

1                                   **CENTRAL VERMONT REGIONAL PLANNING COMMISSION**  
2   **Bylaws Work Group**  
3   **Meeting Minutes**  
4   **May 11, 2021**

5  
6 Attendance: Steve Lotspeich, George Clain, Michael Gray  
7 Staff: Bonnie Waninger

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9 Chair Lotspeich called the meeting to order at 11:09 am

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11 **Adjustments to the Agenda**

12 G. Clain requested to discuss an item of old business after approval of minutes.

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14 **Public Comment**

15 None.

16  
17 **Minutes**

18 *M. Gray moved to approve the April 28, 2021 minutes; G. Clain seconded. Motion carried.*

19  
20 **New Committee Member Biography and Commissioner Certification**

21 Clain requested to discuss this and a certification process for new Commissioners. He  
22 suggested the biography would help Board members get to know new Commissioners. He  
23 asked whether it would be appropriate to include a requirement in the bylaws. Waninger  
24 recommended placing it in the Commissioner Handbook and the letter sent with the welcome  
25 packet. Staff could also interview new Commissioners for e-news or newsletter articles.

26  
27 The Work Group discussed a new Commissioner orientation to include bylaw review,  
28 handbook, policies, and legal requirements of being on a Board (duties)

29  
30 Clain raised the idea of a certification process for new Commissioners. The Work Group  
31 discussed what “certification” meant in terms of the current bylaw language. Gray and  
32 Lotspeich suggested that requirements beyond municipal certification of Board member  
33 appointment would be too stringent.

34  
35 *G. Clain motioned to have a new Commissioner biography and request for orientation meeting*  
36 *in the welcome letter and to have its inclusion in the Commissioner Handbook added as a*  
37 *parking lot item; M. Gray seconded. Motion carried.*

38  
39 **Bylaw Review**

40 The Work Group discussed Section 403, Standing Committees. Major items of discussion included:

- 1       • Item A.1 & 3.: Clain asked whether the Board would have to amend a committee’s Rules of  
2 Procedure prior to giving a committee a new duty? Lotspeich suggested this actually meant that  
3 some committees have the authority to recommend to the Board and others to act on behalf of  
4 the Board. Waninger recommended adding “and other duties as assigned by the Board” as a  
5 duty for all committee Rules of Procedure to address this.
- 6       • Clain expressed concerns about the amount of power the Board has given the Executive  
7 Committee. The Executive Committee’s Rules of Procedure states the Committee has the  
8 authority to act on behalf of the Commission for activities outlined under “General Activities”  
9 without further approval by the Commission unless the Commission chooses to do so. Lotspeich  
10 inquired as to whether there were certain general activities in the Committee’s ROPs that Clain  
11 thought were inappropriate. Lotspeich shared that the Executive Committee was set up to  
12 focus on day-to-day operations. Gray said the Executive Committee was set up for the business  
13 aspects and staffing for the Commission while the Board is focused on the regional planning  
14 commission as a regional entity/regional issues for planning. Waninger shared that the  
15 Board/Executive Committee/Committee duties relationship varies among RPCs. The Board  
16 decides what authority its Executive Committee has, and those decisions are often based in the  
17 culture of the region. Clain recommended that the Board accept the Committee Reports or  
18 minutes of the Executive Committee. Lotspeich said the Reports act as informational items for  
19 the Board.

20  
21 The Work Group requested staff develop ideas for how the Board might affirm its responsibility for  
22 financial activities if the Executive Committee retains workplan, budget, audit, and financial statement  
23 operational oversight.

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25 **Next Steps**

26 The Committee meets regularly on the second Tuesday of the month at 11 am and the fourth  
27 Wednesday of the month at 10:30 am. The next meetings are scheduled for:

- 28       • Wednesday, May 26<sup>th</sup> at 10:30 am  
29       • Tuesday, June 8<sup>th</sup> at 11:00 am  
30       • Wednesday, June 23<sup>rd</sup> at 10:30 am

31  
32 **Adjourn**

33 *M. Gray moved to adjourn at 12:41 pm; G. Clain seconded. Motion carried.*

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35 Respectfully submitted,  
36 Bonnie Waninger, Executive Director