SWCD Board of Directors’ Meeting June 13, 2022 In attendance:

Directors: Meg Kennedy (Ch), Helene Kraham, Darin Hickling, Ed Lentz

District staff: Chris Andreassen, Karl Jiroux, Dan Zimmerman Others: Scott Fickbohm

Minutes taken by Ed Lentz.

Chair Meg Kennedy opened the meeting at approximately 10:10. Meg welcomed the staff and expressed appreciation on behalf of the entire board for their good work, concerted efforts, and pulling together to help us through this difficult period. Meg also reported that she met with staff last Monday morning and again this morning to ensure that operations continue smoothly with the District Manager position being vacant. Karl is now handling some of the administrative duties on an interim basis. The staff know their jobs and what needs to be done but, when needed, the staff will go directly to Meg for guidance and direction.

A motion was made by Ed and seconded by Helene to approve the minutes of the meetings of 4/15/22 and 5/23/22. The motion passed unanimously.

*Treasurer’s Report*: Ed explained that the Treasurer’s Report would be deferred until the June 27 meeting because financial reports for the month of May had not been received. ed reported that the Comptroller’s auditors are still in the scoping phase.

*Approval of Bills to be Paid*: Ed reminded the board that, as per our recently adopted policy, invoices should be presented to the board each with a cover sheet (voucher) along with a list (abstract) of the invoices. For this meeting, however, the bills were available for review by the board but not the vouchers and abstract. Ed will provide a voucher form based on the Town of New Lisbon voucher form for future use. Meanwhile, the most important thing with respect to the bills needing to be approved today is that the board had the actual invoices for review. Approval of the bills was deferred until later in the meeting, after each director had reviewed them.

*Staff reports*: Chris, Dan and Karl expanded upon and answered questions regarding their summary written reports, copies attached. Mark Kugler has resigned effective 6/17/22. Chris is handling the Facebook and website maintenance previously handled by Mark. Mark’s stream technician responsibilities are being shared by Karl and Chris. The District missed the deadline for obtaining USC funding for summer interns but the staff and the board all felt that we are better off without interns this year in light of our current situation.

*Corrective Action Plan*: The CAP was reviewed and updated. See, attached.

*Grant Closeouts*:

The McGrath resubmission is completed but for a few canceled check backs. (Meg and Ed had had multiple meetings with Jordan to correct errors; Jordan had assured Meg and Ed he would correct the remaining deficiencies prior to his departure but didn’t.) McGrath’s signature was obtained with the understanding that the District will not seek to recover money from McGrath. County Attorney Denise Hollis joined the meeting by phone to discuss a proposed letter from the District to McGrath confirming that the District would not seek return of funds to the District. A motion was made by Ed and seconded by Helene to send a letter to McGrath with the wording approved by counsel. The motion passed unanimously. Meg and Ed will review the resubmission package to confirm that it is now clear that some of the NRCS-funded work was outside the scope of the project funded by the District. We expect to resubmit McGrath by the end of June.

Beecher is nearly complete. As in the case of McGrath, Meg and Ed reviewed the resubmission package and were assured by Jordan that he would correct the remaining deficiencies before his departure but didn’t. Since then, a check to the engineer was recently provided by Beecher but was not available for board review. The board does not expect it to affect the closeout submission but Meg and Ed will review it to confirm. We expect to resubmit Beecher by the end of June.

Hunt/Johnson had been submitted but were returned by AGM. Resubmissions are close to being ready. The Procurement Checklist had been completed and approved by the board prior to the original submission but a copy of the form as completed and approved cannot be found; Karl will recreate that form for District files. Karl will complete a Procurement Checklist of Hunt for review by the board at the June 27 meeting. The board applied the Monroe County Closeout Checklist to the Johnson package and agreed that with certain modifications, that form would be used prior to approval of all future grant closeouts. Karl will complete that form for the Hunt closeout. Both the Johnson and Hunt closeouts will be re-reviewed by the board at the June 27 meeting with the expectation that both will then ready ready to submit by the end of June. The District expects to receive ~$62K in reimbursement after paying ~$25 to the landowner. For the District’s files, we need to locate a copy of the landowner contract for Johnson and proof of payment for check from landowner to contractor.

The Hughes (275) and Buffer (277) closeouts will be started this week. Scott offered to help with these. Jordan had committed to having these ready prior to his departure but appears to have not even started the closeout process.

*Meeting with AGM*: Meg, Ed, and Darin will be attending in person. Denise Hollis will attend via webconference. The board discussed the need to get back to good standing with the state and the questions that AGM is likely to have for us.

The board discussed how the problems with District finances developed. The main reasons were: a District Secretary who was unqualified and unable to perform the functions of the job; a subsequent District Secretary who, while very capable, also lacked the requisite experience, a District Manager who did not engage in the management of District finances or properly oversee the work of the District Secretaries, and a complacent board of directors that did not provide adequate oversight of grants management and that did not put in place policies and procedures that might have prevented overpayments and other problems.

The consensus of the board is that we want to have our financial records audited back to 2019 but (i) our priority has been closing out the open grants and developing policies and procedures and (ii) at this point, the District does not have sufficient funds to have such audit conducted.

The board discussed how we would use AGM funding if it is released to us. The first priority will be funding operations and having a sufficient unrestricted fund balance to start the new year. When the District’s financial picture becomes more clear, the board can plan on how to use additional funding, for which there are several possibilities, including paying for a financial audit.

Karl reminded the board that we had been approved for funding under the Climate Resiliency Farming program but that AGM put a hold on that money in light of the District’s financial management issues.

The board discussed grants for an excavator for stream work and for building expansion and agreed to table those efforts.

Karl also reminded the board that the forestry contract expires 12/31/22.

*Other Matters*: The board discussed amending our standard landowner contract to encompass some of the items in the Closeout Checklist. Scott recommended that the District have a template landowner-contractor agreement and will provide the board with samples.

Going forward, the board will hold its regular meetings on the second Mondays at 10:00am and its special meetings on the 4th Monday at 1:00pm, both at the Meadows.

Ed is working on a cash-flow analysis and a June-December budget. Restricted funding, e.g., Part B funds, will not be included in the cash flow analysis.

The DS job is posted and is on the website; Chris will email a copy to Scott for distribution by NYACD. Regarding the DM position, the consensus of the board is that the current DM job description, which has been forwarded the County Personnel for posting, is adequate but that we need to find a person with demonstrated administrative skills, timeliness, attention to detail, responsiveness to the board and to funding agencies, and a basic understanding of budgets and financial management. Meg will see if these characteristics can be explicitly added to the job description without slowing the process.

Scott explained how the AEM contracts work and recommended that the District pace itself to avoid a scramble near the end of the two year contract to make up hours. The board agreed that going forward, the staff will provide the board at each monthly meeting a table showing contract hours per tier vs. actual hours per tier, monthly and year to date. Most of the AEM work has fallen on Chris and he has been tracking his hours as can be seen from this written report, attached.

Karl will ensure that to meet the OML requirements the revised board meeting schedule will be noticed to the Daily Star and posted on the District bulletin board and the county office building bulletin board. Chris will put it on the website.

A motion to approve the bills was made by Ed and seconded by Darin. After discussion about the Royal Ford bill and the United Concordia Dental Insurance bill, the motion passed unanimously. Meg will contact United Concordia to have Jessica removed from dental insurance coverage.

At 3:18, a motion was made by Meg and seconded by Ed to go into executive session to discuss employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person was made. The motion passed unanimously.

The board came out of executive session and adjourned the regular meeting at 3:26.

07112022

SWCD Board of Directors’ Meeting June 27, 2022

In attendance:

Directors: Meg Kennedy (Ch), Jennifer Mickle, Helene Kraham, Darin Hickling, Ed Lentz District staff: Chris Andreassen, Karl Jiroux Others:

Minutes taken by Ed Lentz.

Chair Meg Kennedy opened the meeting at 1:07.

A motion was made by Helene and seconded by Darin to approve the minutes of the meeting on June 13, 2022. The motion passed with 4 in favor and 1 (Jennifer) abstaining.

There were no financial reports for May because Angelica was unable to access the online bank account statements. Ed reported that he recently got online access and was getting online access for Meg and Angelica. The Finance Committee met before this meeting and reviewed the financial state of the district and procedures for managing grant finances and for auditing bills. Ed reported that he met with Alan Zimmerman (NYS OC Auditor) and compared his and Alan’s draft cash flow projections which are largely consistent with each other. Bottom line: with Part A and Part C money, we should get through the calendar year with a small amount left to start the new year. Other revenue sources should include payments for WRP and BMP verifications and AEM work.

Meg reviewed the bills to be paid, noting some bills for which partial payments had already been made and some for which there were questions, and then passed them around for review by each of the directors. Approval of the bills was deferred until later in the meeting, after each director had reviewed them. Ed will prepare voucher and abstract templates. He still needs to get online access to our Key Bank credit card account.

Vacancies in director positions were discussed. Meg said Doug Roberts is interested in being the Grange nominee to the board. She will follow up with him.

Mark Kugler’s last day was 6/17. He turned in his keys and credit card.

The CRF for Star Route farm was declined by the landowner. Meg will inform AGM. The CRF for the Unadilla farm will probably go forward. The need to do this one right was acknowledged by all; this includes reviewing our District-landowner agreement, provided a template landowner-contractor agreement, and ensuring that the landowner understands that no money will be paid to the landowner except in reimbursement and only when each system is complete.

Page 1 of 2

07112022

A motion to approve the bills subject to Meg’s notes was made by Jennifer and seconded by Darin. The motion passed unanimously.

Meg, Darin and Ed described the meeting with AGM on June 14 in Albany.

Helene had to leave the meeting.

*Corrective Action Plan*: Meg went through open actions in our Corrective Action Plan and summarized the use of the procurements checklist to document board review and approval of payments and of the grant closeout checklist to be completed by staff and then reviewed/approved by the board before submission. Among procedures to be established are that payments for a grant will only be made by a check drawn directly on that grant account and that two signatures should be required.

*Grant Closeouts*:

McGrath: Ed, Meg, Karl, Chris, and Scott met before this meeting to continue to work on McGrath. We remain hopeful of getting it resubmitted this month.

Beecher: still under review.

Hughes (275) and Buffer (277): just started. Jennifer will assist with the Hughes and Buffer closeouts.

Johnson and Hunt (236): still need the Procurement Checklists for both Hunt and Johnson and the proof of payment for Johnson; Close-out Checklist also needed for Hunt.

A motion was made by Jennifer and seconded by Darin to use Part B money for hydroseeding. The motion passed unanimously.

*Openings:* The District Manager and District Secretary positions are open. The postings are on the district website. Chris will get the posting up on Facebook. All directors are encouraged to circulate the job descriptions via their social media accounts. Jennifer will look into posting the positions with Indeed. A motion was made by Ed and seconded by Jennifer to approve the postings on Indeed for free and to authorize Jennifer to spend up to $500 on paid posts on Indeed at her discretion. The motion passed unanimously.

At approximately 2:30, a motion was made by Ed and seconded by Jennifer to discuss employment, promotion, demotion, discipline, suspension, dismissal or removal of particular persons. The motion passed unanimously.

The executive session was ended and the regular meeting resumed at approximately 2:40. The meeting was adjourned at approximately 2:45.

Next meeting: July 11, 10:00am, Meadows Classroom B.

Page 2 of 2

