



Meeting of CVSWMD's Executive Board (EB)

Tuesday, November 22, 2022

5:30 p.m.

Minutes

1. Call to Order
 - Chair Fred Thumm called the meeting to order at 5:38 PM with a quorum present.
 - Members present by Zoom: Fred Thumm, Peter Carbee, Bill Powell; General Manager (GM) Lisa Liotta and Operations Manager/Assistant General Manager Theron Lay-Sleeper.
 - Members absent: Lee Cattaneo (Joined at 5:44 PM); Jon Jewett.
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2. Agenda Revisions: The General Manager requested that a discussion about committees of the Board and the regular meeting dates of the Executive Board, and an HHW Facility project update be added after item number nine.
3. Public Comment Period and Announcements: None
4. Approval of October 18, 2022 SPECIAL Meeting Minutes – ACTION ITEM
 - *Bill Powell made a motion to accept the minutes of the October 18 special meeting, seconded by Peter Carbee. Voting in favor: unanimous.*
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5. FY23 Budget Revision –ACTION ITEM
 - With the Financial Oversight's recommendation that the EB recommend the FY23 budget amendments as presented, EB members discussed whether the line item for Professional Services be increased to include fees that would be incurred by a search firm to assist with recruitment for the General Manager position which will be open in January. EB members requested that the General Manager obtain estimates and include the fee in the budget revision presented to the Board in December.
 - *Peter Carbee made a motion that the Executive Board recommend the FY23 Operating Budget Revisions as presented with line item #6006 to be adjusted before coming to the Board in December to include fees for recruitment for the General Manager position, motion seconded by Bill Powell. Voting in favor: unanimous.*
6. Financial Policies and Procedures, Annual Financial Plan: ACTION ITEM
 - *Bill Powell made a motion that the Executive Board accept the Financial Oversight Committee's recommendation and recommends that the Board of Supervisors amend CVSWMD's Financial Policies and Procedures so that the Annual Financial Plan is approved by July 1, the start of the fiscal year for which the Plan applies, motion seconded by Peter Carbee. Voting in favor: unanimous.*

Lee Cattaneo joined the meeting at 5:44 PM.
7. Personnel, Staffing, Recruitment Update
 - The GM reviewed the information contained in the memo in the packet.

Convene Personnel Committee

At 5:49 PM, Peter Carbee made a motion to convene the Personnel Committee, seconded by Bill Powell.

Enter Executive Session per 1 V.S.A. §313(B): Personnel, the premature general knowledge would place the person involved at a substantial disadvantage.

8. At 5:49 PM, Lee Cattaneo made a motion to enter executive session, seconded by Bill Powell.

EB members left Executive Session at 6:19 PM.

Upon leaving executive session, the Personnel Committee took the following action:

- *Peter Carbee made a motion that the Personnel Committee recommend to the Board of Supervisors that Theron Lay-Sleeper be appointed to the position of Interim General Manager for the 60-day period 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 1st 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, seconded by Lee Cattaneo. Voting in favor: unanimous.*

EB members and Lay-Sleeper discussed that a possible extension of the 60-day period be added to the agenda and discussed at the meeting of the Executive Board at their February 2023 meeting.

The Executive Board also requested (with the General Manager's consent) that Liotta bring a contract forward at their December meeting for consulting services to the Interim General Manager for up to 5 hours per week starting January 7, 2023.

The Personnel Committee adjourned at 6:30 PM.

9. Board Authorization: EB Approval for Board Items Until Feb. 2023

The GM reviewed the memo provided in the packet and EB members discussed possible decisions that would need to be made during the Board's recess in January. The General Manager will bring the request to the Board to grant authority to the Executive Board to take any action on behalf of the Board until February 2023. EB members expressed that until February, for any issues of significant importance the Executive Board would review, the full Board would be kept informed.

10. Committees of the Board, Meetings: ACTION ITEM

The General Manager discussed with the Executive Board the need to temporarily consolidate committee meetings to help relieve workloads on staff while the General Manager position is vacant. The EB agreed that until further notice, the EB and FOC should hold one joint meeting on the third Tuesday of each month, and that the EB should formally change its regular meeting date (an action that a committee or the EB may undertake at any time). With no new programming or changes to programming planned, Program Oversight Committee (POC) Chair Lee Cattaneo was favorable to staff bringing POC items to the Board. Staff will speak with the Grants Committee Chair before the September meeting of the Board regarding grant applications going directly to the Board until further notice.

- *Peter Carbee made a motion that the Executive Board change their regular meeting date to the third Tuesday at 5:30pm, to be held jointly with the Financial Oversight Committee meeting until further notice, seconded by Bill Powell. Voting in favor: unanimous.*

11. HHW Facility Update

The General Manager provided an update to EB members on the HHW Facility project following the Facilities Committee meeting held on November 10, 2022.

The RFP for commercial appraisal services was issued today, proposals are due by December 19. Staff have reached out to Jay Labare to request participation in scoring proposals, EB members requested that staff also reach out to Jon Jewett and Bill Ahearn and request participation. Once scored, staff will make a recommendation to the EB and plan for a special meeting early in January to review and consider awarding contract(s).

11. Adjourn

- At 7:05pm, Peter Carbee made a motion to adjourn, and the meeting so adjourned.

A handwritten signature in black ink, appearing to read "Peter Carbee". The signature is written in a cursive style with a large initial "P" and "C".