

1 **MINUTES OF THE MEETING OF THE BOARD OF GOVERNORS OF THE**  
2 **MILFORD AREA COMMUNICATIONS CENTER**

3 May 22, 2019  
4

5 **PRESENT:** Chairman Jay Wilson, BOG Town of Mont Vernon  
6 Vice Chairman, Craig Frye, BOG Town of Milford  
7 Eric Olesen, BOG Town of Wilton  
8 Jason Johnson, MACC Director  
9 Darlene Bouffard, Recording Secretary  
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11 1. Call to Order: Jay Wilson called the meeting to order at 12:30 p.m. Introductions were made of the new Wilton  
12 BOG representative Wilton Police Chief Eric Olesen, the alternate to the BOG for Wilton will be Police Sergeant  
13 John Frechette. Jay Wilson nominated Craig Frye as the Vice Chairman for the BOG. Eric Olesen seconded. All  
14 were in favor. Motion passed unanimously.  
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16 2. Approval of Minutes – April 18, 2019: Craig Frye moved to approve the minutes of April 18, 2019. Jay Wilson  
17 seconded. All were in favor. Motion passed unanimously.  
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19 3. Old Business: Jay Wilson asked about any conversations that have been had with other towns. Gary Daniels,  
20 BOS Chairman has reached out to Mont Vernon and Wilton and asked about any problems they may have. All  
21 agreed that everything would be transparent as far as problems. Mont Vernon has not had any problems since the  
22 repeaters have been put in the cars and they would like to stay with MACC; the cost is the biggest factor for Mont  
23 Vernon. Wilton saw a big increase in the budget (for MACC) they were not sure of all the problems, Gary Daniels  
24 said he will follow up with BOS Chairman Kermit Williams. Jay Wilson said Police Chief Olesen in Wilton should  
25 be brought up to date of what is being done. Jay Wilson asked if Milford has looked at the Warrant Article yet?  
26 Craig Frye has not heard from DRA yet. Jay Wilson indicated the employee handbook is being processed; Jason  
27 Johnson has not heard from I Am Responding contact. Jay Wilson said in the first part of June there will be contact  
28 with them. There was no other Old Business to discuss.  
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30 4. New Business. Jason Johnson explained the MACC infrastructure conversations are at a standstill, he is working  
31 on a grant for the microwave. An update will be provided later this evening.  
32

33 5. Updates from Director: Jason indicated Police Chief Eric Olesen is the new Wilton Board of Governor's repre-  
34 sentative. The water tower still needs to be completed in Amherst. The Mont Vernon reimbursement is still being  
35 worked on. The generator replacement should be done in the third week in June. The Federal Hill shelter – Jason  
36 asked if the State has contacted Jay Wilson. Jay explained it was handed to another division but agrees it would be  
37 advantageous to everyone to get everything in one place. Jason Johnson said the cost is reasonable as well. Jay Wil-  
38 son asked if everything should be finished by the June MACC meeting? Jason Johnson answered the only cost  
39 would be the shipping (\$8,500) as long as there is a pad. Jay Wilson said it will cost a total of \$10,000 which will be  
40 cost shared with the State and towns. At the next meeting, we should talk about Federal Hill at the Brookline line.  
41 There is an interest in re-vamping the building since it was built in the 1930's. Jason Johnson noted he needs the  
42 Registers signed and that all the towns are paid up. Registers were signed for April 19.  
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44 6. Public Comments: Rodney Richey, Milford resident, thanked Jason for getting MACC meeting minutes for the last  
45 couple of years, paper version, on to the website. He feels that all the (MACC) towns should have those minutes  
46 available to the public on their own websites as well. Rodney Richey asked for the minutes to be done in electronic  
47 format, not be scanned to a .pdf file. Rodney Richey referenced that the minutes have references made to other doc-  
48 uments that are not part of the minutes that were uploaded and asked when they could be made available since they  
49 are referenced. Jason Johnson responded that when a reference is made, he will ensure to include those attachments  
50 with the minutes going forward, but for the older minutes if there is a reference made, to let him know what it is and  
51 he can provide those attachments.  
52

53 Jay Wilson noted that it is up to the other towns (Wilton and Mont Vernon) whether or not they will make the  
54 MACC minutes available on their websites. Rodney Richard asked if there is a way the meetings could be held at the  
55 same date/time each month? He noted that it seems every month the date and time is different. Jay Wilson respond-  
56 ed that the meetings have been different dates and times depending on the member schedules, so the meetings are  
57 worked around those schedules. Right now, he is working a different shift so the meetings are timed to work around

1 that. We used to have the meeting the second Wednesday each month. When it is a volunteer position on the BOG,  
2 the meetings are worked around their schedule. Rodney Richey understands most of the meetings are during the day  
3 or afternoons so the BOS room could be available for the MACC meetings. Craig Frye thinks it is better to hold the  
4 MACC meetings up in MACC Base, since it is not just a Milford meeting it is for all three towns. Rodney Richey  
5 suggested maybe rotating where the meeting is held (different towns).

6  
7 Paul Bagley, Milford resident, said at one time it was done that way (rotating location); this is a public meeting and  
8 you have to be “let in” through a locked door - that does not meet the statutory requirement for a public meeting.  
9 Having the meeting in each town would meet the statutory requirement better. Jay Wilson said the BOG can look at  
10 that. Technically, if we need access to any communications information at a meeting it is right in the MACC Direc-  
11 tor office, but there is no reason we could not rotate the meeting locations if all towns are on board. Rodney Richey  
12 said people could know what is being discussed and be informed better if it was made more public. Rodney Richey  
13 asked about the surplus funds and if those funds have been figured out, in looking at the old minutes on line, a couple  
14 things jumped out to him. Jason Johnson indicated that will be discussed today in non-public session. There was  
15 some discussion about the surplus and how much it was. Rodney asked for specific spreadsheets which were not  
16 available and Jay Wilson indicated that the questions can be asked in order for the representatives to find an answer,  
17 but it cannot be answered on the spot. Depreciation was also briefly discussed, Mr. Richey asked why depreciation  
18 is even being taken into account. Jay responded that is a question being asked of the accountant today in non-public  
19 session. He believes depreciation is there so that if MACC dissolves, there is a value on the equipment. Rodney  
20 Richey said depreciation does not determine market value, depreciation is for tax reasons, it does not determine the  
21 market value. Jay said we are talking about two different things, the way the system is set up is that if a town gives  
22 notice, the other towns have a value of the equipment. Rodney asked that a description of the use of depreciation be  
23 explained, it does not make sense to the Milford Finance Director why it is used. Jay said that is one of the discus-  
24 sions the BOG needs to have with the accountant that handles the finances for MACC.

25  
26 Kim Roberge, Mont Vernon selectwoman, said it is difficult for anyone to answer something that is referenced in the  
27 old minutes and being put on the spot; it is not fair to the person being asked. Rodney asked if she was referring to his  
28 comment? Kim said yes, the minutes are from 2017, if an answer is expected on the spot that is not fair. Rodney said  
29 it was a year ago, it was in July 2018 minutes, he is asking for the philosophy and the policy explanation. If you  
30 intend to have that discussion today, he would be interested in hearing the answer to that question. Jay Wilson asked  
31 Jason to pull out the minutes and find the number that was returned in 2018. Jason responded that was included in  
32 what was returned to the towns for surplus (Milford, Mont Vernon, Wilton). Rodney said in the minutes, it refers to a  
33 spreadsheet which is not part of the minutes. Jay Wilson said if there is a question on the minutes, we can provide  
34 that detail, let us know the date of the minutes. It is difficult to go back and explain what was done. Usually in May  
35 the surplus is discussed.

36  
37 Craig Frye said depreciation and audits have not changed over the years. Rodney wants to know what the intent of the  
38 depreciation is. Jason said that is what we will talk about with the accountant who can provide the information to  
39 everyone once the conversation is held. Jay Wilson wants to have the facts before trying to explain anything. Rodney  
40 would like to have the depreciation policy made public. Jay Wilson said the Board will make it public once we  
41 know, but what is not public will not be shared. Jay Wilson asked about the e-mails from the fire rangers – Jason  
42 said he will have them sent to MACC then send to the three towns about if they want information (this is for the fire  
43 classification for the day).

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45 Eric Olesen moved to close the public session. Jay Wilson seconded. Craig Frye was opposed to the motion. Two  
46 members were in favor. Motion passed. Rodney Richey stated that Milford has two votes, why isn't Craig having  
47 two votes? Jason Johnson responded that rule only applies in financial matters. Jay Wilson said this is not a finan-  
48 cial matter, it is policy. The Board of Governors non-public session began at 1:12 p.m.

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50 7. Items not on agenda: – the next meeting will be held June 12 at 9:30 a.m.

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52 8. Non-Public: RSA 91-A:3, II(a) and (c) : Non-public minutes documented separately. After non-public was fin-  
53 ished, C. Frye moved to come out of non-public session at 2:10 p.m. E. Olesen seconded. All were in favor.

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55 After the non-public discussion, it was agreed that the non-public session change to public session. E. Olesen se-  
56 cunded. All were in favor.

1 Jay Wilson asked Jim Travis to correct the errors and noted that Mont Vernon will use the funds being returned for  
2 emergency communications and fire. C. Frye requested that the Milford money be returned to the town and they will  
3 be placed in the General fund. Jay Wilson asked what can be done for upgrades? Eric Olesen will talk to the Wilton  
4 BOS about the situation and bring figures to the BOS to see how much will come back and let the BOG know what  
5 they will do. Jim Travis needs two weeks to redo and fix the errors in the spreadsheets, it should be done by June 5  
6 and be in hand by June 5 from him.

7  
8 Jay Wilson said if Jim knows the monthly operation costs for the whole month, we could look at holding back funds  
9 for the following year in that amount multiplied by two months (January/February) to carry over. C. Frye estimated  
10 the monthly cost is about \$25,000 per month. Jim Travis said usually by January 15, the town payments come in.  
11 Jay Wilson said the funds might not be available for those two months. Jay Wilson said the BOG can talk again  
12 about this. Jay Wilson suggested we all need to bring it to the towns before MACC holds back the money to go into  
13 the new year. Jay asked for any further questions for Jim Travis? There were no further questions. Jay, Craig and  
14 Eric thanked Jim for coming in today. Jim Travis said he will correct the error and produce the new reports and talk  
15 with Jason to finalize the reports by June 5, 2019.

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17 C. Frye moved to enter into Non-public session at 2:15 for reputation. E. Olesen seconded. All were in favor. Mo-  
18 tion passed.

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20 **8a. Other Business:** Jason noted that he still has one full time vacancy and still has applications to process.

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22 9. Adjournment: C. Frye moved to adjourn the public meeting at 2:15 p.m. Eric Olesen seconded. All were in fa-  
23 vor.

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26 Respectfully Submitted,

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28 Darlene J. Bouffard  
29 Recording Secretary

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31 The minutes of the meeting of the Board of Governors of the Milford Area Communication Center dated \_\_\_\_ were  
32 accepted as presented in the minutes of the next meeting.

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35 Jay Wilson, Chairman, Town of Mont Vernon

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38 Craig Frye, Vice Chairman, Town of Milford

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41 Eric Olesen, Member, Town of Wilton