

June 8, 2020

During the March 27, 2019 meeting of Board of Commissioners then Chair Paul Stabler proposed the creation of a Governance or Policies Committee to resolve the issue of Commissioners who expressed strong and different views on the authorities Commissioners had. The discussion included a suggestion by Commissioner Nye that the Finance Committee and the Executive Board combine forces to create policies to be presented to the full Board for review. Since those two Committees consisted of more than half the Board, I suggested policies should be developed with the full Board.

Minutes of CSWD March 27, 2019 Meeting of the Board of Commissioners

d) Policies

MOTION by Michelle DaVia, SECOND by Bryn Oakleaf, that the Board of Commissioners adopt the Accounting, Reporting, Auditing, and Internal Control, and the Restricted, Assigned, and Unrestricted Reserves policies as submitted.

DISCUSSION:

- Ken Nolan said the language is restrictive on individual board members being allowed to see certain information. The policies must not be in conflict with the warrant process.
- There was discussion of the Executive Board and the Finance Committee having information prior to the full board.

MOTION by Lynn Gardner, SECOND by Logan Hegg, to table action until the next meeting.

VOTING: all ayes except one nay (Westford – Michelle DaVia) and two abstentions (Winooski – Bryn Oakleaf, Shelburne – Tim Loucks); motion carried.

Alan Nye suggested the Finance Committee and Executive Board meld comments from board members into the policy and present the policies to the full board with an explanation. Paul Stabler suggested considering forming a governance committee to oversee policies and procedures. Michelle DaVia expressed concern the process will be never ending. To be simple and transparent the policies should be drafted, reviewed, and discussed with the full board. Tim Loucks said the process now works well. Board members can attend the Executive Board or Finance Committee meetings if they want more engagement. Michelle DaVia suggested holding a retreat for everyone to provide input rather than form a governance committee. Bryn Oakleaf suggested starting with posting the meetings and sending minutes to board members. Amy Jewell noted all meeting packets are posted on the CSWD website. The calendar is also posted.

As Chair I tried to follow through with Commissioner Stabler's suggestion that governance policies be developed, but through the full Board rather than a committee or combination of committees. The Board appears to be comfortable proceeding as we are, and I will stop pursuing that suggestion from a year ago. Any Commissioner who wishes to propose the development of future policies or bylaws is encouraged to make a motion to do so.

Michelle DaVia  
Chair of the CSWD Board of Commissioners