

**CHITTENDEN SOLID WASTE DISTRICT  
BOARD MEETING INSTRUCTIONS  
FOR THE PUBLIC – REMOTE ACCESS**

Date: Wednesday, June 28, 2023  
Time: 6:00 P.M.  
Place: ZOOM MEETING INSTRUCTIONS

**IMPORTANT:**

CSWD will hold a hybrid Board of Commissioners Meeting. The virtual meeting is accessible by computer or phone. Members of the public, joining the meeting remotely, are asked to preregister online using the link below. Following the meeting a recording will be available upon request.

Hi there,

You are invited to a Zoom webinar.

**When: Jun 28, 2023 06:00 PM Eastern Time (US and Canada)**

**Topic: Board of Commissioners Annual Organizational Meeting**

Register in advance for this webinar:

[https://us02web.zoom.us/webinar/register/WN\\_6n3p-s1bSY20LNNuw2Gnew](https://us02web.zoom.us/webinar/register/WN_6n3p-s1bSY20LNNuw2Gnew)

After registering, you will receive a confirmation email containing information about joining the webinar.

*For those without internet access, call 802-872-8100 ext. 213 and leave a message to register for the meeting. A call-in number will be provided to you prior to the meeting.*

Participants will be in listen only mode. Call in controls include: \*6 – toggle mute/unmute and \*9 to raise your hand.

**CHITTENDEN SOLID WASTE DISTRICT  
BOARD MEETING  
ORGANIZATIONAL MEETING AGENDA  
AGENDA**

Date: Wednesday, June 28, 2023

Time: 600 P.M.

Place: Zoom meeting/CSWD Administrative Office – 19 Gregory Drive South Burlington

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**\*\*\* (E) Indicates enclosures (H) Indicates handouts (D) Discussion Only**

- 1. Agenda**
- 2. (E) June 2022 Minutes – for review only (*minutes approved in August 2022*)** (page 3)
- 3. (E) Introduction of new Board Members/Appreciation for those previously serving** (page 7)
- 4. (E) Elections** (page 8)
  - a. Officers**
  - b. Executive Board and Granting of Authority**
  - c. Finance Committee Members**
- 5. (E) Set Meeting Schedule – Board and Executive Board** (page 12)
- 6. Set Interest Rate for Late Payment**
- 7. Continue Fidelity Bond for Officers**
- 8. Approval of check signing privileges**

**APPROVED**  
**CHITTENDEN SOLID WASTE DISTRICT**  
**BOARD MEETING – ANNUAL ORGANIZATION MEETING**  
**HYBRID MEETING**  
**Zoom Meeting/ Williston Town Hall**  
**June 22, 2022**

**PRESENT****BOARD MEMBERS:**

|                |                   |
|----------------|-------------------|
| Bolton         | -----             |
| Burlington     | Lee Perry         |
| Charlotte      | Ken Spencer       |
| Colchester     | Liz Hamlin Volz   |
| Essex          | Alan Nye          |
| Essex Junction | Alan Nye          |
| Hinesburg      | Doug Taff         |
|                | Rick McCraw, alt. |
| Huntington     | -----             |
| Jericho        | Leslie Nulty      |
|                | Tom Joslin, alt.  |
| Milton         | Henry Bonges      |
| Richmond       | -----             |
| Shelburne      | Tim Loucks        |
| So. Burlington | Paul Stabler      |
| Underhill      | Paul Ruess        |
| Westford       |                   |
| Williston      | Kelton Bogasky    |
| Winooski       | Bryn Oakleaf      |
|                | Dr. Ron Stotyn    |

**STAFF:**

Sarah Reeves  
Amy Jewell  
Jen Holliday  
Nola Ricci  
Michele Morris

**OTHERS PRESENT:**

Thomas Melloni, Esq.  
Scott Moody, CCTV

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**AGENDA:**

1. Agenda
  2. Introduction of New Board Members
  3. Organization Meeting Process and Elections
    - a. Election of Officers
    - b. Election of Executive Board
    - c. Granting of Authority
    - d. Set Interest Rate for Late Payment
    - e. Fidelity Bond for Officers
    - f. Approval of Check Signing Privileges
    - g. Approve Meeting Schedule – Board and Executive Board
    - h. Appointment of Finance Committee
- 

### **1.0 CALL TO ORDER and AGENDA**

Chair P.Ruess called the Organizational meeting to order at 6:01 PM. No changes were made to the agenda

### **2.0 INTRODUCTION OF NEW BOARD MEMBERS**

P. Ruess invited the Board of Commissioners and CSWD staff to introduce themselves at the start of this new term. New members included H.Bonges, T.Joslin and R.McCraw.

### **3.0 ORGANIZATION MEETING PROCESS AND ELECTIONS**

S. Reeves reviewed the process for the meeting, including a review of the memo sent with candidates for leadership positions and process notes. Additionally, the Board reviewed the process for contested elections and confirmed with Attorney T. Melloni the process for accepting the Executive Committee members via slate vote.

#### **A) ELECTION OF OFFICERS**

##### **Chair: Paul Ruess, Underhill**

One self- nomination for P.Ruess, no additional nominations.

MOTION to close the nominations for Chair by A.Nye; P. Stabler seconds. VOTING: unanimous; motion carried. P.Ruess abstains from vote.

MOTION that, all those in favor of Paul Ruess acting as Chair of the Board, please indicate by saying Aye and raising hand.” VOTING: All Ayes; P.Russ abstains from vote.

##### **Vice Chair: Alan Nye, Essex/ Essex Junction**

One self- nomination for A.Nye, no additional nominations.

MOTION to close the nominations for Vice-Chair by L.Nulty; P.Stabler seconds. VOTING: unanimous; motion carried. A.Nye abstains from vote.

MOTION that, all those in favor of Alan Nye acting as Vice- Chair of the Board, please indicate by saying Aye and raising hand.” VOTING: All Ayes; A.Nye abstains from vote.

**Secretary :**

No self-nominations from Board Commissioners; Amy Jewell is nominated to continue her work as Secretary.

MOTION to close the nominations for Secretary by A.Nye; P.Stabler seconds. VOTING: unanimous; motion carried.

MOTION that, all those in favor of Amy Jewell acting as Secretary of the Board, please indicate by saying Aye and raising hand." VOTING: All Ayes.

**Treasurer :**

One self-nominations for Leslie Nulty; no additional nominations

MOTION to close the nominations for Treasurer by H.Bonges; A.Nye seconds. L.Nulty abstains. VOTING: unanimous; motion carried.

MOTION that, all those in favor of Leslie Nulty acting as Treasurer of the Board, please indicate by saying Aye and raising hand." VOTING: All Ayes. L.Nulty abstains.

**B) ELECTION OF EXECUTIVE BOARD**

P.Ruess introduces this section by reminding the Board members that they will be voting for the Chair and four members. At the moment, there were three self-nominated candidates for the Executive Committee: A.Nye, L.Perry, and P.Stabler. At the meeting, K.Bogasky and H.Bonges both nominated themselves for the remaining open seat on the Committee. A secret vote was held by private voice vote in person, and private "voting booth" on Zoom to determine who the final Committee nominees would be. The first round of voting closed with a run-off for the final seat between K.Bogasky and H.Bonges; after the runoff vote was held the final Executive Committee members were: L.Perry, A.Nye, K.Bogasky, and P.Stabler.

MOTION to close the nominations for the Executive Committee by A.Nye, seconded by L.Perry. VOTING: unanimous, motion carried.

MOTION that, "All those in favor of the nominees for the Executive Board indicate by saying Aye and raising your hand." VOTING: All Ayes.

**C) GRANTING OF AUTHORITY**

MOTION to authorize the Executive Board to approve expenditures up to \$100,000; and

MOTION to authorize the Executive Director to expend up to \$50,000; and MOTION to authorize the Full Board to approve expenditures above \$100,000.

MOTIONS are made to maintain these proposal levels by K.Bogasky; seconded by A.Nye.

VOTING: unanimous, motions carry.

**D) SET INTEREST PAYMENTS**

MOTION to set the interest rate for late payment at 1% per month (12% per annum) for member towns if assessments are established. Motion by P.Stabler, seconded by L.Nulty. VOTING: unanimous, motion carries.

**E) CONTINUE FIDELITY BOND FOR OFFICERS**

MOTION to continue the fidelity bond of \$500,000 per incident for commissioners of the Chittenden Solid Waste District, the Director of Finance, and the Executive Director. Motion by A.Nye, second by L.Nulty. VOTING: unanimous, motion carries.

**F) APPROVAL OF CHECK SIGNING PRIVILEGES**

Motion to authorize the Chair of the Board of Commissioners, the Executive Director, the Director of Administration, and the Treasurer to sign checks and electronic transfers throughout the upcoming year, and further, any check or electronic transfer greater than \$25, 000 shall require two signatures. MOTION by A.Nye, second by L.Perry. VOTING: unanimous; motion carries.

**G) SET MEETING SCHEDULE**

The proposed meeting schedule for the Full Board and Executive Committee for the FY23 calendar was set to Board members and is available online in the Board meeting packet. While no meeting is currently scheduled for the Executive Committee in July, and a meeting for the Full Board in July are often not required, P.Ruess recommended holding meetings for the Board to start working on important issues, including the MRF.

MOTION to set the meeting schedule as presented for the Executive Board and the Board of Commissioners, and further, to authorize the Chair of the CSWD Board of Commissioners in consultation with the Executive Director to cancel Board of Commissioner and Executive Board meetings when it is deemed unnecessary or imprudent to hold a meeting. MOTION by K.Bogasky, second by P.Stabler. VOTING: unanimous; motion carries.

**H) APPOINTMENT OF THE FINANCE COMMITTEE**

P.Ruess notes that, as Chair, he has the final ability to appoint members of the Finance Committee, but always encourages members to self-nominate. As of this meeting, only one member has self-nominated for a place in the Finance Committee; other members are encouraged to apply. P.Ruess will announce the members before the July meeting.

**4.0 ADJOURNMENT**

**MOTION by A.Nye to adjourn the annual organizational meeting; second by R.McCraw. VOTING: unanimous; motion carried.**

The meeting was adjourned at 7:06 PM.



Becky Johnston, Recording Secretary

***I agree that this is an original copy of minutes and they have been approved by motion of the Board of Commissioners at the 08/24/22 meeting held in Williston.***



**Amy Jewell, Secretary**

## BOARD OF COMMISSIONERS – June 2023

| <i><b>Community</b></i> | <i><b>Representatives*</b></i> | <i><b>Alternates*</b></i>      |
|-------------------------|--------------------------------|--------------------------------|
| Bolton                  | <i>Vacant</i>                  | <i>Vacant</i>                  |
| Burlington              | Lee Perry                      | <i>Vacant</i>                  |
| Charlotte               | Ken Spencer                    | <i>Vacant</i>                  |
| Colchester              | Liz Hamlin-Volz                | Renae Marshall                 |
| Essex                   | Alan Nye                       | Marguerite Ladd                |
| Essex Junction          | Mike Sullivan                  | Amber Thibeault                |
| Hinesburg               | Richard McCraw                 | <i>Vacant</i>                  |
| Huntington              | Roman Livak                    | Landel Cochran                 |
| Jericho                 | Leslie Nulty                   | Tom Joslin                     |
| Milton                  | Henry Bonges                   | <i>Vacant</i>                  |
| Richmond                | <b>Andrew French (6/2023)</b>  | <i>Vacant</i>                  |
| St. George              | Harry Bowen                    | Sarah Tischler                 |
| Shelburne               | Margy Wiener                   | <i>Vacant</i>                  |
| South Burlington        | Paul Stabler                   | Allison Lazarz                 |
| Underhill               | Paul Ruess                     | Dan Steinbauer                 |
| Westford                | Katie Frederick                | <i>Vacant</i>                  |
| Williston               | Kelton Bogasky                 | <i>Vacant</i>                  |
| Winooski                | Bryn Oakleaf                   | <b>Rachel Kennedy (6/2023)</b> |

Thank you to Logan Hegg for serving as the Richmond Board Representative from April 2018 through May 2023.

Thank you to Dr. Ron Stotyn for serving as the Winooski Alternate from May 2021 to May 2023.

## MEMORANDUM

#4

TO: Board of Commissioners  
FROM: Sarah Reeves  
DATE: June 23, 2023  
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 2024 were sent to the Executive Director.

### **Self-nominations received as of June 23, 2023:**

#### **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)

**Alan Nye, Essex Town**

**Lee Perry, Burlington**

**Paul Stabler, South Burlington**

**Kelton Bogasky, Williston**

### **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 28, 2023. 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 Chair, Board of Commissioners)**

The Finance Committee was established by the Board of Commissioners in 1996. The Finance Committee has begun to meet regularly 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 Chair. It has also been recent practice that the members of the Finance Committee comprise the Investment Committee.

## MEMORANDUM

TO: CSWD Board of Commissioners

FROM: Amy Jewell

DATE: June 23, 2023

RE: FY24 Meeting Schedule

Below is the proposed schedule for the FY 24 Executive Board and Full Board Meetings.

Historically, the Executive Board meetings were held on the 3rd Monday of each month. The proposed schedule, listed below, keeps the same schedule, but may be altered based on the desire of the Board. This schedule also includes date changes due to scheduling conflicts with full board meetings and holidays.

Full Board Meetings are held on the 4<sup>th</sup> Wednesday of each month except for November and December where they are held on the 3<sup>rd</sup> Wednesday of the month due to the holidays.

### FY 24 Proposed Board Meeting Schedule

| Month          | Executive Board                    | Full Board                           |
|----------------|------------------------------------|--------------------------------------|
| July 2023      | TBD                                | TBD                                  |
| August 2023    | Monday, August 14th                | Wednesday, August 23 <sup>rd</sup>   |
| September 2023 | Monday, September 18 <sup>th</sup> | Wednesday, September 27th            |
| October 2023   | Monday, October 16th               | Wednesday, October 25th              |
| November 2023  | Monday, November 15th              | Wednesday, November 6th              |
| December 2023  | Monday, December 11th              | Wednesday, December 20 <sup>th</sup> |
| January 2024   | Tuesday, January 16th              | Wednesday, January 24th              |
| February 2024  | Monday, February 19th              | Wednesday, February 28 <sup>th</sup> |
| March 2024     | Monday, March 18th                 | Wednesday, March 27 <sup>th</sup>    |
| April 2024     | Monday, April 15th                 | Wednesday, April 24th                |
| May 2024       | Monday, May 13th                   | Wednesday, May 22 <sup>nd</sup>      |
| June 2024      | Monday, June 17 <sup>th</sup>      | Wednesday, June 26 <sup>th</sup>     |