

Upper Delaware Council
OPERATIONS COMMITTEE MEETING MINUTES
November 26, 2019

Committee Members Present: Aaron Robinson, Larry Richardson, Fred Peckham, Jim Greier,
Harold Roeder Jr., David Dean, Al Henry, Steve Adams

Committee Members Absent: None

Staff : Laurie Ramie, Pete Golod, Ashley Hall-Bagdonas

NPS Partner: Jennifer Claster

Guests: Richard Eckersley, Mike Mancino- Lackawaxen Township
Supervisor, Laurie Guzda- Growing Lackawaxen, Sims Foster, Sue
Sullivan- Town of Susten, Cheryl Korotky

The UDC's Operations Committee held its monthly meeting on Tuesday, November 26, 2019 at the Council office in Narrowsburg, NY. Chairperson Roeder called the meeting to order at 6:30 p.m. A motion by Peckham, seconded by Greier, to approve the Oct. 22nd meeting minutes carried. There was no public comment on the agenda.

FY 2019 Financial Review Presentation by Richard Eckersley, CPA: Richard Eckersley referred members to a packet compiled by Eckersley and Ostrowski, LLP. Including a cover letter that summarized what happened over the year, a draft Financial Statement, a draft Form 990 (Federal), and a draft NY filing form. Each year Eckersley and Ostrowski, LLP look over UDC's records; this year it was an audit. It was decided to do two years of review and every third year an audit. Eckersley said a Review is what is called negative assurance, they didn't find anything that said anything was wrong. An audit is more than that, it is positive assurance, where they go in and gather evidence and come to the conclusion that everything is ok. They have investigated and gathered enough evidence that they can stand before any Judge and say "Everything was right". Eckersley said "right" means fairly presented. Eckersley referenced page 2 and 3, the Auditor's Report which is called a "Clean Opinion". There are no exceptions, no qualifications, everything is as planned. He said the most important part for UDC is on page 3 under Opinion: "In our opinion, the financial statements referred to above present fairly. . ." He said UDC financial records are good and accurate. Exhibit 1 is the Balance Sheet and what nonprofits call Statement of Financial Position. Eckersley said new rules in place. Where we had temporarily restricted and unrestricted and permanently restricted, now there is without donor restrictions and with donor restrictions. That means the money without restrictions you can do anything you want with. The money with donor restrictions can either be permanent or temporary but the donor tells you how to use it. UDC's grant from the NPS is a donor restricted fund. A few years ago UDC would get \$300,000 at the beginning of the year. As that was expended it would be transferred in to spend so we had \$300,000 go unrestricted. Gradually, as UDC spent the money and met budgetary obligations, the money was released. Now, UDC is in a position where they are paying the bills and then going and asking for the money. UDC is getting it after already complying with the restrictions. Eckersley referenced Exhibit I and the two columns "Without Donor Restrictions" (UDC money) and "With Donor Restrictions" (NPS money). Eckersley said in essence that continues the pattern of how things have been accounted for over the years. The NPS funds are basically consisting of the chairs, desks, and building. There are no other NPS funds because UDC spent them. UDC did what it was supposed to do with the \$300,000. This year UDC spent \$300,000 of which \$3,150 was furnished for equipment so that is NPS's money. Depreciation is taken out of that and that's about \$13,000. Their fund dropped by about \$10,000. Certain bills have not been paid because it didn't happen by the end of the fiscal year noting "Grant Funds Receivable (NPS)" under "Without Donor Restrictions". He said that happens and is normal. Eckersley noted the Net Assets \$132,333 is all cash and NPS has their funds \$63,835 in fixed assets. Exhibit II is the "Statement of Activity and Change in Net Assets". This is where the UDC budget, work plans and activities come into play. Eckersley referenced the \$300,000 grant from the NPS, saying he's been here since 1988 and he doesn't think that number has changed until last year. There was a slight adjustment due to the Unrestricted Fund probe which NPS gave to UDC to pay Eckersley and Ostrowski for their services. Eckersley said UDC complied with the terms of the grant. Funds without donor restrictions increased by \$6,000 this year from other income and contributions minus some expenses that were not allowable by the NPS. Exhibit III is where Eckersley and Ostrowski take UDC's expenses and functionalize them, otherwise "what did you do?". These allocations are primarily based on employee

time records that are audited. Eckersley said UDC spent \$311,465 in Operations of which \$300,000 is UDC's budget so UDC is a little over budget. He noted the Capital Expenditures column for the \$3,150 in total spending \$314,615. Exhibit IV is "Statement of Cash Flow". "Notes to Financial Statements" explains who UDC is, how we account for what we do, etc. There are two Schedules' one references personnel benefits and the other the operating expenses. Eckersley said that's the Financial Report, they audited and gathered evidence that supported the numbers that were shown in the Financial Report and saw no exceptions. The next document provided is the Form 990 which is the Federal Government reporting form for a nonprofit organization. The numbers you see in it are the same from the Financial Report. He requested the Committee to review the list of questions on the Form 990 to make sure they are answered properly. Eckersley handed out a Management Representation letter which states UDC told Eckersley and Ostrowski, 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. Next year will be a review so it will be a little cheaper. He handed out a standard Journal Entry that is posted every month for the bookkeeper Mike Poska. Eckersley provided a required letter on nonprofits called an SAS letter which says everything Eckersley and Ostrowski, L.L.P. did, if there were any disagreement with management, which there wasn't, etc. Eckersley gave the bill for the FY 19 Audit as well as a contribution for the year from his firm. Eckersley said we so much admire what UDC does and UDC is doing a large part of protecting the river. Ramie said for the sake of total interpretation of the reports what is the amount of the UDC's Unrestricted Fund and/or Non Donor Fund? Eckersley said UDC's Unrestricted Funds at the end of 9/30/19 was \$132,333 compared to the previous year \$126,328. The committee thanked Eckersley for his time.

Old Business

PA DCED Grant Update: Ramie introduced Mike Mancino, Lackawaxen Township Supervisor, and Laurie Guzda from Growing Lackawaxen and said they may wish to address one of our proposals. Ramie provided an updated handout of the township proposals for the DCED grant that summarizes each of them. The last time this was discussed we were waiting for two more Townships to provide their proposals. All five Townships have now submitted their project ideas. It doesn't provide the level of details that they each provided in their forms, it's an overview. She said we had decided we would establish first, what the Townships would ask of this grant and then we would get to the UDC part for our share. That would depend on whether each of the Townships had projects that were equal to \$15,000 as our target goal. If not, then we would have some extra funds to play with. In several cases, the Townships submitted a plethora of projects. She said she is uncomfortable being in the position of having to choose which of their projects UDC will fund and wondered if they represented a priority order in the application. She asked Adams who was in attendance from Damascus Township. They've requested over \$101,000 worth of projects, which is fantastic that they have that many identified. UDC's question would be how do you want to use that \$15,000? Adams said he would recommend the Damascus Forest Outhouses, Siding & Roof Replacement (\$6,100) and the rest of the money going towards the Damascus Food Pantry Addition to Community Center (\$8,900). Ramie said for Shohola Township they could get \$15,000 reimbursement towards their \$32,000 roof replacement. Berlin Township, submitted seven different projects. She asked Henry if they were prioritized in any way? Henry said speaking with Cathy Hunt they obviously want projects 1-5 and 7. They would like to use the full \$15,000. They may look at the Township Website Upgrade and apply the extra money there. Westfall Township, has a fixed price for their parking lot paving, because they have an approved bid in that amount which is less than \$15,000. Ramie said she wants it to be based on real numbers because we have to submit a budget for this project with demonstrable costs. For Lackawaxen Township, Supervisor Mancino and Guzda are here if they'd like to address anything in about the project. Ramie said in both cases of Westfall and Lackawaxen some if not all of the project will have been completed as she explained last time. The contract will go back to 7/1/19 as a starting date. Any projects done after that date would be covered. She did check that with the grant agency to make sure that was the case. The tricky question will be when to make our end date because we have to assure that all of this work that we're proposing will be done by that date, which fortunately can be across years. There's no particular deadline in place. Which in Lackawaxen Township's case, they are also slightly under \$15,000 by about \$400 or so, because they ran into a stumbling block with fully financing the construction of their Care Cabin Food Pantry. This would go toward reimbursement of those costs by contractors who built it and then there are new purchases to benefit the organization proposed as well. Guzda said she thinks this money is such a godsend. When they first found out that Lackawaxen had the largest amount of students in the food program in the schools it was the catalyst for this project. When the kids were out of school, they tend not to eat. Guzda said as we built this, there were a lot of neighbors coming together as well as extras they didn't expect. They got the Care Cabin Food Pantry opened and the growth

has just been staggering. From the first opening day until yesterday they are feeding over 50 families. They don't have tables and are in need of shelves. They had spent everything they had raised and they do fundraising throughout the year and also receive donations. Everything goes right back into Growing Lackawaxen. Guzda said they can't afford to buy the shelves right now so they are using tables. Their agreement with Second Harvest states you can't have food on the floor so they have it on pallets but you can't serve it off of pallets. She said we're doing the best that we can but the growth is staggering and we really need to address some of these things. She said we paid all our bills and have nothing left to help them grow. Adams recommended they talk to the Pike County Commissioners for assistance. Second Harvest works with the USDA and Feed America. Once a month on a Friday they drive down to Stillwater about 90 minutes away and fill a van with fresh produce. This is available through Second Harvest. Any surplus farmers have goes through a central distribution center and that food is sent throughout the state. They are then able to provide fresh produce and dry goods. Mancino said they are also doing research for a Township Summer Camp fully run by donation. There would be a bus pickup that would bring them to the Lackawaxen Firehouse that has a banquet hall incorporating Area on Aging so it will be Adopt a Grandparent as well. They will also get a backpack of food. Wallenpaupack School District is doing a program like that and Mancino and Guzda are working with them. Guzda said everybody should have a nice quality of life especially in this beautiful area up here. Roeder said he's a resident of Lackawaxen and he's so proud to hear of this project. Henry recommends that Lackawaxen Township request the full \$15,000. Mancino said there was just discussion of a 20ft extension on the building. Guzda said they would also be happy to partner on projects like photography and wildlife walks. Ramie said if UDC is able to accomplish that we still will have a slight deficit because of the Westfall bid so it won't add up to the full \$75,000 but it can be applied elsewhere. Mancino asked if it was a repeating grant. Ramie said we don't know and we think a lot of it will depend on how wisely we spend the grant money and how successful we are.

Ramie has started to identify equipment needs the UDC has and provided that on page two of the UDC PA DCED Grant Summary of Proposals. It includes laptop computers, which would allow staff to take work home or to meetings, also a wall or ceiling projection screen, multimedia projector cart and conference phone. There are three different size options for the projection screen. These costs would be about \$5,500. Ramie said she is still hoping for some feedback from the Committee regarding the UDC project. Project ideas were handed out at previous meetings. Ramie mentioned Substantial Conformance Reviews, hire a facilitator for the Project Review Workbook training, hiring a coordinator for the river corridor cleanup for April 2020, and potentially hire a coordinator for the Railroad Emergency Response Guide. There are river-related educational materials for schools and brochures and publications. There was also discussion about studies like updating the Economic Study from 1985 that is in the River Management Plan (RMP), doing an assessment of the value of the properties in the designated river corridor, a Fiscal Sustainability Plan for the UDC, hiring a consultant to identify new land uses in the corridor. The challenge is this should be PA oriented. Henry said he recommended the "Life Jackets Save Lives" signs. Ramie said she's asked numerous times for the manufacturing information and cost. Henry suggests reaching out to the Fish & Boat Commission regarding the Narrowsburg Access to change it back to Darbytown Access. Ramie doesn't think the Fish & Boat Commission would let UDC buy a sign for one of their accesses but we could ask. Henry said public relations items that can last a few years would be a good idea. Sullivan said she supports the idea of hiring someone for grant writing or a business plan. Sullivan said she thinks everyone supports a river corridor cleanup. A Motion by Henry seconded Robinson to approve the UDC Equipment Needs Proposal carried. Henry recommends requiring the Townships to have everything in by 6/30/20 as a contract end date.

Other: None.

Executive Director's Report and Monthly Calendar:

Financial Status:

FY 2020 Federal Funding: The Application for Federal Assistance package for a \$37,500 (12.5%) share of funding to conform with FY 2020 Continuing Resolution #1 covering 10/1-11/21/19 (52 days) was submitted on 10/28 after preparation of a budget, narrative report, work plan, and SF-424 forms. Following various revisions to the UDC's documentation requested on 11/15, Modification #13 to the Cooperative Agreement was executed on 11/19 to authorize the release of funds. A drawdown request of \$18,315.01 for the UDC's October expenditures was made on 11/21 for direct deposit on 11/22, leaving a balance of \$19,184.99. The UDC's November expenditures of

\$20,851.77 exceed the balance by \$1,666.78. The 11/25 drawdown request of \$19,184.99 is due to be credited on 11/26. Fiscal Year 2020 Continuing Resolution #2 has been approved for 11/22-12/20/19. This 29-day period would entitle the UDC to apply for approximately \$21,000. Due to a change in financial assistance software being required by the Department of the Interior this year, all modifications obligating FY20 funds must be awarded by 5/31/20. Requests must be submitted by 4/3/20 at the latest. Superintendent Kris Heister stated on 11/21, "If we are still operating under a CR in February, the NPS is willing to forego some of our park spending (e.g. delaying hiring actions, holding contracting actions, etc.) in order to cover the remaining amount due in the FY20 UDC budget so we can make sure the modification gets awarded in the allotted timeframe. As you know we are under the same spending limits you are with a CR – but since our budget is bigger, the amount of discretionary spending in ours should allow us to do that with some delaying of NPS actions. I suggest February because I do want to get it in at least a month before the deadline (by March 3rd) ... I recommend that we see what happens after Dec. 20 and cross our fingers for a final budget." Referencing Heister's message Ramie said she accepts that with gratitude and will be sure to get the paperwork in on time. Ramie said it actually costs UDC money to do the stop-gap applications because of bookkeeper charges extra for his part of that paperwork. Ramie said for now she's proposing to let it ride for this period of time and we can file if we have to. Robinson said we can use our Discretionary Funds and Ramie said correct. Henry suggested recording all of the time Ramie works on the modifications to let the Appropriations Committee know.

Bank Balance: The UDC had \$123,427.30 in its Jeff Bank accounts as of 11/25, minus \$5,305 encumbered for the Project Review Guide design work.

FY 2019 Federal Funding: The ASAP account has a balance of \$21,250 as encumbered FY 2019 expenditures (\$16,250 for Records Management Phase I contract which is pending an invoice & \$5,000 for Shohola TAG 2019-02, which awaits substantial conformance review of the zoning ordinance for payment approval). The UDC's 4th Quarter (July, August, September) and Final Fiscal Year 2019 SF-425 financial and progress reports were prepared starting 10/29 and submitted to NPS on 10/31. The audit team from Eckersley and Ostrowski was in the office on 11/4 & 5 to review the financial books, ask questions, and request needed information, including subsequent phone and email follow-ups for data.

NYS Funding: The UDC voted on 11/7 in favor of signing on to a letter to Governor Cuomo by the Alliance for the Upper Delaware River Watershed to seek \$500,000 in the 2020 State Executive budget for the Upper Delaware watershed region through the Environmental Protection Fund. A copy of that final 11/19 letter will be distributed at the UDC's 12/5 meeting.

Administration:

Cooperative Agreement Negotiations: The NPS requests that we have a draft Fiscal Year 2021-2026 Cooperative Agreement ready for review by the Northeast Region Contracting Officer by the end of February 2020. The UDC will also need to develop a new Five-Year Operating Plan. Ramie distributed the current CA P15AC01769 (covering 9/9/2015-9/30/2020) and a summary of the revisions made to achieve it to the subcommittee volunteers of Roeder, Dean, Henry, Robinson and Saumure on 9/27. Ramie said there is only so much latitude on it because it is based on the RMP of course. Henry recommended meeting with Representatives Cartwright and Delgado after the UDC meets to get ideas from them and enlighten them on UDC situation. A preliminary workshop meeting is set for 12/5 at 6:00. Sullivan asked if this would be the appropriate place to talk about the hoops staff has to go through to get funding.

Board Changes: UDC Commonwealth of Pennsylvania Alternate Rhonda Manning confirmed her resignation from the board on 11/18 after Ramie's 11/8 inquiry based on Tim Dugan's 11/7 UDC meeting report. Manning will send a formal notification letter expected to provide an effective resignation date of 12/1/19. Ramie will send an appreciation letter to Manning for her service and write a letter to the PA DCNR requesting the appointment of a UDC alternate. Hall-Bagdonas will send Representative & Alternate Appointment Update Forms to each UDC member in December to return following their reorganizational meetings in 2020, along with the Annual Conflict of Interest/Disclosure Statements to confirmed representatives and alternates.

NYS Sexual Harassment Policy: Ramie prepared a custom training acknowledgement form for Representatives and Alternates on 11/5 to accompany the UDC's presentation of Preventing Sexual Harassment videos with interactive case studies on 11/7. Links were sent to absent board members on 11/8.

Railroad Emergency Response Guide: Ramie reviewed the attendance list, sent a meeting reminder on 10/25, invited media coverage with the permission of Central New York Railroad, prepared an agenda and to project the 1997 Emergency Response Guide on the screen, facilitated the 10/29 meeting with 20 participants, sent a thank you letter to CNYK officials and attendance appreciation messages to the participants on 10/31. Staff updated the contact group database, requested follow-up information from NPS and researched the Operation Lifesaver program. Ramie prepared and distributed meeting notes, and issued a news release on 11/6. Ramie received an update from NPS on 11/22 stating that their pre-proposal for funding for an Emergency Spill Response planning initiative had been accepted and a full proposal will be submitted by a 1/17/20 deadline. UDC will continue to keep communications open and convene another meeting when there are new developments.

Public Relations:

Publicity: Issued three news releases: "Final Call for Nov. 2 D&H Canal Tour: Roebling Bridge to Port Jervis", 10/24; "Upper Delaware Council Awards Four Technical Assistance Grants", 11/1; and "UDC Works to Update Railroad Emergency Response Guide", 11/6, as well as submitted a Letter to the Editor of *The River Reporter* approved by the UDC board on 11/7.

"The Upper Delaware": Ramie invested 48 hours in the planning, research, layout, design, and composition of the Fall/Winter issue between 11/4-11/19, including 9.5 hours on Sunday, 11/17. After final proofing, she sent the Quark Xpress 12-page file with 22 photos to Courier Printing via Dropbox on 11/19. We received the blueline proof on 11/21 and returned it that day. Hall-Bagdonas will send updated mailing database to Courier on 11/27 and post a PDF of the Fall/Winter issue on the UDC's website. Delivery is due on 12/2. Ramie will update archives, articles index, distribute, and publicize. The Spring 2020 issue is due to printer on 3/25 for publication on 4/6.

FY 2019 Annual Report: Compose the UDC's Fiscal Year 2019 Annual Report for on-line posting and availability of hard copies upon request.

Grants/Fundraising:

2019 Technical Assistance Grants: *Next:* After Shohola's zoning ordinance is approved for substantial conformance, put its approval before the Project Review and Operations Committees, then publicize its completion. Encumber the \$5,000 as a FY 2019 expenditure in the ASAP account.

2020 Technical Assistance Grants: A news release was prepared on 11/1 to announce the award of \$23,377 for four projects: Delaware, \$1,127; Hancock, \$5,000; Tusten-1, \$10,000; Tusten-2, \$7,250. Mid-term Progress Reports are due by 2/28/20 with project completions by 8/28. Put on Project Review and Operations agendas for approvals as each grant project is fulfilled. Publicize accomplishments.

Consulting Projects:

Records Management: A letter from K. Sickler-Murphy was included in the meeting packets. The custom metal shelving units were installed in the attic by Inner Space Systems on 11/8. Kathy and Kerry from K. Sickler-Murphy set up shop to do their on-site inventory of records on 11/18-22. Staff assisted with the identification of files, sorting, purging, and carrying boxes. This project came in under budget because they couldn't decipher UDC's various maps and also couldn't find map folders but did speak with Hall-Bagdonas on how to store maps. Ongoing training was provided to Hall-Bagdonas as Records Management Officer. Since they trained Hall-Bagdonas while they were here they aren't coming back. That's \$1,700 less than the expected bill for the removal of the maps and on-site training Ramie circulated photos to the board on 11/25. Staff will submit screenshots of our electronic file folders by email to add to the records inventory. The consultants will prepare a Needs Assessment Report and develop a draft Policy and Procedures Manual for review and approval by the board. Ramie said she knows one of their recommendations will be to use a Cloud-based system to store files. Hall-Bagdonas will train the staff in the use of the Excel database and future storage of files. Staff will arrange for the removal of obsolete file boxes. Ramie will contact Tom Coacci who was hired by UDC for previous work. Ramie estimates it could take 4-5 truckloads at \$150 a trip.

Calendar: Ramie noted that the rest of the Executive Director's Report and Monthly Calendar could be read at one's leisure.

New Business

Summary of Pending Bills 11-25-19: A motion by Robinson, seconded by Henry to approve the bills was carried.

Financial Statement 11-30-19: Roeder said the financial statement is offered for individual review.

Other: Sullivan said NYS is considering its budget and she thinks UDC should resubmit the request to Assemblywoman Gunther's office for funding and also set up a meeting with Senator Metzger or her Assistant on how one pursues grants because there is money there. She offered to help set up those meetings.

Public Comment: None

Adjournment: A motion by Peckham seconded by Adams to adjourn the meeting at 8:03 p.m. was carried.

Minutes prepared by Ashley Hall-Bagdonas, 12/5/19