



**Executive Board Meeting**  
**Tuesday, 19-June-2018 – 5:30 PM**  
**CVSWMD Offices: 137 Barre Street, Montpelier VT**

**Minutes**

1. Chairman Fred Thumm, Vice-Chair Lee Cattaneo and member Peter Carbee met at 5:30, joined by member Bill Powell via telephone, and the General Manager. Member Matt Levin was unable to attend. The Chair called the meeting to order at 5:34.
2. **Agenda Revisions** – The GM said that materials for review under Agenda Item 4 were not yet ready, so would be covered at a future meeting.
3. **Approval of the Executive Board minutes** – Members reviewed Executive Board minutes of May 15, 2018. Peter Carbee made a motion to accept the minutes; passed unanimously at 5:37 PM.
4. ~~Truck Art~~ **ACTION ITEM**
5. **Board Member Review: Open Meetings Law** – The General Manager provided an overview of the brief memo distributed with the meeting packet, intended to highlight features of the Vermont Open Meetings law. Members discussed and agreed that Board members need to know of these and related provisions:
  - a. It is improper for a quorum of any committee to be discussing District matters before or after a warned meeting. There is no gray area where you can simply say, “well the board or committee will vote on it later anyway.” Any three of you constitutes a quorum.
  - b. Vermont law applies regardless of the physical location of the members of a public body. The members don’t all have to be in the same room at the same time for it to be considered a "meeting" under the Law. Therefore, a phone conversation between a quorum of the members is a "meeting" for purposes of the law. Furthermore, time is not a factor. If a conversation occurs over a period of time (for instance in a string of emails) that conversation may still amount to a "meeting" under the Law. This is why the District should avoid the use of group emails, except for document distribution and simple announcements.
  - c. “While the Board of Supervisors and/or the Chairperson may periodically delegate work and provide direction to the General Manager, it is not the role of the Board or of individual Board members to supervise, provide direction, assign work or request action from individual staff.” -- District policy 9601 – Roles, Responsibilities and Lines of Authority

Members expressed thanks to Board Clerk Barb Baird for her vigilance and help in keeping the Board process appropriate and lawful.

6. **Personnel Committee Review: Job Description Revisions** – The General Manager reviewed with the Board numerous proposed updates to job descriptions used by the District. He described actions taken to contract with a human resources professional to provide a comparability study. He suggested that once we have taken in the results of the contractual review and recommendations, final changes to job descriptions may be recommended to the Board for adoption. Therefore, he did not request action on these drafts by the Committee at this time.

Board members reviewed and discussed particular features and proposed changes in several draft job descriptions. With respect to the description for the appointed District Clerk and Treasurer positions:

- Members cautioned against using the definitive “shall” or specifying “ideally.” They asked the GM to consider re-writes which provide Supervisors with flexibility in assessing qualifications and relevant experience of candidates for Clerk and Treasurer. There was further discussion of some specifics; members generally agreed that “4 years” of pertinent experience would be sufficient. They agreed that the Treasurer should attend meetings when requested.
- Members agreed that if the appointive Clerk or Treasurer position is filled by a District staff, compensation offered and estimated hours required may differ, so they would like the job description to provide for that flexibility.

7. **EXECUTIVE SESSION (Personnel Matter)**

At 6:34 PM Lee Cattaneo made a motion to adjourn the Executive Session. The Chair thanked the General Manager for the discussion of the matter and related District policy and asked to be kept informed of steps to reinforce current policy with all staff members.

8. Other Business – No other business was discussed
9. **Adjourn** -- At 6:35 PM motion to adjourn was made by Bill Powell, seconded, and passed unanimously. The next meeting of the Executive Board is scheduled for July 17.

Respectfully submitted,



Bruce Westcott, General Manager