

New Jersey Association of Conservation Districts
Annual General Membership Meeting Minutes
Tuesday, October 27, 2015

MINUTES

Board Members Present: Ray Cywinski, President, Tony DiLodovico, 1st Vice-president, Dan Galletta, 2nd Vice-president, Jay Kandle, Secretary, Dennis Dougherty, Treasurer, Charles Buscaglia, Past President, Joe Lomax, NACD.

Also Present: **Desiree L. Dunn, Executive Director**, Frank Minch, NJDA, Rich Belcher, NJDA

Convene Meeting: President Ray Cywinski called the General Membership meeting to order at 1 PM.

Opening Remarks: President Cywinski thanked the members for attending the Annual Conference. He was thankful for the team effort among the other six members of the board in planning the conference. The Association has a new Executive Director, Desiree L. Dunn who also was instrumental in developing an agenda as well as coordinating speakers and the presentations.

President Cywinski asked the General Membership if there were any questions of the Association.

Matt Ward, HEP Soil Conservation District, asked if the Association could put forward an idea to the State Soil Conservation Committee for a protocol to be developed in the event a district should begin to fail financially. How the steps would be to deal with this event. Is there a process involved?

Answer: Four Subcommittees are working on different policies, financial manuals and audit reports. There is a committee that looks at audit reports for all the districts. That has been ongoing for a couple of years. Unless it is mandated, the districts have to make that decision to some degree, whether it would be in the form of consolidation or merger. The State Committee does not want to force the districts to do what they might have to do. Once again, the district must come to that decision on their own.

The districts are encouraged to take advantage of “capacity building”. Districts are encouraged to form partnerships among other districts to share staff and other resources wherever possible. Consolidations of some districts could be considered and necessity may drive it.

Approval of Minutes: The Minutes from the 2014 Annual Business Meeting are missing. Therefore no action could be taken at this time.

Financial Report: Dennis Dougherty, Treasurer, presented the following Treasurer's Report as of October 26, 2015:

The following accounts are at Wells Fargo Bank, or as noted otherwise:

Business Performance Savings Account #1262 (Scholarship)	\$6,746.70
Certificate of Deposit (Freedom Bank)	\$40,000.00*
Business Checking Account #0881 (Envirothon)	\$31,903.06
Certificate of Deposit (Freedom Bank)	\$30,000.00**
Business Checking Account #5944 (General Account)	\$43,956.14
Business Savings Account #76812 (General Account)	\$25,027.49

* Accrued Interest as of 12/31/14 = \$497.51

** Accrued Interest as of 12/31/14 = \$373.15

Interest is accrued on an annual basis. The next Interest Earned will be reported in January 2016.

Scholarship Fund:

The Scholarship Fund is not self-supporting. It is funded primarily through donations. During the fiscal year 2015, one scholarship was awarded. One possible source of funding would be to encourage districts and individuals to make dedicated memorial donations to the Scholarship Fund.

Envirothon Account:

The current balance in the Envirothon Account is \$31,903.06. In addition there is a \$30,00.00 Certificate of Deposit, dedicated to the Envirothon. Interest will accrue on December 31, 2015. This is a 3-year CD, which will mature in 2016.

Business Checking Account:

The checking account is held at Wells Fargo Bank. Through an arrangement through Wells Fargo Bank deposit accounts are required to have a partnered savings account. With the savings account there are no charges on the checking account. The savings account has earned \$ 27.49 interest to date.

Both the Scholarship Fund and the Envirothon Account are restricted accounts. Funds within the Envirothon are not interconnected with the General Business Account. All Envirothon transactions are strictly for Envirothon related activities.

Audit: There is a general audit conducted in January by our Accountant. The audit is \$500.00. It is a General Audit of all accounts, plus filing of the Federal returns.

Motion: It was moved by Charles Buscaglia and seconded by Matt Ward to accept the Treasurer's Report as presented. The motion passed unanimously.

Amendment to the By-Laws: Currently under section ***Officers: Terms of Office, "No officer shall serve in the same position for more than two consecutive one year terms"***. There are two reasons to change this section of the By-laws:

- Difficulty in getting volunteers for officer positions.
- Establish consistency in position of Treasurer.

Motion: It was moved by Matt Ward and seconded by Joe Lomax to amend the current By-laws *Officers: Terms of Office "No officer shall serve in the same position for more than **two** consecutive year terms" to. "No officer shall serve in the same position for more than **three** consecutive year terms"*.

The motion passed unanimously.

By-Laws Discussion: A question was raised by Charlene Costaris of Ocean County regarding "**SECTION 2: Activities**". More specifically in question is the phrase "*To carry out the authorized purposes of the Association, it will conduct exclusively educational, scientific, charitable, and **religious** work concerning the conservation...*"

Given the emphasis of separation of "Church and State" today, is it appropriate to have the word "religious" in the current by-laws. Also, is there a reason why the word "religious" was included in the by-laws?

Joe Lomax of Cape Atlantic Soil Conservation District said including the word "religious" in the by-laws was purely historical and that it was commonplace to include it at the time the by-laws were drafted.

The appropriate course of action would be to have the By-laws committee review and prepare a resolution for next years annual meeting to remove the word "religious" from SECTION 2.

According to SECTION 14: Amendments " No proposed amendment shall be voted upon at any meeting of members unless it shall have been submitted in writing the members of the Association at least 14 days prior to the meeting at which it is to be voted upon.

Rich Belcher explained the soil conservation program was based on "Soil Stewardship" programs, which were based on religious organizations.

Charles Buscaglia concurred with Rich Belcher that it was based upon the National Association Stewardship.

Election of Officers:

President Cywinski presented the Nomination Committee's slate of officers for 2016. The nominations are as follows:

- President: Ray Cywinski
- 1st Vice-president: Tony DiLodovico
- 2nd Vice-President: Dan Galletta
- Treasurer: Dennis Dougherty
- Secretary: VACANT

President Cywinski explained Jay Kandle, current secretary, was not seeking re-election and had intended to serve only a one-year term in 2015 to help the Association. The Nomination Committee was unable to find a candidate willing to serve in the office of Secretary.

President Cywinski opened requests for nominations from the floor.

Motion: It was moved by Matt Ward, seconded by Geraldine Byrne to close the nominations. The motion passed unanimously.

Motion: It was moved by Matt Ward, seconded by Joe Lomax to accept the slate of Officers as presented and to cast the ballot accordingly. The motion passed unanimously.

President Cywinski asked the members to encourage someone to consider filling the vacancy for Secretary. In the interim, the Association will look to the Executive Director for assistance in recording the minutes.

2016 Proposed Budget:

Treasurer Dennis Dougherty passed out the 2016 Proposed Budget with the Treasurer's Report.

The Budget reflects the following:

- 2014 Actual Income and Expenditures
- 2015 Adopted Budget and Year To Date Balances of Accounts
- New Line Item for Northeast Regional Meeting
 - Projected Income from Sponsorships and Attendance
 - Projected Costs to hosting the event
 - It is anticipated to "Break Even"

- Numbers are based upon benchmarking other NE Meeting Attendances.

There was a question raised on the cost of a Soil Tunnel. During 2015 the Association was able to sell a Soil Tunnel to another State Association. The cost was \$9,000.00. The sale realized a profit of \$ 1,000.00 on this sale.

The Association has been able to reduce the Association's deficit over the past three years. It is anticipated the Association will breakeven in terms of revenue and expenses in the year 2016 or 2017.

With the use of the Executive Director, the Association is hoping to secure additional funding through grants and sponsorships.

Motion: It was moved by Michael Rigolizzi and seconded by John Van Nuys to accept the 2016 Budget as proposed. The motion passed unanimously.

Election of Representatives To The State Soil Conservation Committee:

Two positions, one representing the North and one representing the South are due for re-election. From the North, Charles Buscaglia and from the South, Joe Lomax terms are up and both candidates are eligible to be re-elected to the SSCC.

At this point in time, President Ray Cywinski divided the members into two caucuses to elect their respective representatives to the SSCC.

Matt Ward facilitated the caucus for the North and Tony DiLodovico facilitated the caucus for the South.

The results of the North and South Caucuses were as follows:

- Charles Buscaglia was re-elected to represent the North
- Joe Lomax was re-elected to represent the South
- Michael Rigolizzi, who was filling an un-expired term for one year, was re-elected to a three-year term to represent the South.
- The elections were voted unanimously.

Future Surcharge Increases:

Matt Ward raised the question concerning future surcharge increases by the State Soil Conservation Committee. If there are any future increases contemplated, the Districts will need to have adequate notice and sufficient time to properly respond and comment on the increase.

Introduction of Executive Director:

President Cywinski officially introduced Desiree Dunn, Executive Director to the membership.

Desiree Dunn has brought expertise and hard work to the position. This position is partially funded by NRCS and is much appreciated. Desiree Dunn will be interfacing with NRCS on certain projects. In addition, she will be seeking grants and sponsorships to help with NJACD finances. Also, President Cywinski and Executive Director Dunn will be reaching out to similar associations and organizations for networking possibilities.

NACD Report

Joe Lomax reported on the upcoming NACD Annual Convention. It will be held in Reno, Nevada from January 30 through February 3, 2016. The convention site is the newly renovated Grand Hotel and Casino. The rates for double occupancy are as follows:

- \$89.00 for Friday and Saturday nights
- \$69.00 for Sunday through Wednesday (Convention time).

Costs for flights are very competitive flying from Newark or Philadelphia. The fares are in the range of \$300.00.

Planned Activities include:

- A Range of Education and Policy Discussions
- Featured Tours
 - Carson City
 - Sleigh Ride on the Pony Express Trail
 - Lake Tahoe
 - Pyramid Lake
 - Virginia City
 - Highlights on Range Management

Meetings will also highlight water issues of the West, wildfires, wild horses, sage grass and endangered species.

Registration and information for the Annual Meeting is on the NACD website. The information contained on the website is all-inclusive.

New Jersey is honored by hosting the upcoming NE Regional Meeting. Cape Atlantic and Ocean County SCS's are the co-hosts for this event. Burlington County SCD is also aiding with these activities.

NJ would like to showcase not only the Coastal Region but also the Highlands, Pinelands Regions, Cranberry and Blueberry Productions.

Cape Atlantic and Ocean County SCD's welcome any and all assistance from the membership. There will be plenty of opportunities for volunteers.

Adjournment:

Motion: It was moved by Matt Ward and seconded by Robert Fenton to adjourn the meeting.

Meeting Adjourned at 2:55PM.

Respectively submitted,

Jay Kandle
Secretary

√APPROVED August 15, 2016

**(@ Annual NJACD Business Meeting,
2016 Northeast Regional NACD Conference)**