

1 **CENTRAL VERMONT REGIONAL PLANNING COMMISSION**

2 **Executive Committee**

3 **DRAFT MINUTES**

4 **November 4, 2019**

5 Present:

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

6  
7 Staff: Bonnie Waninger, Nancy Chartrand, Nicole Sancibrian

8 Other: Bonnie Batchelder, Batchelder Associates

9  
10 **CALL TO ORDER**

11 Chair L. Hill-Eubanks called the meeting to order at 4:04 pm. Quorum was present to conduct business.

12  
13 **ADJUSTMENTS TO THE AGENDA**

14 J. Potter requested an update on personnel staffing. It will be provided before Consent Items.

15  
16 **PUBLIC COMMENTS**

17 None.

18  
19 **AUDIT PRESENTATION**

20 Bonnie Batchelder provided details on the FY19 audit. She advised it went very well. Information was  
21 provided ahead of time and everyone was well prepared. Testing was done onsite, and responses to  
22 testing were received timely. She noted the Commission is in a strong net position and has a strong cash  
23 balance (mostly due to deferred income on the contracts). Batchelder provided clarification that  
24 deferred income is money an organization has received but not earned yet (i.e. pre-paid contracts).  
25 Batchelder advised there were no audit surprises nor any significant issues. She advised things were  
26 being done well and efficiently. Batchelder also referenced her management recommendations as  
27 outlined in the packet and these were reviewed.

- 28 1 Aging of receivables (older than she felt they should be). It was noted some issues are  
29 contract driven, others as a result of invoicing done in-house and not being released timely.  
30 She recommends receivables go out as timely as possible.
- 31 2 Time sheet entry is very involved. She advised that there is software that would allow staff  
32 to enter online in the cloud which downloads to Quick Books direct (TSheet). This may help  
33 turn invoicing around quicker.
- 34 3 Policy Handbook comparison to payouts of compensatory time and vacation. There are  
35 some that are occurring in contradiction to the handbook. She suggested to stay within  
36 policy as much as possible so as not to impact cash flow at some point in the future; and to  
37 encourage that time be taken.
- 38

1 Question was raised regarding a reasonable amount of comp time build-up. Batchelder advised 10  
2 hours may be too low, but 200 is extremely high. Question if the compensatory time issue was broadly  
3 across staff. It was advised it currently is the Executive Director build-up that is a concern. Further  
4 discussion ensued regarding the need to be in compliance with the policy and also concern regarding  
5 burnout and that maybe an assistant would be appropriate. Quarterly vs. annual comp payout is  
6 suggested at a minimum, but still not in compliance with policy. There was recognition that the  
7 Executive Director position is rarely a 40 hour/week job, and question if the value of a comp payout  
8 would cover the cost for a part-time assistant to alleviate some the duties on the Executive Director's  
9 plate?

10 Question was also raised about the software mentioned. This software allows all jobs to be set up,  
11 allows approval remotely and it downloads direct into Quick Books once approved. Batchelder advised  
12 it was simple to set up and that other clients of Batchelder Associates utilize this type of software.  
13 Waninger advised TRORC uses a type of similar software. It was noted TSheet is one of the most used  
14 software's for download direct into Quick Books. It was concurred that a review of TSheet was worthy  
15 of investigation.

16 No other questions were raised and congratulations were given to staff regarding the audit results.  
17 Sancibrian gave an overview of the status of billing and a change in some of the time frames (specifically  
18 EMPG is now quarterly vs. monthly and need a substantial amount of additional documentation,  
19 including timesheets). There is concern that this level of review going forward may hold up the  
20 timeliness of payments.

21 Potter thanked Nicole and staff for all the work completed throughout the year that results in a  
22 favorable audit result.

### 23 **FINANCIAL REPORT**

24 N. Sancibrian provided an overview of the financials. Receivables are currently high and the correction  
25 for this will occur in November/December. TPI is currently delayed due to documentation requests  
26 (specifically regarding travel). Cash flow needs to continually be monitored as a result of those contracts  
27 that cannot be billed until the project is complete. For the 1<sup>st</sup> quarter of FY20 there have not been any  
28 unanticipated expenses. Waninger advised we are generally where we expect to be this time of year. It  
29 was also noted that the Indirect rate will be reviewed in more detail after the 2<sup>nd</sup> quarter and corrected  
30 as appropriate.

31  
32 Discussion ensued regarding quarterly PTO balances and what specifics were wanted for future reports.  
33 It was requested that the maximum liability shown be trued up each quarter based on each employee's  
34 length of service and percentage of FTE.

### 36 **CONTRACT/AGREEMENT AUTHORIZATION**

#### 37 Northwest Regional Planning Commission – Municipal Grants in Aid FY20

38 Waninger provided an overview of the grant details. Gray commented that from municipal side the  
39 grants in aid program reimbursement process takes an inordinate amount of time. Unfortunately

1 CVRPC does not have control over the invoicing/reimbursement in this particular program. However, in  
2 the future CVRPC could advise municipalities up front about the anticipated delay.

3  
4 *J. Shatney moved to authorize the Executive Director to sign the agreement; M. Gray seconded. Motion*  
5 *carried.*

6  
7 Watershed Consulting Associates, LLC – Northfield Water Street Stormwater Project Implementation  
8 Waninger provided an overview of the contract details. This is an after-the-fact amendment to the  
9 current contract.

10  
11 *J. Potter moved to authorize the Executive Director to sign the agreement amendment with Watershed*  
12 *Consulting Associates; S. Lotspeich seconded. Motion carried.*

#### 13 14 **OFFICE UPDATES**

15 N. Chartrand provided an update of the status of the current lease. Currently we are awaiting a  
16 proposal from the current landlord regarding retaining the current space; and also have two additional  
17 proposals for a potential move. It was confirmed the current landlord has waived the 1-year advance  
18 renewal notice requirement; and that their proposal is anticipated by the end of December.

19  
20 In addition an update regarding the renewal of the Community National Bank Line of Credit was  
21 provided. This line of credit will be renewed until 11/1/2020. There is a \$500 annual fee; which has  
22 been budgeted for. There was question if we wanted to keep the line of credit at \$100K. Waninger  
23 advised she felt that was sufficient and once reserve fund is built up it may be appropriate to not hold a  
24 line of credit.

#### 25 26 **CVRPC BYLAWS**

27 J. Potter advised of the current status of the Bylaws review and the working group's addressing of  
28 outside counsel recommendations; and how such changes are incorporated into the document. The  
29 working group is now presenting a 'final' document for Committee review and discussion; and ultimate  
30 recommendation to the Board.

31  
32 Changes to the transmittal memo were discussed and it was concurred that J. Potter and N. Chartrand  
33 will amend to reflect this discussion. Discussion also ensued whether the memo should be from Laura  
34 or Julie. It was concurred it made sense for it to come from Julie on behalf of the Executive Committee  
35 and to add that the Committee is recommending these changes to the Board.

36  
37 Question was raised and discussion ensued regarding the Committee section and Bylaws not syncing up  
38 with the Commissioner Handbook draft. There was confirmation that the handbook would ultimately  
39 sync with any updated Bylaws. Question was raised and discussion ensued as to whether the Clean  
40 Water Advisory Committee should be standing vs. special. It was concurred it should stay as a special  
41 committee.

1  
2 There was further discussion with regard to Section 903 - Work plan and budget - and it was confirmed  
3 that it is only presented to the Board for informational purposes after it is approved by the Executive  
4 Committee, it is not presented for approval by the Board.

5  
6 S. Lotspeich advised he felt the Working Group process was very thorough for the Bylaws review, and he  
7 feels comfortable recommending provision to the entire Board for review and approval

8  
9 *S. Lotspeich made a motion that the Executive Committee move the bylaws to the full Board of*  
10 *Commissioners for review; and authorize Julie to author the transmittal memo on behalf of the*  
11 *Committee. Seconded by J. Shatney. Motion carried.*

12  
13 **COMMISSIONER HANDBOOK**

14 B. Waninger provided details on the draft handbook and advised that it is a living document subject to  
15 change through the years.

16  
17 Hill-Eubanks advised Appendices labeling needs to be addressed. Shatney advised her email needs to be  
18 updated.

19  
20 It was confirmed that once new bylaws are adopted that the Committees info will be updated regarding  
21 standing/special committees.

22  
23 **PERSONNEL STAFFING**

24 Waninger advised CVRPC is fully staffed as of today. Grace Vinson has started as a new Planner. With  
25 regard to transferrable skills she has five years experience with the Clark Group, facilitating outreach on  
26 federal rule changes and sorting/grouping comments for Agency review and action. She has worked  
27 with NY State on FEMA risk maps. She was the staff member responsible for EPA's Energy Star program,  
28 running a business outreach and training program. CVRPC plans to have her take a portion of land use  
29 planning, energy work, and emergency management along with current staff; as well as other tasks as  
30 assigned (varying from year to year with special projects; i.e. Clean Water Advisory Committee; Way to  
31 Go; Safe Routes to School, etc.) She will be introduced to the Board at an upcoming Board meeting.

32  
33 It was confirmed that current staffing consists of six full-time staff, two part-time, and a contracted  
34 accountant.

35  
36 **CONSENT ITEMS**

37 L. Hill-Eubanks directed the Committee to the information in the packet.

38  
39 *J. Potter moved to approve the consent items as presented; S. Lotspeich seconded. Motion carried.*

40  
41 **COMMISSION MEETING AGENDA**

1 Hill-Eubanks directed the Committee to the information in the packet. Shatney suggested confirming  
2 spelling of presenter's name from VCIL. Waninger provided background on the Community Health  
3 Needs Assessment information recently completed and to be presented by CVMC CMO Patti Fisher.  
4

5 Discussion ensued on how these types of assessments may dovetail into regional planning and inform  
6 the planning process. Waninger also advised briefly on the Working Communities challenge and the  
7 component of trauma informed communities.  
8

9 *J. Shatney moved to approve the Commission agenda for November 12<sup>th</sup> with spelling check; D. Torre*  
10 *seconded. Motion carried.*

11

12 **ADJOURN**

13 *D. Torre moved to adjourn at 5:53 pm; M. Gray seconded. Motion carried.*

14

15 Respectfully submitted,

16

17 Nancy Chartrand

18 Office Manager

DRAFT