



**SOUTHEAST WATERSHED ALLIANCE
BOARD OF DIRECTORS
MINUTES - Meeting No. 70
100 International Drive, Suite 360, Portsmouth, NH 03801
February 01, 2017 - 4:00–6:00 p.m.**

1. Call to Order/Introductions 4:11 p.m.

MEMBERS PRESENT - William Arcieri, Christopher Albert, David Cedarholm, Shelley Frost, Richard Snow, Michael Trainque. 6/10 – quorum present

GUESTS PRESENT - Bill Hounsell (by phone)

2. Approve Meeting Minutes

R. Snow moved to accept Meeting 69 minutes as amended, C. Albert seconded. Passed unanimously.

3. Committee Reports

3.1 Program Development Committee - tabled

3.2 Education and Outreach Committee - tabled

3.3 Finance Committee

D. Cedarholm – Lee included \$200 in its 2018 budget (2018 fiscal year begins July 01, 2017).

R. Snow noted that Candia has warrant article No. 14 for \$200 in its 2018 budget.

R. Snow produced the SWA Bank Statement for January 2017, showing a deposit of \$6,000 for three towns, and stated that Dover sent a 1099 form for its \$2,000 contribution. Due to receiving money, SWA needs to register as an instrumentality with the IRS. SWA is not a non-profit, because we are a body corporate and politic, and register by filling out an IRS form. Founding legislation addresses SWA administration of funds, indicating that they maybe held by the State Treasurer, and must have the NHDES manage it until the NHDES says that we have management capability. C. Albert indicated that the NHDES has already done that, and M. Trainque concurred.

R. Snow also distributed information about available bank account types, and is interested in using an Escrow direct service agreement that allows formation of sub-accounts for the contributing towns to the “intermunicipal agreement”. He then distributed information about organizational structures, and brought up the issue of BOD member personal liability for the actions of the SWA.

R. Snow suggested incorporating a clause into our bylaws mentioning that the SWA will protect its officers in the event of being sued. The SWA would have to purchase liability insurance to do so. He questioned whether the municipalities would provide assurance of not suing the SWA. W. Arcieri noted that another organization that he works with (a non-profit) asked for help in forming its organization, from the Attorney General's office. M. Trainque asked for more information about registering as an instrumentality with the IRS. R. Snow agreed to bring further information forward.

M. Trainque stated that BOD liability insurance needs to be pursued. D. Cedarholm indicated that, as representatives of municipalities, the municipalities may be liable for the actions of their representatives.

D. Cedarholm moved to authorize the treasurer and chairman to create a separate account for the money taken in from the SSC communities. Seconded by C. Albert. Passed unanimously. W. Arcieri suggested naming the account in a way that indicates the source of funds held in the account.

3.4 Watershed Action Committee - tabled

4. Grants Management – Status and Projects - tabled

5. New Business

5.1 Open SWA BOD Position(s)

Four potential candidates were identified and will be asked.

5.2 Support Letter(s)

Christopher Albert composed a letter, edited by the SWA BOD, and submitted the edited letter in a Division Work Session in support of House Bill (HB) 119 for funding the eligible

5.3 Next SWA Quarterly Meeting

Rescheduled to March 22, 2017. location to be determined. W. Arcieri to check Newmarket Town Hall, D. Cedarholm to check Lee Public Safety Complex, R. Snow to check REDC. Dana Truslow might be able to present on denitrification using permeable reactive barriers.

5.4 Next BOD Meeting Date

March 2017

5.5 Other New Business

D. Cedarholm suggested a fund raiser. R. Snow said that the mill on the main drag in Newmarket is available for events (no kitchen), administered by Grass Roots (funded by a Massachusetts trust).

6. Old/Ongoing Business

6.1 Web Site

D. Cedarholm handed out email string regarding findings by Rich Collins of Thirst Productions that it would be most cost-efficient to create a website from scratch, because of the complicated structure of our existing website. Liberation Serif The cost would be \$1,250 to create, plus \$180 for hosting per year. Plus \$125 for 5 hours worked to date, totaling \$1,555. R. Snow noted that, based on his research, the cost is reasonable.

C. Albert motioned to allocate up to \$1,800 for the purpose of creating a new website, hosting fees, and SWA BOD training by Thirst Productions. D. Cedarholm seconded. M. Trainque questioned the motion. C. Albert considers it a priority. D. Cedarholm contacted R. Collin, who indicated that all content could be moved if it could be copied. C. Albert that it all needs to be moved. R. Collins said that can be done, and that it wouldn't change the time required and budgeted; that creating the website is the time-consuming part. The schedule would be a month to get it running and another month to move all the content. The current webpage has about 400 pages.

R. Snow asked about moving the host. He would have it go through GoDaddy, which is about \$15 monthly, cheaper than our current host who charges about \$30 monthly. Discussion continued with mentioning of other hosting companies. We could pay Thirst Productions for it. D. Cedarholm will send an email authorizing R. Collins to go forward with the work. A contract is not needed. C. Albert asked whether a notification would be needed to show that the site is under construction. R. Collins noted that it would only be down for about four hours as the new one comes online. Discussion completed. Motion passes unanimously.

6.2 Revisions to SWA Model Stormwater Regulations

Julie LaBranche to present at next SWA Quarterly meeting on March 22, 2017.

6.3 SWA Advisory Committee

Steve Couture inquired SWA's use of its advisory committee.

6.4 Strategic Plan

Please read in preparation for the next BOD meeting.

6.5 Other Business

The NH MS4 permit has not yet been published in the Federal Register. It is under standard 120-day judicial review that started on February 1, 2017.

7. Public Comment

W. Hounsell noted that proposed legislation, HB 431, establishes a commission to study long term goals and requirements for drinking water in the seacoast area (suggests representatives from the towns of Rye, New Castle, North Hampton, Portsmouth, Seabrook, Exeter, Greenland, and Newington). The SWA is not one of the recommended representatives, but may offer an amendment to the prime sponsor, Rep. Mindi Messmer.
Executive Session: 02/15/2017 10:00 Amendment Legislative Office Building 305

W. Hounsell also noted that SB 186 establishes a committee to study the tax characterization of stormwater utility fees. The study shall examine the structure of the stormwater utility fees assessed under RSA 149-I:6-a through 6-d to determine the feasibility of re-characterizing the assessments as an ad valorem tax in order to allow for their deductibility against federal income taxes, or otherwise restructuring the stormwater utility fees.

8. Adjournment

R. Snow made a motion to adjourn, seconded by C. Albert. Passed unanimously.

Action Items

BOD liability insurance

Research implications of registration with IRS as an instrumentality

Separate municipal donations into its own bank account.

Outreach to confirm present identities of SWA representatives.