



Special Executive Board Meeting

Wednesday, 4-October-2017 – 5:30 PM
Central VT Chamber of Commerce, Berlin VT

Minutes

1. Chairman Fred Thumm called the meeting to order at 5:29 PM; members Bill Powell and Peter Carbee were in attendance. General Manager Bruce Westcott recorded minutes.
2. **Agenda Revisions** – There were no agenda revisions.
3. **Approval of the minutes of September 6, 2017** – Bill Powell put forward a motion to approve the minutes, seconded by Peter Carbee; passed unanimously.
4. **Revised FY18 Clean Wood Program** – The GM presented the Revised Clean Wood Plan and the draft Memorandum of Understanding currently under consideration by the District and Casella Waste Management, for the disposal of “clean wood” by District residents and businesses. There was some discussion of District policy on bidding for services, and a future requirement to contract with a third party to grind the clean wood into chipsⁱ. Bill Powell made a motion that the GM be authorized to sign the MOU as drafted, with the understanding that the agreement is for a one-year pilot project, and meets the requirements for our SWIP. Peter Carbee seconded; passed unanimously.
5. **Review Annual Budget/Per Capita Timeline** – The GM reviewed the memo prepared by Cathleen Gent outlining for the EB the tasks and timeline for the Staff and Board with respect to public review and adoption of the Annual Budget and Per Capita charges. Members discussed the dates highlighted; no action taken.
6. **Approve Unbudgeted Expense (\$1,063)** – The GM presented an invoice received from Gallagher, Flynn & Co. for unbudgeted consulting services relating to the District Compensation Plan. Bill Powell made a motion to approve payment of the expenses; Peter Carbee seconded; passed unanimously.
7. **Renew Auditor’s Contract (FY18-19)** – The GM presented a proposal from Telling and Associates, the audit firm with whom we are enjoying the third year of a three-year engagement. Because we are pleased with the working relationship, at the suggestion of a Board member, the GM queried Telling to determine if they would quote us a preferred rate to extend the contract into additional years, and they have returned a proposal to perform two more years’ auditing services for the current annual rate. Executive Board members discussed whether or not the District has policy guidance for the period of an audit contract.ⁱⁱ Members observed that they are pleased with the rate quoted in the proposal. Peter Carbee made a motion to authorize the GM to agree to the contract proposal, at an annual charge of up to \$8,925. Bill Powell seconded; passed unanimously.

8. Other Business – There was no other business.

9. Adjourn – At 6:22 PM Lee Cattaneo made a motion to adjourn; passed unanimously.

Respectfully submitted,



Bruce Westcott, General Manager

ⁱ Following the meeting, the GM ascertained that District Policy 93-07 says:

- For all purchases greater than \$100 but less than \$1,000, at least three potential vendors must be contacted for quotes or proposals, preferably by phone.
- For all purchases greater than \$1,000 but less than \$5,000, at least three vendors must submit written proposals.
- For all purchases greater than \$5,000, written Requests for Proposals/Quotations/Services (as appropriate) will be solicited.

In the context of the Clean Wood discussion, it seems to me:

1. This does not apply to the MOU drafted with Casella, as no funds are exchanged;
2. Based on research to date, we expect that WHEN it will become necessary to have the wood ground into chips, we could expect bids might exceed \$5000, and would act accordingly.

ⁱⁱ Following the meeting, the GM ascertained that District Policy 90-05 says:

"An audit shall be performed annually. The annual audit shall be commissioned by the Executive Board," with no guidance provided as to length of contract.