

Upper Delaware Council
OPERATIONS COMMITTEE MEETING MINUTES
November 27, 2012

Committee Present: Fred Peckham, Larry Richardson, Harold Roeder, Jr., Jack Niflot, George Fluhr, Nadia Rajs (6:48 p.m.)
Committee Absent: None
NPS Partner: Sean McGuinness
Staff: Laurie Ramie, Cindy Odell, Travis O'Dell
Guests: Richard Eckersley, Cheryl Korotky

The UDC's Operations Committee held its monthly meeting on Tuesday, November 27, 2012 at the Council office in Narrowsburg, NY. Vice-chairperson Fred Peckham called the meeting to order at 6:35 p.m.

Presentation by Richard Eckersley – Eckersley and Ostrowski, LLP: The Council's auditor, Richard Eckersley, provided and reviewed with the committee excerpts from the draft audit report and Form 990, which he noted is now required to be reviewed by the Council, for Fiscal Year 2012. Eckersley explained that the Form 990 is referred to as an information return. He referenced the pages of that form which contained the yes or no questions and said they were developed since September 11, 2001 in order to help determine if charitable organizations are legitimate or not. Rajs said that she does not remember ever seeing the Form 990 before. Eckersley explained that in the past it did not have to be presented to the board, it was just presented to management. The document has always been on file in the Council office. A recommendation to note the two non-participating townships as such in the "Notes to Financial Statements" section of the Auditors Report was made. Eckersley said he would do that. Eckersley provided the Council with an SAS 114 letter. He said it is a Statement of Auditing Standards and requires the auditor to communicate certain matters to keep those charged with governance adequately informed. He noted that there were no problems found during the Fiscal Year 2012 audit. The Management Representation Letter was submitted and required the signatures of the Chairperson and the Secretary/Treasurer. Eckersley submitted two engagement letters confirming the FY 2012 audit and contracting for services for the FY 2013 audit for review and signatures. Ramie asked Eckersley to explain to the committee the different levels of financial audits available, as had been discussed with her and NPS Superintendent McGuinness at a Compliance Audit meeting that took place earlier that day. Eckersley explained how an audit differs from a review noting that an audit does offer the best protection; however, a financial review would cost approximately \$2,000 - \$3,000 less. Rajs questioned if a review could be done one year, and an audit the next or some similar schedule. Eckersley said that could be done, but we would need to find out what the National Park Service requirements are. Ramie asked Eckersley if he could confirm what the audit requirements are through the NPS Cooperative Agreement and New York State by December 18th which is the date of the next Operations Committee meeting. He said he would look into that.

Approval of October 23 Meeting Minutes: A motion by Rajs seconded by Fluhr to approve the October 23 meeting minutes was carried. There was no public comment on the agenda

Executive Director's Report and UDC Calendar: Ramie noted that November's advance funding request was submitted on October 17th and payment was received on October 31st. October's request was submitted on September 18th and we still await payment. Ramie said it is believed that October's request was one of the first to go through the Park Service's new financial system. She was provided a phone number that she could call to inquire about the status of payments. Responses can take 24 hours. Ramie said she will continue to track the status of this payment. She provided members with a copy of a general description of the new process for funding and explained the steps she had taken to set up the new account. We will be advised when the first account draw-downs are possible.

Ramie provided the UDC's bank account balance and noted that the amount is not what it typically is due to the fact that we have not received October's funding. McGuinness stated that while the Park Service is going through this major financial system change, they are also switching to a new e-mail system.

Ramie reported that we received a \$50 donation from Davis R. Chant Real Estate, Inc. of Milford, PA in appreciation for sending 50 copies of each newly-published "The Upper Delaware" for their distribution to potential clients.

Ramie said that Alex Cena resigned as Westfall Township's UDC representative effective November 1, 2012 due to re-locating to Texas. She sent him a letter of appreciation for his service which began Jan. 3, 2012. Township Secretary Lisa Green has advised that there is an individual interested in the position and she will keep us posted.

Ramie noted that she utilized a track changes program to incorporate proposed amendments into the UDC's Feb. 6th, 1992 UDC bylaws. The Operations Committee was asked to review the modifications via e-mail on October 25th and offer any comments by noon on October 30th. On November 1, she forwarded the document to the Council's attorney for legal vetting. A memo from NPS Management Assistant Carla Hahn with her research findings related to the UDC bylaws was discovered on November 6th and forwarded with supporting documents to the attorney. A written report of comments for the committee's consideration was provided on November 27th and will be come up under new business.

Ramie offered several insurance-related updates.

Ramie said she issued a "Request for Proposals" for the printing of "The Upper Delaware" newsletter since last month and we will discuss the bids received under new business.

Ramie noted that she would have liked to have had the FY 2012 Annual Report completed by now, but has been diverted by other matters of business. She does hope to have it done by next week at which point it will be posted on the Upper Delaware Council website. She said that this year's report will be different as she will be listing the Council's activities under categories whereas in the past, they have been listed chronologically.

Ramie referenced the grants administration issues listed in her written report. She reported she still awaits payments from reimbursement requests for UDC NYS Grant TM09050 submitted to the NYS DEC on June 19th for the Town of Fremont and August 3rd for the Towns of Tusten, Highland, and Delaware. She said she received and disbursed on November 23rd, final payment for Upper Delaware Scenic Byway NYS Grant M060091 based on the last two reimbursement requests submitted to NYS Dept. of Economic Development on August 9th for the Towns of Delaware, Tusten, Lumberland and the Village of Hancock and on August 14th for the City of Port Jervis. She will be issuing a news release noting project accomplishments. A second Scenic Byway federal grant expires on December 31st and there has been a delay in the processing of payment requests. She said that they are trying to get some intervention by state representatives, as the grant is administered by the NYS DOT, to find out what the holdup is. She noted that the last payment is required to be satisfied in order to submit a request for payment for the next phase of the project. The interim reimbursement request in question has been pending since August 12, 2011. The Byway is on the hook for the money until reimbursement is received, Ramie added.

Ramie pointed out the list of special meetings and events for the period. She said that arrangements were made for Art Hawker, Captain of the Narrowsburg Fire Department, to come to the Council office on November 21 to conduct a fire extinguisher demonstration for the office staff. Ramie said the demonstration was very informative and helpful. Richardson suggested reviewing safety procedures every so often so that they are fresh in everyone's minds.

Ramie said the calendar provided in members' packets includes UDC meetings, deadlines, and activities. On McGuinness' behalf, Ramie announced that the Park Service is having their holiday party and an invitation has graciously been extended to all UDC members and staff. The party will be held at The Carriage House in Barryville, NY on December 14th beginning at 12:30 and the cost is \$23 per person. Reservations are due by December 7th. Ramie said she would like to know what the policy is on staff attending the party. After a brief discussion, a motion to allow staff to attend the holiday party for the afternoon without having to take personal time was made by Rajsasz, seconded by Roeder and carried, with Richardson opposed.

Ramie reminded members that this committee meets one week earlier in December. All three committees will meet on December 18th beginning at 6:30 with Operations, followed by Project Review and concluding at 7:30 p.m. with Water Use/Resource Management. Rajsasz asked if WU/RM was able to seat a quorum this month. Ramie said yes and noted that they were finally able to approve the August minutes.

Ramie reported that the safe deposit box rental expires on December 31st and asked members what they would like her to do about that. After a brief discussion, it was decided to cancel the box and reopen one at a later date if found necessary.

Old Business

UDC Bylaws: Attorney Recommendations: Peckham referenced the memo from Jeffrey Clemente. It stated, "I have reviewed the proposed changes to your bylaws and find them to be generally an improvement to the original bylaws and adequately written." Two recommendations were offered. After a brief discussion, a motion to move the Bylaw Amendments with Clemente's first recommendation, but not the second one, to the full Council for adoption was made by Richardson, seconded by Rajszyk and carried unanimously. Ramie said she will send out a second draft to reflect the new changes. The bylaws require a minimum 30-day written notice of any amendments to all UDC members before they may be voted on at a Council meeting.

Other: None

New Business

FY 2013 Newsletter Bids: Ramie reported that the deadline for bids was Friday, November 26th. Three sealed bids were received by the deadline. Request for Proposals ads had been placed in five newspapers. Ramie referenced a written report provided which contained a summary of each bid received. She noted that Courier Printing Corp has held the contract since FY 2003 after prevailing in competitive bidding that year and in FY 2008. Ramie stated that she was dissatisfied with the quality of the photos and graphics in the most recent issue because the UDC had recently upgraded its design software to Quark Xpress Version 9, while Courier has Version 7. Although it was emphasized in the ad, there is no mention in the bid of whether they have upgraded their software. Ramie said that she would like to contact them and find out how they intend to address the printing quality of the photos. She advised members that she did receive a bid today, which was past the deadline, and shared the details of their offer. After some discussion, it was decided to contact Courier and if they are unable to address the printing quality issue satisfactorily, the matter will be brought back to the Operations Committee at a future meeting.

Summary of Pending Bills 11-27-12: The committee was provided with an abstract of bills dated November 27 to review. A motion by Rajszyk seconded by Roeder to pay the bills listed on the abstract was carried unanimously. Financial Statements as of October 31, 2012 were provided for individual review.

Other: None

Public Comment: None

Adjournment: A motion by Rajszyk, seconded by Roeder to adjourn the meeting at 7:55 p.m. was carried unanimously.

Minutes submitted by Cindy Odell 11/29/12