

**APPROVED**



Regular Board of Directors  
Meeting Minutes  
July 2, 2025

**Board of Directors:**

X	Gina Lyon, Barton	X	Jason Lefebvre, Lyndon
X	John Dasaro, Enosburg	X	Scott Johnstone, Morrisville
P	Sarah Braese, Hardwick	X	Stephen Fitzhugh, Northfield
X	James Weber, Jacksonville	X	John Morley, Orleans
	Erik Bailey, Johnson		Bill Sheets, Swanton
P	Chris Recchia, Ludlow	P	James Gibbons, BED
	Jackie Pratt, Stowe		

*X indicates attendance in person, P indicates attendance by phone.*

**Alternate Directors present:**

Penny Jones, Morrisville (P)	Lynn Paradis, Swanton (X)
Abbey Miller, Enosburg (P)	Amanda Pike, Jacksonville (P)
Caroline Klosowski, Stowe (X)	

**Others present:**

Ken Nolan, VPPSA (X)	Grace Sawyer, VPPSA (X)	Per Satterberg, VPPSA (X)
Amber O'Neill, VPPSA (X)	Morgan Williams, VPPSA (X)	James Jack, VPPSA (X)
Steve Farman, VPPSA (X)	Sanjana Venkatraman, VPPSA (X)	Heather D'Arcy, VPPSA (X)
John Abbott, VPPSA (X)	Michael Gadway, Guest (P)	Josh Bancroft, VPPSA (P)
Kylie Bray, VPPSA (P)	Ismael Tejada, VPPSA (P)	

**Numbers in bold type correspond with agenda item numbers:**

- Chairman Fitzhugh called the meeting to order at 9:32 a.m.
- Chairman Fitzhugh asked if there were requests for changes and or/modifications to the current agenda.
- Chairman Fitzhugh asked if there were public comments and/or individuals who would like to address the Board. There was no public comment.
- Director Morley made a motion to accept the minutes of the Board of Directors meeting held May 7, 2025. The motion was seconded by Director Paradis. The motion was approved.
- Director Morley made a motion to accept the minutes of the Special Board of Directors meeting held June 4, 2025. The motion was seconded by Director Paradis. The motion was approved.
- Director Johnstone made a motion to approve the Monthly Financial reports for the period ending May 31, 2025. The motion was seconded by Director Paradis.



## APPROVED

Ms. Sawyer, VPPSA's Controller, provided a summary of the operational revenue vs expenses for the period ending May 31st, 2025. Ms. Sawyer summarized the budget to actual variance of the various projects. There was a brief discussion.

**7.** Ms. Sawyer, VPPSA's Controller, presented Resolution 2025-03 regarding the annual salary adjustment for the General Manager. The Chairman gave a brief overview of the timeline and rate in the resolution for those who were not part of the whole process.

Director Weber made a motion to approve Resolution 2025-03 as presented. The motion was seconded by Director Dasaro. The motion was approved.

The motion was approved.

**8.** The Chairman briefly talked about the changes he had noticed with data requests related to the IRP. The General Manager discussed the status of various IRP and rate case filings. He also presented the schedule for ongoing IRP and Rate Case filings as anticipated through the end of 2026. Steve Farman, VPPSA's Manager of Rates & Planning, provided a brief update on scheduling changes that have occurred since the last board meeting. Discussion ensued around Rate Case timings, Debt-to-Equity requirements, refunds and various other topics.

**9.** The General Manager gave an overview of the status of the EV rate implementation process. He noted that the VPPSA will be filing the revised rates in July with a proposed effective date of October 1st. Steve Farman, VPPSA's Manager of Rates & Planning, discussed the staff's initial plan and timeline for outreach, the details of the tariff to file, training between now October and also sought feedback from the Board. A discussion ensued.

**10.** The General Manager provided a written overview of the status of the AMI project and gave a high-level overview for the recent additions to the Board. Amber O'Neill, VPPSA's Staff Accountant, led a discussion on the grant reimbursement and the billing process. A detailed discussion ensued.

**11.** The General Manager presented VPPSA's current Organizational Chart that reflects the staffing changes over the last few months.

**12.** The General Manager started a discussion on the status of negotiations with Consolidated Communications. Various Directors weighed in on what progress has been made and areas for further improvement, including but not limited to vegetation issues, low hanging lines, non-payment of invoices, etc. Next steps were discussed.

**13.** Heather D'Arcy, VPPSA's Manager of Power Resources, introduced Sanjana Venkatraman, VPPSA's new Power Analyst. Ms. D'Arcy gave an overview of the power supply markets, the primary driving factors related to power costs, actual and future energy prices, and the budget vs actual variances for each member. Ms. D'Arcy also provided information about the impacts of the new DASI bidding process. Discussion ensued.

**14.** The General Manager provided a brief update on the legislative landscape. He noted that only one bill in the energy space was passed during the session. S.65 was punted down the road and the PUC has opened a case to evaluate the EEU's which may have an impact on the outcome. A brief discussion ensued. John Abbott, VPPSA's Regulatory Specialist, provided the Board with a brief review of Regulatory Landscape. Core areas of the presentation and discussion included the Grid Resiliency Working Group, the DPS GRID Infrastructure Resilience grant, and the Vermont Long Range Transmission Plan. Discussion ensued.

**15.** The General Manager provided an update on the sponsorship of DeltaClimaVT and its background. He noted that DeltaClimaVT secured a grant from EDA to facilitate pilot projects and are actively seeking applications. Five possible projects were discussed to garner member interest for hosting a pilot program.

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**16.** Chairman Fitzhugh opened the floor to allow VPPSA representatives from both the Vermont System Planning Committee (VSPC) and the VELCO Operating Committee (Ops) to brief the Board of Directors on items of interest and receive feedback on general VPPSA positions. Director Johnstone provided an update on the annual meeting for the Ops Committee. Director Johnstone also reminded all the directors that they were all welcome to attend the Ops Committee meetings. He noted that other than himself, only the GMP representative showed up for the Data Committee and that he has been pushing to get an operating agreement in place. The General Manager gave a brief update on the VELCO board meeting and the annual retreat. Discussion ensued.

**17.** The EMS Backlog Review was postponed to the next meeting which will be during the 2025 Strategic Retreat.

**18.** The General Manager presented several items for discussion at 2025 Strategic Retreat including but not limited to VT Transco equity financing, Statewide Flexible Load Management, shared services, and future technology roadmaps, etc. A brief discussion ensued.

**19.** Board member updates: N/A

**20.** Director Weber made a motion to enter Executive Session, under the provisions of 1 V.S.A. §313(a) to discuss the McNeil plant, and VPPSA Personnel pertaining to contractual negotiations and personnel issues. The motion was seconded by Director Johnstone. The motion was approved.

The Board entered the Executive Session at 1:46 pm

Director Johnstone made a motion to return to the Regular Session, seconded by Director Weber. The motion was approved.

**21.** Other business: N/A

Director Weber made a motion to adjourn the meeting. The motion was seconded by Director Johnstone. Motion approved.

The meeting was adjourned at 2:37 p.m.

Respectfully submitted,



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Grace Sawyer, Secretary