The motion was passed unanimously.

Item #8 – Reminder of This Year's Major Goals - (From President's Plan).

- A) Work hard to make ACE14 a great success for both AWWA and NEWWA by being gracious hosts and ambassadors.
- B) Expand education and training opportunities and work to implement new delivery alternatives such as online and e-training.
- C) Increase volunteerism – make it easy, fun, and rewarding to be an active volunteer.
- D) Find new ways to collaborate with other associations including NEWEA, APWA, and state associations.

Item #9 – Other by Members.

None.

Item #10 – Committee Reports.

Item #10a – ad-hoc Publications Committee Update – Craig Douglas.

Craig reported that the committee is continuing work on how to obtain more articles for publication in the *Journal*. The committee is issuing a survey to all past and present authors and presenters to gauge what inspires them to write for the *Journal*. A meeting will take place during the conference.

Item #10b – Executive Committee Update – David Polcari.

All items were already discussed and minutes were emailed to board. Major topics at the last meeting were succession planning, the audit, etc.

Item #10c – Council Meeting & Remembrance of Natick Operator – October 24, 11:00a.m. – Carol Harris.

Carol updated the board on the council meeting and encouraged all to attend; especially for the memorial dedication. She also requested all council chairs to encourage their committee chairs to attend.

Item #10d – Other by Members.

Sarah reminded the board of the Water Resources Symposium, taking place on October 23.

Ray also updated the board about the confidentiality agreement all members of the executive director search committee will need to sign before they sit on the committee.

Item #11 – Announcements and Meetings.

Annual Conference Committee Meeting Schedule at The Samoset Resort

Sunday, September 21, 2014

NEWWA Board of Directors Meeting
9:00 AM–11:00 AM - Penobscot Bay Room
NEWWA Annual Business Meeting
11:00 AM–12:00 PM - Penobscot Bay Room

Monday, September 22, 2014

Regional Water Works Association Officers Meeting
12:00 PM–1:30 PM - Penobscot Bay Room
Membership Committee Meeting
12:30 PM–1:15 PM – Ebb Tide Room
Ad-hoc Publications Revitalization Committee Meeting
2:30 PM–4:30 PM - Penobscot Bay Room

Tuesday, September 23, 2014

Program Committee Meeting
7:15 AM–8:30 AM - Spruce Head Room
Past Officer Breakfast (By Invitation)
7:30 AM–9:30 AM - Penobscot Bay Room
Board of Director Photographs
5:15 PM - Meet at the Schooner Room (Conference Registration Area)

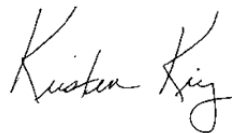
Item #12 – Adjourn.

Matt Pearson motioned to adjourn and Greg Leighton seconded at 10:53 a.m. The motion was passed unanimously.

Respectfully submitted,



Raymond J. Raposa
New England Water Works Association
Executive Director and Corporate Clerk



Kirsten King
New England Water Works Association
Director of Communications