

Preservation Connecticut
Board of Trustees
11 March 2020

MINUTES

members present: Tom Nissley, Edith Pestana, Rick Wies

members participating by telephone: Sara Bronin, Catie Curran, Ed Gerber, Ellen Gould, Henry Griggs, John Harrington, Garry Heher, Charlie Janson, Garry Leonard, Cristina Ross, Peter Stockman, Bob Tierney, Greg Waterman, Jonathan Wharton, Olivia White, Deb Cohen

staff present: Mike Forino, Kristin Hopewood, Jane Montanaro, Brad Schide, Jordan Sorensen, Renée Tribert, Chris Wigren

Sara Bronin called the meeting to order at approximately 2:05 p.m.

Meeting minutes. On a motion by Tom Nissley, seconded by Bob Tierney, minutes of the meeting of 11 December 2019 were approved as written.

Executive Director. Jane Montanaro summarized the written report.

Engagement. Jane reported on social media use for the three months WHICH? Website: 5,300 users, up 30 percent from the previous quarter. Mills website: 9,000 users. Facebook: 4,116 followers. Instagram: 916 followers. Twitter: just over 1,000 followers.

Governance. Bob Tierney summarized the written reports.

Financial reports. Jane highlighted a few items:

- Fundraising to date is \$54,574 toward a goal for the fiscal year of \$90,000. Board help is crucial to meeting this goal.
- Membership to date is \$29,251 toward a goal of \$75,000.
- Fees (i.e., fee-for-service): \$34,537 to date toward a goal of \$40,000. This category is hard to predict but doing well at the moment. In addition, we have made proposals for another \$25,000 work.
- Special events: \$1,325 to date toward a goal of \$23,000. Effort is focusing on the awards presentation. Again, Board help is crucial.

Tom Nissley reported that he had checked with Merrill Lynch after the recent stock market declines. PCT's account is down about 10 percent.

Stewardship. Chris Wigren announced that the Derby Historical Society gave a preservation easement on the John I. Howe house in Derby, in December. The Society had hoped to make the house a museum; unable to do so, the decision was to sell the property with an easement to protect it.

Chris presented staff recommendations for two awards:

- Janet Jainschigg Award, for preservation professionals: Bruce Clouette, historian and preservation consultant
- Harlan Griswold Award presented jointly with the State Historic Preservation Office to recognize major contributions to preservation: Merritt Parkway Conservancy.

On a motion by Tom Nissley, seconded by Edith Pestana, the board approved these awards.

Mike Forino presented 12 proposed 1772 Foundation grants totaling \$100,000. On a motion by Tom Nissley, seconded by Ed Gerber, the Board approved a resolution ratifying the grants for final approval by the Foundation.

Mike presented three proposed Maintenance and Repair grants totaling \$45,000. On a motion by Edith Pestana, seconded by Garry Leonard, the Board approved a resolution authorizing the grants.

Brad Schide made a presentation on PCT's activities under the Connecticut Environmental Protection Act, focusing on the Bridgewater Grange building and two houses on Howe Street in New Haven. If the Bridgewater case goes to court PCT would be asked to be a party to the suit, incurring attorney's fees and other costs. Brad also presented a recent fee-for-service project: the renovation of the Bingham school in Bristol; PCT provided tax credit consulting on the project.

Legislative updates. Jane summarized some of the bills that PCT is tracking, covering topics that include an effort to limit utilities' participation in rehabilitation tax credit programs, a proposal to increase the cap on the state historic rehabilitation tax credit, a proposal for an industrial heritage trail, and technical changes to the State Historic Preservation Review Board. She reminded members of lobby day for the Community Investment Act on 25 March.

Development. Greg Waterman summarized recent development activities. For awards sponsorships, Jane reported that \$8,100 has been received, and a few other sponsors have not yet decided on their level of support. Greg asked Board members to review a list of donor prospects and report on personal connections or other helpful information; this will become a regular feature of Board meetings. Finally, Jane reported on recent and upcoming donor cultivation events.

The meeting was adjourned at 3:55 p.m.

Respectfully submitted,

Christopher Wigren
Deputy Director

Preservation Connecticut
Board of Trustees
Zoom meeting, 10 June 2020

members attending: MJ Agostini, Sara Bronin, Deb Cohen, Ed Gerber, Henry Griggs, John Harrington, Garrett Heher, Garry Leonard, Regan Miner, Tom Nissley, James Quinn, Caroline Sloat, Elaine Stiles, Peter Stockman, Bob Tierney, Greg Waterman, Jonathan Wharton, Olivia White, Rick Wies

staff attending: Jane Montanaro, Mike Forino, Kristen Hopewood, Brad Schide, Jordan Sorensen, Renée Tribert, Chris Wigren

others attending: Roberta Boyle

The chair called the meeting to order at 2:05 p.m. Members introduced themselves.

Meeting minutes. On a motion by Tom Nissley, seconded by Greg Waterman, minutes of the meeting of 11 March 2020 were approved as written.

Statement of solidarity. The board discussed a proposed statement of solidarity with the Black Lives Matter movement. The aim is to go beyond general solidarity to state ways in which Preservation Connecticut can improve its outreach to the black community. Possibilities include the proposed Saving Faith program for urban African American churches; being more intentional about outreach and partnership-building efforts; creating a dedicated grant fund for black churches; thematic surveys such as for sites of conscience; broadening the idea of what preservation is to include planning practices that promote segregation; coverage in CPN.

Engagement committee. Jane Montanaro noted that the committee needs a chair.

Finance committee. Roberta Boyle summarized the financial report, noting that as of the end of April PCT was in healthy financial condition: income was exceeding expenditures (although part of that was due to grants not yet paid), and investments appeared to be recovering from the slump. At this point, they're projecting that the organization will end the fiscal year with about \$50,000 net income. PCT did receive a PPP loan from the federal government; Jane and the accountants are making sure they can use it without jeopardizing any state grants.

Roberta also presented the proposed budget for fiscal year 2020-2021; on a motion by Bob Tierney, seconded by Tom Nissley, the budget was adopted as presented.

On a motion by Garry Leonard, seconded by Ed Gerber, the board approved two resolutions, one authorizing Jane to enter into a contract with the State of Connecticut for the Circuit Rider grant, one authorizing Jane to enter into a contract with the State of Connecticut for PCT's annual statutory payment from the Community Investment Act.

Peter Stockman reported that the endowment fund was invested in November and returns exceeded benchmark returns, thanks to skillful management by Merrill Lynch.

Stewardship committee. Circuit Riders reported on their recent work. Stacey Vairo described online "Talking about Preservation" programs being presented every Wednesday. Topics include introductions to PCT and the State Historic Preservation Office, funding for preservation, easements, Saving Faith, and others.

Mike Forino described help he gave to two inner-city congregations in applying for preservation grants. The ability to prepare an application is often a criterion for grant approvals; instead of turning groups down, PCT can provide, building their capacity.

Brad Schide reported on several buildings in the South End of Stamford which a developer wants to demolish. He is working with the State to suggest ways the development

can accommodate the historic buildings. However, it is likely the case will go to court, and PCT would be asked to participate in the suit, incurring legal expenses. Brad noted that community groups had asked for PCT's help.

Chris Wigren presented the slate of Merit Awards for PCT's annual awards program. On a motion by Henry Griggs, seconded by Bob Tierney, the board ratified the awards. The presentation is tentatively scheduled for September 9, if recommendations for gathering permit. In addition, smaller presentation events are being explored in recipients' communities. The board's next meeting also is scheduled for that date, in the afternoon.

The board went into executive session at 3:55 p.m. for the executive director's annual performance review.

Respectfully submitted,

Olivia White, secretary

OW: cw

Preservation Connecticut
Board of Trustees
9 September 2020
via Zoom

members present: Sara Bronin, Deb Cohen, Henry Griggs, John Harrington, Garrett Heher, Charlie Janson, Garry Leonard, Regan Miner, Tom Nissley, Cathy Osten, Edith Pestana, Caroline Sloat, Peter Stockman, Elaine Stiles, Bob Tierney, Jonathan Wharton, Olivia White.

staff present: Jane Montanaro, Kristen Hopewood, Brad Schide, Jordan Sorensen, Renée Tribert, Chris Wigren.

others present: William Malitsky, Focus Government Affairs.

The chair called the meeting to order at 2.02 p.m.

Minutes. One a motion by Cathy Osten, seconded by Bob Tierney, minutes of the June meeting were approved as written.

Chair's report. Caroline Sloat thanked committees for a good succession of meetings, and the staff for ongoing work amid the continued coronavirus pandemic. She noted that Ed Gerber has become the first member of PCT's Legacy Society, made up of people who have included PCT in their wills. Forms are located on the Board Portal, along with Conflict of Interest forms which need to be completed.

Written reports — Executive Director. Jane Montanaro reported that the Historic Preservation Council approved the Circuit Rider grant of \$232,000 last week, retroactive to 1 July. We expect to receive payment in October, along with the statutory payment under the Community Investment Act. The auditors will begin the annual audit next week. They also are helping pull together documents requested by the IRS, which is reviewing the tax credit voucher loans made in fiscal year 2017-2018.

Written reports — Governance. Bob Tierney reported that the committee is following up with two potential trustees, Rep. Geraldo Reyes of Waterbury, and Jacqueline Kaufman of Stamford. Garry Leonard reminded the committee that Fred Bland would be a good candidate; he is a partner in the prominent preservation firm Beyer Blinder Belle. The committee is also looking into finding attorneys to do pro bono work for PCT, particularly in light of a likely Environmental Protection Act case in Stamford.

Written reports — Development. Jane announced that the Case for Support is completed and available through the Board Portal. It's also being printed, and copies will be sent to Board members. How to approach donors during the pandemic is a topic of ongoing discussion. Board members are reminded to suggest potential donors for cultivation.

Written reports — Engagement. The barn photography show is slated to open on October 3 at the Art League of New Britain. In all, 112 entries were submitted, bringing in a bit over \$7,000. Ellen Gould hopes to continue the program in following years and has suggestions for maximizing benefit.

Memberships received in July and August are down 53 percent from last year, likely due to the pandemic. Cathy Osten suggested trying to reach the many new people moving into Connecticut.

Chris Wigren reported that the recipients of the Elizabeth Mills Brown award, jointly presented with AIA Connecticut, have been selected by a jury assembled by the Preservation Alliance for Greater Philadelphia, and posted on aiact.org.

Finance — financial reports. Jane presented the current reports. She noted that the Women's Institute has requested that its Revolving Fund loan, which was due at the end of August, be extended. The amounts in the People's checking and savings accounts include \$90,000 received as a Payroll Protection Plan loan. The reserve account contained \$622,000 at the end of July.

Finance — investment policy. On a motion by Peter Stockman, seconded by Garry Leonard, the Board approved two amendments to the Investment Policy for the Endowment. The first amendment eliminates the "tactical allocation benchmark" requirements from Section 5 of the policy. The second amendment changes the structure and asset allocation percentage in Appendix A – Asset Allocation. These changes were presented to the Board on 11 December 2019, but a vote was not recorded in the minutes.

Finance — Payroll Protection Plan loan. Preservation Connecticut applied for and received a forgivable loan of \$90,000 from People's Bank through the Small Business Administration's Payroll Protection Plan. Peter Stockman asked that the Board discuss whether to keep and use the money.

Arguments in favor of using the loan:

- PCT met the terms of the program.
- PCT can use the money for payroll, mortgage, and utilities without double-dipping.
- The SBA's safe harbor provisions protect borrowers.

Arguments against using the loan:

- The PPP was intended primarily to help businesses avoid furloughing employees, or to help them hire back furloughed employees. PCT has not furloughed employees, nor considered doing so.
- Using the loan when we have money in a reserve account might provide ammunition for political opponents seeking to eliminate state funding for PCT.

The ensuing discussion added other major points:

- The political risk was not widely seen as significant.
- PCT would use the program precisely as it was intended.
- It's impossible to know how long the economic turndown will last, and the reserve fund might not be enough to cover lost income.
- The board has a fiduciary duty to use available and appropriate means to protect PCT's resources.

Peter made a motion, seconded by Garry Leonard, that Preservation Connecticut utilize the PPP loan in its entirety if necessary. The motion passed with one dissenting vote.

Stewardship — easements. Chris Wigren reported that Lee Kuckro, former Board chair, donated an easement on his house in Wethersfield. Inspection of easement properties is continuing as feasible under Covid guidelines. Staff is preparing a training session with the Lebanon Historical Society and the Lebanon Board of Selectmen. An intern from Central Connecticut State University, Andy Cain, is improving record keeping for easements, including digitizing documents and exploring a database for electronic record keeping.

Stewardship — Vibrant Communities Initiative. Brad Schide presented first-tier applicants for a small round of VCI grants. A request for proposals yielded ten responses, and Brad is following

up on three of them. He will keep the Board informed as he works with municipalities to refine their proposals. In the meantime, other means of follow-up are planned for other applicants. Of particular interest was the Town of Stonington's proposal for a study of ways to deal with sea level rise, particularly at Mystic Seaport. While much too big for the available funding, this is an important topic and an important opportunity to build relationships.

Stewardship — legislative update. William Malitsky, PCT's lobbyist, reported that the governor has extended his executive authority for addressing the pandemic through 9 November, with potential extension into February. A special session of the General Assembly is likely for later in September. Leadership is discussing agenda items, which likely will include stimulus funding (possibly to include nonprofits), regulation of Eversource in the aftermath of widespread power outages due to tropical storm Isaias, police accountability, land conveyance and transfer acts for municipalities. Although there had been discussion of breaking up Eversource—which could affect its purchases of rehabilitation tax credits—it now appears that milder measures will be proposed to lessen outages.

Caroline reminded Board members to attend the Connecticut Preservation Awards program later this evening, via Zoom.

On a motion by Bob Tierney, the Board was adjourned at 3.30 p.m.

Respectfully submitted,

Olivia White, Secretary

OW/cw

Preservation Connecticut
Board of Trustees
9 December 2020
via Zoom

members present: Deb Cohen, Ed Gerber, Ellen Gould, John Harrington, Charlie Janson, Garry Leonard, Regan Miner, Cathy Osten, Edith Pestana, James Quinn, Cristina Ross, Caroline Sloat, Elaine Stiles, Peter Stockman, Bob Tierney, Greg Waterman, Jonathan Wharton

staff present: Kristen Hopewood, Jane Montanaro, Brad Schide, Jordan Sorensen, Renée Tribert, Stacey Vairo, Chris Wigren

The chair called the meeting to order at 2.02 p.m.

Minutes. On a motion by Cristina Ross, seconded by Regan Miner, the Board approved the minutes of the September meeting as presented.

Chair's report. Caroline Sloat reported that she helped install the barn photographs exhibition at the Woodstock Academy; she also did newspaper and radio interviews about the exhibition.

Written reports—executive director. Jane reported on the IRS audit of the tax credit voucher program. IRS agents don't have a good understanding of historic rehabilitation tax credits, and Jane has been asked to provide information about tax credit programs in other states. The program represents an important way to promote reusing historic buildings, in addition to providing revenue to PCT.

Written reports—governance. Bob Tierney reported that Olivia White has resigned her position on the board due to other commitments; however, she will continue to be involved in the Saving Faith programs. MJ Agostini has agreed to take Olivia's place as secretary. Bob also reminded Trustees to complete the annual confidentiality agreements and conflict of interest forms.

Nominations. On a motion by Bob Tierney, seconded by Regan Miner, the Board voted to accept Olivia White's resignation and to elect MJ Agostini as secretary.

Finance. Peter Stockman noted that the annual audit is still in process; it cannot be closed until the IRS audit is completed. Concerning the financial statements, Jane noted that the cash situation is better than it appears, since the State statutory payment of \$380,000 has been received. Peter reported that the endowment has seen a return of almost 14 percent over the year since it was set up; the reserve account is over its target of \$600,000, but he is reluctant to shift surplus funds out of it at present.

Jane announced that PCT has received a bequest of \$363,000 from Edward Currie of Southbury, a former member. It was noted that steady annual givers, even at a modest amount, are among the most likely to include an organization in their estate plan.

Development. Jane reported that year-end appeal letters have been mailed. Due to the pandemic, she signed the letters to major donors rather than ask Board members to.

Engagement. Elaine Stiles reported that social media numbers are up—the number of followers is above average for similar organizations. In addition, a group of MBA students from the University of New Haven is advising on strategies to improve our social media presence; a meeting was held recently, and the class will present a report at the end of the semester.

Several people have offered volunteer services to PCT recently, and the committee is brainstorming suggestions of ways they can contribute. Examples include assisting Habitat for Humanity or the Freeman Center, or carrying out a citizen HRI survey.

The barn photographs exhibit is currently at Woodstock Academy; staff will keep the Board apprised of further venues. In addition, staff is preparing a calendar with some of the winning photographs as a fundraiser. Discussion of another photography contest is underway; one suggested topic is landscapes—to coincide with the upcoming 200th birthday of Frederick Law Olmsted in 2022.

It is not possible for members to sign up for automatic membership renewals; this, it is hoped, may help keep membership numbers up.

Stewardship—easements. Ed Gerber said he will distribute the current list of easement properties to the Board. Chris Wigren reported that Tom and Sandy Nissley have a buyer for the Hoyt-Bursell-Morse house in New Canaan, and that exterior rehab work is well underway at the John Howe house in Derby.

Ed reported that Andy Cain, a graduate student from Central Connecticut State University, completed an internship with Preservation Connecticut. He digitized easement records, participated in property inspections, created a maintenance manual for the Norwich row houses, and identified a database to use in managing easement records.

Jane reported that the database uses the Filemaker platform and will be adapted by MainSpring, Inc., based on a program created for the L'Enfant Trust in Washington, DC. Setup will cost about \$2,500 and annual license and operations about \$1,000. However, the database will require upgrading PCT's server, which is more than ten years old; that will cost about \$12,000. Jane will send the proposal to the Finance committee for approval.

Stewardship—DEEP partnership. Renée Tribert is finalizing an agreement with the Department of Energy and Environmental Protection to oversee salvage from an historic house in Hamden. While this will not preserve the house, it will reduce waste and is seen as a first step in building a partnership with DEEP to find ways of better using historic properties owned by the department.

Stewardship—Circuit Riders. Brad Schide provided an update on efforts to block demolition of several National Register-listed buildings in Stamford, in which he has been actively involved. The Attorney General is in discussions with the developer on behalf of the State Historic Preservation Office, in hoped of preventing a lawsuit under the Connecticut Environmental Protection Act.

Brad is also continuing to work with the recipients of the Vibrant Communities Initiative grants: the City of New Haven, for planning at the former Strong School, and the town of Groton for revitalization planning in the Thames Street corridor.

Stacey Vairo described possible topics for the next programs in the Talking about Preservation series presented on Zoom.

On a motion by Ed Gerber, seconded by Garry Leonard, the meeting was adjourned at 3.19 p.m.

Respectfully submitted,

Christopher Wigren
Deputy Director