



Board of Directors Annual Meeting

Via Zoom

Amanda Merrill, Board Chair

Monday, January 25, 2021

Minutes approved at March 22, 2021 Board Meeting

Introductions and Explanation

Mandy Merrill called the meeting to order at 2:00pm and read an explanation (See Addendum 1) of how the meeting accommodated right-to-know requirements under Governor Sununu's State of Emergency proclamation including that the meeting was being recorded and that all votes would be taken by roll call. She explained that there would be an opportunity for members of the public to comment at the end of the meeting. Dijit took attendance by roll call with attendees stating what interest they represent on the board and if anyone else was in the room with them.

Attendance

Voting members: Colin Cabot, Doug Cole, Chick Colony, Rich Cook, Dave Danielson, Bob Giuda (departed at 3:00pm), Dick Lewis, Mandy Merrill, Susan Slack, Judith Spang, Ben Wilcox

Nonvoting members: Jarod Chicoine, Sandy Crystal (DES for Pierce Rigrod), Susan Francher, Shawn Jasper, Jim Oehler, Stephen Walker, Ben Wilson

LCHIP Staff: Barb Beers, Paula Bellemore, George Born, Kristen Powell, Dijit Taylor

Members of the public: Susan Cragin (Merrimack County Registry of Deeds), Sherry Dutzy (Nashua Conservation Commission and NH House of Representatives), Matt Leahy (NH Forest Society), Kelly Monahan (Grafton County Registry of Deeds), Lisa Scott (Carroll County Registry of Deeds), Cathy Stacey (Rockingham County Registry of Deeds)

Minutes of October 20, 2020 BOD Meeting

No changes were proposed.

MOTION	To accept the minutes from the October 20, 2020 Board of Directors Meeting.	Bob Giuda
SECOND		Colin Cabot
VOTE		Approved unanimously

Conflict of Interest Forms

BOD members were reminded to complete and send to the Office of Secretary of State the NH Statement of Financial Interest (due 1/15/2021) and the LCHIP Annual Conflict of Interest Form (due 1/25/2021). Barb will send out a fillable form for those who prefer to use that.

Board Contact Information

Contact information was provided in the Board Packet. Any updates or corrections should be shared with Barb.

Financial Topics

FY 2020 Audit

LCHIP is required by RSA 227:M to have an annual audit. In lieu of the traditional audit presentation by Hession and Pare and Ben Wilcox, Dijit and the Finance Committee participated in a virtual meeting with John Hession and Caitlin Kelly. Ben reached out to Caitlin after to ensure there were no issues that she didn't want to share with LCHIP staff present and she said there were none.

Ben highlighted specific aspects:

- The audit resulted in positive report and there were no problems conducting the audit;
- There were no disagreements with management;
- There are 3 areas where corrections were needed and have been made: offsetting entries for CCE payments, adjustment for how the state calculates pension liability, and fix one double grant payment;
- LCHIP has a bank account that exceeded the \$250,000 FDIC insurance limit and that needs to be addressed

Dijit reported that due to COVID-19 moving funds into a sweep account to prevent exceeding the \$250,000 limit has not been done yet but that there is a plan in place. The Finance Committee recommends retaining Hession and Pare, but having a different member of their staff conduct the audit as Caitlyn has done this for a few years. The Finance Committee recommends reviewing the full audit with the auditor at the BOD meeting very three years so they will plan on that for the FY 2021 audit.

There were no questions or concerns raised about the audit.

MOTION	To accept the draft FY2020 Audit as presented.	Dick Lewis
SECOND		Doug Cole
VOTE		Accepted unanimously

December 2020 Finance Report

Dijit summarized the annotated December 2020 Finance Report that was sent in the BOD Packet: Money due to us from Treasury depends on us requesting the funds. \$175,000 has been allocated for administrative expenses and a \$12,000 transfer from CCE toward stewardship staff (this required CORD approval which we just received); staff benefit expenses look low and office supplies look high (we are looking into these), book keeper fees are higher as the new two-person bookkeeping accounting team is still learning the ropes, IT support is higher this year.

MOTION	To accept the December 2020 Finance Report and file it for audit.	Bob Giuda
SECOND		Dick Lewis
VOTE		Accepted unanimously

Fund Updates

Trust Fund Income YTD November 2020 \$2,604,264 (November 2019 \$1,941,985)
CCE Market Value October 2020 \$5,686,562 (October 2019 \$5,265,619)

Community Conservation Endowment allocations for 2020 grant awards

The board packet contained a list of grant amounts and CCE allocations for October 2020 grant awards. These allocations are required by the LCHIP RSA 227-M:12 and are used to support incentive payments to reward grant recipients for fulfilling their legal obligations to LCHIP. LCHIP staff estimated that amount needed for CCE would be \$335,000. Based on grants awarded, the amount needed is currently \$333,703. That amount may change because the allocations for natural resource projects are based on appraised value which may change between time of application and project completion. The *LCHIP Guidelines* provide formulae for how much to allocate. Planning studies do not require CCE allocations.

Community Conservation Endowment expenditure request

The Board packet included a memo from Dijit explaining the annual incentive payments and requesting authorization to draw from the CCE to make payments for calendar year 2020 monitoring reports. CORD approval has already been obtained. The payments are an incentive bonus provided to grant recipients who submit annual monitoring reports documenting that they are fulfilling their legal obligations to LCHIP. This process has been in place since 2009. The request is for the same \$200 per unit as each year since 2013 but the number of units increases as projects are added. LCHIP staff investigates negative or concerning monitoring reports and sends a staff person to monitor non-compliant sites. Total amount needed for disbursement is \$89,000 and income from the CCE appears to support this amount.

MOTION	To approve the expenditure of \$200 per unit up to \$89,800 from the LCHIP Community Conservation Endowment fund as incentive payments for LCHIP grant recipients who submitted annual reports documenting timely monitoring and acceptable conditions of LCHIP-assisted resource conservation and protection projects in calendar year 2020.	Dick Lewis
SECOND		Colin Cabot
VOTE		Accepted unanimously

CGP Proposed Changes

LCHIP staff proposed changes to the *LCHIP Criteria, Guidelines and Procedures* to make them clearer to potential applicants, conform to how we actually work now, and reflect changes recommended by the Office of Attorney General.

Summary of substantive changes proposed for <i>LCHIP Criteria, Guidelines and Procedures</i> 1/16/21	
Track change version page	Purpose of Proposed Change
5	Insert definition of Grant Agreement, a document that is required by RSA 227-M:17
5	Removed term "Historic Resource Project" from definitions and throughout, replacing it with the two terms Rehabilitation/Restoration Project and Study Project. (Separation between the two types of historic resource projects is desirable because of differences such as timing of payments and signage requirements.)
6	Inserted definitions of Rehabilitation/Restoration Project, Study Project and Technical Review
6	Change terminology of Total Project Value to Total Project Cost and exclude non-eligible costs. TPV is replaced with TPC throughout

8-9	Delete entire outdated Project Overview section
9-12	Insert updated Project Overview section that matches current practices, clarifies different requirements for Acquisition, Rehabilitation/Restoration and Study Projects and relocates project execution information from other parts of the document
12	Clarifies workshop requirements
13	Clarifies requirement to submit a completed Historic Structures report with any R/R proposal with TPV of over \$50,000
16	Section 9 intentionally left blank to minimize confusions from renumbering.
17	All of the content of Section 9 was moved to Sections 5 A, B and C with other process information
18	Section 13 title changes because Project Execution information was moved to Section 5
19	Sections 1 & 2 Updated with new project type labels Section 2 adds 3 weeks to time frame for review of completed Rehabilitation and or Restoration projects, to allow for 30 days DHR is allowed for its part of the review process Sections B & C moved to new Section 5 A, B & C D 1 & 2 modified to reflect new clearer project category names 14A Changes to reflect reality that Study Projects are not required to place signs
20	Section 14B clarifies that only Acquisition and Rehabilitation and or Restoration projects are required to place signs on the property
21	Section 16B reflect changes recommended by the Office of Attorney General Table at bottom of page changed because LCHIP no longer holds Executory Interests in Fee Simple acquisitions Institutionalizes \$7500 as minimum CCE allocation
22	Making terminology Rehabilitation and or Restoration Projects consistent
25-26	Spacing and thus pagination to be corrected
27	Updates words for Rehabilitation and or Restoration
28	Updates names of kinds of legal agreements recipients may have with LCHIP
39	Updates photography requirements for baseline documentation of Historic and Cultural Projects to recognize that digital photo records are now acceptable

There were no questions regarding the proposed changes.

MOTION	To approve recommended changes to the <i>LCHIP Criteria, Guidelines and Procedures</i> as proposed.	Susan Slack
SECOND		Bob Giuda
VOTE		Accepted unanimously

Action Items

Proposed 2020 Grant Round Schedule

Staff presented a proposed grant round schedule similar to 2020:

Proposed Schedule for LCHIP Grant Round 2021

<u>Date</u>	<u>Grant Round Activity</u>
April	Grant Orientation Workshops
May 1, 2021	Grant Round Opens
May 14,2021	Intent to Apply Forms Deadline
June 11, 2021	Due Date for optional Technical Review of Proposals*
June 25, 2021	Final Proposal Due Date
July - September	Site Visits
Early - Mid October	Review Panels
Mid November	Board of Directors Grant Selection Meeting
Early December	Grant Announcement

*Technical Review is a review for completeness and eligibility only. Applicants will then have time to address any technical issues and resubmit a final proposal by the June 25 deadline.

MOTION	To accept the proposed 2021 grant round schedule.	Colin Cabot
SECOND		Dick Lewis
VOTE		Approved unanimously

Project Extensions Requests

Proposed extensions were all for a December 31, 2021 deadline, some by applicant request and some by staff request. Two consent calendar votes were proposed, one for routine extension requests and one for projects that exceeded the 54-month maximum.

Consent Calendar for routine extensions:

George explained the COVID19 impacts factored into these requests.

Town	Project Name	Project Summary	Current Completion Deadline	Remaining Work	Requested Extension
Bartlett	Round House	Rehabilitation of interior walls, reinstate wooden door	12/31/20	Due diligence	12/31/2021
Haverhill	Wentworth-Brown House	Acquisition & stabilization	12/31/20	Create preservation easement, decide (with input from a new building study) how to proceed with stabilization work and due diligence	12/31/2021
Laconia	Belknap Mill	Full rehabilitation	12/31/20	Caulking of windows & repainting and due diligence	12/31/2021
Marlow	Jones Hall	Full rehabilitation	12/31/20	Due diligence	12/31/2021
Nashua	St. Mary & Archangel Michael Church	Repair west façade walls and towers	12/31/20	Finish south and middle tower and due diligence	12/31/2021

MOTION	To approve extensions of the Bartlett Round House, Wentworth-Brown House, Belknap Mill, Jones Hall, and St. Mary and Archangel Michael Church to December 31, 2021.	Colin Cabot
SECOND		Bob Giuda
VOTE		Approved unanimously

Consent Calendar for project extensions that exceed the 54-month maximum:

Town	Project Name	Project Summary	Current Completion Deadline	Remaining Work	Requested Extension
Laconia	Colonial Theater	Rehabilitation of theater and associated spaces	12/31/20	Complete closing documentation including a perpetual preservation easement	12/31/2021
Milton	Plummer Homestead	Drainage work	12/31/20	Due diligence	12/31/2021

MOTION	To approve extensions of the Colonial Theater and Plummer Homestead to December 31, 2021.	Bob Giuda
SECOND		Ben Wilcox
VOTE		Approved unanimously

DOT 13-Mile Woods Decision Summary

In 2020 the LCHIP Board received a request from the NHDOT to release conservation restrictions on ~12 acres of the 13-Mile Woods (aka Errol Town Forest) conservation area in Cambridge and Dummer (NHDOT 16304B). During the August 17, 2020 Board meeting, and after lengthy discussions, the Board found that the project was within the scope of projects deemed permissible under RSA 227:M-13 I and acceded to the DOT request. Dick Lewis requested that LCHIP document the process that was followed to respond to the DOT request. Paula Bellemore prepared a detailed summary that was included in the Board Packet for the January 25, 2021 meeting. The document (See Addendum 2) will go on file to help guide us as needed in the future.

MOTION	To approve the summary of the DOT 13-Mile Woods decision-making process.	Dick Lewis
SECOND		Collin Cabot
VOTE		Approved unanimously by those present (Bob Giuda absent)

Election of Officers

The nominating committee (Mandy, Ben Wilcox, Dave Danielson, and Dijit) had previously requested nominations and provided a recommended slate for the open officers: Chair – Ben Wilcox and Vice Chair – Susan Slack. Board members were given the opportunity during the

meeting to make additional nominations, but none were made. Ben and Susan were moved to another room on Zoom to provide members an opportunity to discuss and vote on the proposed slate.

MOTION	To accept the nominations of Ben Wilcox for Chair and Susan Slack for Vice Chair.	Doug Cole
SECOND		Judith Spang
VOTE		Approved unanimously by those present and able to vote in this election (Bob Giuda absent)

Information Items

Project withdrawals – Hinkson’s Carding Mill in Grafton is withdrawing due to a change in leadership and concerns about their ability to raise funds. Derry’s First Parish Church has withdrawn their project to fix the roof. The tower work that’s been done has provided increased roof stability resulting in a change of priorities to making the sanctuary usable again.

Further *Guidelines* revisions – If LCHIP staff identify another non-policy section in need of revisions, it will be brought to the Board at a future meeting.

Legislation of Interest to LCHIP

HB 82 – Would change how conservation easements are amended. Judith reported that the bill came about because of a farm in Westmoreland that holds an old car exhibit once a week on the farm and cars are parked on LCIP (not LCHIP) protected conservation land. When it was originally protected agritourism was not something that was written into easements. This event benefits the farm. HB 82 would allow a CE to be amended and raises concerns about IRS implications and whether federal agencies may be reluctant to take on a CE project knowing the CE could be changed. Shawn Jasper voiced concern about the bill, feeling that we should live with how the CE has been written and that all parties should give careful consideration to the language that goes into a CE in the future.

HB 621 – Is an ACT allowing registers of deeds to retain a portion of the Land and Community Heritage Investment Program surcharge.

Other Senate bill requests briefly mentioned – LSR 929, 930, and 876.

Chick brought up a bill impacting charitable organizations. Currently these organizations must submit an audit to the state if their income exceeds \$1 million/year which is a burden for smaller nonprofits. SB 56 proposes to increase that amount to \$3 million/year.

Other Business

Dijit alerted the Board that staff is investigating database management applications. Currently we use Microsoft Access and it is very limited given our needs. Shifting to another system will require funds and Dijit wanted everyone to know we are investigating alternatives.

Public Comments

Mandy invited the members of the public who have joined us to comment.

Sherry Dutzy, Chair, Nashua Conservation Commission followed up on the HB 82 discussion. She said there are so many moving parts when it come to a conservation easement and so many done decades ago when they were more stringent, rigid and unlikely to be changed. She agrees with Shawn Jasper that opening this up to a commission is not going to get us anywhere and will just open up a can of worms.

Lisa Scott, Register of Deeds for Carroll County stated that the legislation (HB 621) came from Carroll County. She said that the LCHIP projects are tied to their land records and are expensive to preserve and store. Carroll County started a 10-year \$6 million capital improvement plan in 2015 to their restore records. The acidity and glues used in the past have been a problem to keeping a clear title. The bill would help archive these records that would enable them to be intact for another 300-500 years. Carroll County is one of the last counties to work on this.

Outgoing Board Chair Mandy Merrill wished Ben Wilcox and Susan Slack all the best as they take on their new positions on the Board. Dijit thanked Mandy for her years of valuable service as Chair.

Adjourn: 3:50 p.m.

Next Meeting: March 22, 2021, 2:00 – 4:30 p.m.

Respectfully Submitted,

Barbara A. Beers
LCHIP Office Manager

Amanda Merrill
LCHIP Board Chair

Addendum 1

LCHIP Board Chair, Amanda Merrill read the following at the start of the meeting:

As Chair of the Land and Community Heritage Investment Program Board of Directors, I find that due to the State of Emergency declared by the Governor as a result of the COVID-19 pandemic and in accordance with the Governor's Emergency Order #12 pursuant to Executive Order 2020-04, this public body is authorized to meet electronically.

Please note that there is no physical location to observe and listen contemporaneously to this meeting, which was authorized pursuant to the Governor's Emergency Order. However, in accordance with the Emergency Order, I am confirming that we are:

a) Providing public access to the meeting by telephone, with additional access possibilities by video or other electronic means:

We are utilizing Zoom for this electronic meeting. All members of the Board have the ability to communicate contemporaneously during this meeting through this platform, and the public has access to contemporaneously listen and, if necessary, participate in this meeting through dialing the following phone # 1-929-205-6099, meeting ID 876 9686 406 and password 725515.

Providing public notice of the necessary information for accessing the meeting:

We previously gave notice to the public of the necessary information for accessing the meeting, including how to access the meeting using Zoom or telephonically. Instructions have also been provided on the website of the Land and Community Heritage Investment Program at: LCHIP.org

b) Providing a mechanism for the public to alert the public body during the meeting if there are problems with access:

If anybody has a problem, please call or text (603) 224-4113 or email: officemgr@lchip.org

c) Adjourning the meeting if the public is unable to access the meeting:

In the event the public is unable to access the meeting, the meeting will be adjourned and rescheduled.

Please note that **all votes** that are taken during this meeting shall be done by **roll call vote and that the meeting is being recorded.**

We'll start the meeting by taking a roll call attendance. Dijit will read the Board list. When each member states their presence, please tell what interest you represent on the board and state whether there is anyone in the room with you during this meeting, which is required under the Right-to-Know law. Any members of the public who wish to comment on the meeting can do so at the "Public Comments" section at the end of the agenda.

Addendum 2

MEMORANDUM

TO: File
FR: Paula Bellemore, LCHIP Natural Resources Specialist
RE: Board decision – NHDOT
Date: August 17, 2020

In 2020 the LCHIP Board received a request from the NHDOT to release conservation restrictions on ~12 acres of the 13-Mile Woods (aka Errol Town Forest) conservation area in Cambridge and Dummer (NHDOT 16304B). Before acting on the request from NHDOT, the LCHIP Board carefully reviewed NH RSA 227-M:13 I, which establishes the scope of the LCHIP Board's authority in this matter, more specifically the following:

“Permissible expansion, modifications, or alterations under this section shall include drainage easements, slope easements, lane widening, the addition of a passing, climbing, or turning lane, or similar adjustments, but shall not include construction of a new highway or portion thereof, construction of a bypass for an existing highway, or similar major alterations.”

Following a lengthy discussion, the LCHIP Board found that NH RSA 227-M:13 provides the LCHIP Board authority to act upon NHDOT 16304B. The following summarizes the reasoning behind their decision:

- Permissible Projects:
 - Drainage or slope easements,
 - The 12 acres proposed for release from restrictions are needed to accommodate the NHDOT controlled-access right-of-way and associated construction, slope and drainage easements and to reestablish the existing 125' wide scenic easement.
 - Lane widening, the addition of a passing, climbing, or turning lane
 - Of the ~7000' length of roadway impacted, ~5000' will be shifted ~50' west of the existing roadway and ~2000' will be shifted ~200' west of the existing roadway. The abandoned roadbed will be restored to a natural vegetative condition to provide a riparian buffer along the river.
 - Or similar adjustments.
 - The proposed project is similar to the two examples cited in the statute, and the overall impact is nearly equivalent to, or less than the impact of adding a passing, climbing or turning lane.
- Impermissible Projects
 - Construction of new highway or portion thereof,
 - Construction of a new highway is interpreted to mean an addition to the existing highway/road system. The proposed project relocates a portion of the existing highway but does not add to the existing system.
 - Construction of a bypass for an existing highway,
 - A bypass is a road or highway that avoids a compact or developed area, generally a town or city center, to improve traffic flow and avoid congestion, leaving the existing highway in place (as in Portsmouth's Rt 1 Bypass and Bartlett's Rt 16A). The proposed project is not a bypass.
 - Or similar major alterations.
 - Both examples given involve the creation of new highway that adds to, rather than replaces a portion of, the existing highway system. The proposed project shifts the location of an existing stretch of highway, but does not add new highway to the system.

After determining that the project fell within the scope of its authority to act, the LCHIP Board considered whether the proposal met either of the two proscriptive conditions defined by RSA 227-M:13, specifically:

- The request may not be granted if reasonable and prudent alternatives exist.
 - After reviewing the detailed matrix of alternatives presented by NHDOT, the Board determined that no other alternatives presented would result in lesser environmental or other impacts while achieving the stated goals of protecting the riparian corridor, addressing public safety concerns, and remediating the deteriorating road bed and road surface conditions, and concluded that no reasonable and prudent alternatives to the preferred alternative exist.
- The request may not be granted if individual or cumulative approvals are likely to materially impair the conservation or preservation purposes for which the parcel was originally protected.
 - After determining that no prior approvals have been requested or made in the project area, and that the NHDOT ten-year plan does not include any future projects that might materially impair the conservation purposes of the LCHIP restrictions, the LCHIP Board determined that cumulative material impairment was not likely.

The LCHIP Board then considered whether the project as proposed met the intent of the NH RSA 227-M:13, which states that

“...the New Hampshire land and community heritage authority shall recognize that the public interest and public safety and welfare may, from time to time, require minor expansion, minor modification, or minor alteration of existing roads within the state highway system.”

The consensus of the LCHIP Board was that the proposed improvements will strengthen the long-term protection of the natural resources within this important river corridor while improving public safety and therefore benefit both the public interest, and public safety and welfare.

The following motion was made by Board member Susan Slack, and seconded by Bob Guida:

“The LCHIP Board of Directors finds that there are no reasonable and prudent alternatives to the DOT proposal, and that the project as presented is not likely to materially impair the conservation purposes for which the parcel was originally protected. Therefor the LCHIP Board of Directors accedes to the DOT request for the release of the LCHIP conservation restrictions on up to 12 acres of 13-Mile Woods in Cambridge NH.”

The vote was called, and the motion carried with 11 members voting in favor, and 0 opposed.