



VILLAGE OF HYDE PARK, BOARD OF TRUSTEES

Minutes of Regular Meeting, April 6, 2017

The duly warned regular monthly meeting was held on April 6, 2017 in the Town Community Room.

Members Present

Frederika French, Chair
Charlie Aronovici
Tim Yarrow
Peter Gallo

Others Present

Carol Robertson, General Manager
Karen Wescom, Clerk-Treasurer

Riki French called the meeting to order at 6:30 p.m. Motion by Charlie Aronovici and second by Peter Gallo to approve the agenda as presented, with the addition of the Green Mountain Byway proposed by Charlie Aronovici. The motion carried.

There was no public attendance. Warrants were reviewed and approved. The Board schedule was reviewed and discussed. Motion by Charlie Aronovici and second by Peter Gallo to approve the minutes of March 2, 2017. The motion carried.

The 2016 Audit Report prepared by Kittell Branagan & Sargent (“KBS”) was presented and discussed. Motion by Tim Yarrow and second by Peter Gallo to accept the 2016 Audit Report and to publish the report online at www.hydeparkvt.com. Following discussion, the motion carried.

There was a discussion of the 2017 Annual Meeting. The Annual Report was presented. Motion by Tim Yarrow and second by Charlie Aronovici to approve the Annual Report. Following discussion, the motion carried.

The GM presented the VPPSA and Stowe Electric proposal for a Highgate transfer of assets. Motion by Charlie Aronovici and second by Tim Yarrow to authorize the General Manager to take any and all actions defined in the Term Sheet authorized by the General Manager on March 24, 2017, and in accordance with mutual agreements between Stowe Electric and the Village of Hyde Park to enable the “Transaction” under which ownership of Highgate Transmission Facility (“Highgate” or “facility”) will be transferred from the current Highgate joint owners, Green Mountain Power Corporation, City of Burlington Electric Department, Vermont Electric Cooperative, Inc., VPPSA, and the Village of Johnson Water and Light Department (collectively, the “Joint Owners”), to Transco and Stowe Electric. VPPSA will sell to Stowe at net book value (i.e., original cost of the asset, less any accumulated depreciation, accumulated amortization, and any residual salvage value, consistent with the Federal Energy Regulatory Commission’s Uniform System of Accounts and accounting policy) an ownership interest equal to 43.7072% of VPPSA’s ownership interest in the facility, which includes Hyde Park’s existing 2.1474% (\$46,583.30 as of January 31, 2017). Following discussion, the motion carried.

Grant applications for the Northern Borders Regional Commission Grant Application were presented and discussed. Motion by Tim Yarrow and second by Charlie Aronovici to authorize the General Manager to make applications for the 2017 NORTHERN BORDERS REGIONAL COMMISSION GRANT APPLICATION, under the Economic & Infrastructure Development Investment Program for improvements to the Water Department under eligible uses of Basic Public Infrastructure and Resource Conservation, Tourism and Recreation. Following discussion, the motion carried.

Motion by Tim Yarrow and second by Charlie Aronovici to approve and authorize by signature the following Board Resolutions.

WHEREAS, the Northern Border Regional Commission (NBRC) application requires a resolution by the applicant's legal authority providing authorization to the executive to make and sign this application to Northern Border Regional Commission. RESOLVED, that the Board of Trustees provide authorization to the General Manager, Carol Robertson, to make and sign grant applications to the Northern Border Regional Commission (NBRC) as well as authorize Carol Robertson to sign any and all NBRC grant documents binding the Village of Hyde Park. We, the undersigned hereby certify that the Board of Trustees is comprised of five (5) members, of whom three (3) constitute a quorum, were present at a meeting duly and regularly called, noticed and convened and held this 6th day of April, 2017, and that the foregoing Resolution was duly adopted at said meeting by the affirmative vote of the undersigned members, and that said Resolution has been duly recorded in the Minutes and is in full force and effect.

Following discussion, the motion carried and Trustees signed two Resolutions.

The Town's proposal for the 2017 Caring for Canopy Grant was reviewed. Motion by Peter Gallo and second by Tim Yarrow to participate in a joint grant, 2017 Caring for Canopy Grants, according to the Town's proposal and without a cash contribution. There was a discussion. Peter Gallo volunteered to participate as a volunteer. The motion carried.

The GM gave a report on the operations of Hyde Park Electric, Water and Wastewater/Sewer and the General Department. She presented the Board with thirty projects that are works-in-process. There was a discussion.

The GM reviewed the 2016 Water Asset Management Grant results: GIS mapping, engineering report on condition of water assets and priorities, detailed asset inventory and other related reports. There was a discussion of setting a schedule of additional meetings in order to consider and respond to capital infrastructure needs detailed in the engineering report.

Charlie Aronovici advised the Board that he was stepping down as Village representative on the Green Mountain Byway project and advised that the Board recruit another representative. The GM reported that Johnson Street Extension project is progressing toward a local concerns meeting.

The General Manager advised the Board that consideration of an applicant for Working Foreman had progressed to scheduling interviews. After making a specific finding that premature general public knowledge would clearly place the public body or a person involved at a substantial disadvantage related to employment, motion by Tim

Yarrow and second by Charlie Aronovici to enter executive session at 8:15 p.m. The motion carried. The General Manager and Clerk-Treasurer remained in the executive session.

The Board returned to regular session at 8:45 p.m. The General Manager explained the recruitment process, the qualifications of the candidate, the results of discussion with the candidate, and reasons for requesting a final Board decision regarding this candidate. Motion by Tim Yarrow and second by Charlie Aronovici to grant hiring discretion for this candidate to the GM. Following discussion, the motion carried.

There being no further business, motion by Charlie Aronovici and second by Tim Yarrow to adjourn the meeting at 9:00 p.m. The motion carried.

Riki French, Chair

Date