

**APPROVED**



Regular Board of Directors  
Meeting Minutes  
April 2, 2025

**Board of Directors:**

	Vacant, Barton		Vacant, Lyndon
X	John Dasaro, Enosburg	X	Scott Johnstone, Morrisville
X	Sarah Braese, Hardwick	X	Stephen Fitzhugh, Northfield
X	James Weber, Jacksonville	X	John Morley, Orleans
X	Erik Bailey, Johnson	X	Bill Sheets, Swanton
P	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 (P)
Abbey Miller, Enosburg (P)	Ken Mason, Lyndon (X)

**Others present:**

Ken Nolan, VPPSA (X)	Grace Sawyer, VPPSA (X)	Heather D'Arcy, VPPSA (X)
Garth Dunkel, VPPSA (X)	Morgan Williams, VPPSA (X)	Amanda Simard, VPPSA (P)
Steve Farman, VPPSA (P)	Kylie Bray, VPPSA (P)	Amy Parah, VPPSA (X)
John Abbott, VPPSA (X)	Josh Bancroft, VPPSA (P)	Nicholas Cavallo, AiDash (P)
James Jack, VPPSA (X)	Adam Cota, VPPSA (P)	Mike Fiske, VELCO (X)
Nigel Alley, AiDash (P)	Michael Gadway, Ludlow (P)	Martin Avila, AiDash (P)
Tom Dunn, VELCO (X)	Dan Nelson, VELCO (X)	Brian Connaughton, VELCO (X)

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

- Chairman Fitzhugh called the meeting to order at 9:33 a.m.
- Chairman Fitzhugh asked if there were requests for changes and or/modifications to the current agenda. Chairman Fitzhugh asked to add a discussion an item under Board Member updates related to Consolidated Communications.
- Chairman Fitzhugh asked if there were public comments and/or individuals who would like to address the Board. There was no public comment.
- Director Bailey made a motion to accept the minutes of the Board of Directors meeting held March 5, 2025. The motion was seconded by Director Weber. The motion was approved.
- Director Johnstone made a motion to approve the preliminary Monthly Financial reports for the period ending February 28, 2025. The motion was seconded by Director Sheets.



## **APPROVED**

Ms. Sawyer, VPPSA's Controller provided a summary of the operational revenue vs expenses for the period ending February 28th, 2025. Ms. Sawyer summarized the budget to actual variance of the various projects. There was a brief discussion.

The motion was approved.

**6.** Ms. Sawyer, VPPSA's Controller, provided an overview of the proposed Resolution 2025-01. Director Dasaro made a motion to approve Resolution 2025-01 as presented. The motion was seconded by Director Sheet. The motion was approved.

**7.** The General Manager noted that there had been a discussion at the previous meeting indicating that the Chairman and Director Johnstone would like to swap positions on the VELCO Operating Committee. A brief discussion ensued.

Director Fitzhugh made a motion to appoint Scott Johnstone as VPPSA's representative to the VELCO Operating Committee and Steve Fitzhugh as VPPSA's alternate. Director Sheets seconded the motion. The motion was approved.

**8.** Tom Dunn, VELCO's President & CEO, gave a brief introduction and an overview of the regulatory environment including the various stakeholders. Mr. Dunn also provided information about the recent NPCC and FERC audits that VELCO has undergone. Brian Connaughton, VELCO's VP of Transmission and Asset Management, gave a brief overview of the 2025 Capital Budget. Mike Fiske, VELCO's COO, gave a brief update on 2025 Budget Drivers. Dan Nelson, VELCO's VP of Technology, gave a brief update on the Statewide radio system and other technological upgrades in process. There was brief discussion around the statewide radio system and the new equipment and about the steadily increasing transmission costs.

**9.** The General Manager recognized the presenters from AiDash who proceeded to present a demonstration of their Satellite-Powered Vegetation Management technology to the Board.

**10.** 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 the rollout timeline for members in other Tranches. Another brief discussion ensued about the meter order timeline, and the CIS vendor updates, etc.

Director Morley made a motion to move discussion item #15 Board Member Updates ahead of #11 due to time constraints of some directors. Director Mason seconded the motion. Motion approved.

**15.** Board Member Updates: Director Morley brought up the status of various rate cases and the need to have the timeline moved up for the rate cases in the queue. He noted a previous discussion about hiring a consultant to assist with the work. Director Mason noted that he felt that Lyndon was going to need an annual rate case for the foreseeable future. A significant discussion ensued around the current process and ways to speed up the rate case turnaround time. Director Mason also noted that Lyndon Electric was in the hiring process for the open General Manager position. Director Fitzhugh brought up the Joint Owner agreement with Consolidated and the issues various members were having with the representatives of Consolidated. Director Dasaro gave an update on the progress he made in discussions with the CEO of Consolidated. A significant conversation ensued. The discussion continued about who would take the point on a filing with the PUC or if there is another way to apply pressure which included the possibility of utilizing the DPS or filing liens against their property. The General Manager was asked to pursue regulatory conversations and report back to the Board. There was a brief discussion about the Grid Resiliency grant program. Director Weber noted that his board was upset that he was unable to attend the recent AML meeting due to the short notification of the day & time that it occurred.

Chair Fitzhugh recessed the meeting for lunch 12:43 pm



## APPROVED

Meeting reconvened 1:09 pm

- 11.** Morgan Williams, VPPSA's Power Analyst, 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 what drove up the prices for February with the temperature being around the 10-year average and not being extremely cold. Mr. Williams noted that the PP12 (Distributed Energy Resource data) information had to be re-submitted for a few members, and he noted that there were information coordination efforts in progress with VELCO. Heather D'Arcy, VPPSA's Manager of Power Resources, provided some additional information about the data collection efforts. Director Johnstone asked about the possible impact of import/export changes with Canada and a brief discussion ensued.
- 12.** John Abbott, VPPSA's Regulatory Specialist, provided the Board with a brief review of Regulatory Landscape. Core areas of the presentation included program responses to the Act 142 information request and the upcoming Grid Resilience Grant. Garth Dunkel, VPPSA's Legislative Communications Specialist provided an overview of the legislative landscape and gave a high-level review of cross-over status and emerging issues. The core areas the presentation addressed were related to the expectations of the Governor's actions, the status of the active bills, and bills to watch.
- 13.** Chairman Fitzhugh opened the floor to allow VPPSA 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. The Chairman noted that there was nothing to report this month.
- 14.** The General Manager reviewed the status of the Executive Meta Scrum (EMS) backlog and the current top 10 organizational priorities for discussion. A brief discussion ensued.
- 16. - 19.** Director Johnson made a motion to enter Executive Session, under the provisions of 1 V.S.A. §313(a) to discuss the McNeil plant, the Global Foundries contract, Strategic Memberships, and VPPSA Personnel pertaining to contractual negotiations and personnel issues. The motion was seconded by Director Weber. The motion was approved.

The Board entered the Executive Session at 2:06 pm

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

The Board returned to Regular Session at 2:50 pm. Director Morley made a motion to approve the agreement to make Stowe Electric Department a Strategic Member. Director Sheets seconded the motion. The motion was approved.

- 20.** Other business: N/A

Director Braese made a motion to adjourn the meeting. The motion was seconded by Director Morley. Motion approved.

The meeting was adjourned at 2:50 p.m.

Respectfully submitted,



---

Grace Sawyer, Assistant Secretary

