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MEMORANDUM

TO: Board of Commissioners
FROM: Sarah Reeves
DATE: June 17, 2021
RE: Annual Organizational Meeting, Nominations Received to-date, Election Process

In early June self-nominations for positions to be elected by the CSWD Board of Commissioners for Fiscal Year 2022 were sent to the Executive Director.

Self-nominations and nominations received as of June 17, 2021:

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

Chair: Paul Ruess, Underhill

Vice Chair: Alan Nye, Essex/Essex Junction

Secretary: Amy Jewell, CSWD

Treasurer: Leslie Nulty, Jericho

Executive Board (elect four, voted by the membership)

Alan Nye, Essex/Essex Junction

Leslie Nulty, Jericho

Lee Perry, Burlington

Paul Stabler, South Burlington

Process:

The Annual Organizational Meeting will be held via videoconferencing services (Zoom). Additional nominations will be solicited at the Annual Organizational Meeting on June 23, 2021. 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).

Ballots will be virtual with the nominees displayed on a Power Point slide being screen-shared with the public by the Executive Director. Voting will be conducted via one-by-one admittance to a virtual breakout room for all contests with more than one nominee. Jon Dorwart, Director of Information Systems will admit each Commissioner in turn. 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 of the CSWD Charter 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 III, Section 1 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 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

The Finance Committee was established by the Board of Commissioners in 1996 and its members are appointed by the Chair of the Board. The Finance Committee has begun to meet regularly during the year, not solely for budgeting purposes. The expectation can be that the Finance Committee will meet approximately eight times per year. It has been the practice that the Treasurer of the Board of Commissioners is a member of the Finance Committee. It has also been recent practice that the members of the Finance Committee comprise the Investment Committee.