



Central Vermont Solid Waste Management District  
Montpelier, VT 05602

(802) 229-9383  
[www.cvswmd.org](http://www.cvswmd.org)

## Joint Meeting of CVSWMD's Executive Board (EB) and Financial Oversight Committee (FOC)

Tuesday, January 17, 2023

5:30 p.m.

### Minutes

1. Call to order
  - Vice Chair Lee Cattaneo called the meeting to order at 5:31 p.m. with a quorum present.
  - Members present by Zoom: Lee Cattaneo, Bill Powell, Tad Nunez, Jon Jewett, Erin McCullough, Barb Baird
  - Members present: Peter Carbee, Theron Lay-Sleeper
  - Members absent: Fred Thumm
2. Agenda Revisions: none
3. Public Comment Period and Announcements: none
4. Approval of Meeting Minutes – ACTION ITEM
  1. *Bill Powell made a motion to accept the minutes of the December 20, 2022 joint meeting of the Executive Board and Financial Oversight Committee, seconded by Jon Jewett. Voting in favor: unanimous*
5. Financial Statement Review (as of December 31, 2022) – ACTION ITEM

Treasurer Erin McCullough was present to answer any questions. None.

  - *Bill Powell made a motion to accept the financial statements as presented, seconded by Peter Carbee. Voting in favor: unanimous.*

Treasurer Erin McCullough left the meeting at 5:33 p.m.

#### **Convene Personnel Committee**

*Bill Powell moved to convene the Personnel Committee, seconded by Peter Carbee. Voting in favor: unanimous.*



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**6. Staffing and Recruitment Update**

Interim General Manager Theron Lay-Sleeper provided a monthly staffing and recruitment update.

- *At 5:36, Jon Jewett moved to enter in to Executive Session per 1 V.S.A, 313 (b): Personnel, the premature general knowledge would place the person involved at a substantial disadvantage. Seconded by Bill Powell. Voting in favor: unanimous*
- *At 5:51, Jon Jewett moved to exit Executive Session, seconded by Bill Powell. Voting in favor: unanimous*
- *Bill Powell moved to direct staff to finalize a contract for Executive Search Services with Gallagher and Flynn and present the contract to the full Board in February for approval – if at the January 25<sup>th</sup> meeting of the Ad Hoc Hiring Committee, the members decided it is in the District’s best interest to do so. Seconded by Peter Carbee. Voting in favor: unanimous.*

**7. Sick Bank Update**

- Lay-Sleeper explained that there are currently 903 hours in the sick bank.

**8. Review Financial tasks/responsibilities, Treasurer Job Description**

- The information provided in the packet was discussed briefly. This item will be brought back for review with a request that “How It’s Done” documents be a part of the job responsibilities.

**Adjourn Personnel Committee at 6:05**

**9. Resolution for Theron Lay-Sleeper, Interim General Manager (for bank) – ACTION ITEM**

- *Bill Powell moved that the Executive Board, which has been granted approval by the Board of Supervisors to take action on their behalf for all District business until February 7, 2023 approve the two M&T Bank resolutions and the addition of Interim General Manager Theron Lay-Sleeper to the District’s banking accounts. Seconded by Jon Jewett. Voting in favor: unanimous.*

**10. Executive Session for Real Estate**

- At 6:50, Bill Powell moved to enter into Executive Session per 1 V.S.A. 313(2): the negotiating or securing of real estate purchase or lease option. Seconded by Jon Jewett. Voting in favor: unanimous.

**11. HHW Facility Update: Possible PSA (in Exec. Session)**

- At 7:05, Bill Powell moved to exit Executive Session, seconded by Jon Jewett. Voting in favor: unanimous.



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- *Peter Carbee moved to recommend Board approval of expending 1.1 million in funds from reserve towards the HHW Facility Project, and to authorize staff to negotiate on the property up to 1.2 million. Seconded by Bill Powell. Voting in favor: unanimous.*

12. Contract for Executive Search Firm – ACTION ITEM

- Voted on under item #6

13. Contract for Commercial Appraisal Services – ACTION ITEM

- *Bill Powell moved to approve the draft contract for commercial appraisal services with Sargent Appraisal provided in the packet, and to direct staff to finalize a contract for the Full Board to review at the February meeting. Seconded by Jon Jewett. Voting in favor: unanimous.*

14. Nominating Committee for Board and Committee Positions

- *Lee Cattaneo moved to create a Nominating Committee, seconded by Bill Powell. Discussion: with some of the committees on hold, it was agreed that this should be a matter to be taken up once we have a new General Manager and staff positions are filled. Bill Powell moved to table this item, seconded by Jon Jewett. Voting in favor: unanimous.*

15. Other old or new business - none

16. Adjourn

*Bill Powell moved to adjourn at 7:00, seconded by Jon Jewett – unanimous.*

Respectfully submitted,