

APPROVED



Special Board of Directors Meeting Minutes

November 16, 2022

Board of Directors:

	Patricia Richards, Barton	P	Jonathan Elwell, Lyndonville
X	John Dasaro, Enosburg	P	Scott Johnstone, Morrisville
P	Mike Sullivan, Hardwick	P	Stephen Fitzhugh, Northfield
	Vacant, Jacksonville	P	John Morley, Orleans
P	Erik Bailey, Johnson	P	Reginald Beliveau, Swanton
P	Thomas Petraska, Ludlow		

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

Alternates present:

Penny Jones, Morrisville (P)	Lynn Paradis, Swanton (P)
	Abbey Miller, Enosburg (P)
	Chris Recchia, Barton (P)

Others present:

Ken Nolan, VPPSA (X)	Alex Nicholson, VPPSA (P)	Amy Parah, VPPSA (X)
Grace Sawyer, VPPSA (X)	Shawn Enterline, VPPSA (P)	Heather D’Arcy, VPPSA (P)
Sarah Braese, VPPSA (X)	Amanda Simard VPPSA (P)	Crystal Currier, VPPSA (X)
Steve Farman, VPPSA (P)		

Numbers in bold type correspond with agenda item numbers:

- 1.** Chairman Beliveau called the meeting to order at 9:32 a.m.
- 2.** Chairman Beliveau asked if there were requests for changes and/or modifications to the current agenda.
- 3.** Budget discussion:

The General Manager gave an overview of the 2023 budgets and explained how they are not an apples-to-apples comparison to prior years. The General Manager went over the changes in this budget draft

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in comparison to the prior draft. The accounting position was changed to a .75 FTE with the assumption of a start date in April instead of January. The membership for UTC was removed because we haven't received any benefits from that membership. There was a minor reduction in the McNeil budget with the revision from BED. The consulting and legal fees were reduced, and some purchases are going to be made this year instead of next year, which also reduced the project budgets. The Central Computer project increased slightly due to the actual software maintenance costs for CY 2023 becoming known.

Director Morley raised a question about how the RES budget does not reflect the REC purchases that are showing up in the power cost budget. The General Manager explained that the REC's that are purchased coupled with energy are included in the power supply budget, but REC's that are purchased separately (directly for RES) are included in the RES budget. Director Johnstone asked for an offline conversation to go into detail about MWL's increase in the RES budget.

Director Morley reiterated that each member would like a budget narrative related to how the various budget drivers affect each member to present to their boards. VPPSA is prepared to provide the narratives but was waiting to complete those once any major questions were addressed, and the budget was close to approval.

Director Recchia asked how the AMI project and administrative costs were being allocated to each member. The General Manager explained how expenses were being allocated and that they were being deferred for the members that are not in the first Tranche.

Director Morley made a motion to approve the VPPSA Budget for 2023. The General Manager noted that this was warned as a discussion item and not an action item. The Board could choose to approve at this time if they desired to do so, however the staff was expecting to make final changes and present them to the Board for approval at the December meeting.

The motion was tabled to be approved at the December board meeting. Director Morley retracted his motion.

The General Manager provided a brief update on the AMI grant application which must be submitted to the State by November 30th. VPPSA is moving forward with submitting the grant application assuming that all members will be participating to capitalize on the funding that is available.

Director Morley made a motion to adjourn the meeting. Director Fitzhugh seconded the motion. The motion was approved.

The meeting was adjourned at 9:55am

Respectfully submitted,

A handwritten signature in cursive script that reads "Grace Sawyer". The signature is written in black ink and is positioned above a horizontal line.

Grace Sawyer, Assistant Controller