

1 **CENTRAL VERMONT REGIONAL PLANNING COMMISSION**
2 **Executive Committee**
3 **MINUTES**

4 **January 18, 2022 Special Meeting**

5 Present:

<input checked="" type="checkbox"/> Marcella Dent	<input checked="" type="checkbox"/> Laura Hill-Eubanks	<input checked="" type="checkbox"/> Michael Gray
<input checked="" type="checkbox"/> Lee Cattaneo	<input checked="" type="checkbox"/> Steve Lotspeich	<input checked="" type="checkbox"/> Janet Shatney
<input checked="" type="checkbox"/> Gerry D’Amico		

6
7 Staff: Bonnie Waninger, Nancy Chartrand

8 Guests: George Clain, Barre Town Alternate Commissioner

9
10 **Call to Order**

11 Vice Chair D’Amico called the meeting to order at 4:02 pm. A quorum was present. D’Amico thanked
12 George, Michael and Steve for the work they did on the proposed bylaw amendment.

13
14 **Adjustments to the Agenda**

15 None.

16
17 **Public Comment**

18 None.

19
20 **Bylaw Update**

21 D’Amico requested B. Waninger provide an overview. Waninger reviewed the areas that were
22 addressed in the packet memorandum. It outlined specific changes that were proposed, and issues
23 raised for Executive Committee discussion.

24
25 D’Amico requested how the Committee wished to proceed. It was concurred to go page by page and
26 address questions as they arise. Clain raised a question as to whether we would have to backtrack for
27 members who aren’t present to have input or if it would then go to full Board for their input. It was
28 concurred it will go to the full Board.

29
30 Upon request, Waninger shared her screen and described the changes on each page. The following
31 areas were discussed.

32
33 **Article II** – It was confirmed that statute references were in original bylaws, and they now include links
34 to the specific statute section.

35
36 **Article III** – There was discussion on how municipalities are selected with regard to the region.
37 Waninger advised it was historically based somewhat on economics (i.e. Williamstown, Orange,
38 Washington being likely to have workers in the granite industry therefore made part of the Central
39 Vermont Region). It was confirmed that a municipality can ask to move to another Regional Planning
40 Commission but must have permission from the Agency of Commerce to do so.

1 **Section 301** - Significant discussion ensued as to whether the language in this section should be
2 recrafted. The statement defines our current membership. It was clarified that the Central Vermont
3 Region is the planning area and that CVRPC serves the Central Vermont Region. Following discussion,
4 there was agreement to strike the final sentence of the section “All municipalities within the Central
5 Vermont Region are members of CVRPC” and amend the section to read “CVRPC serves the Central
6 Vermont Region, consisting of the following **member** municipalities . . .”.

7
8 **Section 402 B. 1.** – There was discussion regarding whether Executive Committee must approve the
9 agenda for Board as a problem might arise if there was not an Executive Committee quorum. Discussion
10 also included whether the Chair could prepare the Board agenda without it being approved. It was
11 concurred to add the following language: “Upon approval by, **or in the absence of a quorum of,** the
12 Executive. . .”.

13
14 Chair Lotspeich joined the meeting at approximately 4:35.

15
16 **Section 303 B.** – Clain requested review of the language in this section and his proposed language
17 included in the packet. After significant discussion, the following language was agreed upon: “**A
18 Commissioner may make a motion to “postpone” prior to any vote on any matter before the Board to
19 consult with their municipal legislative body. When so requested, the vote may be postponed
20 pending approval of the Board, unless such postponement results in violation of the Act or other
21 Vermont law.**”

22
23 **402 B. 3.** – Significant discussion ensued as to the wording of this section and the role of the
24 Secretary/Treasurer. It was noted that while the taking of minutes has been delegated to staff; there
25 should be oversight. It was ultimately agreed to revise the wording in the last sentence of Section 402 B.
26 3. to read: “**The Secretary/Treasurer shall perform all duties customary to that office, including
27 overseeing all CVRPC financial records and minutes.**”

28
29 **Section 403 B. 3. m.** - It was suggested that the wording this section be simplified by removing the
30 statute reference so that it reads: “**Carry out other actions as directed by the Board.**” Waninger read 24
31 VSA, Section 4343(b) to the Committee for reference. Discussion ensued regarding whether this
32 statutory reference should be removed. It was concurred to simplify the wording as suggested.

33
34 **Section 403 A. 2.** - Discussion ensued regarding the process of elections and removing the word “elect”
35 and replacing with “announce”. The following language was recommended and agreed upon; “**The
36 Board shall elect Standing Committee members with election results announced at its annual meeting
37 unless otherwise specified.**”

38
39 **Section 403 C.** - It was clarified that the addition of “Alternate Commissioner” was to address standard
40 language for all committees.

41
42 **Section 403 C. 2.** – There was discussion regarding whether to keep “when directed by the Board” in
43 this language. It was concurred to amend the language to read: “**as directed by the Board.**”

44
45 Clain raised a point that the Nominating Committee does not need to be restricted to a certain number
46 of nominations on a slate, but should bring forward as many people as they choose for the Board vote.

1
2 **Section 403 E.** – It was noted that as part of the duties of the Project Review Committee, evaluation of
3 Federal Energy Regulatory Commission (FERC) license applications relative to conformance with the
4 Regional Plan was added.

5
6 **Article 5** – It was noted that a lot of time was spent by the Work Group on this bylaw section. A list of
7 issues that arose was outlined:

- 8 • Is the nominations process clear regarding how it works in relationship to a slate?
- 9 • Should wording specify ballots are “sent” or “mailed”?
- 10 • Should Alternates be permitted to vote in the event a Commissioner does not return a ballot? If
11 so, ballots of alternates would only be opened if the Commissioner did not vote.
- 12 • Should the bylaws specify that the mail in ballot process be the same as for Vermont General
13 Elections?
- 14 • Should the bylaws specify the tie break vote be secret?

15
16 Clain advised that he has done some research on the use of the word “slate” as it relates to Roberts
17 Rules of Order. He requested to share this additional information regarding where slate should be used
18 at the next meeting. It was requested that he send this information to Waninger so it can be included in
19 the next meeting packet and that Section 501 will be discussed at the next meeting.

20
21 **Section 502:** Discussion ensued regarding whether to use the word “sent” vs. “mailed”. The current
22 process was outlined; advising that ballots are mailed to members. It was concurred to use the word
23 “sent”.

24
25 Additional discussion ensued regarding the current process of how ballots are counted and whether the
26 Secretary/Treasurer should oversee the vote counting, as they may be up for election during the
27 process. Clain suggested a two-envelope process similar to Secretary of State’s process. Given the time,
28 it was agreed to pend the discussion regarding elections to the next meeting.

29
30 The Committee requested staff use a Doodle poll to schedule the next meeting.

31
32 **Adjourn**

33 *J. Shatney moved to adjourn; M. Gray seconded. Motion carried.*

34
35 The meeting adjourned at 6:02 pm.

36
37 Respectfully submitted,
38 Nancy Chartrand, Office Manager