**CONNECTICUT RIVER CONSERVANCY**

Board of Trustees Meeting

December 13th, 2019

11am – 2:30pm

15 Bank Row

Greenfield, MA

**ATTENDEES**

Trustees: Melissa Ocana, Annette Spaulding, Melody Foti, Amy Tran, Bob Sproull, Neftali Duran (phone), Liz Austin, Kate Putnam, Tony Judge, David Mears, Ron Poltak, Tom Ciardelli, Payton Shubrick, John Sinton (Honorary).

Absent: Dave Hewitt, Bob Moore, Lora Wondolowski, Tim Keeney.

Staff: Andy Fisk, Phil Girton, Corey Kurtz, Aliki Fornier, Brett Morrison, Angela Chaffee, Gabriel Chevalier.

Meeting begun at 11:05am

1. **WELCOME & INTRODUCTIONS**
2. **CONSENT CALENDAR**

The May board meeting minutes contained a few mistakes, with attendance and duplicate text.

MOTION: To accept the items with corrections. Austin/Shubrick on the motion; unanimous.

1. **ANNUAL AUDIT**

Joe took part in the meeting and presented the annual audit to the board. He firstly went over highlights of the financial statements, mainly the increase in expenses from increased staffing and program expenses, cash flows and significant accounting policies. Joe explained that the language in net assets had changed from “permanently and temporarily restricted” to “without or with donor restriction.” He also commented on the management letter included in the packet. The management letter from auditors included internal suggestions: it is advice and best practice to implement reconciliations of bank accounts, and review bank reconciliations done by a third person in the office. This can be done by controls over cash receipts: whoever receives checks in the mail reports them so they match money deposited in the bank.

The board continued the conversation with a talk about finding a new accounting software, as the current one doesn’t keep up with demands.

MOTION: to adopt annual audit and to amend the schedule to contributors on the 990: Sproull/Poltak on the motion to adopt the annual audit with corrections on the 990; unanimous.

1. **FINANCE & DEVELOPMENT REPORT**

Andy presented the financial report, fiscal year 19-20 to date, to the board. He pointed out the major changes in revenue and expenses via year-on-year comparisons. He went over the statement of financial position, performance metrics, and endowment report. Ron Poltak noted the terminology used: gross profit vs revenue, and how it may be interpreted from a non-profit by the public.

Corey started the development report. She firstly presented the CRC giving report, fiscal year 19-20 to date. She explained that Patagonia and Facebook donations are included in the FYTD numbers, but the money hasn’t been received yet. She briefly went over the year-on-year comparison. Corey talked about trustee giving, and informed the board how important it was to have a 100% giving board for a non-profit, and encouraged the board to give before the end of the calendar year. The membership growth report was also presented, it did not include Facebook donors, as we hadn’t received that information yet either. A brief Giving Tuesday report was given; Payton and Amy shared their experience with the event and volunteer social media ambassadors. Corey also explained the Patagonia matching funds event: Patagonia will match every donation to CRC dollar for dollar! This was a limited time opportunity until the funds ran out, or until calendar year end. Trustees volunteered to reach out to 5 more donors via phone call to have them donate to CRC via Patagonia. Finally, the development staff gave a Fall campaign and Campaign for our Rivers update. Corey gave a notice to the board about a planned Valentine’s day thank-a-thon, and encouraged the board to participate.

MOTION: to accept the year-to-date financial report: Putnam/Mears on the motion; unanimous.

1. **LUNCH**

While the board members were having lunch, Gabriel Chevalier, CRC’s laboratory manager, presented a fish migration website development project she had been working on. This new website page isn’t scheduled to go live until 2021.

Andrea Donlon gave a brief talk about state by state regulations for drinking water and swimming areas. She explained CRC’s role and actions around toxic and sewage spills.

1. **ADMINISTRATION & POLICY**

Andy gave the board and update on the creation of the personnel manual. A first draft is complete and it will go to the executive committee for initial approval. He also went over the new Family paid medical leave policy, and what it means from our MA staff and CT and VT staff.

Andy announced staff are participating in Equity, inclusion and diversity training sessions. He and the VT River Stewards are taking a training in Vermont, and at the monthly staff meeting, they bring their experience to the wider CRC staff.

A brief update was given to the board, regarding the cybersecurity assessment within CRC. Payton Shubrick and Bob Sproull have kindly offered their resources and expertise on the matter.

1. **AFFILIATIONS & PARTNERSHIPS**

MOTION: to give executive staff power of negotiations regarding prospect fiscal sponsorships. Brought to the executive committee for final approval. Austin/Duran on the motion; unanimous.

Andy explained the prospect affiliation with Fort River Watershed Association. More discussion is to follow on the matter. A motion to accept the affiliation will be brought up at the March board meeting.

1. **CRC & CLIMATE CHANGE**

What is CRC not doing about climate mitigation? By explicit policy of the board, CRC hasn’t taken a position on natural fossil fuel impact on climate adaptation. Though the staff feels we are not properly addressing the issue at hand. The board shared their thoughts on how CRC should approach their values on Climate adaptation.

1. **EXECUTIVE SESSION**

The meeting went into executive session at 2:03

The meeting was adjourned at 2:20pm

Prepared by: Aliki Fornier

Reviewed by: