

NEW JERSEY HISTORIC TRUST

NJHT Board of Trustees Meeting Wednesday, December 9, 2015 Rogers Locomotive Works Storage Facility Paterson, Passaic County

Call to Order

Ms. Omogbai called the meeting to order at 10:17 a.m.

Open Public Meetings Act

Ms. Guzzo notified the Board that notice of the meeting was made in accordance with the New Jersey Open Public Meeting Act.

Roll call

Ms. Guzzo called the roll and confirmed the meeting had a quorum.

Trustees present: Carolann Clynes, Janet Foster, Deborah Kelly, Peter Lindsay, Kenneth Miller, Katherine Ng, Meme Omogbai, Chris Perks (via phone), Patricia Anne Salvatore, Daniel Saunders, and Sean Thompson.

NJHT Staff present: Dorothy Guzzo, Judith Adams, Glenn Ceponis, Lauren Giannullo, and Michele Racioppi

Also present: Robert Guarasci, NJCDC; T. S. Best, Passaic County Freeholder and Paterson Public Schools; Pam Weintraub, NJ DCA; Kenneth A. Simpson, Paterson HPC; Gianfranco Archimede, City of Paterson; and Michael Cassidy, NJCDC.

Approval of Minutes

Ms. Omogbai asked if any Board members had questions or revisions pertaining to the September Board minutes. Hearing none, Ms. Omogbai asked for a motion to approve the minutes from the September 2015 board meeting. Ms. Salvatore moved to approve the minutes. Ms. Kelly seconded the motion to approve the minutes, the motion passed with no objections.

Ms. Clynes led a thank you to Ms. Guzzo for the Christmas card and Board photograph distributed to each board member.

Public Comment

Robert Guarasci, founder and CEO of NJ CDC welcomed the Trust Board to Paterson. Mr. Guarasci provided a brief summary of the role NJ CDC plays in Paterson. Mr. Guarasci thanked the Board and reviewed the grants the NJ CDC had received from the Historic Trust for the rehabilitation of buildings in Paterson including the Rogers Locomotive Works Storage Building (currently accommodating the Trust Board meeting). Mr. Guarasci spoke about the history of the

building and the important role it currently plays in the community via civic forums, meetings and community events. Mr. Guarasci explained the use of the adjoining building, which was also rehabilitated with the help of the Historic Trust grant and currently houses a charter school, pre-school, community service center, and the CDC's offices. The rehabilitation of these building has provided a benefit to hundreds and hundreds of people. Mr. Guaraci made a point to emphasize the important role the Historic Trust plays in not only saving these important historic buildings, but also through the rehabilitation of the buildings, providing important community assets. Mr. Best thanked the Trust Board and also reviewed some of the NJ CDC efforts and spoke about the work at Hinchliffe Stadium, also funded with a grant from the Historic Trust.

Ms. Omogbai thanked Mr. Guarasci and Mr. Best for hosting the Board and asked that they spread the word of the Trust's work and of the important collaboration among intergovernmental agencies and nonprofit organizations.

Ms. Omogbai asked the Board if anyone had any conflicts regarding any projects to be discussed within the meeting, hearing none Ms. Omogbai proceeded with the meeting.

Communications

Ms. Omogbai referenced the articles and letters in the board packet.

Reports of Officers

Chair:

Ms. Omogbai deferred giving her report and said she would provide her comments during discussions within the combined Strategic Planning and Legislation Committee report.

Vice Chair

No report.

Treasurer:

Mr. Miller referenced the Treasurer's report in the board packet and thanked Ms. Giannullo for compiling the report. Mr. Miller briefly went through the report and noted that the Trust was in good shape regarding its budget and that there was not much change since the last meeting. Mr. Miller stated that we were well below the amount budgeted. Ms. Omogbai asked for confirmation that the amount available through past bond measures for future grants was \$2.3 million and that the Trust's administrative line item is approximately \$600,000. Ms. Guzzo explained that in the past the administrative funds came from interest accrued on the grant funds or through bonded monies. In the future they will most likely come from the CBT account. Ms. Omogbai stated that since it is the Board's responsibility to manage the programs that we want to be clear on how much is available moving forward. Mr. Miller pointed out that the operating line item is part of the annual Trust budget, so that should not affect the funds available for granting, unless something is left at the end of the year, at which point it will be go back into the Trust account and be available for future use. Approval of the Treasurer's report was moved by Mr. Miller, seconded by Mr. Saunders the motion was approved.

Secretary:

No report.

Executive Director's Report

Ms. Guzzo referenced the Executive Director's and the staff reports in the board packet. Ms. Guzzo passed around the draft of the Trust's annual report for Board comment. Ms. Guzzo stated that the final version of the annual report should be ready by January at which point it will be distributed to legislators and others as well as be available on the Trust's web site.

Ms. Guzzo informed the Board that following the Board Meeting Ms. Ann DeGraff from the National Park Service (NPS) will discuss the efforts of the NPS at Great Falls National Historical Park. Ms. Guzzo reported that the guideline for preparing HSR's and Preservation Plans was completed and a copy was included in the Board packet. Ms. Guzzo also reported that Trust staff is in the process of collecting images to use on new roll up displays to be used when the Trust has a booth or table at various conferences or events. We anticipate the displays will be ready in time for the History and Historic Preservation Conference in June. Lastly, Ms. Guzzo reported that the Trust is planning the next Best Practice workshop with the Historical Commission on the use of social media. The workshop is expected to be offered in February or March.

Report of the Department of Community Affairs

Mr. Thompson had no official report from DCA, but introduced Pam Weintraub from the DCA Office of Local Planning Services who updated the Board on the planning office's progress in collecting data from each county on its open space and preservation funding programs. Following its initial round of inquiries the office received good information from seven counties and will be following up with the other counties. This information will assist the Trust in planning future grant rounds and understanding preservation efforts across the state. Ms. Omogbai thanked Ms. Weintraub for her update.

Report of the Department of Environmental Protection

Mr. Saunders had no formal report from DEP, but reported on a couple meetings/symposium he recently attended. Mr. Saunders spoke about his participation in a brownfields workshop pertaining to three Paterson sites: Hinchliffe Stadium, Allied Textile, and the former mill race. Mr. Saunders also spoke about "rightsizing" of cities. The workshop focused on different strategies on legacy cities such as Newark, Cleveland, and Detroit. Each workshop was interesting and had applicability to Trust activities.

Report of the Department of Treasury

No report.

Report of the Executive Committee

No Report

Report of the Grants & Loans Standing Committee

Ms. Kelly referenced the Grants & Loans Committee Report in the Board packet.

The Grants & Loans Committee met on November 23, 2015. Ms. Kelly reviewed the Committee's recommendations for the following requests for extension:

Grantee: Friends of Hinchliffe Stadium, Paterson Public Schools, City of Paterson

Project: Hinchliffe Stadium

Grant Award No.: 2010.2104

Grant Award: \$500,000.00

Drawdown: 0%

Municipality: Paterson

County: Passaic

The Committee recommends a work period extension to August 15, 2016 in order to complete the work items and an extension of the grant period to August 15, 2017.

Grantee: Save Ellis Island, Inc.

Project: Ellis Island Laundry Hospital Outbuilding

Grant Award No.: 2008.2127

Grant Award: \$162,325.00

Drawdown: 0%

Municipality: Jersey City

County: Hudson

The Committee recommends a work and contract period extension to June 1, 2016 to complete the work and close out the grant.

With no conflicts indicated from Board members and no questions on the extension requests Ms. Kelly made a motion to approve these extensions. Ms. Foster seconded the motion. The motion passed with no opposition.

Open Grants

Mr. Ceponis stated that the East Point Lighthouse project was moving onto the prequalification stage.

Sandy Recovery Grants

Ms. Guzzo reported that once all current grants are open there may be some additional grant funds left over due to some projects being completed under the original grant award and other grantees relinquishing their grants back to the Trust. There does not appear to be enough funds to hold a second round of grants; however, now that bids are in and work is underway, there may be certain projects that require additional funds to complete the proposed work. The Trust is working with the HPO on determining how the funds can be redistributed.

FY 16 CBT Grant Round

Ms. Kelly reported that the Board still has not received the go ahead to vote on the CBT applications that the Board had hoped to vote on back in September. Board members asked if the applicants have been inquiring as to the status of the grant round. Staff indicated that they have been receiving calls regarding the allocation of grant funds and the schedule for notification of grant awards. Ms. Omogbai reiterated the regret the board has that the Trust has not been able to stick to our published schedule and move the awarding of CBT grants forward.

1772 Foundation 2015 Grant Round

Ms. Kelly reported that the Trust is accepting 1772 grant applications. The application deadline is December 16th. The Grants & Loans Committee intends to recommend grant awards in time for the Board's March meeting. The application deadline was moved up by the 1772 Foundation so that grants can be awarded next spring instead of the summer in order to allow for more construction time prior to the onset of winter weather.

Discover New Jersey History License Plate Fund

Ms. Kelly reported that the Trust received five applications for Discover History License Plate grants. The grant evaluators and the Grants & Loans Committee recommend funding for two of the five applications. The two recommended projects are: \$4,500 for the Hoboken Historic Walking Tour Map submitted by the Hoboken Historical Museum and \$5,000 for a Heritage Signage program submitted by Crossroads of the American Revolution Heritage Area. Ms. Kelly made a motion to approve these two grants, seconded by Ms. Salvatore. The motion passed with no opposition.

Ms. Kelly and Ms. Guzzo then discussed the status of the License Plate fund and the need for outside analysis and marketing as a follow up to their discussion at the last Board meeting. Ms. Kelly thanked Trust staff member Ms. Racioppi for the research she has done regarding this topic and asked her to briefly outline what the Trust has done to date. Ms. Racioppi explained how the Discover History license plate is bringing in less money annually. She also explained various efforts the Trust has made to increase sales with minimal success, such as reaching out to grantees, the League of Historical Societies, and State workers among other efforts. Since decreasing sales is less of an issue with other specialty plates the Grants & Loans Committee determined it was time to look at reasons why sales are going down and determine how to turn this trend around. The Committee feels the Trust has done as much as it is capable of doing and is strongly recommending contracting with an outside firm to determine why sales are faltering and recommend ways to market the plate moving forward.

Ms. Guzzo reported that she spoke with a marketing firm familiar with New Jersey (they had done the marketing for Stronger than the Storm and the NJ Lottery). While they provided some examples of how to approach the issue, they were unwilling to provide a cost proposal because they would want an opportunity to bid on the project if it moves forward. Based on these discussions, if the Trust moves forward with hiring a firm there would likely be two separate contracts – one focused on initial research (including barriers to the sale and getting the message

across) and an analysis on why sales are down. The second phase would take what was learned in the first phase and focus on ways to market the plate.

Ms. Kelly asked for Board support for the Grants & Loans Committee to move forward with developing an RFP and hiring a firm for the first phase. It was suggested that the Trust reach out to the DMV and car dealerships to try and answer some of our questions and help develop a strategy. Ms. Guzzo pointed out that the DMV has not been helpful in the past, and has actually made it difficult to get information. Ms. Kelly acknowledge that we may be able to gain some information from reaching out to individual dealerships, but that the Trust is at a stage where we need to look beyond this and get professional assistance with our messaging at a state-wide scale. Ms. Ng added that the Trust should take a top down approach rather than a bottom up approach. Ms. Omogbai spoke to using the license plate to help brand the Trust. Ms. Racioppi noted that the second phase of marketing would include ways to get the message out that the Trust is involved. Ms. Omogbai agreed that gathering the information would be a good way to start chipping away at the problem. She also stated that while the license plate grant is one source of revenue, it is part of the larger picture of Trust programing.

Ms. Guzzo and Ms. Kelly asked that the Board support the Trust hiring a consultant up to \$40,000 to conduct the first phase of the work. Ms. Guzzo made clear that the funds are available in the License Plate Fund and that these funds are not available for grants so it is not taking away potential grant monies and cannot be used for general Trust activities. Board members then discussed the amount of the request considering the Board's desire to market the Trust. It was noted that while there is overlap, these are two separate issues. Ms. Guzzo reminded the Board that based on the money currently coming into the license plate fund the Trust may be able to fund only a maximum of four grants next year and that the program will likely end do a lack of funds in a few years. Ms. Omogbai suggested providing Ms. Guzzo and the Grants & Loans Committee authorization to proceed with what they think is appropriate as long as the Board is kept informed of the plan of action. Ms. Salvatore made a motion to authorize Ms. Guzzo to contract with a firm to conduct the research phase of the project at a cost not to exceed \$39,000 as long as the Board is consulted during the contracting process. The motion was seconded by Ms. Kelly and it passed unopposed.

Report of the Education and Outreach Committee

Ms. Salvatore referenced the Committee's report included in the Board packet. In addition to the items discussed in the report Ms. Salvatore spoke about marketing and messaging. Specifically, that it is important to convey to people that the Trust is not just about grants, but also education and heritage tourism among other things. We need to figure out who our audience is. Ms. Guzzo suggested that as we develop our message it will help define our audience.

Ms. Salvatore asked if the Trust, with its 501c3 status could get a cooperative marketing grant from the State Division of Travel and Tourism. Ms. Guzzo and Mr. Thompson replied that they did not think, even with the Trust's 501c3 status that the Division of Travel and Tourism would make a grant to another state agency. It was mentioned that regardless of the Trust's eligibility for a Travel and Tourism grant it was important to continue developing a relationship with

Travel and Tourism. Specifically, we should reach out to its acting director Anthony Minick. Additionally, the Trust could also check with Colleen Karr, Travel and Tourism's grant administrator regarding the Trust's grant eligibility.

Report of the Easements and Acquisitions Standing Committee

Mr. Miller referenced and reviewed the committee report in the board packet. Eagle Manor is still in the process of closing. Mr. Miller also mentioned that the Roebling water tower easement voted on at the last meeting will be a separate easement rather than being combined with the easement of one of the other two buildings on the site. This will make monitoring and enforcement easier in the future.

Report of the Combined Strategic Planning and Legislation and Policy Standing Committees

Mr. Lindsay reported on his activities reaching out to State, County and local officials pertaining to the Trust funded Black Creek Site in Vernon, Sussex County. He touched on advocacy, heritage tourism, employment, development and other topics that are often affected by Trust involvement. He also began looking at other northern counties such as Passaic, Hudson, Bergen, Warren, and Sussex in order to reach out to them as well regarding other Trust funded projects. Mr. Lindsay would like to coordinate with the DCA Planning Office efforts researching the county open space programs to get contact information.

The key point made by Mr. Lindsay was the importance of developing relationships with people at all levels of government so that they are aware of Trust programs and the impact the Trust has made in their respective jurisdictions so that when the Trust needs to touch base with an official for a specific reason the officials are familiar and supportive of Trust activities. Ms. Ng and Ms. Omogbai both stated that what Mr. Lindsay is doing is a model example for other Board members to follow and that it is a great way for the Board to market the Trust. Ms. Salvatore added that if you are meeting with a grantee or representative to try and get a photo and a mention in the local paper to help spread the word.

Ms. Ng reported that news is bleak from the Treasurer's office. The Historic Trust CBT funding and related programs appear not to be a priority at this time within the Administration. Ms. Guzzo reported that the Senate bill providing enabling legislation for administering the CBT monies was amended by the Senate Budget and Appropriations Committee to raise the Historic Trust's allotment from 3% to 5% and it also lifted the 5% cap on the funds for administration costs. The Assembly, however, does not look like it will act on the measure this term, so the process will have to start over in the new year.

Ms. Omogbai suggested that we seek legal counsel on what the Trust can do to access additional sources of funding because the allocation of CBT funding is insufficient for our grant programs.

Ms. Omogbai raised the issue of the Trust's current CBT grant round. How do we communicate to the applicants and our constituents explaining the current situation? It was suggested that we send a letter explaining the situation. Ms. Omogbai asked if the letter requires legal counsel

review. Board consensus was that if we simply provide the facts pertaining to the situation then we do not need legal counsel review. Ms. Foster agreed that a letter be sent to all applicants stating the facts of the situation. The Board then provided authorization to send letters informing the applicants that grants cannot be awarded until a specific amount of CBT funds are allotted to the Trust.

Ms. Omogbai then lead a discussion pertaining to identifying additional sources of revenue including what our options are legally as an in-but-not-of agency and taking into account the Trust's 501c3 status. Ms. Ng suggested hiring an outside consultant to explore the obstacles of raising money outside of government sources and to determine if it is even possible. Ms. Omogbai added that it is important to have an independent third party analysis to guide the Board. Further discussion tried to define the type of consultant that could provide this type of guidance. Ms. Guzzo made clear that the Trust cannot contract with a lawyer or advocate. Ms. Ng and Mr. Miller suggested hiring a strategic planner or researcher.

Ms. Omogbai noted that the Trust's in-but-not-of status and 501(c)(3) status notwithstanding, there are structural limitations on raising outside funds.

Ms. Salvatore pointed out that the Arts Council receives \$16 million annually. But, this money comes through a portion of the hotel/motel tax and salaries are paid through an annual grant from the National Endowment of the Arts. Advocacy to help ensure these funds are allocated annually comes from the assistance of a friends group that is able to retain the services of a lobbyist. The Trust would need a separate non-profit friends group if we wanted to pursue a similar path.

Ms. Kelly thought we needed someone to look into finding other state sources of money and then the Board could engage legislators for tapping into these funding sources for Trust programing. The discussion again made clear that the board is not realistically capable of raising enough funds for a multi-million dollar grant program and that the Board should focus on doing more of what Mr. Lindsay reported on earlier (reaching out and developing relationships with local, county and state representatives). The Board needs to help the legislators understand what the Trust has done and can do for their constituents so that they become our advocate in obtaining other sources of state funding. Ms. Salvatore asked if it was possible for a Board the size of the Trust's to reach out to all the legislators. Mr. Miller thought it would be prudent to identify key members of the Legislature who are interested and willing to work with the Trust.

Ms. Omogbai said that if we want the Trust to survive we must do something. Ms. Guzzo, Ms. Kelly and Mr. Saunders agreed that the two most important aspects that would help the Trust the most are working with legislators and the Administration since they are the ones that can affect the Trust's funding, by finding additional sources of state funds and in increasing the allocation of CBT funds for the Trust. Any fundraising activities by the Board would realistically be smaller amounts that may be used for specific activities or projects, not for the primary grant program.

Ms. Omogbai suggested hiring a consultant or third party to try and answer these questions of finding additional state sources of funding and working on engaging legislators. We need to develop a plan that is measurable for Board members engaging with legislators. Ms. Guzzo suggested Elise Vider a consultant from Philadelphia who had assisted the Trust in the past regarding grant evaluations. Ms. Clynes also offered to reach out to Michael Murphy, who is experienced with government, the GSPT, the legislature, and the political process to ask for guidance and direction in moving forward. Ms. Clynes suggested putting together a white paper outlining these ideas. Mr. Murphy could review the document and suggest language and approaches to move it forward.

In summation Ms. Omogbai authorized Ms. Guzzo to engage a consultant or other person to review the white paper and provide the Trust with direction and guidance regarding the search for additional sources of state funds, increasing the Trust's CBT allocation, and engaging the legislature and Administration.

New business

Ms. Guzzo asked for a change in the scheduled March Board meeting from March 9th to the 16th to accommodate board members participating in Preservation Lobby Day in Washington, D. C.

At 12:45 Ms. Omogbai left the meeting and Ms. Foster, as Vice Chair, took over the meeting.

Public Comment:

At this point Mr. Gianfranco Archimede, the Preservation Officer for the City of Paterson, provided an update on the work at Hinchliffe Stadium, partially funded by the Historic Trust.

The project received an additional grant from American Express. Mr. Archimede explained delays caused by the bankruptcy of the architectural firm associated with the project.

Assignments of contracts have been made and the project can once again move forward. Despite the bankruptcy of the design firm, individuals from the firm will continue working on the project maintaining a continuity of design. The first phase of work (\$1.8 million) will be going out to bid in February. This phase will likely be narrowed to use the Trust grant and the grant from American Express. The purpose is to get things started, show progress and hopefully be able to generate additional funding sources for the project.

Adjournment

There being no additional business, Ms. Foster moved to close the meeting, seconded by Ms. Salvatore and Mr. Saunders. The motion passed and the meeting adjourned at 12:56.