

NORTH COUNTRY COUNCIL BOARD OF DIRECTORS MEETING MINUTES
North Country Council Regional Planning Commission Conference Room
161 Main Street, Littleton, NH
March 21, 2018
9:30 a.m. to 11:30 a.m.

BOARD MEMBERS PRESENT: Jo Lacaillade, Chair; Vicki DeLalla, Treasurer; Robin Frost, Secretary; Doug Grant; Jennifer Fish; and Carl Martland

BOARD MEMBERS ABSENT: Thomas Holmes; Lilli Gilligan; and Neil McIver

STAFF MEMBERS PRESENT: Kathleen Frenette, Co-Executive Director and COO

STAFF MEMBERS ABSENT: Michelle Moren-Grey, Co-Executive Director and CEO

OTHERS PRESENT: Trip Davis, Board President DRTC; Anne Duncan Cooly, Executive Director GRDC

9:30 - Welcome

Chairperson Lacaillade opened the meeting at 9:34 a.m.

I. Old Business

- **DRTC Update (30 minutes approx.) - Presented by Anne Duncan-Cooly, Executive Director, GRDC; and Trip Davis, Chair of the Board of Trustees, DRTC**

Mr. Trip Davis gave a background on DRTC, including the members, location, financials, and history. Discussion was had regarding the differences of working with Vermont and working with New Hampshire, as well as the importance of logistics. He indicated that they need to ensure that DRTC is compliant with Building Codes and OSHA Regulations, and that currently there is a problem with the inadequate air exchange. Discussion was had regarding the benefits of networking, and how that would impact the local technology businesses, as well as economic development, in general.

Mr. Davis distributed summary sheets regarding to the Board Members, and went through it, in detail. It identified three special priorities, which are:

1. Refinancing debt to fund the critical repairs and create a sustainable plan for DRTC, as well as GRDC and NCC.
2. Evaluating a change in local property tax classification to classify DRTC as a nonprofit to reduce annual tax payments.
3. Funding economic development programs with GRDC and NCC.

It laid out the objectives of the refinancing as being the following:

1. Establish a conservative debt structure, creating a sustainable financial plan.

2. Eliminate risk for the building owners by financing the imminent significant cost of modifications/repairs to critical HVAC and lab ventilation systems.
3. Ensure compliance with Building Codes and OSHA Regulations.
4. Enable DRTC to fund programs.

Discussion was had regarding the benefits of refinancing. Ms. Anne Duncan-Cooly mentioned the possibility of obtaining a Northern Border Grant to repair the air handling systems. Mr. Davis presented the opportunity to receive a \$600,000 line of credit via the refinancing, as well as outlined its purpose.

Mr. Davis pointed out that DRTC has not historically reserved for maintenance repairs and replacement, building equipment, infrastructure, and systems. In June 2017, DRTC Board established a reserve account with \$100,000.

Mr. Davis distributed a floorplan of the upper level of DRTC, which detail the available areas versus the occupied areas. Discussion was had regarding anticipated time to renovate the space, once the loan has been acquired, in order to achieve maximum utilization of the facility.

Inquiry was had as to whether a facility may be opened in the future in the North Country, to spur economic development and growth in that area, without as much of a focus on biotech as this facility currently has. Mr. Davis indicated that zoning and location are big aspects in creating a new facility. He further described his definitions of new venture incubator versus growth incubator.

Board Member DeLalla spoke about NCCDC. She gave a bit of its background, illustrated the challenges it has faced recently, as well as expressed some of the desires going forward for the organization.

MOTION: Board Member Grant moved to support DRTC moving ahead with the mortgage refinancing, as described in the Executive Summary of March 2018. It was seconded by Board Member Frost. The motion carried. (6-0-0).

MOTION: Board Member Grant moved to empower Kathy Frenette as the signor on behalf of NCC on any documents in association with the mortgage. It was seconded by Board Member Frost. The motion carried. (6-0-0).

II. Minutes from February 21st Meeting

MOTION: Board Member DeLalla moved to approve the Minutes from the Meeting of February 21st, 2018, as written. It was seconded by Board Member Frost. The motion carried. (6-0-0).

III. Committee Reports

✓ Finance Committee Report

▪ February 2018 Financials

Board Member DeLalla indicated that the financials are not up to where they would like to have them. She noted that Ms. Frenette has contacted Crane & Bell to remove number 1500, EDA Loan, from the QuickBooks, as the transfer has been finalized, which they agreed to look at once tax season was over.

Board Member DeLalla went over the current status of the financials. Discussion was had regarding the financial spreadsheet that was distributed to the Board Members.

IV. Informational/Questions/New Business

Ms. Frenette indicated they have had some luck with interns, but have not had the same luck as far as qualified applicants for the Planner position. She noted that she ran into a person from United Way from Concord who has connected her with someone who could help with finding free administrative assistance through National Able. She ran through the duties that she would expect this person to accomplish daily.

Board Member Lacaillade inquired regarding the poster for the window. Ms. Frenette responded that they are currently shopping costs among vendors.

Ms. Frenette noted that Ms. Michelle Moren-Grey was invited to meet the Regional Director for EDA, which is why she is absent today.

Board Member Lacaillade inquired regarding new opportunities for funding. Ms. Frenette responded that there may be a possible one with EDA, although staffing continues to prove to be a problem.

Board Member Lacaillade inquired regarding the press release. Ms. Frenette indicated that Michelle sent the press release to a number of papers in the NCC region.

Board Member Martland spoke about Spend a Day on the Byways. He noted that DOT-required hearings will be held in Berlin, Gorham, and Whitefield on a couple of minor additions to the trails, which will also include a PowerPoint presentation regarding the byways. He inquired of NCC regarding their capability to earn money, and whether or not somebody would actually pay for a Byways Plan integrated with a North Country Cohesiveness Plan of sorts. Discussion was had regarding byway signage.

Board Member Grant inquired as to how the Bus System Plan was funded. Ms. Frenette indicated she would research it and let him know.

V. Other Business

VI. Adjourn

MOTION: Board Member Frost moved to adjourn the meeting at 11:35 a.m. It was seconded by Board Member DeLalla. The motion carried. (6-0-0).

Respectfully Submitted,

Victoria O'Connor, Recording Secretary