



NORTH CENTRAL PENNSYLVANIA REGIONAL PLANNING and DEVELOPMENT COMMISSION

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North Central Board Meeting

Wednesday, April 8, 2020

Members via Zoom

Ann Losey
Dennis McKimm
Dave Glass
Jodi Brennan
Kristy Smith
Matt Quesenberry
Padraic McGrath
Eric Wolfe
Jodi Foster
Jeff Pisarcik
Jack Matson
Jamie Lefever
Jim Sleigh
Carol Duffy
Tom Kreiner
Jeremy Morey
Susan Zook Wilson
Nancy Grupp
Doug Morley

Cameron County
Cameron County
Clearfield County
Clearfield County
Clearfield County
Elk County
Elk County
Elk County
Elk County
Jefferson County
Jefferson County
Jefferson County
Jefferson County
McKean County
McKean County
McKean County
McKean County
Potter County
Potter County

Staff via in person or Zoom

Jim Chorney
Amy Kessler
Chery DePanfilis
Katie Geci
Christine Perneski
Julie Kasmierski
Jennifer Hibbard
Ed Matts
Mary Lou Jessop

Guests via Zoom

Deborah Pontzer
Debra Thompson
Thomas Beveridge
Brian Stockman

Congressman Thompson's Office
Strategy Solutions
Solicitor
Ridgway Record/Daily Press

Chair Pisarcik called the meeting to order at 1:00 PM via Zoom with the pledge to the flag.

QUORUM/INTRODUCTIONS

A roll call was taken to make sure everyone on the meeting was captured. There was a quorum for the meeting.

MINUTES

With no corrections or amendments to the March 25, 2020, Executive Committee Minutes, Ann Losey moved to accept the minutes as presented, seconded by Doug Morley. Motion unanimously passed.

PRESENTATION

Strategic Plan

Regarding the Strategic Plan Debra Thompson said there were some housekeeping items that need to be taken care of. One was the approval of the Strategic Plan. This was discussed at the December and January meetings but never formally approved because of discussions regarding the Board Structure. The Board approved the Board Structure at the January meeting. So far this year the Governance Committee has been working on changes to the By-laws and Articles of Incorporation.

Deb would like to see the Board approve the Strategic Plan. Then the discussion will be regarding an evaluation on Jim regarding his term as Interim Executive Director from July 2018 through June 2019 and the approval process for the By-laws and Articles of Incorporation. Hopefully at the May meeting these things can be tied up.

Regarding the Mission Statement, the original one was very lengthy and through the planning process, staff, with input from board members, are proposing a new Mission Statement be approved as part of the Strategic Plan update. There was also much discussion about the current Vision Statement; and staff is recommending both a proposed Organization Vision Statement, as well as a Regional Vision Statement, that are listed on the Strategic Plan's Goals and Objectives.

There was also discussion regarding the Value Statement and Core Values and the recommendation is to use only the Core Values in future communications.

The Strategic Plan has six Goals related to advancing the regional agenda and looking at organizational infrastructure.

Regarding the Goals and Objectives, Jim stated that the Management Team spent a lot of time putting thought into what we felt was appropriate to put into the Goals and Objectives and feels it is pretty representative of what they had talked about.

With no further discussion, Jeff called for a vote to approve the Strategic Plan.

Dennis McKimm moved to approve the Strategic Plan as presented, seconded by Ann Losey. Motion unanimously passed.

Executive Director Evaluation Process

Shortly after Strategy Solutions came on board, they were asked to assist the Executive Committee with determining whether or not Jim Chorney should actually be hired as the official Executive Director, rather than remaining Interim Executive Director. At that time they had conversations with the Executive Committee, as well with the Governance Committee since then, about the fact that the Board, on an annual basis, should be evaluating the Executive Director. As part of that evaluation process every year

the goals for the Executive Director for the next year should be discussed and codified at that point so the evaluation happens on an annual basis.

Deb worked with Jim and Matt Quesenberry, who was Chair at that time, to come up with a framework that they would recommend as the process for the evaluation every year.

Therefore Deb is recommending that every year in November the evaluation be done. This was talked about being done in November or December of last year and it wasn't done because of all the conversations regarding the restructuring of the Board. Also what she is recommending doing is establish the process and give the staff, Executive Committee and the Board the opportunity to practice the mechanics of this process by completing a performance evaluation for Jim for the period July 2018 through June 2019 when he was Interim Executive Director.

Deb is recommending that tomorrow, April 9, Jim send out the annual report again and the Strategic Action Plan to the Board members. The Annual Report represents the progress and accomplishments of North Central for the period July 2018 through June 2019. Jim will also send a link to a Survey Monkey survey that represents best practices in the elements that an Executive Director should be evaluated on. Deb would like to have every Board member fill out the survey as best you can. For the new members, with any of the questions if you feel you don't know enough about Jim's performance from last year to evaluate him, you can rate N/A. This information will be tabulated, and Deb and Cheryl will work through the process of summarizing it. It will then be presented to the Executive Committee to review; and then Deb will review it with Jim and talk about performance expectations for the remainder of 2020.

This is being done as a practice run to get everyone comfortable with it to do the review again in November and establish it being done on an annual basis.

Carol asked if the survey was for the Full Board including the alternates or just the Full Board, to which Deb replied just the official Full Board members.

Tom Kreiner asked if there was a section where the Executive Director rates his performance based on the goals for last year.

Jim replied there were no goals set primarily because of what Deb had mentioned early on that this wasn't a common practice for the Board to evaluate the Executive Director on a consistent basis, so there were no goals set when he took over as Interim Executive Director.

Tom then asked if the intent going forward is that the Executive Director would do a self-evaluation based on the goals for the coming year.

Deb stated that Jim is going to complete the survey along with the Board members and do a self-evaluation. The elements in the survey include all the elements of Jim's job description and rankings related to his performance in the different programs for North Central. That will be part of the conversation the Executive Committee will have with Jim; and reviewing the results of the survey will actually be used to set goals for the upcoming year that are based on the Strategic Plan along with any other expectations the Board may have.

Tom Beveridge asked Doug and Matt if they had anything to say as to where the Board was when Eric left. Doug replied they set up a Management Team for the director with the intent of going forward that

way to determine what the Board was going to do. That is when the consultant came in to help determine whether to go with a director and we ended up going with the director because that seemed to be the most logical way.

Deb said no action was required on this today as it is for your information only.

Deb stated this would be a good time to discuss when the next Board Meeting will be because they are recommending a meeting of the Executive Committee the first week of May. There had been some discussion about the Board meeting every other week and she wanted to know if there was going to be a meeting on May 6.

Jim stated that the next Board meeting is scheduled for April 22; and we are going to have a discussion later in the meeting about when the next meeting will be.

Articles of Incorporation/By-Laws

Since the approval of the board restructuring changes, the Governance Committee has been vetting changes to the Articles of Incorporation and By-laws. Each county received copies of the proposed changes to the Articles and the By-laws, and they have been changed to reflect the approved structural changes and best practices in board governance.

The Counties are encouraged to discuss any concerns with their solicitors and to reach out to Tom Beveridge if there are any questions or concerns with the proposed changes; and to please get your comments and/or suggestions back to either Jack Matson, Chair of the Governance Committee, or Jim Chorney, by Friday, April 17.

Carol Duffy had a question on the memberships. On Page 2 of the By laws it talks about the membership and asked Deb to explain the need for that in the By-laws at this point in time.

Deb stated that North Central has always been a membership organization. The idea of it is that the counties control the density of the work North Central does to support economic development in the region. When the Appalachian Regional Commission created the concept of the Local Development Districts (LDDs), they set it up to be that the counties of the district would be the steward of the resources because those resources are to be directed to economic development activities to benefit those member counties. That is why North Central is set up to be a membership organization and why the counties are members of the corporation. What that does is it gives the counties what is called 'reserve power' towards the Board. You don't want the Board members to be the members of the corporation and that is different than the counties being members.

The reason it became an issue is because somewhere along the line back in the 1980s whoever updated the By-laws and Articles of Incorporation started confusing a member of the corporation with a member of the Board. What Tom did was clarify in both the By-laws and Articles that the members of the corporation are the counties and the counties appoint the members to the Board. The At-large members would be elected by the Board, but the core of the Board is appointed by the Counties.

Jim stated the Articles and By-laws, with any comments we get, will be taken back to the Governance Committee. That Committee plans on meeting the week of April 20 and then they will make a

recommendation to the Board. Not all Board members have seen the Articles or By-laws, so if anyone is wondering why they didn't receive them, they only went out to the member counties to begin with.

The Counties wanted to make sure they were comfortable with the language related to membership.

With no other discussion, Jeff thanked Deb for her presentation.

NEW BUSINESS

PIDA's COVID-79 Working Capital Access (CWCA) Program

Jim reported that on March 23 a conference call was held wherein PIDA was making \$61 million available for working capital loans to businesses in Pennsylvania. This information was to be kept confidential until Governor Wolf announced the program on March 25 and PIDA started accepting applications.

To say we were overwhelmed with phone calls and emails is an understatement. On March 31 at 6 PM PIDA closed down this program as they had received 890 applications totaling \$75.6 million.

With regard to North Central we had in excess of 200 phone inquiries for application forms. Along with the phone calls, Jenn was receiving emails requesting information as well. North Central submitted eight applications and an additional 22 applications were in the queue when the program closed. These 22 applications are ready to go in case additional funding becomes available.

Jim recognized the staff of North Central that worked countless hours to get the applications that we received in to the system and get the remaining applications ready to go in case we have the opportunity to put those in for additional funding.

Jim stated that staff worked hard on these applications and stepped out of their normal working areas to help out; and in order to help Jenn, Pat Brennen, former Loan Director, was brought on board on a contractual basis.

Jeff wanted to know how long Pat is going to be on contract with us. Jim reported the contact was an hourly basis contact, but he doesn't recall the total amount of hours we contracted with her. However, she didn't get to those hours so she is still helping us out with other things we have coming up through the Loan Program. She helped finish out the 22 applications we have waiting in the queue and she is ready to help us with anything else that we might need her help on.

Carol asked if the Board will get a summary of that and a dollar amount and do we need to take board action on this.

Jim said the Board doesn't have to take any action because that was part of the process of speeding it up so we could get these applications done. Right now we don't know for sure who of the eight is going to be getting funding, that hasn't been announced. Once they make that announcement we will be able to provide you with that information. The eight applications totaled \$647,522 and the addition 22 applications total another \$2,018,533.

Proposed Contract Extension with Strategy Solutions

Jim had a conversation with Deb regarding the current contract we have with Strategy Solutions, which was funded through Keystone Communities, and some of the work that had been done to this point, as well as some of the work that still needs to be done.

In the original contract Strategy Solutions didn't account for all of the changes that are being recommended with the By-laws and Articles of Incorporation. We didn't anticipate having to re-write those and going through the process of discussing and answering questions and getting people comfortable with the changes.

The Board Structure changed as we went from 39 members to 25 members. It used to be that the Executive Committee made the majority of decisions and the Full Board actually just heard what the Executive Committee had approved and accepted them.

At the Full Board meetings only eight members were required to make a motion and have it passed.

All of that needed to be restructured, which they didn't anticipate having to do. There was also the Committee structure. We didn't have a Governance Committee; however, we had the CEDS and RPO Committees, but there was no official link between them and the Board. All that needed to be ironed out.

Deb went through and did a 'job description' for each Committee. With all that work that is getting us to where we are now; however, there is still additional work that needs to be done. The Committees still need to be established, along with their roles. This proposal is to get us over the top as far as getting the Board to the point where it needs to be.

From Jim's perspective the structure of the Board is there and we just need a little more guidance from Strategy Solutions to get to where we need to be.

Because of COVID-19 and everything else that has been going on, there has been a lot of retooling of our budgets. Because of the lack of travel being done right now and having to cancel conferences we were going to attend, there is money we feel would be available to pay for the increased cost in the extension of the contract.

Carol had a question regarding the education of the Executive Committee. If we could work on that timeline because right now she has no extra time to work with Strategy Solutions as well as the other Commissioners, that may need to be pushed into the later months, if possible.

In the contract Deb proposes to go to the end of December 2020 so understanding that everyone's schedules are very busy right now, Jim thinks this is something that can be pushed off until closer to June or a little after that.

If the Board is comfortable with this extension, Jim would like to have a vote on it; but if they're not, it can be talked about at the next meeting.

Chair Pisarcik ask for a motion to extend the contract with Strategy Solutions.

Ann Losey made the motion to approve extending the contract with Strategy Solutions, seconded by Carol Duffy. Motion unanimously passed.

DISCUSSION

Several months ago North Central applied to the ARC Area Development Fund for additional funding for Broadband. We received notification on April 7 that we had been approved for the additional funding. We should be getting the contract within the next several weeks. This will be matched by the State dollars we received earlier from Keystone Communities. This is a joint project with Northwest Commission in the Erie area and North Central.

Susan noted how important this project is as there are a number of students struggling to do online learning because of the lack of internet at their homes. And she is really proud that North Central had already recognized the importance of this project.

Jim asked Ed to report on what has been going on in the IT Department.

Ed stated that Adam received a call from IU-9 to have a conference call with them. It seems that all the Tech Directors in all the school districts are under the gun to get Broadband of any kind out to some of the real remote communities. IU-9 is working on something that they are going to partner with us and we will try to help them identify how to fill the holes. It could be unconventional ways of filling the holes. It could be that if someone lives close to a parking lot they are going to offer free WiFi out to that parking lot for students to be able to go to those locations. We are working with all the districts in IU-9.

Northern Clarion School District reached out to Ed. They are in a rough situation. They tried to buy some Verizon MiFi's but there aren't any to be found.

If anything, this is going to bring up a lot of stuff that will be rolling out during the summer months when there is time to actually get some of the deployments done. Hopefully working with the districts, we should have a pretty good idea where all the holes are.

The System has been running pretty well, except for an issue with a tower site in Jefferson County. The tower men were doing some routine maintenance and the site went down for four hours. Ed had two college students reach out to him and he sent them to his house to use the internet in his driveway.

When asked how we are doing with the school surveys, Ed noted we were up to almost 700 surveys. Northern Clarion School District is going to roll it out to their people. It's not technically our area but it is information that we can work with.

IU-9 is going to try to get the schools that did not participate to participate now to get that data that they need so they can help us fill the holes.

Jim brought up something for the Board to think about in the coming months and that is forming a Broadband Committee to be able to utilize some of the data we have now collected in the 700 surveys to help identify locations so when the funding does become available we can react quickly.

Because of the uncertainty of the revenues at the State level, he's not sure if we will see the money this year; but in the future we see this becoming a priority for the State. One thing we have realized when it comes to grant money, whether it's ARC, POWER or any of the other grants, they tend to move very quickly and want to have specific projects identified and you have a very quick turnaround in the application process.

Ed said with the additional \$150,000 we are getting, one of the projects we proposed was down in Lumber City, Mahaffey area. We had seven or eight people we were looking at targeting. We have over 50 requests from that area now.

Matt asked where the Vertical Asset Management inventory is now and if it is completed.

Ed stated that Adam is still verifying some locations. It is a tedious process to make sure once it is on the map that these sites are legit. Sometimes when you do the research you'll get information on proposed tower sites. He is nearly completed with that. He is working on water tanks and barn silos now. And that should be completed in the next couple months.

Jim said if anyone hasn't done the test, or if you know of anyone who hasn't done it, our website still has the test site on it that you can go in, click on it and do the speed test at your house. We are still pushing that out and want to get as many results as we can. We pushed it out to all of our groups, but if there is anyone else that you, as Board members, can think of who we can reach out to, we would appreciate the information.

The only other item to be discussed is for the Board meetings' schedule. At the last meeting it was recommended that we meet every two weeks. So we scheduled through April. The next scheduled meeting is May 27. We were going to do one advertisement to schedule at least through June. One thing we recognized was that if we went every two weeks it would throw off our regular scheduled meeting on May 27 and there is a conflict on May 20. Would it be better for us to do the second and fourth Wednesdays of every month until the end of June and then we can re-evaluate.

Unless it is an emergency and we really need the bi-weekly meetings, Dave Glass stated with everything going on, he doesn't want this to become a habit.

Jenn asked if this was going to take care of what the Loan Review Committee needs.

The next Loan Review Committee meeting is April 16 and Jim knows there are several loans on the agenda to be approved. Jim asked Jenn how far along the loans are and could they wait until the May 27 meeting for approval?

Jenn thought that would be okay because she's not even sure they will be approved at the April 16 meeting.

At that point Jim said we can have the Governance Committee meeting prior to that and talk about how we are going to address loans in the off month if we are going back to the original schedule of bi-monthly meetings. We had a process in place and there are several other suggestions that have come up since then. One possibility is doing virtual meetings in the off-months, but the Governance Committee will have to consider that and make a recommendation at the May 27 Board meeting.

Right now we can leave the May 27 meeting scheduled for 9:30 AM as the next North Central Board meeting. This date and time works for everyone. And hopefully we will have a recommendation from the Governance Committee on how to address the loans at that meeting.

Deborah Pontzer thanked everyone out there. She and Congressman Thompson have been doing county calls with the Commissioners and the Chambers and she wanted to pass on all their thanks as this is not an easy time. She noted his office have been inundated with calls and Jim has been an amazing resource and Jenn, the work she has been doing, is incredible. As a rural area we struggle to get even a portal with the SBA and others. Deborah went on to say that staff have stepped up and the County Commissioners have been awesome for many of the constituents who are seeking help and if nothing else just quelling the anxiety that many people feel. Kudos to all of you and know that the Congressman's office is a resource for you. If they don't have an answer, they will do their very best to find one.

Ed had a couple housekeeping issues to cover. Regarding Zoom we are going to change the connection a little bit. You are going to have to register before you come into the meetings. That way we will get an email of everyone that is registered. The next meeting you come to you will be dropped into a waiting room. When the meeting is ready to start we will pull everyone into the meeting. We can move people back and forth to the waiting room so if we have guest speakers, we can leave them in the waiting room until we are ready for them. It's a way to keep unwanted people out of the Zoom meetings. Zoom has been having some issues and is working diligently to fix it. This is one of the ways of fixing it. When the next meeting comes out, the first screen you get will be a name and email and check the box that you are not a computer and it will send us an email. That way we will know everyone who is on there.

Another item, everyone who is not speaking needs to mute the phones and the computers. We had a lot of feedback today because people are not muting. Only be off mute when you're talking.

The next NC Board Meeting will be held on Wednesday, May 27, starting at 9:30 AM via Zoom.

Jeff thanked everyone for participating in the meeting.

ADJOURN

With no additional items to be discussed, Chair Pisarcik called for a motion to adjourn. Doug Morley moved to adjourn the meeting, seconded by Dennis McKimm. The meeting adjourned at 2:00 PM.

Respectfully submitted,

Padraic McGrath, CPA
Secretary/Treasurer