**CONNECTICUT RIVER CONSERVANCY**

Board of Trustees Meeting

December 14th, 2018

10:30am – 2:30pm

15 Bank Row

Greenfield, MA

**ATTENDEES**

Trustees: Liz Austin, Melissa Ocana, Dave Hewitt, Ron Poltak, Annette Spaulding, Astrid Hanzalek (phone), Melody Foti, John Sinton, Payton Shubrick, Tom Ciardelli, Kate Putnam, Neftali Duran, Ron Poltak (phone), Tim Keeney, David Mears, Bob Moore, Tony Judge.

Absent: Lora Wondolowski

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

1. **WELCOME & MEETING OVERVIEW**
2. **ANNUAL AUDIT AND TAX FORMS**

Joe Wolcowicz, the Board’s auditor was unable to attend due to illness. Andy presented the financials as recommended by the Finance Committee for adoption. He introduced the audit and tax forms. Kate went over the process by which the audit and tax forms are filed and reviewed, answering any questions or concerns the board may have about the system or CRC’s assets. Phil interpreted the Financial Statements in more details. He gave a rundown of the Statement of Financial Position and Activities. Andy explained the Statement of Functional Expenses.

Finally, Form 990 and Form PC were explained in more details to the board. The board was informed that the Form 990’s purpose was to understand CRC’s lobbying restrictions, land conservation plan report, and disclose art and artifact. Form PC is filled by CRC annually, being a non-profit organization in Massachusetts. On this form, we explain our income via contributions, grants, gifts… We also go over our program services, expenses, our paid contractors and affiliates and our net assets.

MOTION: To accept the annual financial statements, Form 990 and MA Form PC as submitted by the Finance Committee. Moore/Duran on the motion; unanimous

1. **CONSENT CALENDAR**

MOTION: To accept the items as submitted. Putman/Austin on the motion; unanimous

1. **ELECTION OF NEW TRUSTEES**

Andy introduced to candidates to the board: Amy Tran and Bob Sproull. To be fully elected by the membership at annual meeting 2019.

Board members discussed the progress in bringing on the number of trustees, what the limit is, and how that might affect the nomination process in the future. The Board expressed confidence and support for the nominations of Amy Tran ad Bob Sproull.

MOTION: to accept Amy Tran’s election to the board of trustees, put forward by the Nomination Committee. Mears/Shubrick on the motion; 2 abstentions.

MOTION: to accept Bob Sproull’s election to the board of trustees, put forward by the Nomination Committee. Putnam/Austin on the motion; unanimous

1. **ADVOCACY – STOP TRASH BEFORE IT STARTS**

Angela Chaffee gave an update on Source to Sea Cleanup results including number of petition signers and number of Trash Talk attendees. She also gave an overview of next steps in each state for plastic and tire legislations, next steps for corporate pressure, and collaboration with smith college that will bring an EU delegate to the region, co-hosted by CRC and Smith College.

The board discussed our advances in the campaign, as well as new objectives and progressive ideas, including acknowledging the organizations and businesses that have advanced their techniques to incorporate a more environmentally friendly waste disposal.

1. **CRITTER CONNECTIONS & CITIZEN SCIENCE**

Andy presented a newly adopted management plan for sea lamprey created by the CT River Atlantic Salmon Commission on which CRC serves as vice-chair. He described the CRASC and how they used to operate, and their role today. After years of focus on Salmon, conservation programs how shifted their attention to other fish, including Sea Lamprey and all migratory species in the watershed. Liz’s experience with the species helped the board understand their nature (biology, geography and ecological roles). Andy and Annette explained their history in old and modern cultures. The board was informed of CRC’s intentions to collaborate with other scientists on the watershed on the preservation of sea lamprey, and intergrade this project as a Community Science (Citizen Science) program.

1. **LUNCH**
2. **DEVELOPMENT REPORT**

Corey gave an overview of the development report: she went over membership statistics, money pledged, and money received over a period of 12 months. Corey also updated the board on the Campaign for Our Rivers. Part of the overall report was to let the board know how we are improving on numbers over the years. She went over tactics the organization used, and what the board and staff can do to attract more members, especially in CT. Corey confirmed that the organization is on track to meet the FY18 – 19 membership and monetary goal.

Corey explained to the board what they could do to help grow the organization through contacting donors. There are two teams she introduced to the board, that they must individually pick one to participate in. The first team solicit donors by phone call, email or mailed letter. This team will focus on reaching out to donors who we know already support our cause, but haven’t given yet. The second team will thank donors. They will focus on reaching out to supporters who have donated to acknowledge their support, and grow their relationship with the organization.

Laurie Herrick, CRC’s consultant when it comes to donor relations, introduced herself and her work. Tony Judge also told the board about his works while on the Campaign for your Rivers Committee, and his perspective on meeting donors and building a relationship with them.

1. **FINANCE REPORT**

Andy Fisk presented the Financial report. He explained how the grant money and other revenue is going to be dispersed over different programs, expenses and payrolls. He also presented a chart showing cumulative contributed & indirect revenue and operating expenses. The Capital Budget, Budget vs. Actual, Prior Period Comparisons and Statement of Financial Position were presented. Melody went over the Endowment Report.

The board was informed that the organization was sending out a RFP to different auditing services. They are welcome to add candidates to that pool.

Melody gave an overview of the annuities from donors attached to our organization, including the profit we get through a donor’s life, and the profit we get at the end of a donor’s life.

Currently, CRC has 2 annuities.

MOTION: to adopt the year-to-date financial report as submitted. Austin/Mears on the motion; unanimous.

MOTION: to give the chair and treasurers permission to execute changes to our annuity program by purchasing insurance policies on the two existing annuities in order to lock-in returns. Austin/Mears on the motion; unanimous.

1. **STRATEGIC PLAN IMPLEMENTATION**

Andy gave a quick rundown of the strategic plan monitoring management review. He introduced Fritz, who will be a field science staff up north working mostly with Ron. He also updated the Board on works being done to the building, including workstations, heating units, roof renovations and solar power installation.

1. **HYDROPOWER RELICENSING (UPDATE)**

Andy updated the board on hydropower relicensing projects CRC has been involved with. He reviewed their impact to the environment, and then our progress when it comes to setting up fairer licenses for the environment. He explained the relationship CRC has had with First Light, and the back and forth debates and claims set on the table. 6 months ago, First Light has agreed to find a settlement for the permit renewal, but their lack of cooperation with CRC and environmental consultants has made this process slow and expensive. Due to this, negotiations have stalled. Since, a proposal has been presented to convince them to reinitiate a settlement. Unfortunately, the proposal was rejected. Andrea Donlon has been working on showing them how they could benefit in the long term by setting changes to their facilities, that in themselves don’t cost a significant amount of money.

Recreation, companies have been required by law to meet recreational needs to the community in exchange for their use of resources. CRC will submit a request for recreational benefits to be added to companies, such as First Light and Great Hydropower.

1. **EXECUTIVE SESSION**

An executive session was held following the meeting by the Board.

The meeting was adjourned at 2:30pm

Prepared by: Aliki Fornier

Reviewed by: Andrew Fisk