

CENTRAL VERMONT REGIONAL PLANNING COMMISSION
Executive Committee
Minutes
October 1, 2018

Present:

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Julie Potter | <input checked="" type="checkbox"/> Laura Hill-Eubanks | <input type="checkbox"/> Michael Gray |
| <input type="checkbox"/> Dara Torre | <input checked="" type="checkbox"/> Steve Lotspeich | <input checked="" type="checkbox"/> Janet Shatney |
| <input checked="" type="checkbox"/> Byron Atwood | | |

Staff: Bonnie Waninger, Nancy Chartrand

Guests: None

Chair Potter called the meeting to order at 4:06 pm. Quorum was present to conduct business.

ADJUSTMENTS TO THE AGENDA

J. Potter requested we address the consent items first while awaiting B. Waninger to join the meeting.

PUBLIC COMMENT

None

CONSENT ITEMS

L. Hill-Eubanks moved to approve the consent items; S. Lotspeich seconded. Motion carried.

FINANCIAL REPORT

J. Potter requested the report be listed as an action item in the future. B. Waninger advised we are generally on track. Net income is currently very high and will deplete throughout the year. J. Potter had question regarding page 15 - Natural Resources (604B Grant). B. Waninger advised it is a recording error that will be corrected. L. Hill-Eubanks had a question regarding page 6 – Total VTrans and why items were listed below that line. B. Waninger said the total includes multiple contracts.

L. Hill-Eubanks moved to accept the financial reports as presented; B. Atwood seconded. Motion carried.

CONTRACTS & AGREEMENTS AUTHORIZATION

J. Potter inquired if there was a request to discuss the contracts individually. B. Waninger said the State made the requested changes to EMPG 2018, and the revised contract arrived today.

B. Atwood moved to approve the contracts – VTrans FY18 TPI Amendment, EMPG 2018 Notice to Proceed; EMPG 2018 with changes; and Municipal Class IV Road Remediation Project Amendment; J. Shatney seconded. Motion carried.

1 **DEPENDENT CARE REIMBURSEMENT ACCOUNT (DCRA)**

2 N. Chartrand advised that research into creation of a new Cafeteria 125 plan was conducted, and the
3 subsequent recommendation to offer DCRA as a benefit to employees.
4

5 Discussion ensued regarding what items fall under the Cafeteria 125 Plan - i.e. Premium Only Plan (POP),
6 Flexible Spending Account (FSA) and Health Reimbursement Account (HRA). Employees who elect a
7 health insurance plan with a higher premium than CVRPC's current benefit could use the POP to deduct
8 the additional premium pre-tax. S. Lotspeich questioned if there were savings on other types of taxes
9 for the employer. B. Waninger indicated there could be. Additional Cafeteria plan benefits could be
10 offered in the future if approved by the Executive Committee.
11

12 *S. Lotspeich moved to recognize CVRPC's Cafeteria Plan, including the Premium Only Plan (POP), and*
13 *authorize addition of a Dependent Care Reimbursement Account benefit; J. Shatney seconded. Motion*
14 *carried.*
15

16 **LINE OF CREDIT (LOC) RESOLUTION**

17 B. Waninger provided an update on the LOC with Community National Bank (CNB). CNB anticipated
18 viewing CVRPC as a municipality. Because CVRPC does not have taxing authority, CNB is considering
19 other ways to address our organization. This affects the level of credit to be made available. CVRPC is
20 requesting \$100,000. People's Bank provided \$25,000. It is unknown what CNB will allow. Waninger
21 and N. Sancibrian will work to manage cash flow as grants close. CVRPC may need to hold some
22 contractor payments in November until reimbursed by specific grantors.
23

24 B. Atwood inquired if CNB had provided any indication of the amount they may be willing to offer. They
25 have not. A special meeting may be needed when CNB responds.
26

27 Significant discussion ensued as to the need to modify how implementation projects are structured until
28 the reserve fund grows. S. Lotspeich inquired if management of construction projects is a critical
29 component moving forward. B. Waninger said RPCs have been moving towards assisting towns with
30 project implementation. Larger municipalities may not need that assistance, but smaller ones do.
31 CVRPC will need to be strategic about these grants, taking into consideration timeliness of grant
32 payments. This all underscores the need for building a robust reserve fund.
33

34 B. Atwood and L. Hill-Eubanks inquired what type of risk is involved in managing these projects? Does
35 the benefit outweigh the risk? B. Waninger advised there is the financial risk; which needs to be
36 balanced with reputational risk as well as a town service risk. Contracts may need to be structured
37 appropriately to help manage the risk. Other RPCs have managed this by building reserve funds; which
38 CVRPC is working to do. RPCs unique structure precludes them from leveraging taxing authority towards
39 a line of credit, as municipalities can do. RPCs can only build reserves through town dues or private
40 donations.
41

1 There was a question of whether or not towns could provide some float for CVRPC to assist with the
2 reserves. B. Waninger advised it may be possible to do pre-qualification agreements with towns for
3 specific projects. Contracts may need to be structured to allow for flexibility between towns and CVRPC
4 taking into consideration possible need for CVRPC not to front money as they had done in the past.
5

6 S. Lotspeich inquired if a policy outlining the limit of what scale of project (financially) CVRPC can take on
7 is necessary. It was concluded that more discussion and research would be appropriate.
8

9 **MUNICIPAL DUES**

10 B. Waninger recommended that the dues be raised from \$1.13 to \$1.20 for FY2020.
11

12 Waninger recommends we consider developing a policy to guide its decisions in future years and allow
13 municipalities to anticipate and plan for future budget requests. Other RPC's have undertaken this type
14 of policy and report it is working well.

15 The requested \$1.20 puts CVRPC in the middle range of other RPCs. J. Potter inquired how future
16 staffing needs would be built in to this type of policy? B. Waninger advised a policy could be built with
17 an exception that it could be higher or lower in a given year based on staffing. Such an exception should
18 be used rarely.
19

20 *B. Atwood moved to set municipal dues at a per capita rate of \$1.20; J. Shatney seconded. Motion*
21 *carried.*
22

23 **POLICIES & PROCEDURES**

24 Code of Conduct and Conflict of Interest - B. Waninger reminded the Committee that the Board had
25 asked for additional research and changes to the proposed policy.
26

27 She noted the Commission's bylaws do not address the removal of a Commissioner for egregious
28 violations of the Code of Conduct and Conflict of Interest Policy. As a result, the municipality would
29 need to change a Commissioner's appointment.
30

31 The second question related to whether a Commissioner must refrain from participating in discussions if
32 the Commissioner has a conflict of interest. Waninger's research determined nothing barred a
33 Commissioner from participating in discussion when there was a conflict of interest. The Commissioner
34 was only barred from voting on the issue. The exception is when the discussion is a deliberative process
35 (i.e. a Development Review Board). During deliberations, a Commissioner must participate as a member
36 of the public and position themselves accordingly (not sit with the Board).
37

38 B. Waninger called attention to new text addressing positive/negative input.
39

40 Significant discussion ensued with the following points addressed:

- 1 • Page 73 “Once there has been a disclosure – what does it mean other public officers must be
2 afforded an opportunity”. B. Waninger advised the rest of the Board needed to be able to
3 understand what the actual perceived conflict was to do their job, so they can ask the person
4 with the conflict about the situation.
- 5 • Whether or not ex-parte communications was a necessary component of this policy. Again
6 noted that VLCT language appears to address.
- 7 • If there has been disclosure of an actual perceived conflict of interest does **perceived** need to be
8 defined more clearly as some may have different perceptions as to what a conflict of interest is.
9 Suggested that additional language be added to page 72.
- 10 • Page 74 Line 9 – Amend to remove 1st sentence. Begin that bullet point with “Violations of this
11 policy by a Commissioner will result in the Commission making a written report of the violation
12 to the governing body of the municipality the Commissioner represents”.
- 13 • S. Lotspeich recommended the VLCT language be added as additional new text, replacing #3-5
14 with appropriate changes to make consistent with the rest of the document.
15

16 *J. Shatney moved to recommend to the Board of Commissioners a revised Code of Conduct and Conflict*
17 *of Interest Policy with the changes discussed; S. Lotspeich seconded. Motion carried.*
18

19 **STRATEGIC PLAN FY19 ACTION PROGRESS REVIEW**

20 B. Waninger provided an update that we are generally on track, noting staffing shortage currently
21 causing a few things to be behind schedule. Discussion ensued about how staff is addressing the current
22 staffing gap and the projects listed.
23

24 **EMERGING ISSUES UPDATE**

25 B. Waninger provided an update of the emerging issues outlined at the previous meeting. D. Currier is
26 waiting to hear back from MAMBA. We are making some headway with the ANR policy and will work
27 with Agency of Administration as are other RPCs. Noted was that VTrans has authority to act as the
28 entity to review our indirect rate, however doesn't mean the other agencies have to honor it. VTrans is
29 actively advocating to other agencies to honor it. With regard to State Offices, VTrans is moving some
30 staff into downtown Barre but some may remain at E.F. Knapp Airport.
31

32 Regarding Municipal Plan approvals, Waterbury's Plan has been forwarded to its Selectboard. The
33 Marshfield Plan approval hearing is scheduled for immediately before the Board of Commissioner's
34 meeting. Discussions are underway with the Berlin Town Administrator about paths forward and
35 compromises have been offered. The Town Plan Review Committee will hold the approval hearing and
36 discuss options on October 4th.
37

38 **COMMISSION MEETING AGENDA**

39 It was requested that hearings be scheduled in the future so that there is time to provide some type of
40 memo to the Commission outlining the recommendation(s) from the Town Plan Review Committee
41 following its public hearing.
42

1 The type of report that should be provided was discussed. For the upcoming meeting since the
2 Marshfield hearing is immediately before Board meeting, written documentation will not be ready in
3 time for meeting. Requested was a concise 1 to 2-page document be provided either with the Board
4 packet or as a supplement with the following items addressed:

5
6 Staff Review to include the bottom line of the review vs. all the details of the review.

7
8 Committee Recommendation to include the bottom line of the recommendations.

9
10 For Marshfield, a verbal recommendation will be given as the hearing is immediately prior to the
11 Commission meeting.

12
13 There was also discussion on what information would be provided in the packet for review of the River
14 Basin Tactical Plans. The Committee requested a cover memo from staff outlining actions to be taken,
15 draft comments from CVRPC (2-3 pages), and the Areas of Conformance tables. It was requested that
16 tables be put online instead of in the packet.

17
18 *S. Lotspeich moved to approve the Commission meeting agenda as drafted; L. Hills-Eubank seconded.*
19 *Motion carried.*

20
21 **ADJOURN**

22 *L. Hills-Eubank moved to adjourn at 6:30 pm; B. Atwood seconded. Motion carried.*

23
24 Respectfully submitted,

25
26 Nancy Chartrand

27 Office Manager