

**Upper Delaware Council
OPERATIONS COMMITTEE MEETING MINUTES
November 24, 2020**

Committee Members Present: Larry Richardson, Aaron Robinson, Al Henry, Fred Peckham, Jeff Dexter, Jim Greier, David Dean.

Committee Members Absent: None.

Staff : Laurie Ramie, Shannon Cilento, Ashley Hall-Bagdonas

NPS Partner: None.

Guests: Richard Eckersley, Roger Saumure- Shohola Township Alternate, Sue Sullivan (7:00 p.m.)

The UDC's Operations Committee held its monthly meeting on Tuesday, November 24, 2020. Chairperson Richardson called the meeting to order at 6:30 p.m.

Approval of October 27 Meeting Minutes: A motion by Henry seconded Greier to approve the October 27, 2020 Meeting Minutes was carried.

FY 2020 Financial Review Presentation by Richard Eckersley, CPA: Eckersley said the figures on the 990 form reflect what is in the Financial Statement. He asked members to go through and review the yes or no questions before approving the document. Those are the most important as far as compliance issues are concerned. He said it's not an audit year; it's a review year. There's nothing unusual about the numbers. He said the questions and answers are very important in the process of establishing plans with the rules and regulations that connect to nonprofit organization.

In the Draft Financial Statement Eckersley asked the group to look at Exhibits I and II. From an accountant's perspective, Exhibit I (Balance Sheet) is the most important. The Balance Sheet is what UDC owns, which is primarily cash and some buildings and equipment. The main things to note on Exhibit I are the funds without donor restrictions and the funds that are with donor restrictions. Those that are without are yours. Those that are with, are not yet yours because you haven't yet done what you agreed to do to get those dollars. The biggest change this year is the Pennsylvania grant UDC succeeded in getting. He said in 30 years UDC wasn't able to get anything from the Commonwealth of Pennsylvania and he applauds our success. At this point at the end of the year, UDC spent approximately \$20,000 and has \$80,678 left to spend. The grant projects are already awarded, just not completed. When they are completed Eckersley & Davis will be doing an audit to make sure it was done as laid out. Eckersley said at the end of this year, UDC's assets, are \$141,230 unrestricted and \$55,997 of National Park Service assets, which are primarily the building, the equipment, and the Pennsylvania grant \$80,678, which is all in cash. We have a total of \$237,149 in cash and of that \$80,000 belongs to the State.

Looking at Exhibit II, which in common terms is the profit and loss, it's what came in, what went out, and what UDC has left and is called Statement of Activity and Changes in Net Assets. He noted that UDC received its \$300,000 of donor funds from the NPS and \$100,000 from Pennsylvania. Eckersley said you'll notice that we transfer money from NPS to UDC's Operations. As you spend your federal funds it shows up as a transfer from one column to another. That's the money that you've expended basically for the federal funding and from the Pennsylvania Grant \$100,000 went in, \$19,286 was spent so it was transferred over to the Unrestricted Dollars. UDC earned some Interest Income, and other income. Total funds used in the Operations were \$321,589. Approximately half of that was salary and benefits and the other half was operating expenses and depreciation, etc. If you look at the NPS column you will note that there was \$5,779 left over of the \$300,000. That was expended for office equipment. They have a reversionary interest that stays in their column, it's restricted to their residuary use. Eckersley said NPS would get the building, chairs, tables and we charge against that depreciation. That's one of the ways we accumulated the cash dollars over the years that you have in reserve. He said we went through a rather major issue with the NPS about that couple of years ago. Fortunately it was resolved in UDC's favor.

Reviewing Exhibit III, the Functional Allocation of Expenses/Expenditures, shows your personnel costs and your overhead. \$66,279 was for Public affairs; \$39,536 was for Water Use/Resource Management; \$117,051 was for Project Review; etc. Eckersley said from an accounting perspective and from a stewardship perspective, that's very important how these numbers come out to say how you did your work and it's primarily based on the time of the staff.

Eckersley handed out a Management Representation letter which states UDC told Eckersley and Davis, L.L.P. everything they learned about the information they gathered. He also provided two Engagement letters, one for last year and one for next year because the language may change.

Richardson said Eckersley has been doing this a long time for the UDC and asked if there are any suggested changes in any of the bookkeeping that needs to be done? Eckersley said all the record keeping really is exemplary and has been from the beginning back in 1988 when they set up a system that's been carried through. He said UDC staff does very good work and the bookkeeper is also doing good work. Eckersley said he doesn't think we've ever had an exception, maybe some observations.

Ramie noted that the firm has changed from Eckersley and Ostrowski to Eckersley and Davis. She said we were worried when we received your letter that you were retiring but are glad to hear that it is a company restructuring. We understand that you're looking to the future. Eckersley said he is 72 years old, and he has to plan for the future. Eckersley & Ostrowski have a 10-year plan. Diana Davis is the young lady who has worked with UDC, and has been with Eckersley for about 10 years as a CPA. She is Eckersley's daughter and will be his successor after the next five years. After five years he will be at an advisory level.

Ramie noted on Exhibit II under Project Review Workbook it says that there were \$18,130 in expenses. She said that we put out a print document of the Workbook but the National Parks Conservation Association graciously paid for the graphic design. So, the only bills she's aware of are the two printings of 100 copies each at about \$1,200 per print. We paid \$2,000 for an orientation video She said it would seem high for the rest to be staff time. Eckersley said he would be sure to look things over and get back to Ramie with an answer.

Ramie said she had a question about the Employee Retirement Plan. Bookkeeper Mike Poska brought this up to her recently. Ramie said on page 12 of this draft under note 5, it refers to employer contribution shall be 6% of compensation up to \$2,000 and then it mentions a 9%. Eckersley said that's what the employee can put away if they choose of their salary, beyond the match. Ramie said Poska had brought up to her that he thinks that \$2,000 cap was basically there from the beginning and asked her why it hasn't been adjusted? Poska said he thought it tied back to the maximum amount under a Roth IRA. Eckersley said that was the limit that UDC put on when they started the pension concept, that everybody got a percentage up to 6% capped at \$2,000. The 9% is what the employee can put away of their own dollars, in addition to whatever the UDC provides. For the \$2,000 cap, that was just an arbitrary determination it had nothing to do with the law. Eckersley said should it be adjusted for inflation, etc? That's a budget decision and obviously pensions and retirements are important.

Ramie said it came up at our last Operations Committee meeting about the level of the unobligated funds. Robinson had observed on the financial statements that we handed out at that meeting that they stayed the same each time. He asked if we had any increases because we do get certain donations. Ramie asked Poska about this he said he never plays with that number on the financial statement which is why it's been like that the entire time. Poska said that's more of an audit function. Eckersley said they use that at the end of year when the books are closed. During the year, whatever's there is what was there; this doesn't change properly. Ramie said the number has grown? Eckersley said yes. When they close the books at the end of the year and do the accounting as to which is NPS, which is UDC, which is now Pennsylvania, we verify that figure. Ramie said she sees in the current financial statement that the unobligated fund balance at the end of last year was \$126,328.28. It's grown from that to \$141,230, which is good for us. Eckersley said there are two sources beyond donations the other income you earn is about \$754 and the depreciation. The depreciation is not real dollars, it's an allocation from one area to another, because they own equipment.

Eckersley said FY21 will be a review and the year after will be an audit.

He said they will also do an audit of the Pennsylvania grant. Ramie said we built the cost for that audit right into the grant administration so that it's not coming out of our pocket. Eckersley said the only thing he would suggest for the next time UDC applies for a grant, to seek \$99,000, then it doesn't require an audit.

The committee thanked Eckersley for his presentation.

Executive Director's Report and Monthly Calendar:

Financial Status:

FY 2021 Federal Funding: Ramie withdrew \$24,788.35 to cover November expenditures (minus an excess \$3,256.60 in encumbered expenses from the October drawdown), leaving a 1st quarter balance of \$30,292.17. She submitted UDC's Fiscal Year 2020 4th Quarter and Final Financial and Progress SF-425 Reports for July-August-September to NPS on 10/30. We will await directions regarding Continuing Resolution expiration on 12/11 in order to prepare a SF-424 Application for Federal Assistance package for the next available amount of funding beyond the \$75,000 1st quarter. Ramie has been trying to resolve outstanding issues with GrantSolutions account and is waiting to hear back. Ramie will prepare and file UDC's Federal Financial Report through GrantSolutions for Oct. 1-Mar. 31 (due by 4/30/21) and Apr. 1-Sept. 30 (due by 10/30/21).

NYS Funding for Upper Delaware: Ramie sent a request to NYS Town members and counties on 11/5 for environmental and conservation project needs to compile a list of potentially fundable projects if a line item was added in the 2021 State budget through the Environmental Protection Fund. She's only heard back from Sullivan County DPW as well as UDC's own ideas such as funding the boat ramp at Ten Mile River Access. She will compile the list to provide to the Alliance for the Upper Delaware River Watershed after the 12/4 deadline.

Administration:

Financial Review: The next step will be to review the draft documents, including the Statement of Financial Positions and the IRS 990 report, and return comments.

Public Relations:

"The Upper Delaware": The UDC approved a resolution on 11/5 to award the FY 21 newsletter services contract to Courier Printing. Ramie prepared contents, did research, arranged interviews, selected photos, did layout, and composed the Fall/Winter issue over 57.5 hours. Cilento wrote two of the articles. Ramie did final edits and sent to Courier Printing on 11/24. Hall-Bagdonas will update the mail program database by 12/2 to send to Courier. Delivery is on 12/7. Spring 2021 issue due 3/24 for 4/5 release.

Publicity: Staff issued five news releases: "UDC Technical Assistance Grants Accomplish Four Projects in 2020", 11/6; "UDC Towns Clean Up River and Shoreline", 11/6; "PA Grant through UDC Helps Shohola Township Replace Roof", 11/10; "Upper Delaware River T-shirts Make Great Gifts, Benefit UDC", 11/16; and "Upper Delaware Council Launches Social Media and Improved Website" (by Cilento), 11/23.

UDC Website: Ramie provided the press release on "UDC Launches Social Media and Improved Website" in the meeting packet. Staff will receive training through a written manual supplement and a screen share session in the ADA software usage and new editing functions from Dorene Warner.

Ramie said our December calendar is provided for review. Cody Hendrix, the new Community and Land Use Planner for NPS, starts on 12/7 and Superintendent Joe Salvatore starts 12/21.

She reminded everyone that we do all three committee meetings combined on the 3rd Tuesday (12/15). We try to keep them to a half hour. Project Review is at 6:30; Operations is at 7:00; and Water Use/Resource Management is at 7:30.

Ramie said in terms of a holiday schedule, for our planning purposes, the committee has often entertained the idea of closing at noon on Christmas Eve so that staff can take that time assuming anyone can or would travel anywhere. A Motion by Henry seconded by Dean to allow staff to have administrative paid leave at noon on 12/24 carried.

New Business

Future UDC Meeting Plans Discussion: Ramie said she wanted to bring up a proposal to consider. The staff recommends that we transition to remote meetings because with the way that this COVID surge is going, we would not be surprised if we end up getting locked down again. Therefore, we've explored the Zoom platform. She said it may seem intimidating to people, but a lot of us have gained experience to know that it's really a fairly easy user-friendly program. She said getting together in-person, there is a risk involved coming from different households. We could send out electronic packets in advance. Beyond the science of having a deadly virus, it is also a financial concern. Meeting at the Narrowsburg Union costs \$150 each time and we've spent \$850 on rentals since August. We were at the Beach Lake Fire Hall in August and since then it's been Narrowsburg Union as well as for the strategic plan on 10/3. Ramie said in her opinion, that money is hard to justify paying. We had one meeting at the Tusten Town Hall and that was free but they have Justice Court on the first Thursday evenings so it's not available. Ramie said she did not budget for paying rental space and she sees this stretching into the future. She doesn't feel it is a productive use of our funds. For \$65 a year we can get a Zoom subscription that's at a non-profit rate with unlimited time on the meetings. A free Zoom account is limited to 45 minutes. Ramie feels we could be efficient that way. We wouldn't be locking down the office, it would just be that people would do the meetings from the comfort of their homes. You don't have to wear masks or worry about driving as we get into the winter season. She said if don't have a computer that has a webcam you don't have to use one, you can listen in and phone in. Mike Poska showed her there's an external webcam for \$40 on Amazon for desktop computers. Ramie said she feels this would be a productive option and help to keep everyone safe overall. She personally finds it really difficult to hear people with these masks on. If we were all on the same platform for a meeting, the audio would be fantastic. We've committed to the Narrowsburg Union for the 12/3 meeting so this proposal would start with the 12/15 committee meetings. Another good reason is that we've had two presenters cancel on us now because they either had travel restrictions or they're not allowed to attend in-person meetings. In both cases, they said they can only do it remotely. A Motion by Henry seconded by Saumure to proceed with Zoom meetings carried unanimously.

UDC Social Media Analytics: Cilento said she wanted to give an update since it's been a month since UDC Social Media launched. We've had a couple of people place t-shirt orders because they saw it on UDC social media. In the last 28 days on Instagram, we have done 30 posts and we have 175 followers as of today. We've had just over 2,700 impressions, which means people that have viewed our posts. We have had over 300 people view our profile on Instagram as well four people who have clicked on our website from Instagram. We've also had 407 likes on our certain photos as well as 18 comments and 13 shares. She said we are definitely getting some people engaged, which is really exciting. Similar numbers are on Facebook. We've done about 30 posts and we have just over 100 page follows. With our posts this past month, we've had just over 4,400 people have been reached and over 500 posts engagements (shares and views). We had over 180-page views, which means that 180 distinct accounts have gone to our page and viewed the UDC Facebook page. We haven't posted as much on the UDC LinkedIn page because it's kind of a different platform than Facebook and Instagram. We do have 60 followers on LinkedIn. Cilento also created YouTube and Vimeo accounts for when the Project Review Workbook video is ready to go. Cilento said she thinks we're reaching people that we haven't necessarily reached before and getting the word out and that's exciting. Richardson said he likes everything UDC posts on Instagram. Cilento said that she and Hall-Bagdonas always appreciate his social media support.

Robinson suggested setting up a GoFundMe page for the UDC. Cilento said now that UDC has a Facebook page people can do Birthday Fundraisers for the UDC. Ramie said they can always donate \$15 to UDC and get a t-Shirt. Robinson asked if we're allowed to fundraise? Ramie said as a 501(c)(3) we are allowed to raise funds. Richardson said we would have to have a specific reason we were raising funds. Hall-Bagdonas said she thought GoFundMe is used primarily for people or organizations that have no funds at all. Richardson suggested doing it for the UDC Litter Sweep. Ramie said in terms of the Litter Sweep, we already have a segregated bank account for that because we were anticipating doing fundraising for that. It's already set up at Jeff Bank. A Motion by Henry seconded by Saumure to set-up a GoFundMe account for UDC projects carried. Richardson asked Ramie to run the idea by Eckersley first.

Summary of Pending Bills 11-23-2020: A Motion by Henry seconded by Dean to approve bills was carried.

Financial Statement 11-30-2020: Richardson said the financial statement is offered for individual review.

Other: Henry said the Performance Appraisal for the Executive Director has been completed. Ramie has the forms. Henry thanked everybody on the subcommittee who forwarded the forms. Henry did relay the comments that the subcommittee discussed at the meeting where Ramie was unable to make that meeting because she was interviewing Tom Dent for the newsletter. Ramie will have ample opportunity to review it and get back to the subcommittee to complete the formal process. Henry said thank you to Ramie for a great job.

Old Business

Five-Year Strategic Plan Update: Ramie said facilitator Buck Moorehead gave a rough draft of the Strategic Plan yesterday. It's a little in excess of 40 pages so far. He and Remy Moorhead used the template of our current Five-Year Plan and started to incorporate the survey results, priority issues, and action strategies that we identified as well as the new mission statement. That's been presented to the Strategic Plan Subcommittee, Ramie said they have until Monday to offer preliminary comments and Moorehead will be here at our 12/3 UDC meeting to present a slightly refined version. He has still the Conclusion and the Executive Summary to insert. Everyone will have a chance to review it and make comments. The plan then is to bring it to the meetings on the 12/15 for any final edits. This way it will meet our goal of having it done by the end of the year, although we basically need to wait until the 1/7 meeting to do a resolution simply because we don't have another meeting until then. Ramie was reading through it today. It's dense to get through initially, but hopefully by the time everyone sees it'll be fine-tuned a bit more. She said we'll make sure that it reflects the suggestions of the whole organization. Henry asked who reviewed it from the NPS? Ramie said Don Hamilton was on the committee because there wasn't a Superintendent at the time.

PA DCED Grant Status: Ramie provided a Balance Sheet. When Dick Eckersley said we had \$80,000 left, that was as of 9/30. Since then we paid out more. Ramie also added in the interest. We haven't had any additional Township projects come in for reimbursement since last month.

Other: None.

Public Comment: None.

Adjournment: A motion by Peckham seconded by Henry to adjourn the meeting at 7:34 p.m. was carried.