

Minutes of the MRWA January 7, 2015 Board Meeting

9 am , Richmond Office

Board Members in Attendance: Matt, Jeff Day, Jamie, Penny, Jeff Kobrock, Bruce,
Chris arrives 9: 20 am
Others in attendance: Kirsten Hebert, Betty Domino

Bruce opens the meeting at 9:05 am.

Minutes from December 22, 2014:

Motion made by Jeff K to accept the minutes of the December 22, 2014 board orientation meeting. Motion seconded by Matt. Unanimous vote.

Kirsten notes that Betty is still printing budget materials and assembling the information. She asks if she may simply alert the Board to a few issues.

Kirsten stated that she was increasingly concerned about the loss of the Full Time Position of Billing Clerk (Tracey's former full time position). With the loss of consistency of a part time person, we are three months behind on our billing. For instance, we have \$52,000 of Maine conference invoices to get out the door. We have retained a part time person from Account temps in hopes that we may get caught up. Currently, Betty does the grant billing, NRWA billing, the consulting bills and the part time person should do the training invoicing, conference invoices, NEUME sampling, and RI sampling. Kirsten stated that additionally, the ME SRF while invoiced in a timely fashion, had not yet processed October and November WQS bills (Approximately \$30,000) and we would need to use the Line of Credit in order to make payroll and insurance payments.

She also stated that she feels that she is falling behind on her day to day work load. She feels that on the evenings that she is out in the field consulting, that this is important work to continue relationships with systems and the consulting revenue is key, but that for each work product that Kirsten prepares and each meeting she attends, this is time away from the oversight of the office. Her priority for the Association is to bring in as much revenue as possible and she attempts to maintain oversight of the administration at the same time.

Kirsten asked the Board as to their expectations as her role of the Executive Director. The Board discussed the issue, understood that we are short-handed for staffing, but ultimately noted that the generation of revenue was the highest priority.

Kirsten stated that she was concerned that when it was time to visit the State House and testify on various legislative issues that she was anxious about lost time from the office and from consulting. There was a discussion about asking the to-be-created Legislative Policy Committee to provide testimony on behalf of the Association so as to free Kirsten from lost time. Should the Association be hired to lobby on behalf of a system, Kirsten would provide testimony,

otherwise, on policy issues, either MRWA Board members or the Policy Committee would assist in the delivery of the message.

Jeff K noted that he felt that Kirsten knew the priorities and that she should adjust accordingly and use creative solutions to achieve that purpose. Matt agreed.

Chris informed the group that there was currently a draft mission statement and that he would like for Kirsten and the staff to review the mission and vision statement and do so with a five year plan in mind. This will help us determine which tools we need to achieve our goals.

Bruce stated that he was concerned about our inability to get bills out, as this will heavily impact cash flow. Kirsten agreed and noted that she hoped the new temp would be competent and able to stay. Jeff asked why we have not attempted to hire the position rather than use a service. Kirsten noted that the last two times the position was posted we did not receive any qualified candidates and that she was leery to have a permanent hire considering the lack of skills that she was seeing among the financial temps.

Chris stated that his billing clerk could be available to the Association 10 hours a week (in the short term) until MRWA could get caught up and on track.

Kirsten was asked to provide the Board with her vision of a 5 year plan. The plan need not be fully fleshed out, bullet points are fine.

Jeff D asked if we would still be interested in a regional opportunity for contract operations, as he anticipates several systems in Northern Maine will experience retiring superintendents all around the same time period. (Yes, NEUME is still highly interested in this opportunity).

It was also suggested that Kirsten (or Daphne) attend the Bangor Area Superintendent's Group and the Five River's Group and listen for job opportunities and continue networking opportunities.

Chris made a motion to authorize Kirsten to sign a three year contract with the Cross Center. Jeff D seconded the motion. Unanimous vote.

Review of Financials and Updated Budget:

Betty reviewed the Budget to Actual for MRWA for the time period July to December (keeping in mind that December isn't finalized as of yet). The report showed that while we fell short of our budgeted revenue, the Association finished with \$18,908 profit.

The NEUME Budget to Actual showed the same, we fell short of the budgeted revenue, but still finished in the positive with a \$26,588 profit.

At the current time, we have \$85,000 available on the Line of Credit. We also have \$189,264.67 in Accounts Receivable. The indirect rate is at 26.66%, a rate that Kirsten noted she is very pleased with.

After a review of the proposed budget changes, Betty stated that while some jobs may have been put on hold or may not have come to fruition, other jobs materialized and that we need not adjust the budget the Board adopted in July, as this is tracking our projections.

Kirsten also provided the Board with the revenue sheet that noted each job (whether MRWA or NEUME) and the fee for the service, as well as a notation as to whether there has been a formal acceptance of the proposal.

Kirsten shared the information that was requested in a prior Board meeting regarding the dollar amount lost by the four staff members that received a cut in salary effective July 1 through mid-December. There was a lengthy discussion about the Board's intention to honor their commitment to making the staff whole.

Motion to enter into Executive Session regarding a personnel matter as per Title 1 MRSA Section 405 (6). Motion seconded by Matt. Unanimous vote. Motion to exit Executive Session and return to open meeting made by Bruce, seconded by Penny. Unanimous vote.

Jeff K made a motion to ask Kirsten to distribute \$2,000 on a fair and equitable, including herself, basis to the four employees, including herself, and report back to the Board at the next meeting about how the \$2,000 was fairly and equitably distributed, including herself. Motion seconded by Bruce. Unanimous vote.

This \$2,000 stipend is intended to be a gesture of good faith until the Association can afford to make staff whole.

Chris noted that he would like Kirsten to generate a letter that he can sign explaining the stipend. There will also be a letter addressed to the rest of the staff letting them know that we continue to be aware of their willingness to stay with the Association during tough times.

There was a brief discussion as to whether the Board would like to have a joint meeting with the Staff, but it was determined that Kirsten shall alert the Board of future staff meeting dates and perhaps our Board members can attend at their convenience. Additionally, we will strive to hold a meeting/ Bar-B-Que during the summer months so that we may show our appreciation.

Bank Resolutions:

Upon motion by Chris, the MRWA Board hereby authorizes that Chris Cossette, Jeff Kobrock and Kirsten Hebert have signatory authority for the MRWA Internal Account. Motion seconded by Matt. Unanimous vote. Respective Board members shall sign the necessary forms for the Machias Savings Bank.

The next Board meeting is scheduled for March 4, 2015 at 9 am in Richmond. Chris directed Kirsten to provide an update of any outstanding legal contractual obligations.

Kirsten will send each of the Board Members a roster containing Director contact information. Motion to adjourn made by Penny, seconded by Jeff K. Unanimous vote.

Adjourn 11:07 am

The undersigned _____ certifies that he is duly elected secretary of the corporation and that the above is a true and correct copy of minutes of the January 7, 2015 Board Meeting.

Dated _____

Signed _____

Secretary of MRWA