

Executive Committee

MINUTES: Monday, November 14, 2016; Time: 3:00 PM

Location: TRORC Office: 128 King Farm Rd. Woodstock, VT

Executive Committee Members in Attendance: Peter Gregory, Jerry Fredrickson, Bob Flint, Thomas Kennedy, Bob Haynes, Walter Martone, Kristi Morris

Others in Attendance: Christopher Damiani, TRORC

Bob Haynes: **Meeting called to order** at 3:10 P.M.

1. **Welcome and Introductions:** Bob Haynes
2. **Approval of September 10, 2015 Minutes**

MOTION:

- Jerry F. moved to approve the minutes.
- Chris M. seconded the motion.
- All in favor: motion approved.

3. **Discuss Bylaws Revision:**

Bob F. highlighted the 1 year term limits for 3 positions within the executive committee.

Bob H. mentioned that it was a theme of a meeting he had in Randolph and as well from Montpelier that that the RDC's and RPC's work together.

Tom K. In the new paragraph in Article II he wanted to remove the language about respect for individual goals.

Bob H. responded to Tom K suggestion that each town has their own goals separate of the 39 other member towns. We have to respect each town's different needs

Peter G. said while this is a **regional** organization he suggested the sentence change to be read as "for goals and aspirations of each of the 40 towns.

Walter M. proposed that we ensure that initials are spelled out at its first mention. Ex RPC: Regional Planning Commission. He also suggested that Article IV B should be under Article V.

Bob F. Article IV B should be consolidated in V A which will help explain Article V B

Walter M. In Article VIII F, where does the money go?

Tom K. Strike 501 C section. Bob F will adjust the statement.

Bob F. brought up that the changes that were suggested to the bylaws cannot be voted on at the next board meeting in December but can in the spring as the 30 day window has passed.

All agreed to send new draft out for Full Board meeting.

4. **Policy Development Discussion**

A) Sub-recipient Monitoring

Peter G, It is important to have policy on how we monitor funding from EDA and we need to have procurement policies and a code of conduct.

B) Procurement

Bob F. most of the money is government money and fits with TRORC language.

Walter M. asked about pg. 4. What happens if they hit a ceiling?

C) Code of Conduct

Tom K. looked at work that organizations that do similar work to use as a starting document. Minor edits were suggested.

5. FY 16 Grant

Tom K. hasn't gotten any response or comment from EDA on FY 16 grant closeout.

6. FY 17 Grant

Tom K. stated that the reporting requirements for EDA and NOAA are different. The reporting requirement don't always align but they have said that you are dealing with two different federal agencies and they have different timelines and requirements.

Bob H. asked if advances will be fine. Tom K. said yes.

He also stated that the grant agreement is effective July 1 but didn't get funds till October. Everyone was made aware that we will need a mid-term financial report. Tom also mentioned that you need backup for the reports. A timesheet on your entire 40 hour week not just on this project.

7. FY 17 Priority Projects

Bob H. the Sykes Mountain Avenue industrial park is dead.

Tom K. In Ludlow it will be done next month. CDBG much smaller construction due to construction restraints

8. Treasurer Report:

EDA money hasn't been received or dispersed yet.

Peter G. We need to make sure the self-assessment gets done and Bob F. will send that out.

9. Full Board Agenda Discussion for December 8, Meeting

Bob F. We should circulate a draft bylaws with all the changes at the board meeting but we cannot approve them. We also need to change the Treasurer's report from Tom K. to Bob F. He also mentioned that the policy development should be listed as an action item.

10. Other Business

None

11. Adjourn

MOTION:

- Tom K. moved to adjourn.
- Bob F. seconded the motion.
- All in favor: motion approved.