

1 **CENTRAL VERMONT REGIONAL PLANNING COMMISSION**  
2 **Bylaws Work Group**  
3 **Meeting Minutes**  
4 **April 28, 2021**  
5

6 Attendance: Steve Lotspeich, George Clain, Michael Gray  
7 Staff: Bonnie Waninger  
8

9 S. Lotspeich called the meeting to order at 10:32 am.  
10

11 **Adjustments to the Agenda**

12 None.  
13

14 **Public Comment**

15 None.  
16

17 **Minutes**

18 *M. Gray moved to approve the April 13, 2021 minutes; G. Clain seconded. Motion carried.*  
19

20 **Bylaw Review**

21 At the Chair's request, B. Waninger provided highlights of staff memo on Bylaws, Rules of Procedure,  
22 and Guidance contents  
23

24 The Work Group discussed the FY22 Nominating Committee memo and staff options for addressing  
25 them in the bylaws, Rules of Procedure or guidance. Regarding the Nominating Committee items, the  
26 Work Group reached the following resolutions:

- 27 • Lack of institutional memory: No changes recommended for the bylaws. The Work Group  
28 recommend this be addressed in committee Rules of Procedure.
- 29 • Lack of process for identifying candidates for Committees other than Executive and for  
30 appointments: No changes recommended for the bylaws. The Work Group recommend this be  
31 addressed by having a memo on file from previous Nominating Committee to next Nominating  
32 Committee to allow refinement of the process over time.
- 33 • Sequence and timing of nominations process: No change recommended for the bylaws. The  
34 Work Group noted that having a draft slate presented allows Board members to consider other  
35 candidates and to contact those candidates to ascertain whether they would agree to be  
36 nominated.
- 37 • Nomination of non-Board members to committees: No change recommended for the bylaws.  
38 This Work Group recommends this be addressed in committee Rules of Procedures.  
39  
40

- 1 G. Clain proposed that:  
2 • the Past Chair serve as Nominating Committee chair for 1-2 years rather than serve as an at-  
3 large member of the Executive Committee;  
4 • no more than one Executive Committee member serve on the Nominating Committee; and  
5 • Executive Committee members serve shorter terms on that committee.  
6

7 M. Gray recommended that new Commissioners be asked to provide a brief biography discussing their  
8 past work and services and outlining their interests. This would help Commissioners get to know one  
9 another and provide future Nominating Committees with information for committee and  
10 appointments nominations.  
11

12 S. Lotspeich asked whether the Nominating Committee could be requested to update the Committee's  
13 Guidance document as a means of incorporating some of the Committee's recommendations.  
14

15 Clain proposed that that draft information for each committee be sent to that committee for review.  
16

17 The Chair suggested these recommendations/proposals be reviewed at a future meeting.  
18

19 **Next Steps**

20 The next meetings will be Tuesday, May 11<sup>th</sup> at 11 am and Wednesday, May 26<sup>th</sup> at 10:30 am.  
21

22 The Work Group requested that staff contact the Nominating Committee Chair to discuss the Work  
23 Group recommendations and to ascertain whether she supports those recommendations. If so, she  
24 would not need to meet with the Work Group on May 11.  
25

26 **Adjourn**

27 *G. Clain moved to adjourn at 12:13 pm; M. Gray seconded. Motion carried.*  
28

29 Respectfully submitted,  
30 Bonnie Waninger, Executive Director