

MINUTES

Natchaug-Willimantic NRZ Steering Committee

Regular Meeting

Tuesday, July 23, 2013 – 5 to 6 p.m.

Windham Mills Complex

Present: NRZ Steering Committee Chair Brenda Sullivan, Treasurer Roger Morin, members Kathy Dubay, Joel Meyers, Pam Viens, Jeff Viens, Rosita Vining, and guests – Natchaug Elementary School Principal Melissa Mishriky and Barbara McGrath of the UConn Law School.

1. **Call to order** – 5:10 p.m.

2. **Opportunity for the public to speak** –

New Natchaug Elementary School Principal Melissa Mishricky introduced herself to the committee. She began her new job July 1, 2013. She began her teaching career in NYC and most recently ran a special education program in Wolcott. She said she's spent the last several weeks hiring teachers and paraprofessionals and nearly all vacancies are now filled.

There was some discussion about the future of Natchaug School. She said roof repairs are underway. J. Viens commented that approximately \$1.35 million was approved for that work, some of which will be reimbursed by the state, as long as that building is used for education purposes for the next 10 years.

There was discussion about the condition of the space at the Windham Middle School where approximately 315 Natchaug School students have been temporarily placed.

NRZ members also explained some of the ways in which this group has helped Natchaug School in the past and encouraged Ms. Mishricky to come to the NRZ if there are future projects or issues where the NRZ can lend support.

3. **Old Business – Updates on projects.**

Bus Shelters

Kathy Dubay gave an update on a project to add one or more bus shelters in town. She explained that most bus stops are located on sidewalks and a bus shelter cannot block a sidewalk. This leaves only one location where there's already a concrete pad, at Jillson Square. J. Viens suggested she talk with Joseph Gardener, Windham Town Engineer, about possible locations where a concrete pad could be installed on town property – which would then allow for construction of a bus shelter... for example, at Memorial Park, at Stop & Shop, behind Ahston Towers, at PriceRite, etc.

B. Sullivan also recalled discussion at the May meeting, when R. Vining commented about missing bus stop signs. R. Vining was asked to take note of any locations where she sees a sign missing and to email K. Dubay, who can then talk with her contact at WRTD about how these signs would be replaced. K. Dubay also will contact someone in the public works department at

ECSU to see if there's any interest in working cooperatively on finding funding for the bus shelters. B. Sullivan suggested that when the students return in September, she and K. Dubay can then arrange to attend a Transportation Committee meeting and then get on the Town Council agenda. Waiting until students are back at school gives them an opportunity to voice their support for the project.

Laugh Yoga/Laugh Workout fundraiser

B. Sullivan said she is still working on the date and location and is aiming for the September Third Thursday, and that she will email a draft of the text for an informational handout card. J. Meyer asked how the facilitator would be paid. B. Sullivan said the plan is for her to be paid from registration fees, which would probably be \$5 per person. Participants could register in advance, as well as walk in from Third Thursday. The instructor has said she could do two short sessions with up to 20 people at each. This would result in breaking even, but the main goal of this particular event is to build awareness of the NRZ.

Updating Strategic Plan

B. Sullivan reported she has become aware – after being contacted by P. Viens and talking with R. Morin – that she has misunderstood the issue of updating the Strategic Plan. What is actually required is **a summary of what the NRZ has done in the last year** in terms of goals and objectives included in the Strategic Plan. B. Sullivan also said she corresponded with former NRZ Chair Donna Charron and longtime (former) member Sharon Vernon and was told by both that these summaries were previously submitted by the Economic Development office.

B. Sullivan said she will work with R. Morin to draft a summary for the 2012 year and email it to committee members for input. Once finalized, it will be sent to the state Office of Policy and Management (OPM) and the Town Manager. She will also contact Bruce Wittchen the NRZ contact at OPM (CT OPM - Intergovernmental Policy Division) to find out what reports he has on file from the Natchaug-Willimantic NRZ.

NRZ becoming a non-profit entity

J. Meyers said he will compose a timeline of what kinds of documents need to be created/submitted in order to move this process forward.

Barbara McGrath joined the meeting at this time. She is Executive Director for the Connecticut Urban Legal Initiative, Inc. at the University of Connecticut School of Law. She was invited to speak with the committee about the process of becoming a 501c3 nonprofit.

B. McGrath said she has worked with NRZs statewide and in fact, was involved in drafting the original statutes for creating the NRZ program. She said the statutes governing NRZs don't address becoming a nonprofit because NRZs were originally envisioned as advisory bodies, but they have since evolved in many different directions and are taking on a more direct and active role in their towns and cities – including raising and spending funds.

She said that to meet the NRZs goal of handling its own finances (including accepting donations, applying for grants, etc.) the NRZ would apply to become *a charitable, nontaxable entity*.

She outlined the differences between a Limited Liability Corporation (LLC) and a nonprofit... Under Connecticut law, an LLC is made up of members who own the LLC, while a nonprofit is a nonstock corporation and no one owns it. Instead it has a governing board, i.e. a Board of Directors or Board of Trustees, in order to comply with federal (IRS) and state laws.

She said she and her interns could help us with the following steps:

- Draft an **application** for a Certificate of Incorporation (for a nonstock corporation)
- Review NRZ **bylaws**
- Complete a **Form 1023**, an application to be designated *a publicly supported charity*. She said this is about 12 pages, and noted there are 2-1/2 pages with IRS questions that concern themselves with Conflict of Interest. In order to complete this section, the NRZ will have to create **policies and procedures** for such things as awarding mini-grants and mini-loans. She said the application's questions focus on What we do, Why we do it and How we do it.
- A **3-year budget** (going forward), an “aspirational budget,” that would include anticipated expenses related to future projects and a corresponding figure for how much money would need to be raised in order to pay for those projects. The focus should be on what we hope to accomplish. **We will also need to explain our process for identifying needs and where we would expect to get our funds.** The budget should correspond to a **written narrative** of what the NRZ plans to do (which should also include the names and addresses of NRZ members).

J. Meyer asked how long it would take to be approved as a nonprofit.

B. McGrath explained there's a backlog of applications at the federal level because of the budget “sequester” and because of a large number of organizations that are now required to request reinstatement. She said only groups that filed applications prior to April of 2012 are currently allowed to call to check on the status of their applications. Everyone else has to wait to be contacted.

Regarding the cost of applying to be a nonprofit, charitable entity, B. McGrath listed these fees:

- \$300 for her services,
- \$50 payable to the Secretary of the State (CT), *payable annually*
- \$15 for filing a report that includes names/addresses for officers and directors
- \$55 for a certified copy of the certificate
- a one-time fee of \$850 payable to the IRS

She also said the NRZ will have to file **Form 990** and pay the \$50 state fee annually, but that if our gross revenues are under \$50,000 annually, this process can be done in a few simple steps online.

B. McGrath said we will also need to present a **Mission Statement** for a certificate of incorporation and it should include information supporting the element of “lessening the burdens of government,” (i.e. by supporting projects for the town, schools, etc.)

R. Vining asked if there are alternative routes that would allow the NRZ to control its own finances. B. McGrath said the NRZ could seek a “fiscal sponsor” – a group that already has a nonprofit status and would be willing to assume fiduciary responsibility/liability. J. Meyer said he would not want another organization to control the NRZ finances.

B. McGrath said she will send us a memo that contains all the steps needed to file for 501c3 status.

J. Meyer made a motion for the NRZ committee to begin working with B. McGrath and her office to apply for the certificate of incorporation and to release \$300 for her fee. K. Dubay seconded the motion. The motion passed unanimously.

4. New Business

Arson investigations

Noting previous discussion in the May 28, 2013 NRZ meeting minutes, members talked about fires in town deemed to be caused by arson and concerns about arrests not being made. K. Dubay talked about continued efforts to find the arsonist who caused the fire at 62 South Street and talked about the severe injuries suffered by the former owner. J. Meyers said the ECSU Town-Gown Committee also expressed concern about arson at a recent meeting.

R. Vining moved, and J. Meyers seconded a motion to authorize the chair to draft a letter – to be sent to committee members for input – addressed to the town’s Fire Marshal and Town Manager, to inquire about and express concern about unresolved arson investigations in town.

5. Treasurer’s Report – R. Morin said no funds have been expended since the last report.

6. Approval of minutes

J. Viens moved to approve the May 28, 2013 minutes as submitted. K. Dubay seconded the motion. The motion passed unanimously.

7. Adjourn – The meeting adjourned at 6:26 p.m.

*Respectfully submitted by
NRZ Steering Committee Chair Brenda Sullivan*