WATERVILLE ESTATES VILLAGE DISTRICT

September 26, 2020 APPROVED MEETING MINUTES

Approved as presented on October 24, 2020.

Attendees: John Herlihy, Chairman; Sean Tole, Commissioner; Judy Kinney, Assistant General Manager; Karen Waters, Treasurer; Corey Smith, General Manager.

Guests: Stan Bujalski, Jackie Herlihy, Tom Clarke, Mike Herring, Harry Bertino, Loren Bennett, Terry Bennett, Gerry Panuczak, Dave Ketcham, Jaime Oldmixon, Scott Ivers, Linda Ivers, Ryan Timms, Rebecca McElroy, Ned McElroy, Veronica Guerrero-Macias, Arnold Goodman, Mark O'Hara, and another person on sign-in sheet but illegible to this writer.

Call to Order: Chairman John Herlihy called the meeting to order at 8:02 a.m.

Approval of **Previous Meeting Minutes**: Mr. Herlihy moved to approve the minutes from the September 4, 2020 WEVD meeting. Mr. Sean Tole conditioned approval upon a correction. To the section entitled, Friends of Campton Mountain Account Update, Mr. Tole corrected the minutes as follows: the original sentence -- Mr. Tole indicated that these monies were unanticipated gifts.

> the corrected sentence -- Mr. Tole indicated that these monies *may be considered unanticipated* gifts *by the Department of Justice*.

[Please refer to **Old Business - Commissioner** Chair **Vacancy** on page 5, for additional comments made at this time by Mr. Tole.]

Motion to accept as amended made by Mr. Herlihy, seconded by Mr. Tole, and passed.

Commissioner Vacancy: Mr. Herlihy inquired of the audience if there was any interest in filling the position. The interested parties each spoke of their qualifications.

Mr. Jerry Panuczak spoke, identifying himself as recently retired. He described his qualifications as follows: after working half his career in corporate America, Mr. Panuczak worked in municipal management and human resources for the Town of Chatham (Mass.) and both Chatham and Duxbury Public Schools. He is familiar with municipal finances and how hired leadership/employees are provided direction by the (governing) board. From his human resources experience he determined that the best, most simple formula is the following: You hire the right people that have the right skills, you give them proper position descriptions so they know what they are accountable for and let them do their jobs with the direction you give them. You appraise them and hold them accountable for whether they did or did not do the job they were given. From what he has seen here we have tremendous assets - a community center and a fully functioning ski hill - and there is room for improvement in the way we manage it and account for it.

Mr. Dave Ketcham told the commissioners he has been a Waterville Estates owner with his wife since 2017, retiring in 2018. His qualifications include serving as a trustee on a homeowner's association board for 12 years as well as acting as treasurer for the HOA. He has a long history of community service and was asked by Sean Tole to consider seeking appointment to fill this vacancy. While Mr. Ketcham wasn't so interested initially, he thought about it and know he has a great deal to offer. Mr. Ketcham described himself as (financially)

conservative and believes in paying our bills and not getting too far out ahead of ourselves (with spending).
Ms. Maureen Patti described her employment history as a criminal defense attorney in the Public Defender 's office. Having retired and moved here two and a half years ago, she feels she can serve the community. Ms. Patti stated her focus is helping this municipality gain compliance with New Hampshire laws - specifically statutes regarding record creation, availability, and retention. Ms. Patti reported that she is reading up on New Hampshire budget laws and sees there is area for improvement of the District practices. Her focus is having the District operate more as a municipality.
A member of the audience, Ned McElroy, suggested that Mr. Ed Culver should also be considered for the vacancy. He was not present at the meeting.
Treasurer Report:
Mr. Herlihy suggested that the commissioners re-visit the question of filling the vacancy later in the meeting. Mr. Tole agreed. **[**Please see page 7.]

Update: Ms. Waters began her report with the "manifest" of normal bills. One bill required immediate attention - the roofers are to start on the Community Center on Monday the 28th and need a check before they start. With the roofer's check on the top, she left the folder with the commissioners saying, these are for you (both) to review and sign off on. She encouraged the commissioners to leave the folder with Ms. Kinney at the end of the day. Ms. Waters reported the current balances ($1,400,483.34) and described the budget information included in the handout.

Water Fee Policy: Treasurer Waters recently created a proposed Water Fee Policy. The policy incorporated the original ordinance from 2017, the previously adopted lien procedures from 2018, and the late fee process for delinquent accounts introduced several meetings hence. Ms. Waters recommended the commissioners delay a vote on the Water Fee Policy today. Ms. Waters suggested the policy be posted instead. She will present the policy for the commissioners to consider accepting at the next meeting after everyone has a chance to consider it. Mr. Herlihy said he wanted to review, prior to the next meeting, whether the imposition of the water fee needed to be voted on by the residents acting as legislators.

Friends of Campton Mountain: From her research, Treasurer Waters determined that the FOCM monies cannot be simply moved to the town trustees. Instead, this will have to be addressed in a Warrant Article at the Annual Meeting. The community must vote to accept the FOCM money and vote to send it to the Town of Campton or Thornton Town Trustees.
For background, the FOCM started with the Association. In 2010, the accountant recommended the FOCM monies be placed in an account in the name of the Village District. As Ms. Waters stated, "This was not the right thing to do but it happened." Ms. Waters must now provide the Attorney General an accounting of these funds for the past 10+ years. The money cannot be turned back over to WEA -- the Attorney General is not going to let that happen according to the Treasurer.
Ms. Waters understands the New Hampshire Statute provides you can take in unanticipated monies for specific purpose(s), but you must have to spend it in the year you take it in. Per Ms. Waters, any monies not spent during the year they were received must now be turned over to the Town Trustees to ensure it is managed in a manner consistent with the identified, specific purposes.

General Manager Status: Mr. Corey Smith reported the following:

Plow Truck: A plow truck has been purchased but has not yet been obtained due to Covid related delays. An older, 2008, plow truck which has transmission issues should be repaired. The other plow truck, a 2012, is in better shape and the GM recommends turning the 2012 into a water truck.

Road Surfacing: Still on schedule for October.

Rec Center Roof Progress: Slight delay but will begin next week.

Boiler Issues: One of the three boilers is "defunct." GM received a quote for replacement of the bad boiler for $31,661 and making necessary upgrades to the entire 3 boiler system for $10,000 more. Mr. Smith said we are seeking quotes for a solution for protecting the boilers from gasses that are present in the space shared with the pool filtration system. We are waiting to hear from one other contractor who is preparing a quote.

PFAS Testing: We are now mandated to do PFAS sampling. The cost will be in the hundreds.

COVID Relief and Governor's Office For Emergency Relief and Recovery: WEVD is not eligible to receive COVID Relief funding through the New Hampshire Governor's GOFERR program as village districts were not included in the list of municipalities eligible for funding. GM prepared and the commissioners signed a letter asking representatives from GOFERR to expand the eligibility for reimbursement of funds spent on COVID supplies/upgrades to include village districts. However, the District may request a share of the relief provided to Campton and Thornton. Thornton has no more funds left. GM sought permission to attend the Campton Selectmen meeting on Monday, September 28, 2020, to request qualifying reimbursements to the District be included with the reimbursements sought by Campton. Mr. Tole said he would attend the meeting. A citizen, Mr. H. Bertino, alerted the Commissioners that in the last Campton Selectmen meeting there was confusion as to whether the Community Center is WEVD or Waterville Estates Association property. Mr. Bertino was thanked for providing that insight by both the General Manager and Mr. Herlihy.

Draft Water Policy (not on agenda**):** According to GM, for discussion at next meeting, we do have a policy on undeveloped lots. The policy is this: when a new home comes in, the water is available to them but they must pay for the upgrade.
Mr. C. Smith suggested the commissioners consider taking the $270,000 of water system funding derived from taxation and converting it into a fee. The General Manager explained that we do not meter water for people and the vast majority of the expense for water is not in the variable of how much you use but in the cost to have that water available. We have a policy that states you are effectively entitled to water when you pay your taxes but you must pay for upgrades to get it to you. Mr. C. Smith described an alternative. A logically consistent and possibly fairer policy would be to take the $270,000 coming into the water system right now through taxation and make it a fee - take it off the taxes. Then you would have the money from the water fund ($102,000 from $200/year fee) and the $270,000 as fees.

Role of GM with WEA (not on agenda**)**: There has been some friction for Mr. C. Smith with some Association people and Association Board members now that he has taken, as directed, a more passive role with WEA. GM would like them to know that he has been told to step back. Mr. Herlihy responded stating that the discussion was about Association people asking Corey to take a stand and set policy for the Association. Mr. Herlihy continued stating the

General Manager's responsibility is to enable recreation and not create policy for the Association. Mr. Herlihy expressed a desire for the Association to ask the GM to perform the services he is contracted to provide and not ask him to set policy. GM stated he has never created Association policy and still feels some confusion about what he is being asked to do. Mr. Tole stated Mr. C. Smith is a very good liaison between the VD and the Association; this is part of the GM's job description. Mr. Bertino asked for a copy of the GM's job description.

Readiness of Recreation Center and Mountain Lodge:
Mr. C. Smith described Ski Lodge and Community Center readiness for re-opening. Air quality is the number one concern of GM. We have spent some money on air filtration, bringing UV lights for ducts and standing UV filters. Per GM, we do not yet have an opinion from a qualified engineer if these steps are sufficient. The second issue is staffing. Per Mr. C. Smith, we have some uncertainty as to the amount of income from food and beverage. We rely rather heavily on that income. When operating, our biggest expense is staffing said GM. We need a staffing plan that is reduced to a certain extent and try to be conservative of our expenses considering our income.
Mr. Panuczak asked if anyone has anyone reached out to local or state health officials for guidance on air filtration standards that are COVID compliant, calling information from other government agencies a "free start" for determining what is required for re-opening (without paying for a consulting engineer). GM agreed to check if the town or state has any information about COVID air filtration standards.
The lower, outdoor pool has not been completely drained because GM has been advised to watch for evidence of a leak at the visible crack. The Community Center has been sitting idle but no other known problems with the building.

Old Business - Facility Use & Rentals: Mr. Tole inquired of Mr. Herlihy whether he was responsible for a public meeting scheduled for October 17, 2020, at the Mountain Lodge. Mr. Herlihy said yes, he made arrangements via email with then Commissioner Chairman Mr. Griffith. Ms. Waters questioned whether communicating by email with another commissioner was proper. Mr. Tole said it is not allowed. Mr. Tole stated it is not the District's purview to grant you access to use the Lodge. The Rec Management agreement gives the Association the control over use of the facility. Mr. Tole requested that Mr. Herlihy seek permission from the Association to utilize the facility. Mr. Bertino said the Rec Management Agreement does not rent the ski area to the Association. Mr. Tole replied he said nothing about renting; deciding when the Lodge opens and closes is up to the Association. When Mr. Bertino asked for any documents which supported this interpretation, Mr. Tole told him to look at the documents already in his possession. Mr. Herlihy explained the precedent had been established for use of the Community Center by the Chamber of Commerce and Campton Mountain Lodge by public organizations including the Ski Patrol meetings. Mr. Tole told Mr. Herlihy that permission was secured through the Association and said, "I'm asking that you ask the Association to rent the facilities."
Ms. Waters then read from the June 9, 2020 Rec Management Agreement (the section entitled, "The Association's [r]oles and [r]esponsibilities.") as follows: "The Association's roles and responsibilities include the following [E]stablish [ing] and maintain[ing] an admission policy to all recreational facilities falling within the scope of this agreement." A slightly heated discussion ensued. Mike Herring encouraged the District to work with the Association. Mr. Herring reported the cancellation of a private party rental of the Lodge after audience members at the last WEA Board of Directors meeting raised issues about WEA not having authority to enter into such a rental agreement. Mr. Herlihy stressed the need for VD committees to develop (formal, legal) agreements and policies regarding issues such as the use of the Lodge or Community Center. Conversation ensued regarding the COVID related

decision by WEA not to conduct recreational programming as well as the decision of the District not to open and operate the Community Center.

Old Business - Commissioner Chair Vacancy: After reviewing the Minutes of the September 4, 2020 WEVD meeting, Mr. Tole shared the following comment: The Commissioners both agreed that Mr. Herlihy's responsibilities as Chairman would be to develop the agenda, liaise with the committees and run the meetings.

Right-To-Know Preparation**:** Mr. Herlihy inquired about preparations of Right-To-Know (RTK) responses that have been discussed with the attorneys, given issues in years past with delivering requested materials. Judy Kinney briefly described the RTK procedure she implemented and followed at the District. Ms. Kinney explained that when a citizen sent RTK requests to former Chairman Mr. A. Griffith, she was not informed. This created issues. She could not follow her procedure because she was not aware of the requests.
With respect to the lawsuit, Ms. Kinney reported she and GM have 90% or more of the responses completed. GM said problem still occurring in terms of timely compliance -- reporting receipt of an email from Matt Smith saying Commissioner Herlihy did not give him some documents, creating an issue of when the timeline for RTK compliance was triggered. Mildly heated discussion ensued. GM cites R.S.A. 98-E.

New business:
Review, accept, and appoint members of various WEVD committees: Ms. Kinney created a master list of VD committee members with their email addresses. The commissioners were asked to appoint and/or re-appoint the committee members at this meeting to ensure that all have, in fact, been appointed. Motion to approve WEVD Records Committee members Matt Smith, Chairman; Maureen Patti; Anthony Patti; Karen Waters; Ellen Witt; and Terry Bennett made by Mr. Herlihy. Seconded by Mr. Tole. Passed.
Motion to approve WEVD Cluster Box Committee members Sean Tole; Susan McDermott; Maureen Patti; and Ken Michaud made by Mr. Tole. Seconded by Mr. Herlihy. Passed.
Motion by John Herlihy to approve WEVD Water Master Plan Committee members John Herlihy, Chairman; Terry Bennett; Stan Bujalski; Matt Smith; and Jaime Oldmixon. Motion passed. By agreement of the commissioners, the WEVD Water Master Committee title and subject matter expanded to become the WEVD Water & Roads Committee with same members.
Mr. Herlihy made a motion to approve WEVD Planning Board Committee members John Herlihy; Matt Smith; Mark O'Hara; Harry Bertino; and Rick LeBlanc. Motion passed.
Ms. Patti alerted the commissioners that the amended Warrant Article #12 from the 2020 Annual Meeting specified that 3 residents were to be on the committee. Following a discussion about the language of Amended 2020 Warrant Article #12, Mr. Tole reviewed the Warrant Article. Because the statute requires a commissioner on the committee, Mr. Tole moved to approve WEVD Budget Advisory Committee members John Herlihy, Chairman; Karen Waters; Mark Canfield; Linda Ivers; and Ed Culver & to have Chris Bernardi appointed to serve, if he should so desire, as an adjunct member. Seconded by Mr. Herlihy. Passed.
Motion by Mr. Herlihy to appoint Dave Ketcham and Stan Bujalski to the Court (tennis and basketball) Committee. Motion seconded and passed. Mr. Tole addressed Mr. Herring about using CIF expenditures to repair/resurface the courts.

Groomer:** Both Commissioners discuss suggestion to purchase a used **Tiller**** for $1500 as a back-up plan and/or parts for the current Tiller. Mr. Tole supported this expenditure. Mr. Herlihy did not support the expenditure, finding there is not a clear indication of the need for the purchase. He offered to table the matter. Mr. Herring addressed the commissioners and offered

to present the request for the used tiller to the WEA Board of Directors for consideration as a Capital Improvement expenditure. Mr. Herlihy thanked Mr. Herring for his offer to seek CIF funding for the purchase. Mr. Herlihy encouraged continuing this type of process of seeking CIF funds before VD takes action. A brief discussion ensued regarding compliance with the New Hampshire statutory scheme for the VD receiving CIF funds as unanticipated money.

Constant Contact: Mr. Tole moved that the District grant to Andrea Canfield a concurrent six-month access to act as a manager of the Constant Contact account. This follows action taken by WEA to enable Ms. Canfield to work on the platform. Passed.

Lease for Properties: Mr. Herlihy wanted to make sure that we have a lease for the property. GM reported the lease has been looked over by the District attorney and the Association. Mr. Herring stated that there have been discussions regarding the lease with the WEA attorney, but the document appears to be a draft of a lease and it may be from 2004 or 2005. Mr. Herring expressed a desire to work together - Association and District -- to come to a mutual lease agreement. Mr. Herlihy asked for a copy of the lease.

Committees:

Budget: Mr. Herlihy announced the WEVD Budget Advisory Committee met on September 25, 2020. A highly informative meeting, agenda tasks were allocated for the next meeting. Committee discussed how to keep an eye on overspending.

Planning: Mr. Herlihy reported the WEVD Planning Board Committee met on September 24, 2020. He said the committee is going to try and establish some standards for services and fees.

WEVD Water & Roads Committee: Mr. Herlihy recounted that they met two or three weeks ago. Mr. Tole asked about upcoming grant submissions. Mr. Herlihy explained the first submission will be in early December. Terry Bennett further explained the first grant requires an asset management plan, no construction is involved or required for that submission preparation.

Mail (Cluster Box) Committee: Mr. Tole and Ms. Patti described the information gathered by the committee. Discussion ensued and questions were answered. The Postal Service requires a mailbox for each residence. The delivery will remain centralized - delivered to one location. Mr. Tole explained the guidance received from the New Hampshire Municipal Association (NHMA) - it is not for the municipality to provide a mailbox to each citizen. Mr. Herring advised the overflow parking lot (diagonal from Community Center front entrance) is not VD property. Ms. Patti thanked Mr. Herring for sharing that information.

Records Committee: Ms. Patti recommended to the Commissioners that WEVD Meeting Handouts from ordinary as well as Annual meetings prior to September 4, 2020 be included as part of the minutes. Mr. Tole made a motion to have the Records Committee prepare all available WEVD meeting handouts from meetings prior to September 4, 2020 to be included with the meeting minutes. Seconded by Mr. Herlihy and passed.

Commissioner Vacancy, CONTINUED:

Mr. Tole asked Mr. Herlihy if further action on filling the vacancy should wait to allow Ed Culver an opportunity to state his qualifications. Mr. McElroy withdrew his nomination of Mr. Culver. Mr. Herring described the duration and termination of Mr. Culver's participation as a member of the WEA Board of Directors, encouraging the commissioners to act today as there are three willing candidates. Brief discussion ensued and Mr. Tole nominated Jerry Panuczak to fill the vacancy. Mr. Herlihy seconded the motion and both voted "yay."

Mr. Tole led Mr. Panuczak in taking the oath to serve as a WEVD Commissioner later in

the meeting (following the re-opening discussion).

Next Meeting: Mr. Herlihy announced the next WEVD meeting will be October 24, 2020. Re-Opening **(**not on agenda): GM asked to discuss re-opening. According to Mr. C. Smith, the Association has a surplus but is having a difficult time determining what to do with it. Are they going to have to pay according to the Rec Management Agreement mused Mr. C. Smith. Theoretically, all the WEA surplus from COVID/not running recreation activities is going to end up in the Rec Revolving Fund. GM would advise both the board and the Commissioners that you are going to have increased costs and decreased revenues. Per the GM, you cannot exceed the surplus revenues and maybe need to have a reduced opening. The Association cannot make those decisions without a clear indication from the Commissioners. Mr. Tole stated we need a plan (from WEA). Mr. Herlihy suggested to Mr. Herring that the Association concentrate on the days of the week (for re-opening).

Adjournment: Mr. Tole made a motion to adjourn at 10:20 a.m. The motion is seconded by Mr. Herlihy and passed.

Prepared by

Maureen Patti, WEVD Deputy Clerk