

**MERRIMACK VILLAGE DISTRICT
BOARD OF COMMISSIONERS
APRIL 21, 2025
MEETING MINUTES
(approved May 19th, 2025)**

The Organizational Meeting of the Board of Commissioners was conducted on Monday, April 21, 2025, at 5:02 p.m. at 2 Greens Pond Road, Merrimack, NH.

Donald Provencher, Chairman, presided:

Members of the Commission present: Dan Allen
Erin Clement
Scott Sabens
Wolfram von Schoen

Members of the Commission Absent:

Also in Attendance: Jill Lavoie, Business Manager
Kristen Maher, HR/Finance Director

FINANCE/HUMAN RESOURCES REVIEW

A. Analysis of Revenue and Expenditures

Kristen Maher, HR/Finance Director, remarked closing out the month of March, we are 75% through the fiscal year. With three months remaining in FY25, revenue is at \$5.3 million and expenses \$3.4 million with a Net Ordinary Income of roughly \$1.9 million. There remain two loan payments at roughly \$1 million and the very first payment of our 2, 9, 7 & 8 PFAS loan, which will be made in June.

In terms of revenue, high interest rates continue, there are new Saint-Gobain service lines for the new mains that are going in, and new entrance fees resulting from new construction.

In terms of expenses and the purchase of water and filtration, we have capped those with what is going on in the budget. The belief is this will be able to be addressed without the need to look to the Capital Reserve.

New construction for the entrance/meters is significantly over budget; however, it is offset by the revenue received from the fees.

B. Capital Reserve Balance

Our net position is roughly \$22 million. That is with \$5 million in cash. The percentage of cash on hand to fund balance is 20%. The total Fund Balance is 63.9%. We do not yet have the audit adjustment for FY25. The Post-Employment Benefit Liability (OPEB) is one of the adjustments that tend to fluctuate a good deal. It is the incremental number of benefits from the New Hampshire Retirement System (NHRS); a calculation to determine what our future portion of the NHRS is.

As was mentioned, items highlighted in yellow are the items envisioned to be taken out of Capital Reserve. The belief is that those costs will be able to be brought into the budget without any significant issue.

Commissioner von Schoen noted the Pennichuck contract is a multi-year agreement. Director Maher stated it to be year 2.8 of a 3.2-year contract. Asked if the proposal was not to take the full 3.2-year contract price, but only the cost for this year, she stated that to be correct.

Director Maher noted some of the items from equipment & facilities have been adjusted. Checks have been cut to address the articles approved at the Annual Meeting; \$800,000 Equipment & Facilities, \$200,000 Purchase of Water and/or Operations and Maintenance of GAC Treatment Facilities, and \$68,490 System Development Capital Reserve.

There remain a few items identified as TBD. Placeholders are listed for the lead service lines and areas 3, 4, and 5 in case costs exceed grant funding received.

C. Authorization for Delegation of Payroll Approval Process

The language currently states in part “That the approved AP manifest, will be presented to the Board of Commissioners for review and approval.” The proposed amendment would have the sentence end with “for review only.”

The Board will continue to have the opportunity for review. The amended document was provided to the Board for signature.

Asked, Director Maher stated the Treasurer agrees with the amendment/change.

REGULAR SESSION

1. Board of Commissioners to elect the 2025 Chairman, Vice Chairman and Personnel Liaison

Chair Provencher called for nominations for Chairman of the Merrimack Village District Board of Commissioners for the 2025-2026 term.

**COMMISSIONER SABENS NOMINATED COMMISSIONER PROVENCHER
SECONDED BY COMMISSIONER VON SCHOEN**

**VOTE ON ELECTION OF DONALD PROVENCHER TO THE POSITION OF CHAIRMAN
OF THE MERRIMACK VILLAGE DISTRICT BOARD OF COMMISSIONERS FOR THE
2025-2026 TERM**

MOTION CARRIED

4-0-1

Commissioner Provencher Abstained

Donald Provencher declared Chairman of the Merrimack Village District Board of Commissioners for the 2025-2026 term.

Chair Provencher called for nominations for Vice-Chairman of the Merrimack Village District Board of Commissioners for the 2025-2026 term.

**COMMISSIONER VON SCHOEN NOMINATED COMMISSIONER CLEMENT
SECONDED BY COMMISSIONER ALLEN**

**VOTE ON ELECTION OF ERIN CLEMENT TO THE POSITION OF VICE-CHAIRMAN OF
THE MERRIMACK VILLAGE DISTRICT BOARD OF COMMISSIONERS FOR THE 2025-
2026 TERM**

MOTION CARRIED

4-0-1

Commissioner Clement Abstained

Chair Provencher declared Erin Clement Vice-Chairman of the Merrimack Village District Board of Commissioners for the 2025-2026 term.

Chair Provencher called for nominations for Personnel Liaison of the Merrimack Village District Board of Commissioners for the 2025-2026 term.

**COMMISSIONER VON SCHOEN NOMINATED COMMISSIONER SABENS
SECONDED BY COMMISSIONER CLEMENT**

**VOTE ON ELECTION OF SCOTT SABENS TO THE POSITION OF PERSONNEL LIAISON
OF THE MERRIMACK VILLAGE DISTRICT BOARD OF COMMISSIONERS FOR THE
2025-2026 TERM**

MOTION CARRIED

4-0-1

Commissioner Sabens Abstained

Chair Provencher declared Scott Sabens Personnel Liaison of the Merrimack Village District Board of Commissioners for the 2025-2026 term.

2. Board of Commissioners to receive an update from Amy Doucette on the search for new billing software.

Director Maher spoke of the decision to go with GovSense. She and Ms. Doucette, Customer Service/Billing Representative, sat for a final review with GovSense during which all questions posed to them were responded to in detail.

Identified were areas of changes/improvements over the current software:

Unified Software

Integrates finance, payroll, billing, and location-based work orders into *one software*.

Eliminates manual data entry from billing software to financial software.

Fully Cloud Based

Software updates are automated.

System is accessible to field staff who will be using it for work orders.

Work Orders

Mobile Interface – field staff will have real-time access to information needed for appointments.

Integrated with Outlook email/calendar, providing unified platform and easy access for both office and field staff.

Improved Functionality & User-Friendliness

Customizable Dashboards – staff can modify the look of their individual dashboard by moving around menus & widgets as well as hide menus, widgets, and reports that they do not use or that do not pertain to them, creating a more streamlined view.

Workflows – company & user defined workflows can be created to automate processes and reports based on customized criteria. Example: can create an “AutoPay Reminder Workflow” which, based on predetermined criteria will automatically sends calls/texts/emails on the date specified every month to AutoPay customers whose payment will be processing on the 10th.

Payment Agreements

Automated creation/monitoring/tracking.

Can create workflows that will automatically monitor existing agreements, send reminders & notices when agreements are set up or broken, remove agreements & process disconnections for customers who did not make payment as agreed.

Custom Reporting

It includes standard reporting but also provides options for unlimited custom reporting. We will be able to create our own reports as needed using only data we require. Additionally, each user will have the ability to create their own specific reports which, if needed, can be shared with for use by other staff or just used for their own purpose. Currently limited to “out of the box” reporting options; report data and appearance cannot be modified/customized.

Auditing

All changes/modifications/transactions processed are tracked and recorded for audit purposes.

Enhanced Options/Added Convenience for Customers

Payment Scheduling - the new system allows customers to schedule their payment processing, eliminating the need for them to log into their MyMVD account on a specific day. This feature is particularly beneficial for customers who may be traveling or need to wait for their paycheck/funds to become available.

Provides the ability to send paperless email notification to multiple email addresses – currently only able to send to *one* email address.

Eliminates unnecessary call and text notifications for customers that have one account associated with multiple locations and have their paperless communications option elected for automated calls and/or text are receiving a call and/or text for each location.

MyMVD is fully integrated with software for any updates a customer makes online. Example: If a customer makes changes to their phone and/or mailing/email address MVD's database is automatically updated with the information.

Director Maher noted the Superintendent has the contract in hand. The changeover/implementation would occur in stages, e.g., financials, payroll, utility billing (will be billed in stages based on each phase of installation).

Director Maher commented one of the key aspects is the lock box. This is currently a very manual process with TDBank. The amount of money we are spending on manual data entry for Lock Box will significantly drop as GovSense has a barcode on their invoices. TDBank will be able to scan invoices. Payments will continue to have to be uploaded, but we will no longer have to pay for manual data entry.

Asked if there is a rough estimate of the total recurrent investment in going to this software, Director Maher stated all the software currently used is at a cost of approximately \$69,000/year. The GovSense software will be at a cost of \$76,000/year. The time involved in the efforts put forth by Ms. Doucette to find workarounds with the current software along with the duplication of work associated with having to manually input information from one system to another will no longer be an issue.

Asked if she had a rough estimate of the savings that will be achieved in staff time, she responded she does not, however believes it to be significant. Asked if it more than makes up the difference in yearly cost, she stated it would.

Commissioner von Schoen commented he does not feel as if the Commission has been provided with the level of information it would like when being asked to provide approval. Provided was opinions and information on functionality. The last time we talked about that we were provided with project cost. Discussed was billing in stages, but no dollar amount was provided.

Director Mahor responded that the entire implementation, in accordance with the contract, is \$162,000. We budgeted, some 2-3 years ago, \$187,000 to come out of Capital Reserve. The yearly cost has been part of the budget all along; \$58,000/year for that software and on average we were spending about \$36,000 on lockbox (factored into the \$76,000) (again all manual). It is believed that costs will be reduced by about half (likely significantly more savings). It is \$76,000/year for the software itself.

Commissioner von Schoen commented during the phases of partial rollout, will temporary interfaces be required or is there any data exchange happening, e.g., data created that needs to be fit for operational purposes in the new modules of the new software. The response was that it would be part of the implementation.

Director Maher added, primarily for financials, they are pulling from Quickbooks. She will likely be up and running within days.

Commissioner von Schoen asked if we continue to use parts of the current software temporarily as we roll out the new software in phases, is there any data that needs to be synchronized?

Director Maher stated payments that we do are imported from TDBank now. They will match whatever TDBank does for the financials for the new software. It is already written to be put into CUSI (current billing software) and to address payments such as Vanco, which is the banking interception. That is part of the implementation. For payments such as Vanco, part of the implementation is that it will automatically do that as well as have data put into TOSI (software).

Commissioner von Schoen clarified if we implement the finance software in advance of payroll, there are financial transactions triggered by payroll, e.g., costing for labor or payroll. They somehow need to make it back into finance. Director Maher stated it to be a journal entry as she currently does.

She added, in terms of payroll taxes, she signed up for that ID two years ago. That is ready and set to go for when we start doing that ourselves.

Asked about the database, she stated GovSense is on Oracle.

Commissioner von Schoen asked if there are any guarantees regarding them being bonded or escrow. He is not familiar with the history of the company. He questioned what would occur should they experience cashflow issues, etc. Were the company to go under, we would not have maintenance or migration support. Is there any kind of bonding or escrowing they do with their product? Some companies either have source code for clients to receive or they guarantee a certain amount of money they are bonded for so that they can survive another year and help customers migrate to another product. He asked what support looks like.

Director Maher stated that the question of bonding/escrow would be posed. Regarding support, they have their support team (guaranteed depending on issue ranking; within 2 hours, 8 hours, 24 hours (eastern time)) as well as a customer forum where customers can seek support from other customers.

Chair Provencher asked if the previously established decision matrix was followed in selecting this software. Director Maher stated that it was used. GovSense met them all. There were also two; one that was just utility billing and another just finance. The goal was to keep it all together.

Noted was that training is provided onsite.

Chair Provencher noted the current billing software is limited in regard to customer communication. Director Maher stated MVD will have full control to provide notices on bills. Chair Provencher commented there may be continually changing topics of importance that we wish to call attention to. Jill Lavoie, Business Manager, stated messages could be tailored to specific customers, e.g., hydrant only customers.

Asked if it has the capability to flag out-of-range water usage, Business Manager Lavoie responded she is uncertain if it is percentage or amount over, but there is flagging included. Director Maher noted customers whose bills increase significantly from one month to the next are called ahead of receiving their bill. Business Manager Lavoie added there is also a template that can be used and sent via email.

Asked if there is a way to provide a comparison (monthly/yearly) of usage on the bills, Director Maher stated that information will be available on the website (depending on how much history we bring in). It can also provide explanations such as irrigation usage during summer months. Business Manager Lavoie noted there is a historical trending graph currently on the website.

Commissioner von Schoen asked about asset and permit tracking. For some of the recent apartment buildings we have permitted with only a certain level of irrigation. They can only irrigate their front planters for example, but not the lawn surrounding their properties. Director Maher said they have a permitting module, but it is for Town permits. They have different flags you can put on things whether location or customer. You tell it what the flag means.

Commissioner von Schoen provided the example of permitting a multi-unit property for a certain amount of household use and a certain amount of irrigation use totaling a particular amount of water usage, and asked if MVD would be able to flag for example that the system make us aware if the amount is exceeded. Should something happen down the road that results in a customer grossly exceeding their permit, will the system make us aware?

Did GovSense provide references, and did we do reference visits? Director Maher stated she has made reference calls and spoken with established customers. MVD will be their first in New England. However, they are close to signing the Town of Portsmouth. It was suggested that a conversation take place with Portsmouth to ascertain why they have not yet signed.

Director Maher stated for Portsmouth it is not just for water. They must get seven different departments to agree. Commissioner von Schoen suggested contacting them just the same.

Director Maher noted for the next two years she will duplicate as we are also going over to the NHDRA accounts. She does not have to do one for one any longer, but for what the Commission looks at they will see the old and the new.

Asked about the contract, Director Maher stated there to be one contract with GovSense, one with Oracle (due to our size), and one with both. A request was made for the contracts to be placed in SharePoint for review.

3. Superintendent's Report

Water Quality:

- PFAS Pilot
 - The first round of PFAS pilot sampling was done on April 9th at Wells 4&5 Treatment Plant.
 - PFAS sampling scheduled for April 24, 2025, when we will be doing media and distribution system.

Maintenance:

- Treatment Facilities
 - As of April 15, 2025, Barry Miller has been on site at Wells 7&8 working on the cleaning and surging of the two wells.
 - Media Re-Gens have been scheduled for 2 & 9 Treatment Facility on May 28, 2025, to remove media and return on June 10, 2025, to 2 & 9 Treatment Facility to return the regenerated media. That same day they will go over to 4 & 5 to remove media and return that regenerated media on June 24, 2025.
- Distribution
 - The annual flushing of hydrants started the first week in April. We started in the regular pressure zone with the high-pressure service scheduled for the fall.

Administrative:

- PFAS Watermain Extensions (MVD)
 - Gerard and Mullikin PFAS Water Main Extension Project was advertised for bid on April 9, 2025. On April 22, 2025, we plan to hold a non-mandatory pre-bid meeting at 10:00 a.m. with a bid opening on May 15, 2025, at 2:00 p.m. Contract time for substantial completion is 75 calendar days and 105 calendar days for final completion except for paving.
 - Farmer & Mason Road contract documents including project manual and drawing have been submitted to NHDES for their review.
- PFAS Watermain/Entrance Extensions (Saint-Gobain)
 - SUR Construction – the last 10 of 11 are complete. The last one is scheduled for May (scheduling conflict with homeowner).
 - Cardillo & Sons
- The plumbing contractor has been finishing up on Edward, John, and Brenda Lane, a residence on Falcon Dr. was added to the list to receive a service. No report back yet on how many are left to do.
- Training
 - In March, all but two employees received certifications in CPR/AED and First Aid.
 - We hosted the Granite State Rural Water Association PFAS Seminar/Tour on March 26, 2025.
 - Keith Pratt, President, Underwood Engineers, Inc., presented at the Water Infrastructure Workshop on April 1, 2025. Jill Lavoie and Ron Miner, Superintendent, were available for backup to answer questions if needed.

- Solar
 - A site walk was conducted with Kearsarge Energy on April 8, 2025, to look at other options or the possibility of a combination of options. A pros and cons list will be prepared for presentation to the Board.
- Salt Mitigation Committee Meeting
 - Still trying to set up a Sodium Chloride Reduction Stakeholder meeting, Jamie is out of town and will not be back until the first week of May.
- Army Corps of Engineers Training
 - Business Manager Lavoie and Superintendent Miner received calls from Homeland Security last Thursday on behalf of the Army Corp of Engineers. The individual left a message stating that the Army Corp will be conducting an exercise in Merrimack May 5, 2025, through May 9, 2025, and we were identified as critical infrastructure. The exercise is for water and wastewater for power outage response. They reached out to Brandon Kernan at NHDES to verify this was a legitimate request, but he was not aware of it. After a few calls, it was confirmed as a legitimate exercise. A follow-up call with more details has not yet been received. The Commission will be informed when that occurs.

4. Board of Commissioners to review the minutes from the March 10, 2025, regular BOC meeting, the March 10, 2025 Non-Public meeting and the March 25, 2025, Annual Meeting

Board of Commissioners Regular Meeting March 10, 2025

The following amendments were offered:

Page 3, Line 5; should read: “Superintendent Miner will participate in a risk assessment with the Cybersecurity & Infrastructure Security Agency (CISA) New Hampshire on May 29th.”.

Page 3, Line 20; correct the spelling of “vendor”

MOTION BY COMMISSIONER CLEMENT TO ACCEPT, AS AMENDED
MOTION SECONDED BY COMMISSIONER ALLEN
MOTION CARRIED

4-0-1

Commissioner von Schoen Abstained

Board of Commissioners – Non-Public. March 10, 2025

MOTION BY COMMISSIONER SABENS TO ACCEPT, AS PRESENTED
MOTION SECONDED BY COMMISSIONER CLEMENT
MOTION CARRIED

4-0-1

Commissioner von Schoen Abstained

Board of Commissioners Annual Meeting March 25, 2025

**MOTION BY COMMISSIONER SABENS TO ACCEPT, AS PRESENTED
MOTION SECONDED BY COMMISSIONER ALLAN
MOTION CARRIED**

4-0-1

Commissioner von Schoen Abstained

5. Board of Commissioners to review Action Items from previous meetings and those to be added from this meeting.

The Commission reviewed the Action Items. New dates were added to several of the items.

6. Old Business

Commissioner Sabens spoke of the previous discussion over the warrant article to raise and appropriate \$800,000 for the Equipment and Facilities Capital Reserve. Commissioners von Schoen and he voted in opposition to the article. He had questioned and wished to discuss further whether there is a policy/procedure for deciding what that number is and what we move over.

On the surface it looks like we might be repeating the same thing year after year. There was data that said there was a year where that was not the case. Is there a desire to have a policy in place that says this is what we want to move over based on a percentage, etc.

Director Maher stated the amounts are dictated by the rate schedule done by Underwood; how much we should be setting aside to take care of the aging main lines. She spoke of the rate update that plans on us having revenue over our budget to be able to do \$800,000 and \$200,000 into the trusts for our CIP projects.

Commissioner Clement commented on her belief that is why it has been \$800,000 over and over, when the rate study was done it was indicated this is what we need over the next course of X number of years to meet what we feel is in the best interest, etc. That is why it is a repeating number because that is how it was in the rate study.

Asked, Director Maher stated MVD is not on a regular cycle for rate studies. The thought had been that it be done every 2-3 years.

Chair Provencher commented it seemed that rate studies were being done more frequently because we were in flux with the building of the treatment plants, cost, etc. We had to step the rates up to match the costs.

Director Maher stated her belief the last study projected out 5-10 years. Prior studies were done in 2018, 2019, 2022, and the last one. Because of all that was being done with construction, there was the desire to ensure we were on the right path going forward. The last one, with construction complete, looked out into the future with the loans and CIP.

Chair Provencher spoke of the future capital perhaps changing given the lead service line inventory that was not in the previous study. Director Maher noted there were also a few increases they had suggested, which we have not made.

Commissioner von Schoen stated that was due to the surplus being available. Commissioner Clement agreed, stating we were holding down what we needed for income, so we chose not to do another increase.

Commissioner von Schoen suggested it would be nice to have a policy in place that identifies why we have the number we have in place. There may be reasons beyond the information included in the rate study, e.g., any concerns or foresight the Board may want to include in the discussion.

Chair Provencher remarked if the Board wished to use a different number than that which was recommended in the last rate study, he would feel more comfortable having the benefit of an updated study. Commissioner von Schoen agreed.

Asked how far out the last rate study projected, Business Manager Lavoie stated her belief it was to 2040. Kristen Maher stated it is at least 10 years with true data.

Business Manager Lavoie asked if the desire was for the Administration to obtain a quote for an updated study.

Chair Provencher spoke of his recollection they do not recommend an update any further out than 3 years. Director Maher noted a study was not included in the budget for FY26 as it would have been the third year. The FY27 budget could include an appropriation for a study unless there is the desire to utilize the trust as a funding source.

Chair Provencher also recalled it being an expensive exercise. Commissioner Clement commented on the number of items that are unknown at this time and suggested doing a rate study, at this time, may result in a good many estimates.

Chair Provencher spoke of the milestones due in FY26 and suggested it may make more sense to wait until FY27. It was stated that Underwood typically has an eye on it throughout the year. In the past, they have come forward with changes and/or concerns.

Commissioner Sabens noted there was a question raised at the Annual Meeting about whether there have been any events that we had to address over the past three years. The response was no. Director Maher responded we have not had any major CIP expenditure for the past year because we just finished up the last of the 3 treatment plants. Now it is focusing on our mains are 50 years old, what are we doing first?

If we do put it in for FY27, they can look to ensure we are not having to make a huge jump in the rate. We could do smaller ones potentially, based on whatever the projects may be. We do not want to have a 20% increase. Commissioner Sabens added we also do not want to have a surplus that is aging. Inflation is competing with interest rates. Director Maher noted the surplus is planned as part of the rate study. Commissioner Sabens remarked if we are actually far ahead of our surplus versus what is projected in the rate study for the current year, it would be hard to articulate any reasons why we want to do even a minor rate increase just because we anticipate a larger one further down the road. Director Maher clarified she would have them include in the rate study a look at, because we have not done the recommended rate increases, do we continue to be on the right path to not having a 20% increase in 2 years.

Commissioner Sabens asked if a request could be made for a snapshot of that. Perhaps they can provide a quote for that.

Commissioner Sabens reiterated he believes it would be beneficial to have a policy in place on how we determine the amount to be included in a warrant article.

Chair Provencher requested a quote be sought to be provided at the next meeting during which discussion of the potential for a policy could also be revisited.

7. New Business - None

8. Questions from the Public/Press - None

NON-PUBLIC SESSION

MOTION BY COMMISSIONER CLEMENT THAT THE BOARD, BY ROLL CALL, GO INTO NON-PUBLIC SESSION PURSUANT TO RSA 91-A:3, II (i) CONSIDERATION OF MATTERS RELATING TO THE PREPARATION FOR AND THE CARRYING OUT OF EMERGENCY FUNCTIONS

MOTION SECONDED BY COMMISSIONER SABENS

A Roll Call was conducted, which resulted as follows:

Yea: Wolfram von Schoen, Erin Clement, Scott Sabens, Dan Allen, Donald Provencher

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Nay:

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MOTION CARRIED

The Board entered non-public session at 6:23 p.m.

The Board came out of non-public session at 7:03 p.m.

ADJOURNMENT

MOTION BY COMMISSIONER ALLEN TO ADJOURN

MOTION SECONDED BY COMMISSIONER SABENS

MOTION CARRIED

5-0-0

The April 21, 2025, Organizational Meeting of the Board of Commissioners was adjourned at 7:04 p.m.

Submitted by Dawn MacMillan, Recording Secretary