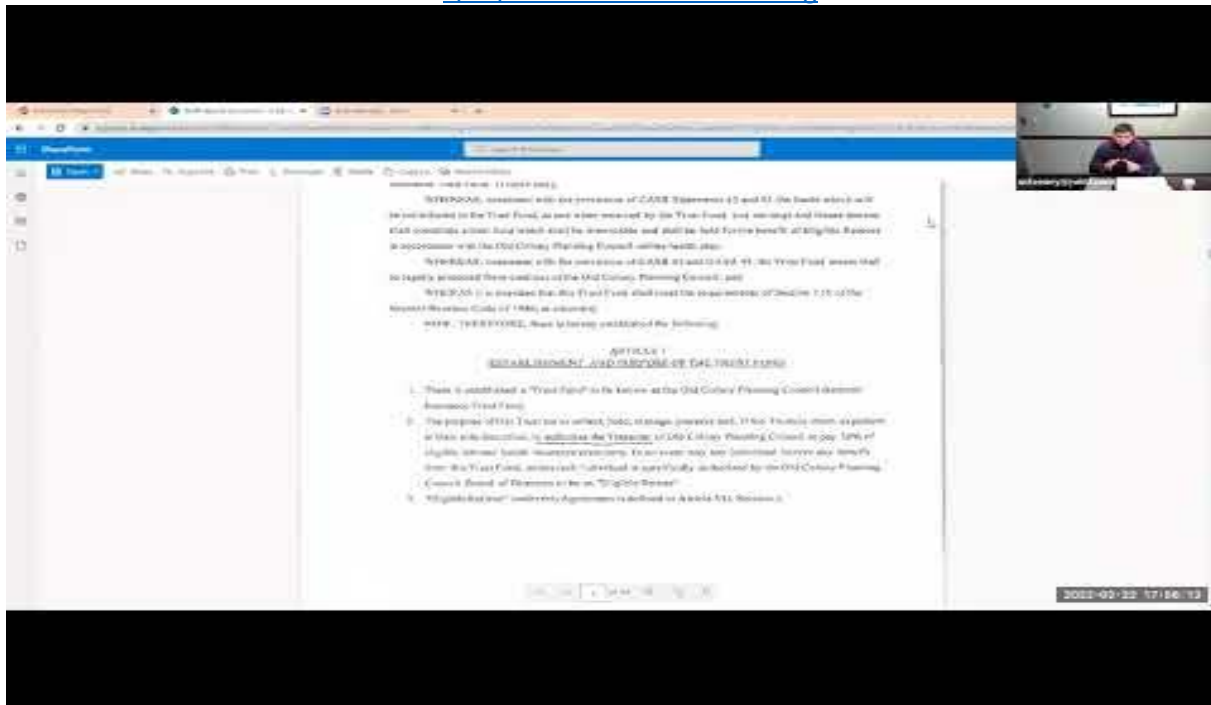




**OLD COLONY
PLANNING COUNCIL**

OCPC FINANCE – AUDIT MEETING *DRAFT* MINUTES
TUESDAY, January 22, 2022 5:45pm
[2/22/22 OCPC Finance Meeting](#)



Secretary Sandra Wright opened the meeting and read the Statement of Accessibility.

Roll Call:

- Present – Christine Joy
- Present – Frank Staffier
- Present - Sandra Wright
- Present – Steven Santeusanio
- Present – Antonio M. DeFrias
- Present – Valerie Massard

Staff

- Brenda Robinson
- Charles Kilmer
- Mary Waldron
- Lila Burgess
- Megan Fournier
- Sean Noel

Guest

- Matthew Feeney of
- Murphy Hessie Toomey & Lehane

Minutes of the January 25th meeting were reviewed. A motion by Sandy Wright to approve the minutes of both meetings and seconded by Christine Joy. **Vote: Unanimously approved.**

Mary gave a quick update to the Committee members regarding preliminary meetings with Matthew Feeney of Murphy Hesse Toomey & Lehane, stating they had been quite productive and leading to his presentation today. Matt then presented his findings regarding our current OPEB (Other Post-Employment Benefits) Trust and Declaration of Trust and provided suggestions for moving forward. Matt's concern is that our current OPEB Trust agreement was adopted under an outdated version of the Statute (MGL Ch 32b, Sec 20), and due to this we may be missing opportunities the newer statute provides. The latest version affects how the Trust is laid out, who manages it (such as a sole trustee or a Board of Trustees) and the types of investments that can be used. His advice is that OCPC adopt a new trust agreement. Top do this

- The Council will need to vote to adopt a new trust under the latest version of the Statute
- The Treasurer automatically becomes the Custodian of the Trust once established, but he recommended a vote be taken by the Council affirming this
- A vote by the Council needs to be made regarding the type of Trustee to be responsible for the Trust. There are 3 options:
 - Sole Trustee, such as the Treasurer (This was recommended by Matt)
 - State Retirement Board Trust Fund (This was not favorable in his opinion)
 - A separate Board of Trustees which would require between 5-13 Members and require elections, as well as an employee of OCPC and a retiree from OCPC to sit on the board. Due to the complicated nature of this, a sole trustee is recommended but he will certainly follow the wishes of the Council

A concern was raised by Becky about having one sole person having access to the Trust and potential malfeasance with the funds. Matt mentioned that was out of the scope of the Trust document but mentioned that the Investment Service we use (currently Rockland Trust) would have safeguards in place to protect against such things. There was also a question regarding the types of investments that could be made, and Matt mentioned that they were controlled by the Statute.

Once the new OPEB Trust is established, a new Declaration of Trust would need to be adopted. Matt recommended that we draft a completely new Declaration, instead of trying to modify our current one. Upon completion, the Declaration of Trust needs to be filed with the CEO (Chief Executive Officer) and Clerk of OCPC and becomes effective 90 days from the date of filing. During that period, our old Declaration of Trust will be active.

Sandra inquired about term limits for the Treasurer and/or board members and how that would be handled. Matt assured her that there will be succession language in the Declaration to address those concerns. She also inquired about his experience drafting these types of documents. Matt stated his experience reviewing Declarations for the State Retirement Board Trust Fund and mentioned again that he represents the board as a client, and that this would be a possible conflict of interest if we chose to have the SRBFT manage our trust.

Christine inquired about language affecting our ability to change Investment providers, and Matt mentioned that it would be covered under our internal policies, which Charlie confirmed. Frank Staffier expressed concerns about the Council's need to maintain control and protections with the Trust, and

Matt, Mary and Becky clarified the rules of the Trust would fall to the control of the appointed/Elected Trustees, who would have power limited to this one aspect of OCPC.

- **For the March Council Meeting, Matthew will provide an Investment Policy Update** Reintroduce Existing Policy and Discuss Potential Next Steps (Chapter 32B, Section 20, and OPEB Fiduciary)

Matt was thanked for his time and the meeting moved to financial reporting.

Brenda provided the following report:

FINANCIAL REPORT

Statement of Expenditures Report shows total expenses for the month of \$218,038.35

Cash Position Report shows Income for the month of \$806,879.37

Disbursements for the month were \$548,137.74

The Total cash available at month's end was \$1,319,474.26

OPEB Account had a **LOSS** of \$20,340.76 – Bringing the ending balance in the OPEB account to \$919,598.25

Budget Resources Report: Total receipts for the month being \$806,879.37 – brings the total cumulative receipts in FY22 to \$1,595,644.47

AAA Report:

- Total Recorded Pass-Through Invoices for AAA Programs for FY21 & FY22 as of the end of January were \$2,010,417
- Total Pass-Through Funds Received for AAA Programs for FY21 & FY22 as of the end of January were a total of \$1,253,889
- Total Recorded Invoices for AAA Ombudsman and AAA Admin Programs for FY21 & FY22 as of the end of January were a total of \$369,592
- Total Funds Received for AAA Ombudsman and AAA Admin Programs for FY21 & FY22 as of the end of January were a total of \$202,723

Voluntary Transportation Account: January beginning balance was \$179,616.95 - Total Payments to Volunteers in January were \$1,217.29. Donations in January were a total of \$35.00. Bringing the January ending balance in the fund to \$178,434.66

ROM January 2022 Statement and Activity:

Balance at the beginning of the month was \$179,980.46

January Receipts were: \$5850.00

Bringing Total ROM FY22 Receipts to \$47,695

January Expenses were: \$3513.09. Bringing total ROM Expenses in FY22 to \$46041.97

The ending balance in January was \$185,677.69

6. **Budget Spend-down Report:** Page One Total FY22 Expenditures through the End of January were \$1,199,881

Our Spent to date Percentage rate at the end of January was at 50.67%. The Ideal Percentage in the 7th Month of the Fiscal Year would be 58.38% so we continue a positive trend showing a 7.7% surplus at the end of January.

Additional Fiscal Items:

Bank Report:

Rockland Regular Bank Account had some fraudulent activity. Due to this fact, we will be going live with a Rockland Account Positive Pay account Thursday. It works like this:

- Every check that we process will be uploaded to the Positive Pay portal
- All checks presented to this Rockland Account will be examined individually and any discrepancies at all will be flagged, and the check will not be processed.
- We will be notified immediately of any such discrepancies.
- The cost for Positive Pay is \$100 per month

Christine Joy moved to accept the Financial Reports seconded by Steven Santeusanio.

Vote: Unanimously approved.

Mary reported that she was working on the Capital Budget for FY23, including Tech Resources from Wright Technology Group. She also went over the comparisons being made regarding the existing phone system versus Cell phones for staff and iPads for the Transportation team.

Brenda reviewed the Fraudulent Check Activity from January and the decision to move to Positive Pay in order to protect OCPC and to notify us of any irregular activity. Reports will be made directly to Brenda and Mary, who will then alert Council members accordingly. Staff continues to look at best practices in this area and Council members were encouraged to share any they may have.

EDA Grant resolution – Mary reported that OCPC was applying for an EDA grant which requires a 20% cash match. She reported that the funds were available and recommended the resolution be voted on to move to the full Council. Becky moved that the resolution be forwarded out of the Finance Committee to the full Council and Caroline seconded.

Vote: Unanimously approved.

Caroline Joy made a motion to adjourn seconded by Steve Santeusanio.