

1 **CENTRAL VERMONT REGIONAL PLANNING COMMISSION**
2 **Bylaws Work Group**
3 **Meeting Minutes**
4 **October 12, 2021**

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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 11:02 am.

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11 **Adjustments to the Agenda**

12 *M. Gray moved to accept the agenda as presented; G. Clain seconded. Motion carried.*

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14 **Public Comment**

15 None.

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17 **Minutes**

18 *M. Gray moved to approve the October 5, 2021 minute as drafted; G. Clain seconded. Motion*
19 *carried.*

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21 **Bylaw Review**

22 Reviewed memo with discussion issues and staff recommendations.

- 23 • Section 403.A.: Add language to parallel Special Committee language: “Subcommittees
24 and workgroups must adhere to the same requirements as the Special Committee.”
- 25 • Section 502: Should the elections process be revised and/or clarified? S. Lotspeich
26 recommended referring this item with options to the Executive Committee. The main
27 item being how Alternates would vote. Gray noted he still had a question about
28 whether Alternates should vote given that only nine municipalities have alternates and
29 very few attend Commission meetings. He questioned whether it would be effective to
30 have Alternates vote given their knowledge. Lotspeich said another issue is whether
31 Alternates should vote via ballot if the Commissioner does not vote. Clain said there are
32 two issues: 1) mail balloting and 2) Alternates voting (whether ballot is mailed to
33 Alternate and Commissioners). What is the Alternate’s role regarding submission of
34 written ballot? Waninger clarified that the Work Group agreed to maintain a written
35 ballot at its 02/16/21 meeting. Resolution: Referred this item to the Executive
36 Committee.
- 37 • Section 503.C: Should the term of appointments to other entities have a default term if
38 the other entity doesn’t specify a term? Resolution: Add second sentence: “If the other
39 body does not designate a term, the term shall be one year, from July 1 (or the date of
40 appointment) to June 30.”

- 1 • Section 900, Supplementary Provisions:
 - 2 – Indemnification: Resolution: Deleted Indemnification text. Requested staff
 - 3 provide new language related to CVRPC requirement to carry Public Officials
 - 4 liability insurance.
 - 5 – Bonding: Did not address. Decision about inclusion pending information on the
 - 6 cost of bonding from CVRPC’s insurance company.
- 7 • Section 903: New proposed text on whistleblower protections. Discussed whether this
- 8 State and Federal contractual requirement is most appropriate in the Bylaws, Code of
- 9 Conduct, or in contracts. Resolution: Clain requested an attorney’s opinion on this
- 10 issue.
- 11 • Section 908, B: Should “a” be modified to “the” to increase specificity? Resolution:
- 12 Accepted the change. Also modified item C for the same specificity.
- 13 • New Section 1004: Clarification of amendment process. Resolution: Text was discussed
- 14 to clarify actions and will be reviewed at the next meeting

15

16 **Next Steps**

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

- 19 • Wednesday, October 27 at 5:00 pm
- 20 • Tuesday, November 9 at 11 am – CANCELLED due to conflict; will reschedule during next
- 21 meeting.

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23 **Adjourn**

24 *M. Gray moved to adjourn at 12:35 pm; G. Clain seconded. Motion carried.*

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26 Respectfully submitted,
27 Bonnie Waninger, Executive Director