



## Special Board of Directors Meeting Minutes

November 22, 2021

### Board of Directors:

|          |                           |          |                              |
|----------|---------------------------|----------|------------------------------|
|          | Vacant, Barton            | <b>P</b> | Bill Humphrey, Lyndonville   |
| <b>X</b> | Jonathan Elwell, Enosburg | <b>P</b> | Penny Jones, Morrisville     |
|          | Mike Sullivan, Hardwick   | <b>P</b> | Stephen Fitzhugh, Northfield |
|          | Vacant, Jacksonville      | <b>P</b> | John Morley, Orleans         |
| <b>P</b> | Meredith Dolan, Johnson   | <b>P</b> | Reginald Beliveau, Swanton   |
| <b>P</b> | Thomas Petraska, Ludlow   |          |                              |

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

### Alternates present:

|                           |  |
|---------------------------|--|
| Lynn Paradis, Swanton (P) |  |
|                           |  |

### Others present:

|                                   |                                     |                               |
|-----------------------------------|-------------------------------------|-------------------------------|
| Ken Nolan, VPPSA ( <b>X</b> )     | Crystal Currier, VPPSA ( <b>P</b> ) | Amy Parah, VPPSA ( <b>X</b> ) |
| Amanda Simard, VPPSA ( <b>P</b> ) | Steve Farman, VPPSA ( <b>P</b> )    | Heather D'Arcy, VPPSA (P)     |
|                                   |                                     |                               |

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

**2.**

Chairman Beliveau called the meeting to order at 9:32a.m.

Chairman Beliveau asked if there were public comments and/or individuals who would like to address the Board. There was no public in attendance.

The General Manager provided a presentation that demonstrated the changes between the most recent draft of the 2022 operating budgets as compared to what was presented at the November Board meeting. Those changes include:

- Increase to Standard Offer Revenues (specifically Center Road project)
- Increase in Non-member revenue related to HP rate case
- Reduced GIS and AMI Overhead allocations
- Reduced Misc advertising and dues items
- Removed health related costs for W. Gallagher

## APPROVED

It was noted that the total changes equate to a reduction of approximately \$65K overall. A worksheet that segregated the costs into "controllable vs uncontrollable" was provided with the explanation that VPPSA can to a certain degree control its internal costs; however, many of the VPPSA project costs (McNeil, P10, RES) are largely governed by other parties or are influenced by outside entities and VPPSA simply incorporates that into its budgets (having little control over those costs).

There was a lengthy discussion related to the RES project costs, including a comparison to the cost if VPPSA did not have a RES project and each member paid the Alternative Compliance Payment (ACP). This demonstrated that while the RES project costs have increased significantly, the members still benefit from VPPSA managing the project vs paying the ACP. Director Elwell expressed concern with the increasing RES cost and noted that this alone may put Enosburg in a position of implementing a rate increase solely to meet the RES increases each year.

A short review of outstanding items was reviewed, including:

- Barton revenue
- AMI deployment
- Cyber Liability Insurance increase
- Strategic Planning outcomes
- Utilizing 2021 surplus

Overall, the Board was supportive of VPPSA's efforts to control costs and find creative ways to provide benefit to the members. The final draft will be presented to the Board at the December Board meeting for approval.

**3. Other Business**  
None

The meeting was adjourned at t 10:45 a.m.

Respectfully submitted,

*Crystal Currier*  
Crystal Currier, Secretary