



Regular Board of Directors
Meeting Minutes
February 5, 2025

Board of Directors:

	Vacant, Barton	X	Jonathan Elwell, Lyndon
P	John Dasaro, Enosburg	X	Scott Johnstone, Morrisville
X	Sarah Braese, Hardwick	X	Stephen Fitzhugh, Northfield
X	James Weber, Jacksonville		John Morley, Orleans
	Erik Bailey, Johnson	X	Bill Sheets, Swanton
X	Chris Recchia, Ludlow	P	James Gibbons, BED

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)	Denis Fortin, Barton (X)
Emily Stebbins-Wheelock, BED (P)	

Others present:

Ken Nolan, VPPSA (X)	Grace Sawyer, VPPSA (X)	Heather D’Arcy, VPPSA (X)
Garth Dunkel, VPPSA (P)	Morgan Williams, VPPSA (X)	Amanda Simard, VPPSA (P)
Steve Farman, VPPSA (X)	Kylie Bray, VPPSA (P)	Jackie Pratt, Guest (P)
Kerrick Johnson, DPS Commissioner (X)	Ken Mason, Guest (X)	

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. There were no changes. Director Johnstone has asked to add an item related to the upcoming voltage reduction test.
- Chairman Fitzhugh asked if there were public comments and/or individuals who would like to address the Board. There was no public comment.
- Director Johnstone made a motion to accept the minutes of the Board of Directors meeting held January 8, 2025. The motion was seconded by Director Elwell. The motion was approved.
- Director Weber made a motion to approve the preliminary Monthly Financial reports for the period ending December 31, 2024. The motion was seconded by Director Johnstone.



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Ms. Sawyer, VPPSA's Controller provided a summary of the operational revenue vs expenses for the period ending December 31st, 2024. Ms. Sawyer summarized the budget to actual variance of the various projects. There was a brief discussion.

The motion was approved.

6. The Chairman introduced Commissioner Johnson who gave a brief presentation on his plans to take the DPS on a technology upgrade journey. The Commissioner discussed his vision for the future of the DPS including but not limited to ways to reduce duplication of data collection, information sharing, & the Integrated Resource Plans (IRP). A significant discussion ensued. The Commissioner also discussed some issues on the regional transmission level. The General Manager noted that there are some significant needs for equity in the future and that VPPSA could be the funding entity for the utilities in Vermont by utilizing funding sources available that may include the Vermont Bond Bank. Additional discussion ensued on data collection and information sharing challenges.

7. The General Manager provided an update on the status of several key areas in the Advanced Metering Infrastructure project; including but not limited to the DCU deployment, Meters and First Article Testing (FAT), various integrations, Water Meters, AclaraOne, and public outreach. A brief discussion ensued around customer versus utility expenses on the meter replacements.

8. Heather D'Arcy, VPPSA's Manager of Power Resources, provided 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 for each member. A discussion followed on how the new tariffs might affect the prices of natural gas and wholesale electricity going forward.

Director Johnstone asked Ms. D'Arcy if she had any insight into why the voltage tests were being scheduled during the evening hours. A brief conversation ensued.

9. The General Manager provided an overview of the legislative landscape and gave a high-level review of emerging issues. The core areas the presentation addressed were related to the changes in the governing structure following the election results. Steve Farman, VPPSA's Manager of Planning and Support, provided the Board with a brief review of the comments filed on the VELCO Long Range Transmission Plan. Discussion followed on various topics including the Integrated Resource Plan timeline. Director Elwell asked if there was any update on the potential impact of the Canadian tariffs recently enacted and a brief discussion ensued.

10. The Chairman opened the floor to allow representatives from both the Vermont System Planning Committee (VSPC) and the VELCO Operating Committee to brief the Board of Directors on items of interest and receive feedback on general VPPSA positions. Director Johnstone gave a brief overview of items that have surfaced since the last Board Meeting. The General Manager noted that he had put comments into the VELCO Governance Committee annual survey about how municipal owner governance concerns continue to fester.

11. The General Manager provided an overview of VPPSA's transition to setting up an Agile work structure. He gave a summary of the training that has been completed and the structure that is being implemented. The General Manager presented the Executive Meta Scrum (EMS) backlog and the current organizational prioritization which will replace the General Manager report going forward.

12. Board Member Updates: Director Johnstone noted that they were seeing residential customers trip into the demand rate possibly related to heat pumps and Electric Vehicles and wondered if other members had seen the same thing. A brief discussion ensued. Director Johnstone also noted that the Hydro bills that are in the House and Senate are moving forward and may need local support. Director Weber let the Board know that due to the recent ice storm there were several broadband lines on the ground in Jacksonville and they were reaching out to the CUD for a resolution. They could not contact anyone over the weekend.

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13. Director Weber made a motion to enter Executive Session, under the provisions of 1 V.S.A. §313(a) to discuss the McNeil Plant pertaining to contractual negotiations. The motion was seconded by Director Elwell. The motion was approved.

The Board entered the Executive Session at 12:52 pm

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

The Board returned to Regular Session at 1:14 pm. No action was taken.

18. Other business: N/A

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

The meeting was adjourned at 1:15 p.m.

Respectfully submitted,

A handwritten signature in blue ink that reads "Grace Sawyer". The signature is written in a cursive style with a large initial "G".

Grace Sawyer, Secretary