

DRAFT
CHITTENDEN SOLID WASTE DISTRICT
19 Gregory Drive South Burlington
MEETING ROOM
MINUTES OF ANNUAL ORGANIZATIONAL MEETING
June 26, 2024

***Hybrid Meeting via Zoom.**

PRESENT

BOARD MEMBERS:

Bolton	
Burlington	Lee Perry
Charlotte	Ken Spencer
Colchester	Lauren Morlino
Essex	Alan Nye
Essex Junction	-----
Hinesburg	Rick McCraw
Huntington	Barb Winters
Jericho	Leslie Nulty
Milton	Henry Bonges
Richmond	-----
Shelburne	Margie Wiener
So. Burlington	Paul Stabler
	Allison Lazarz, Alt
St. George	-----
Underhill	Paul Ruess
	Dan Steinbauer, Alt.
Westford	-----
Williston	Kelton Bogasky
Winooski	Bryn Oakleaf
	Rachel Kennedy, alt.

STAFF: Sarah Reeves, Jen Holliday, Becky Johnston, Josh Estey, Jon Dorwart

OTHERS PRESENT: Thomas Melloni, Esq.

- AGENDA:**
1. Call to Order & Agenda
 2. Introduction of New Board Members
 4. Elects Officers, Executive Board, and Granting of Authority
 5. Set Meeting Schedule
 6. Set Interest Rate for Late Payment
 7. Continue Fidelity Bond for Officers
 8. Approval of Check Signing Privileges
 9. Adjournment

1. CALL TO ORDER & AGENDA

P. Ruess called the meeting to order at 6:00 p.m. No changes to the agenda.

3. INTRODUCTION OF NEW BOARD MEMBERS

P. Ruess introduced new Board members Matt Kobzik, who is the new Alternate to the City of Burlington. He also thanked Liz Hamlin Volz, Roman Livak, and Landel Cochran for their previous service to CSWD.

4a). ELECT OFFICERS

- Chair - Paul Ruess was the only nomination for Chair.

MOTION by Alan Nye, SECOND by Rick McCraw, to close the nominations.

VOTING: unanimous; MOTION CARRIED. VOTING ON ELECTION OF CHAIR: All Ayes. MOTION CARRIED. Paul Ruess is CSWD Chair of the Board of Commissioners.

- Vice Chair - Alan Nye was the only nomination for Vice Chair.

MOTION by Leslie Nulty, SECOND by Paul Stabler, to close the nominations.

VOTING: unanimous; MOTION CARRIED. VOTING ON ELECTION OF VICE CHAIR: All Ayes with one abstention by Alan Nye, MOTION CARRIED. Alan Nye is CSWD Vice Chair of the Board of Commissioners.

- Secretary - P. Stabler noted that the Charter allows for a non-board member to the position and Amy Jewell has been Secretary for the CSWD Board of Commissioners. S.Reeves noted that Amy was not nominated prior to the meeting, and she is not in attendance, and we can elect that position at another meeting.

- Treasurer - Paul Stabler was the only nomination for Treasurer.

MOTION by Alan Nye, SECOND by Lee Perry, to nominate Paul Stabler as Treasurer. VOTING ON ELECTION OF TREASURER: All Ayes, with one

abstention/Paul Stabler. MOTION CARRIED. Paul Stabler is Treasurer for the CSWD Board of Commissioners.

b) ELECT EXECUTIVE BOARD & GRANTING OF AUTHORITY

Executive Board

MOTION by Rick McCraw, SECOND by Leslie Nulty, to nominate Alan Nye, Lee Perry, Paul Stabler, and Ken Spencer to the Executive Board. VOTING ON ELECTION TO EXECUTIVE BOARD: unanimous; MOTION CARRIED.

CSWD Chair (Paul Ruess) plus Alan Nye (Essex Town), Paul Stabler (South Burlington), Ken Spencer (Charlotte) and Lee Perry (Burlington) are elected to the Executive Board.

c) Granting of Authority

MOTION by Alan Nye, SECOND by Ken Spencer, to authorize the Executive Board to approve expenditures up to \$100,000. VOTING: unanimous; MOTION CARRIED.

MOTION by Alan Nye, SECOND by Paul Stabler, to authorize the Executive Board to approve expenditures up to \$50,000. VOTING: unanimous; MOTION CARRIED.

d) SET MEETING SCHEDULE

The schedule is not included and will be voted on at the next full board meeting.

e) SET INTEREST RATE FOR LATE PAYMENT

MOTION by Paul Stabler, SECOND by Ken Spencer, to set the interest rate for late payment at 1% per month (12% per annum) for member towns if assessments are established. VOTING: unanimous; MOTION CARRIED.

f) CONTINUE FIDELITY BOND FOR OFFICERS

MOTION by Paul Stabler, SECOND by Alan Nye, to continue the fidelity bond of \$500,000 per incident for commissioners of the Chittenden Solid Waste District, the Director of Finance, and the Executive Director. VOTING: unanimous; MOTION CARRIED.

g) APPROVAL OF CHECK SIGNING PRIVILEGES

MOTION by Alan Nye, SECOND by Ken Spencer, to authorize the Chair of the Board of Commissioners, the Executive Director, the Director of Administration, and the Treasurer to sign checks and electronic transfers throughout the upcoming year, and further, any check or electronic transfer greater than \$25,000 shall need two signatures. VOTING: unanimous; motion carried.

5. CONFLICT OF INTEREST

P. Ruess reminded commissioners of CSWD's *Conflict of Interest Policy* and encouraged all to read and understand the do's and don'ts of being a board member regarding potential conflicts, and the boards need to disclose those should they occur, to continue to have public trust.

P. Ruess also mentioned several other reminders from the Chair.

- Follow proper decorum at all Meetings. He noted that CSWD follows Robert Rules of order. He said that before speaking we ask that the Chair recognize you by using raise hand function or raising your hand if in-person. He asks that we avoid multiple follow up questions so that all commissioners have an opportunity to speak and said if a question is not answered clearly, we can go back to that issue. He said that when we have a matter of disagreement, it is important to address the Chair, and to direct the disagreement towards the issue and not a person. He said that if a board member has concern about the

performance of the staff member that should be brought up properly to the Executive Director, in private and she will address your concerns.

- Board meetings are public and are recorded and can be viewed at a later date.
- Conflict of Interest, previously discussed, and the importance of recusing yourself when there is a conflict. He said this might occur if someone has ownership, or an indirect interest in which we do business, we should recuse ourselves. An example of indirect ownership might be owning stock, or a mutual funds in a solid waste industry fund, can create a conflict of interest.
- *Open Meeting Law* – P. Ruess explained that e-mails and meetings, even unintended, where CSWD business is discussed, could violate the open meeting law.
- He noted to route all questions to the Executive Director, unless it's a general housekeeping question, which could be directed to Amy Jewell.

6. Other Business – No other business was discussed.

ADJOURNMENT

MOTION by Paul Stabler, SECOND by Rick McCraw, to adjourn the 2024 CSWD organizational meeting. VOTING: unanimous; MOTION CARRIED.

The meeting was adjourned at 6:31 PM.

I agree that this is an original copy of minutes and they have been approved by motion of the Board of Commissioners at the ___ meeting held in _____.

Amy Jewell, Secretary/Treasurer