

1                                   **CENTRAL VERMONT REGIONAL PLANNING COMMISSION**  
2   **Bylaws Work Group**  
3   **Meeting Minutes**  
4   **May 26, 2021**

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

8  
9 Chair Lotspeich called the meeting to order at 10:34 am

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11 **Adjustments to the Agenda**

12 None.

13  
14 **Public Comment**

15 None.

16  
17 **Minutes**

18 G. Clain noted corrections on Page 2 of the minutes:

- 19       • Line 1 - Modify to read: Clain asked whether the Board *would* have to amend...
- 20       • Line 6 - Modify to read: Clain expressed concerns about the amount of power the *Board* has  
21       given the...
- 22       • Line 7 - Insert: *The Executive Committee’s Rules of Procedure states the Committee has the*  
23       *authority to act on behalf of the Commission for activities outlined under “General Activities”*  
24       *without further approval by the Commission unless the Commission chooses to do so.*
- 25       • Line 8 - Modify to read: *Lotspeich* shared that the Executive Committee was set up to...

26  
27 *G. Clain moved to approve the May 11, 2021 minutes as amended; M. Gray seconded. Motion carried.*  
28

29 **Bylaw Review**

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

- 31       • whether and how to highlight fiduciary responsibility to Board members. Will include  
32       “acceptance” of Committee Reports as a recommended discussion item in cover memo with the  
33       bylaw update recommendations.
- 34       • the responsible party for revisions to or new committee Rules of Procedure (ROP).  
35       Recommending existing committees be responsible for recommending updates, and the  
36       Executive Committee be responsible for reviewing proposed updates drafted by committees  
37       and drafting ROPs for new committees for recommendation to the Board.

38  
39 **Next Steps**

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

- 42       • Tuesday, June 8<sup>th</sup> at 11:00 am

- 1       • Wednesday, June 23<sup>rd</sup> at 10:30 am  
2       • Tuesday, July 13<sup>th</sup> at 11:00 am.

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4       **Adjourn**

5       *M. Gray moved to adjourn at 12:05 pm; G. Clain seconded. Motion carried.*

6

7       Respectfully submitted,

8       Bonnie Waninger, Executive Director