

1 **CENTRAL VERMONT REGIONAL PLANNING COMMISSION**
2 **BOARD OF COMMISSIONERS**
3 **Draft MINUTES**
4 **July 12, 2022**

5 **Commissioners:**

<input checked="" type="checkbox"/> Barre City	Janet Shatney, Sec/Treas	<input checked="" type="checkbox"/> Moretown	Dara Torre
<input type="checkbox"/>	Vacant, Alt.	<input type="checkbox"/>	Joyce Manchester, Alt
<input checked="" type="checkbox"/> Barre Town	George Clain	<input checked="" type="checkbox"/> Northfield	Laura Hill-Eubanks
<input checked="" type="checkbox"/>	Mike Gilbar, Alt	<input checked="" type="checkbox"/> Orange	Lee Cattaneo
<input checked="" type="checkbox"/> Berlin	Robert Wernecke	<input type="checkbox"/> Plainfield	Paula Emery
<input type="checkbox"/>	Karla Nuissl, Alt.	<input type="checkbox"/>	Bob Atchinson, Alt.
<input checked="" type="checkbox"/> Cabot	Amy Hornblas	<input checked="" type="checkbox"/> Roxbury	Jerry D'Amico, Vice Chair
<input type="checkbox"/> Calais	John Brabant	<input checked="" type="checkbox"/> Waitsfield	Don La Haye
<input type="checkbox"/>	Jan Ohlsson, Alt.	<input type="checkbox"/>	Vacant, Alt.
<input checked="" type="checkbox"/> Duxbury	Alan Quackenbush	<input checked="" type="checkbox"/> Warren	Alexis Leacock
<input type="checkbox"/>	David Wendt, Alt.	<input type="checkbox"/>	Vacant, Alt.
<input checked="" type="checkbox"/> E. Montpelier	Spencer Harding	<input checked="" type="checkbox"/> Washington	Peter Carbee
<input type="checkbox"/>	Clarice Cutler, Alt.	<input checked="" type="checkbox"/> Waterbury	Steve Lotspeich, Chair
<input type="checkbox"/> Fayston	Vacant	<input checked="" type="checkbox"/> Williamstown	Richard Turner
<input type="checkbox"/> Marshfield	Vacant	<input type="checkbox"/>	Jacqueline Higgins, Alt.
<input checked="" type="checkbox"/> Middlesex	Ron Krauth	<input type="checkbox"/> Woodbury	Michael Gray
<input type="checkbox"/> Montpelier	Vacant	<input checked="" type="checkbox"/> Worcester	Bill Arrand
<input type="checkbox"/>	Gabe Lajeunesse, Alt.		

6
7 Staff: Bonnie Waninger, Nancy Chartrand, Ashley Andrews

8 Guests: Jamie Stewart, Central Vermont Economic Development Corporation

9
10 **Call to Order**

11 Chair Lotspeich called the meeting to order at 6:32 pm. Quorum was present to conduct business.

12
13 **Adjustments to the Agenda**

14 Waninger advised of Ashley Andrews taking a position at VTrans and would like to add a recognition of
15 service to the agenda following the CVDEC update.

16
17 **Public Comments**

18 Clain requested that at the next meeting the agenda include an item on the relationship of VAPDA and
19 the Board. Lotspeich requested Waninger add a report on this to the next agenda.

20
21 **Central Vermont Economic Development Corporation Update**

22 Chair Lotspeich introduced Jamie Stewart of CVEDC. Stewart announced he will be retiring in March
23 2023 and CVEDC has chosen his successor, Melissa Bounty (Assistant Director) who has been working
24 with Stewart since last November. She will be meeting with RPC staff to begin to get familiar with RPC
25 programs and roles and exploring how the organizations can collaborate.

1 He reported they are doing the project priority list again and would like to begin that in September.
2 They are also continuing with the Small Business Administration Community Navigator Program and
3 have been able to assist approximately 30 businesses in the CV region with small technical assistance
4 grants; noting they are women owned, BIPOC owned, and veteran owned businesses. They have also
5 been working with RPCs and RDCs on the Comprehensive Economic Development Strategy (CEDS) work;
6 noting it is critical to get as much comment as possible from municipalities to understand their priorities.
7 The draft needs review and comment and he requests that Commissioners spread the word. Waninger
8 shared in the chat that the link to the draft has not been sent to date. It will go out next week and
9 discussion is scheduled for the September meeting agenda. Lotspeich requested that Stewart come
10 back and assist with the discussion; and thanked him for his work.

11
12 Question raised if roll call was completed at start of meeting; after which a roll call was conducted.
13 Lotspeich requested that introductions be included in all agendas.

14 15 **Resolution**

16 Chair Lotspeich took a moment to thank Ashley Andrews personally for her service to the Commission as
17 well as his municipality. Additional board members echoed the same sentiments. Lotspeich then read
18 the resolution honoring Ashley Andrews' service to CVRPC.

19
20 *Don La Haye moved to adopt the resolution; seconded by B. Arrand. Motion carried.*

21
22 Andrews thanked all the municipalities for their work through the years.

23 24 **Bylaw Update**

25 Chair Lotspeich provided an overview of where we are in the process of the Bylaw update.

26
27 Carbee advised he needed clarification on Section 1003d (page 31 of the meeting packet). Does the 60%
28 pertain to the full board or 60% of the quorum present at a meeting. It was confirmed it was the full
29 Board so, 14 members of the Board must vote in the affirmative for any bylaw amendment to be
30 adopted.

31
32 It was noted Clain has three proposed revisions which he provided to Waninger prior to the meeting and
33 were included in the meeting packet. Discussion ensued as to how to handle the motions and
34 discussion of these items and there was confirmation that a proper quorum was present. Waninger
35 clarified that the 60% of total membership was to pass an adoption vote, not to put forward
36 amendments to the next agenda to vote on whether or not to adopt the draft bylaws. Tonight's
37 discussion and voting is on proposed amendments so simply needs a quorum to vote, not the 60%
38 adoption requirement.

39
40 Article 5, Section 502 is the first proposed amendment for discussion. Clain provided the reasoning
41 behind his proposed amendment regarding use of Australian ballots in Board elections. This was
42 followed by significant discussion and it was also confirmed that the Bylaws Working Group also
43 discussed this and their recommendation was in the draft bylaws.

44
45 *G. Clain made a motion to incorporate changes submitted on the ballot Article 5 Section 502 be included.*
46 *There was discussion on whether a motion would fail without a second. No second was made;*
47 *therefore, the motion fails.*

48

1 Section 1001 Whistleblower Protection was the next proposed amendment discussed. Clain provided
2 background on why he believed the proposed language was necessary. Lotspeich advised the Bylaw
3 Working Group discussed this item extensively during their review and research was conducted that
4 concluded it did not need to be included.

5
6 *G. Clain moved to include Whistleblower Protection as proposed as Section 1001. No second was made;
7 therefore, the motion did not move to a vote.*

8
9 Next discussed was the section related to Amendments to the Bylaws. Lotspeich advised the Bylaw
10 Working Group had significant discussion on this item and the Executive Committee approved the
11 recommended draft with language Clain proposed during their review.

12
13 Clain shared why he believed additional amended language was needed to clarify how proposed Bylaw
14 amendments are brought to the Board. L. Hill-Eubanks advised the Executive Committee discussed the
15 draft language at length and clarified that the Board always has the authority whether or not to adopt
16 any amendments, not the Executive Committee. Significant discussion ensued.

17
18 *G. Clain moved to incorporate the proposed language for Section 1004. B. Arrand seconded. Due to the
19 vote not being unanimous a roll call was conducted. Barre City – no longer present; Barre Town – Yes;
20 Berlin – Yes; Cabot – no longer present; Calais – not present; Duxbury – No; East Montpelier – No;
21 Fayston – vacant; Marshfield – vacant; Middlesex – No; Montpelier – not present; Moretown – No;
22 Northfield – No; Orange – No; Plainfield – not present; Roxbury – No, Waitsfield – No; Warren – No;
23 Washington – No; Waterbury – No; Williamstown – No; Woodbury – not present; Worcester – No.
24 Motion fails with two in favor and fourteen against.*

25
26 Chair Lotspeich inquired if there were any more proposed amendments.

27
28 *P. Carbee moved to place the draft Bylaw Amendments on the agenda of the next regular Board
29 meeting, seconded by L. Cattaneo. Motion carried unanimously.*

30
31 J. D’Amico thanked everyone involved in the bylaw amendment process over the last 18 months; and
32 thanked Clain for his suggestions and proposals throughout the process.

33
34 **Minutes (June 14, 2022)**

35 *D. La Haye moved to accept the June 14, 2022 minutes; A. Leacock seconded. Question raised if there
36 needed to be a motion related to the discussion on private chat and if there could be a motion at this
37 meeting to go along with the Executive Director’s recommendation on chat. Chair Lotspeich advised no
38 motion was needed. It was noted that on election results there were only two names on Project Review
39 Committee however there were more than two seats; Waninger confirmed only two seats were up for
40 election this year; but there are five total seats. Vote was called and motion carried unanimously.*

41
42 **Reports**

43 Waninger reported the Comprehensive Economic Development Strategy (CEDS) draft will be released
44 for comment soon to municipalities and non-profits; and will also be posted in our E-News. The draft will
45 be included on the September agenda however she requested comments be shared prior to the
46 September meeting. She also briefly talked about the plan for filling the position that will be open by
47 Andrew’s departure and noted that all RPC’s are hiring planners this year due to the increased funding
48 from Legislature. She highlighted that the General Manager of Green Mountain Transit has resigned and

1 there are temporary service cuts happening in Washington County as a result of a workforce shortage.
2 Also noted was that more service cuts could be anticipated by FY24.

3
4 There was a request for an update on Clare’s position in Moretown. Waninger advised Clare had been
5 providing limited interim Zoning Administrator services to Moretown for a few months and she is no
6 longer providing those services as Moretown has hired a Zoning Administrator. She noted that Fayston
7 requested 32 hours per week assistance; however, we were not able to provide that level of assistance.

8
9 It was requested that the spelling errors on the Committee Membership (Page 46) be corrected.

10
11 A question was raised about the Community Development Report and how the RPC determines what
12 falls under their scope – i.e. why is RPC involved in Health Equity, THRIVE, Washington County Hunger
13 Council and CVFiber. Waninger reported on the strategic goals the Executive Committee outlined for
14 the organization in FY16 and that one was being a regional partner with other organizations and how
15 their work relates to our regional planning work. She provided details on our current involvement with
16 each organization. There was additional discussion on the resources to provide the services and the
17 cost/benefit of providing them.

18
19 *J. D’Amico moved to accept the reports. G. Clain seconded. Motion carried.*

20
21 Discussion ensued on whether or not an August meeting would be necessary. Waninger noted three to
22 four municipal plans are close to submission and we will know soon if any need to be reviewed for
23 approval in August vs. waiting until September. If an August meeting is warned, an Executive
24 Committee meeting will be warned at the same time in case a quorum is not reached at the August
25 Board meeting to vote on any plans in order to meet the required 60-day window for any plans
26 received.

27
28 **Adjournment**

29 *D. La Haye moved to adjourn at 8:21 pm; R. Wernecke seconded. Motion carried.*

30
31 Respectfully submitted,
32 Nancy Chartrand, Office Manager