

**Minutes of the CVSWMD Board and Executive Board of Supervisors meeting
– All members participated via Zoom**

December 7, 2022

Draft until approved

A meeting of the CVSWMD Board of Supervisors – Towns represented and Board of Supervisors/Alternates present were:

Representative	Town	4/22	5/22	6/22	9/22	10/22	11/22	12/22
Ahearn, W.	Barre City				X	X		X
Thumm, F.	Barre Town	X	X	X			X	X
Mitchell, J. (alt)	Barre Town							
Levin, M.	Berlin	X	X	X	X	X	X	X
Vacant	Bradford	X	X	X	X			
Powell, B.	Calais	X	X	X		X	X	X
Brabant, J. (alt)	Calais							
Vacant	Chelsea							
Vacant	Duxbury							
Jewett, J.	E. Montpelier	X	X	X	X	X	X	X
Nunez T.	Fairlee	X	X		X	X	X	
Cornish, S.	Hardwick	X	X	X	X	X		X
McDonough, A.	Middlesex	X		X	X	X	X	
Barlow-Casey, D	Montpelier	X	X		X	X	X	X
Cattaneo, L.	Orange	X		X	X	X		X
Holmgren, E. (alt)	Orange							
Ziegler B.	Plainfield	X	X	X	X		X	X
Vacant	Tunbridge							
Vacant	Walden							
Carbee, P	Washington	X	X	X	X	X	X	X
Vacant	Williamstown							
Koteas, C	Woodbury		X					

Others in attendance: Lisa Liotta, Theron Lay-Sleeper and Barb Baird

Call to Order (1)

Fred Thumm called the meeting to order at 6:30.

Agenda Revisions (2)

Thumm asked to add an agenda item to be 4a.

Public Comment Period and Announcements (3)

None

Consent Agenda (4)

- Adopt minutes of Board of Supervisors Meeting November 2, 2022
- Accept minutes of the Ad-Hoc Facilities meeting November 10,2022
- Accept minutes of the Financial Oversight Committee meeting November 15, 2022
- Accept minutes of Executive Board meeting November 22, 2022

Lee Cattaneo moved to accept the Consent Agenda. The motion was seconded and passed unanimously.

4a

Fred Thumm thanked the resigning Lisa Liotta for her work at the CVSWM. She worked tirelessly and fixed a lot of systems. The full board wished her the best.

Annual Report Mailing to Towns (5)

Lisa Liotta went over the documents in the packet. Matt Levin suggested inclusion of budgeting with 100% staffing, and a surplus from previous years.

Bill Powell moved to approve and direct the General Manager to communicate the Per Capita Assessment Notice, Annual Financial Report and Annual Report to Towns on or before December 15, 2023 with the inclusion of Matt Levin's comments. The motion was seconded and passed unanimously.

Appoint Interim General Manager (6)

Lisa Liotta explained that the job description for the Operations Manager/Assistant General Manager provides that they shall, upon request, serve as the Interim General Manager for a period of up to 60 days.

Bill Powell moved to appoint Theron Lay-Sleeper as Interim General Manager for the period of January 7, 2023 to March 7, 2023 with specific duties and responsibilities provided in writing to the Executive Board at their December meeting, that Lay-Sleeper's compensation effective January 1, 2023 be increased to 50% of pay grade nine (9) and that overtime hours shall be limited to no more than ten (10) per week. The motion was seconded and passed unanimously.

Recruitment for General Manager's Position: Hiring Committee (7)

Liotta recommended that the board create a Hiring Committee to oversee the hiring of a new General Manager.

Bill Powell moved to establish a Hiring Committee for the purpose of selecting and hiring a General Manager with Theron Lay-Sleeper to staff. The motion was seconded and passed unanimously.

Fred Thumm appointed the following board members to the new formed Hiring Committee: Jon Jewett, Lee Cattaneo, Bill Powell and Donna Barlow Casey.

Recruitment for General Manager's Position: Executive Search Firm (8)

Liotta explained that an RFP can go out early next week and a firm can be chosen by the end of the December and then to the Executive Board in early January.

Bill Powell moved to:

- 1. Direct staff to issue an RFP to obtain proposals from executive search firms for the purpose of retaining a new General Manager as soon as possible;**
- 2. Increase the amount for line item #6006 Professional Services in the FY23 Operating Budget by \$25,000 to cover the anticipated executive search firm expense;**
- 3. Authorize staff and members of the Hiring Committee to evaluate and score proposals, and to recommend a finalist to the Executive Board for approval; and**
- 4. Authorize the Executive Board to review the recommended proposal and to enter into a contract with the finalist selected.**

The motion was seconded and passed unanimously.

FY23 Budget Revision (9)

Liotta explained that there has been an increase in surcharge and interest income and a decrease in staffing salary due to vacancies.

Peter Carbee moved to accept the FOC and Executive Board's recommendation and approve the FY23 revised operating budget as presented. The motion was seconded and passed unanimously.

Approve ARCC and Merchandise Fee Changes (10)

Jon Jewett moved to approve the merchandise and fee changes as recommended by staff to be effective January 1, 2023. The motion was seconded.

Discussion about whether the board needs to see and approve every fee change at the ARCC. On one hand, it frees up small decisions that need to go through committee to full Board but on the other hand, decisions like that can protect the staff from any public reactions. This will be revisited with the new GM.

The motion passed unanimously.

Financial Policies and Procedures, Annual Financial Plan (11)

Bill Powell moved to amend CVSWMD's Financial Policies and Procedures so that the Annual Financial Plan is approved before July 1st, which is the start of the fiscal year for which the plan applies. The motion was seconded and passed unanimously.

Temporarily Suspend Committees of the Board (12)

Liotta shared that at the November meeting of the Executive Board, they discussed the need to temporarily reduce the burden that will be placed on the Interim General Manager by reducing the number of meetings held each month. Liotta further explained that no other Solid Waste entity in Vermont has as many committees or monthly meetings as the CVSWMD and suggested the Board look into how they can reduce redundancy in committee work and reduce how much staff time is spent preparing for, staffing, administrating and attending meetings once a new General Manager is hired.

Jon Jewett moved to temporarily suspend the Financial Oversight Committee, Program Oversight Committee and the Grant Committee and approve that the EB and FOC hold a joint monthly meeting

and that considerations made by POC and Grant applications come directly to the full Board until further notice. The motion was seconded and passed unanimously.

HHW Facility Update (13)

Liotta said that the Facility Committee met in November. The RFP for Real Estate Appraisal Services is out and due third week in December. There was a meeting with the landowner who is still willing to sell. Liotta and Lay-Sleeper are obtaining legal advice on next steps and meeting with ANR staff tomorrow to update them.

Approve EB to take up decisions until February (14)

Bill Ahearn moved to authorize the Executive Board to take action on the full Board's behalf until the Board resumes their regular meeting February 2023 if need be. The motion was seconded and passed unanimously.

Other Old or New Business (15)

Fred Thumm welcomed Bill Ahearn to the board as representative for Barre City and commented on how great the holiday lights look in the city.

Lee Cattaneo shared that he observed that Solid Waste Management in Florida and Georgia have terminated most recycling due to markets. He would like more information from the MRF in Chittenden to see what is happening in VT.

Donna Barlow Casey offered to help District staff in any way possible during the transition to a new General Manager

Adjourn (16)

Motion to adjourn at 8:00

Prepared by Barb Baird