

## MEMORANDUM

**TO:** Board of Commissioners  
**FROM:** Sarah Reeves, Executive Director  
**DATE:** June 18, 2024  
**RE:** Annual Organizational Meeting Election Process & Nominees

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In early June self-nominations for positions to be elected by the CSWD Board of Commissioners for Fiscal Year 2025 were sent to the Executive Director.

### **Nominations received as of June 18, 2024:**

#### **Officers** (elect one per office, voted by the membership)

**Chair:** Paul Ruess, Underhill

**Vice Chair:** Alan Nye, Essex Town

**Secretary:** None

**Treasurer:** Paul Stabler, South Burlington

#### **Executive Board** (elect four, voted by the membership)

**Lee Perry, Burlington**

**Ken Spencer, Charlotte**

**Alan Nye, Essex Town**

**Paul Stabler, South Burlington**

#### **Process:**

The Annual Organizational Meeting will be a hybrid meeting. Board members may attend via Zoom or in-person at the South Burlington Administrative Office. Additional nominations will be solicited at the Annual Organizational Meeting on June 26, 2024. All new self-nominations will be added to the ballot; all new nominations will be added to the corresponding ballot once assent to serve has been confirmed. Nominations will close for officer positions one by one. Meaning, nominations will be sought for the position of Chair. When all nominations have been received, nominations will close, and voting will commence. When the vote for Chair is completed, the process repeats for Vice Chair, Secretary, and

Treasurer in turn. Additional nominations will be sought for Executive Board when the Officer elections are complete. Commissioners may select **up to four members** to serve on the Executive Board (the Chair is automatically a member of the five-member committee).

Votes for Officer positions and for the Executive Board shall be cast by the member community's appointed Commissioner, or if the Commissioner is absent from the meeting, by the Alternate Commissioner. Votes are weighted as described in the CSWD Charter, Article II, Section 9. VOTING (see below).

Voting for uncontested positions will be conducted by voice vote and raised hand for both in-person attendees and those attending by Zoom. The Secretary will confirm and record the votes of those attending by Zoom. Once all eligible have voted, the results of the vote will be announced immediately.

Voting for contested positions will be conducted by paper vote, collected by the Secretary and a Teller appointed by the Chair. Commissioners attending via Zoom will be admitted one-by-one to a virtual breakout room and cast their vote with the Secretary. After the Commissioner has recorded their vote with the Secretary and Teller, the Commissioner will be asked to leave the breakout room, and the next Commissioner admitted.

## **Charter Guidance**

### Article II, Section 3. ORGANIZATIONAL MEETING states:

*Annually, on or before the fourth Wednesday in June, commencing in 1989, the Board of Commissioners shall hold its organizational meeting. At such meeting, the Board of Commissioners shall elect from among its membership a Chair and a Vice Chair, each of whom shall hold office for one year and until his or her successor is duly elected and qualified. The Chair and Vice Chair are eligible to be elected to successive terms without limit.*

### Article II, Section 9. VOTING states:

*Each member of the Board of Commissioners shall be entitled to cast one vote for every 5,000 population, or portion thereof, in the municipality which he or she represents. Except as otherwise provided herein, a majority of the votes cast shall be required to approve any action. A member of the Board may not split the vote(s) allocated to his or her municipality. The determination of population shall be based on the latest population estimates available from the Vermont Department of Health, or other source agreed on by the Board of Commissioners.*

### Article III, Section 1. ELECTION states:

*The Board of Commissioners annually shall elect from among its members a chair, vice chair, treasurer and secretary, and such other officers as it deems appropriate for the conduct of its business. Upon majority vote of the Board the treasurer or secretary may be non-Board members.*

### Article III, Section 10. EXECUTIVE BOARD states:

*The Board of Commissioners shall have the authority to establish an Executive Board and grant such powers to it as it may deem necessary. The Executive Board shall consist of the Chair of the Board of Commissioners and four members of the Board of Commissioners elected by the Board of Commissioners.*

## **Duties of the Officers**

Chair: The chair shall preside at all meetings of the Board of Commissioners. The chair shall also perform all of the duties incident to the position and office.

Vice Chair: During the absence of or inability of the chair to perform his or her duties, the vice chair shall perform such duties.

Secretary: The secretary shall have the custody of the public records of the District and shall record all votes and proceedings of the District including meetings of the District and meetings of the Board of Commissioners. The secretary shall also prepare and warn all meetings of the District and Board of Commissioners in accordance with Vermont law and shall cause the annual report approved by the Board of Commissioners to be distributed to the legislative bodies of the member municipalities. The secretary shall also perform all the duties and functions incident to the office of a secretary or clerk of a municipal corporation.

Treasurer: The treasurer shall have the custody of the funds of the District and shall be the disbursing officer of the District. When authorized by the Board of Commissioners, the treasurer shall sign, make, or endorse in the name of the District all checks and orders for the payment of monies and pay out and disburse the same. The treasurer shall perform all of the duties and functions incident to the office of treasurer of a municipal corporation.

## **Committees**

Currently active committees are the Executive Board and one standing committee, the Finance Committee. The Investment Committee meets as needed, usually once a year. Over the years, we've established a variety of ad-hoc committees (Ordinance, Recycling Market Development, Franchise Study, Executive Search, etc.) to work on short-term projects. The Chair serves as an ex-officio member of all committees.

## **Executive Board**

The Executive Board meets monthly as needed, typically 10 times per year. The Chair of the Board of Commissioners currently functions as the Chair of the Executive Board.

## **Finance Committee/Investment Committee (appointed by Board of Commissioners Chair)**

The Finance Committee was established by the Board of Commissioners in 1996. The Finance Committee meets several times during the year, not solely for budgeting purposes. The Treasurer of the Board of Commissioners is automatically a member of the Finance Committee and serves as committee Chair. It has also been recent practice that the members of the Finance Committee comprise the Investment Committee.