

[Draft]

## **BOARD OF SUPERVISORS MEETING**

**Wednesday, September 28, 2017**

**4:30 PM**

**Norwich Town Hall**

**Norwich, VT**

Board members present at the Norwich Town Hall

Neil Fulton (Norwich)	Steve Willbanks (Strafford)
Bob Stacey (Hartland)	Mary Gavin (Sharon)
Jim Masland (Thetford)	Vern Clifford (Pomfret)

Staff present: Tom Kennedy (GUV District Manager)

Meeting was called to order at 4:40PM

Neil Fulton asked that the following items be added to the Agenda: Establishment of procedures for Warrants and Treasurer, and changes to the lease agreement.

**1. Approve Minutes of July 19, 2017**

Vern Clifford made a motion to approve the minutes; Steve Wilbanks seconded the motion. Motion carried.

**2. Receive the June 2017 Treasurer's Report**

Tom Kennedy reported that the District ended the FY 2017 with a net income of \$47,125.59. Income was close to the budgeted amount and expenditures were below the budgeted amount; the balance sheet looked fine with nothing of note to report. Tom highlighted the agreement between the District and More Waste for their payment of past due fees and stated his concern that More Waste's delinquency could have set a precedent with other haulers.

Mary Gavin made a motion to receive the Treasurer's Report; Steve Willbanks seconded the motion. Motion carried.

**Receive the July-August 2017 Treasurer's Report**

Tom Kennedy went over the July and August Treasurer's Reports. He pointed out that it is early in the fiscal year and there is nothing unusual to report except for the cash position of the District due to the sale of the office/house at 96 Mill Street. Tom stated that further discussion of the issue would be addressed in Agenda Item #4.

Mary Gavin made a motion to receive the Treasurer's Report; Bob Stacey seconded the motion. Motion carried.

3. **Discussion of Investing Proceeds from the Sale of the House**

Tom Kennedy said he would like the District to consider setting up a Savings Sweep Account with Mascoma Savings Bank. The Savings Sweep Account would allow the District to make six transactions per month and has an interest rate of .9%. All the funds in the account are federally insured.

Mary Gavin made a motion to authorize the Chair to sign the agreement establishing the Savings Sweep Account and to allow signing privileges to the designated signatories on the account. Bob Stacey seconded the motion. Motion carried.

4. **Adoption of the Contract and Work Program with the Southern Windsor County Regional Planning Commission**

Tom Kennedy told the Board that based upon comments from the last meeting he made a minor edit to the contract. On page one he changes *Attachment A to FY 18 Work Program*. Tom pointed out that most of the tasks are the same as last year's tasks, with the addition of two new areas: Compost Facility and Property Management

Mary Gavin made a motion to authorize the Chair to sign the FY 2018 contract with the Regional Planning Commission. Steve Willbanks seconded the motion. Motion carried.

5. **Update on Land Lease with Grow Compost**

Tom Kennedy reported that the attorneys representing both parties have come to an agreement on the lease agreement. The attorney for Grow Compost will send it to their client for approval. There was considerable discussion on Article 5.9 - Indemnification. The other significant change to the lease was in Article 4 - Rent. In the initial draft of the lease, GUV was to receive 20% of all revenues generated. The figure has been changed to 12%.

Mary Gavin made a motion to authorize the Chair to sign the lease with concurrence from the Administrative Committee. Steve Willbanks seconded the motion. Motion carried.

A discussion followed regarding construction of the driveway to the compost site. Tom K. said that Grow Compost assumed that they would be responsible for construction of the compost pad and the tipping site. Tom Kennedy stated his desire for the District to construct the road for the following reasons: 1) The District would build the road to its standards; 2) Operating a compost facility is a low margin enterprise and if the District could assist with some of the expenses it would be helpful to Grow Compost.

Mary Gavin made a motion to authorize the Administrative Committee to spend up to \$10,000.00 to construct the driveway with the understanding that Grow Compost would be responsible for the maintenance of the driveway. This provision needs to be added to the lease agreement. Steve Willbanks seconded the motion. Motion carried.

6. **Discussion with Earth Waste and Metal Regarding Opening a Small Landfill on GUV Property**

Tom Kennedy said that the Earth, Waste and Metal emailed him earlier in the week and they are still interested in trying to develop a landfill on GUV Property.

7. **Old Business**

None

8. **New Business**

Warrants and Treasurer

Tom Kennedy said he spoke with an attorney from Vermont League of Cities and Towns regarding our Treasurer situation. The attorney said that Tom Kennedy could be the Treasurer on an interim basis subject to a further review by VLCT. The VLCT attorney also told Mr. Kennedy that given the District's meeting calendar, i.e. the District meeting every other month, the District could appoint a member from the Administrative Committee to sign the warrants on the District's behalf.

Mary Gavin made a motion to appoint the signing of the warrants to Bob Stacey on behalf of the Board. Vern Clifford seconded the motion. Motion carried.

Vern Clifford made a motion to appoint Tom Kennedy, on an interim basis, as Treasurer of GUV with the understanding that all checks require both a signature from the Treasurer and a GUV designated signatory. Steve Willbanks seconded the motion. Motion carried.

Meeting adjourned at 5:20 PM

Respectfully submitted,

Tom Kennedy