NCDC Bi-Monthly Board of Directors Meeting

Meeting Date: July 23, 2026, 08:00 am

General Summary

- **Bylaws update:** Board keeps 15 members, 60% citizen-majority, quorum set as simple majority, and shifts to bi-monthly meetings.
- **Board nominations:** Terms staggered through 2030; seeks diverse candidates with business, lending, and community skills.
- **Project updates:** Audit delayed to September; key projects (Occum Way, wetlands, Dodd Stadium turf) on critical timelines.
- **Financial status:** FY surplus $85,000 despite less income; strong bank liquidity with $455,000 total funds.
- **Leadership focus:** Strategic Project Foundation launched for growth and building needs planning.
- **Community engagement:** PR planned for Dodd turf support; lease renegotiations aim to increase revenue share from 10%.

Notes

Board Governance and Bylaws Update

- The board is moving to revise bylaws to maintain NCDC's citizen-run status while improving operational flexibility.
- **Bylaws revision emphasizes citizen-majority board composition with 60% independent members** to ensure public orientation and prevent city agency control
    - Board size remains at 15 members: 6 appointed by NPU/city council and 9 independent citizens
    - Alternate citizen members can replace primary citizen members to maintain majority
    - This structure preserves timely response capability on economic development issues
- **Quorum requirements updated to a simple majority regardless of member affiliation** to avoid past operational deadlocks
    - Removed outdated rule requiring even number quorum, simplifying meeting logistics
    - Voting restrictions on certain members eliminated to encourage full participation
    - Robert's rules clarify tie vote outcomes, reducing procedural confusion

- **Bylaws also updated to allow bi-monthly board meetings instead of monthly** providing scheduling flexibility
    - Annual meeting language adjusted to avoid hard date constraints while maintaining legal compliance
    - Personnel committee dissolved, with related responsibilities shifted to executive committee and external counsel for legal protection
- **Board discussed and clarified officer roles and succession language, adding recusal as a vice chair activation trigger**
    - No major language changes recommended after review, but clarification on removal and succession processes noted
- **Board agreed to table bylaw approval to September meeting to incorporate member feedback** and finalize language
    - Members encouraged to submit editorial corrections before final sign-off

Board Composition and Nominating Strategy

- The nominating committee is preparing for future board transitions by seeking diverse, engaged members balancing business and community perspectives.
- **Nominating committee aims to stagger board member terms for continuity and diversity through 2030**
    - Board members limited to three three-year terms; committee plans to vet nominees starting Q4
    - Members encouraged to submit candidate referrals emphasizing commitment and active participation
- **Desired board skills include business development, lending, financing, and community representation** to support organizational mission
    - Emphasis on reflecting Norwich's broader community demographics and interests
    - Commitment level considered critical for board membership retention and effectiveness
- **Community voices, including library and local organizations, are valued alongside business expertise**
    - Ensuring board mirrors Norwich's true community fosters inclusive decision-making and outreach

Strategic Project Updates and Priorities

- NCDC is advancing multiple infrastructure and economic development projects, with key milestones expected this quarter.
- **Audit progress delayed; 2024 and potentially 2025 audited financials will be presented at September meeting** as staff intensifies efforts to close gaps from prior bookkeeping issues
    - Janet's intensified accounting work critical to aligning records and supporting audit completion
- **Wildcat Lot 10 wetlands review nearly 80% complete, assessing construction feasibility**
    - Site plan and marketing strategies forthcoming; discussed further in executive session
- **Occum Way construction RFP awaiting DECD approval with 100% construction documents expected by August 15**
    - Bid release targeted end of August; firm selection potentially by late September

    - Construction mobilization planned for October or November pending approvals
- **Project Peace closed out with minimal unspent funds; new RFP issued to continue program with extended spending timeline**
    - Positive feedback from Representative Wilson on fiscal stewardship
- **Lower Broadway, Fairhaven, and Jubilee Park projects navigating complex public-private funding and design coordination**
    - Design firm Newman's scope under DECD review; ongoing negotiation to balance public and private interests
- **Dodd Stadium tenant agreements secured with Connecticut United and Sports Group, but turf funding remains uncertain**
    - $6 million required for turf installation by March; state funding approval unlikely before late September
    - Community engagement and PR campaign planned around August FIFA soccer ball events to build turf support
- **Lease renegotiation with Tim for upstairs building management revenue share (currently 10%) planned post-vacation**
- **Waterfront redevelopment moving forward with value engineering to balance cost and amenities**
    - Sewer force main replacement prioritized alongside splash pad and skate rink construction
    - CIF grant application pending with decision expected mid-September
    - Pavilion addition included to address misinformation and ensure public use
- **Multiple funding streams including CIF grants, congressional directed spending, and potential bonding explored for infrastructure projects**
    - Bonding viewed as timing tool with reimbursement expected from grants
    - Care taken to avoid burdening sewer customers with additional debt

Financial Performance and Budget

- NCDC ended the fiscal year with a surplus and adopted a balanced budget for the current year, aided by expense management and increased city support.
- **Fiscal year ended with an $85,000 surplus despite $186,000 less income, due to $271,000 lower expenses**
    - Savings mainly in contingency and marketing/display signage budgets not fully utilized
    - Janet's bookkeeping improvements provided accurate financial visibility throughout the year
- **Balance sheet reflects $455,000 in bank accounts, including $86,000 in operating funds, indicating strong liquidity**
    - Obsolete items removed for clearer financial position representation
- **Current fiscal year budget amended to close a $55,000 deficit with increased city support by $70,000 and slight expense increase**
    - Board ratified balanced budget for July 2026 to June 2027 period
    - Project spending plans remain unchanged from prior approval

Organizational Leadership and Future Planning

- Leadership is preparing for transitional moments while emphasizing ongoing priorities and long-term strategic growth.
- **Leadership prioritizing key projects using a focused quad chart to handle pressing deadlines and resource allocation**
    - Audit completion, Wildcat wetlands, Occum Way, Project Peace, and lease renegotiations top list
- **Strategic planning effort, termed Project Foundation, initiated to explore long-term organizational growth and facility needs**
    - Includes potential city-owned building options for NCDC operations and co-op activities
    - Board members invited to join future committees focusing on lease and building strategy
- **Emphasis on leveraging community engagement for projects like Dodd Stadium turf installation via diaspora outreach and public relations**
    - Coordinated events planned to build momentum and political support despite funding timeline constraints
- **Lease renegotiation with building owner planned for post-vacation period to improve revenue share on upstairs space**
    - Market research suggests current 10% management fee is below typical 15%; negotiations aim to better reflect services provided
    - Potential formation of a committee for lease and broader building strategy under consideration

Action items

Unassigned

- Board members to submit minor editorial and wording corrections to the bylaws for cleanup before final signing

John Harris

- Provide the nominating committee with names of qualified potential board candidates reflecting community diversity and business development expertise

Shiela Hayes, Kevin Brown

- Implement a community engagement strategy leveraging August FIFA soccer ball events to advocate for turf funding at Dodd Stadium

Kevin Brown

- Form a lease negotiation and building strategy committee with board volunteers to address Bulletin Building revenue share and long-term facility plans

Scott Lessard, Jeff Brining

- Follow up on CIF grant results expected mid-September and coordinate bid documents for waterfront sewer replacement and Occum Way projects pending approvals

Janet

- Submit annual financial report approval motion upon audit completion anticipated in September

Board Treasurer

- Ratify FY 2026-27 budget amendment to balance income with increased city support

All board members

- Attend executive session to address personnel and real estate matters