

**VERMONT PUBLIC POWER SUPPLY AUTHORITY  
MINUTES OF ADVISORY AND RISK MANAGEMENT BOARD COMMITTEE**  
(numbers in bold type correspond with agenda item numbers)

May 17, 2017

- (1) The meeting was called to order at 9:30 a.m. at the office of the Authority, located at 5195 Waterbury-Stowe Road, Waterbury Ctr., Vermont.

Committee Directors present (X indicates present):

John Morley III	X	Steve Fitzhugh, Northfield
Reginald Beliveau, Swanton, by phone	X	James Pallotta, Ludlow (by phone)

Other Directors present:

Carol Robertson, Hyde Park (by phone)	
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Alternates present:

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Others present:

Ken Nolan, VPPSA	Crystal Currier, VPPSA	
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In the absence of Chairman Morley, Director Fitzhugh was designated to facilitate the meeting.

- (2) Director Fitzhugh asked if there were requests for changes and/or modifications to the current agenda. There were none.
- (3) Director Fitzhugh asked if there were public comments and/or individuals who would like to address the Board. There was no public presence and therefore no comments were made.
- (4) Due to a lack of quorum, action on the minutes was deferred.
- (5) The General Manager reminded the committee that a part of VPPSA’s strategic plan includes the review of all VPPSA’s organizational policies. Existing policies are being updated, new policies are to be created as needed and internal operating procedures are being implemented. It was noted that the intent is to have the policies provide the overarching policy direction, with those documents receiving approval of the Board; whereas, the internal operating procedures will be used as internal resources at the discretion of the General Manager. The following policies were reviewed:

G1-Policies	G2-Communication with Media
F1-Financial Services Institution Services Authorization	F2-Budget Preparation
F3-Internal Control	F4-Finance Charges & Notification of Overdue Receivables
F5-Capitalization Policy	F6-Insurance

## APPROVED

Several minor suggestions were discussed and it was noted the edits would be implemented for the Board meeting.

(6) VPPSA staff informed the committee that a request for proposal of audit services was sent to fifteen (15) firms and subsequently eight (8) responses were received. Of the eight (8) responses, 3 proposals were submitted. The proposals were from Gene Besaw Associates, Graham & Graham P.C. and McSoley, McCoy & Co. After review of the proposals VPPSA staff narrowed the selection to Gene Besaw Associates and Graham & Graham P.C. The proposal from McSoley, McCoy & Co. was well presented but the cost was significantly higher and didn't appear to have added value that justified the cost. There was a brief discussion on the two firms and upon staff recommendation the Committee indicated they would support the staff's recommendation to engage with Graham & Graham for a 3-year term.

(7) The General Manager provide an update on the collaboration efforts with Burlington Electric Department (BED) to share staff and resources. The core functions that will be covered include power supply and regulatory efforts; however, other resources could prove beneficial as well. The staff at each entity is tasked with compiling a list of the tasks currently being worked on and those lists will be used to create a composite list of tasks to review and determine where resources can be shared. It was noted that the two entities have already realized legal savings by using one attorney in efforts that are common to both entities. There was a brief discussion regarding BED's Energy Efficiency Program and efforts to collaborate with BED in that program.

(8) Other Business: None

Director Pallotta made a motion to adjourn the meeting at 10:45 a.m. The motion was seconded by Director Fitzhugh and so approved.

Respectfully submitted,

*Crystal L Currier*

Crystal Currier, Secretary