



## VILLAGE OF JOHNSON

Gordon Smith, Chair  
Village Board of Trustees  
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February 14, 2018

BY FIRST CLASS AND ELECTRONIC MAIL

Duncan Hastings  
285 Clay Hill Rd.  
Johnson, VT 05656  
[dhastings1954@gmail.com](mailto:dhastings1954@gmail.com)

Dear Mr. Hastings:

The Village of Johnson is in receipt of your Complaint of Alleged Open Meeting Law Violations, dated February 7, 2018. I write on behalf of the Village Trustee Board (the Board) to respond to your Complaint as required by law. In your Complaint, you make several allegations of open meeting law violations, and you request that the Board engage in training and comply with the legal requirements for executive sessions moving forward. The following is a summary of your allegations and the Board's responses.

First, you assert the Board has had at least 1 or 2 executive sessions per meeting for the last 6 months, and that this indicates the Board is somehow misusing executive sessions. The Board disputes this contention. Executive sessions are a common occurrence in municipal governance and are authorized to be held for a variety of reasons. *See* 1 V.S.A. § 313(a). Thus, the fact there may have been 1 or 2 executive sessions during each meeting for the past 6 months is no indication of any misuse of executive sessions by the Board.

Second, you allege the Board held an executive session on January 8, 2018, without stating the nature of the business to be discussed. This is not a violation of open meeting law. While it is true a motion to go into executive session must indicate the nature of the business of the executive session, the Board's Agenda provided notice that the executive session was to discuss personnel matters. You contend there was no indication as to the nature of the business of the executive session, but "personnel matters" is sufficiently specific. *See* 1 V.S.A. § 313(a)(3) and (4) (employment of a public officer or employee is an authorized topic of executive session). As you are aware, an important purpose of executive sessions is to protect the privacy of employees, and that protection would be minimized if the Board were required to be more specific in its statement of the nature of the personnel matter to be discussed.

Third, you contend that 2 executive sessions were held on December 11, 2017 to discuss a solar contract and a personnel matter, and that the Board did not make any specific finding prior to entering executive session. Regarding the solar contract, you complain "[t]here was no specific finding made by the Board as to why premature general public knowledge of this contract would place the municipality or the other party at a substantial disadvantage." This is a misstatement of the legal requirements. The Board is not required to state why it is making its finding—only that it finds the Board or person involved would be at a substantial disadvantage from disclosure. *See* 1 V.S.A. 313(a)(1)(A) (public body may enter executive session to discuss contracts "after making a specific finding that premature general public knowledge would clearly place the public body or a person involved at a substantial disadvantage."). The Board made this necessary finding. *See* Johnson Village Trustee Board Meeting Minutes, December 11, 2017, p. 5, *attached* ("TJ said the board might want an executive session to discuss project economics. Meredith said she thinks that might be wise. Discussing this in open session could put the municipality at a disadvantage.").

Regarding the personnel matter discussed at the December 11<sup>th</sup> meeting, the Board was not obligated to make any specific finding prior to entering executive session. *See* 1 V.S.A. 313(a) (no requirement

to make a specific finding for personnel matters). Furthermore, "personnel matter" was a sufficient description of the nature of the business to be discussed for the reasons previously set forth herein.

Fourth, you complain the Board went into executive session twice on November 13, 2017. However, you admit that on both occasions the Board stated the nature of the business to be discussed was a "personnel issue." Again, this is sufficiently descriptive under § 313(a). You also allege a workplace agreement that was discussed in executive session should have been discussed in open session and reflected in the meeting minutes because the Board made no specific finding of substantial disadvantage. Again, personnel issues may be discussed in executive session without the need for a specific finding.

While it is true § 313(a)(1) requires a specific finding to discuss "labor relations agreements with employees," this term refers to union contracts, not individual employee agreements. This is evidenced by § 313(a)(3) and (4), which involve "the appointment or employment or evaluation of a public officer or employee" and "a disciplinary or dismissal action against a public officer or employee . . . ." Accordingly, the executive session discussing the agreement did not require a preliminary specific finding. Furthermore, even if there was an open meeting violation, which there was not, the Board remedied any violation by voting on the agreement after leaving executive session, thereby validating the agreement. *See Johnson Village Trustee Board Meeting Minutes, November 13, 2017, p. 10, attached.*

Fifth, you contend the Board violated open meeting law in its meeting on October 11, 2017 by entering executive session to discuss personnel issues and Village Manager Meredith Birkett's contract terms. For the same reasons already addressed, the Board adequately stated the nature of the business to be discussed and it was not required to make a specific finding of substantial disadvantage before entering executive session on these issues. Section 313(a)(1) applies to "labor relations agreements with employees," which do not entail individual employee agreements such as the one discussed. Your additional complaints concerning the Board's executive sessions on personnel matters on August 14 and September 11, 2017 are unfounded for the same reasons.

Sixth, you complain the Board held an executive session on a revolving loan application on September 11, 2017, without making a specific finding of substantial disadvantage prior to entering the executive session. After review of the Agenda and Draft Minutes of the September 11, 2017 meeting, it appears the Board entered executive session to discuss a contract on a revolving loan application. *See Agenda and Draft Minutes, September 11, 2017, attached.* The Board does not recall if it made a specific finding of substantial disadvantage prior to entering the executive session, but it acknowledges that such a finding was not recorded in the meeting minutes. Accordingly, as authorized under § 314(b)(4), the Board has decided to make an electronic or paper copy of § 313 available to the Board at all meetings in which an executive session is to be taken so the Board may consult the statute if the need arises. This measure will be taken within 14 days of this letter to ensure, to the extent possible, that all executive sessions on non-employment contracts be held only after a specific finding of substantial disadvantage has been made, pursuant to § 313(a)(1).

Finally, you request "to see the Board get training in open meeting law and most important, come into compliance with executive session requirements." As discussed, the Board has been in compliance with executive session requirements in all but one of the many instances of which you have complained. For this reason, at this time, the Board denies this request as unnecessary and moot given the facts and law articulated herein. However, the Board understands that there are currently several pieces of proposed legislation in the Vermont Legislature that could alter Vermont's Open Meeting law. The Board supports training for all Village of Johnson and Town of Johnson municipal boards and commissions if and when future changes to Vermont's Open Meeting law are officially adopted.

Please let me know if you have any additional concerns.

Sincerely,



Gordon Smith

Chair of the Board of Trustees, Village of Johnson

Enclosures



## **VILLAGE TRUSTEES MEETING NOTICE & AGENDA**

**Date:** September 11, 2017

**Location:** Johnson Municipal Office

**AGENDA:** Please note times are approximate.

**6:00 p.m. Call to order.**

**CHANGES, ADDITIONS TO PROPOSED AGENDA**

**6:02 p.m. Review and Approve Minutes of Trustee Meetings:**

A) August 14, 2017 and August 28, 2017

**6:05 p.m. Treasurer's Report:** Review and approve bills and warrants. Budget Status Report and any Action Items. Signatures needed.

**6:30 p.m. Appearance by citizens, Boards, etc.**

A) Mark Baker & Angela Barton – Revolving Loan Fund Request

**7:00 p.m. WWTF Chief Operator Report and action items:**

A) (D, I) After-hours water reconnection

**7:15 p.m. Foreman Report and any action items**

**7:30 p.m. Village Manager Report and any action items (see below)**

**9:00 p.m. Executive Session – Discussion of a contract (revolving loan app)**

**Trustee issues/concerns:**

**Any other business:**

**Adjourn**

### **Village Manager's Report - Priority/Action Agenda Items:**

- 1) (D, A) Fire Department Rescue Truck Replacement (10 min)
- 2) (D, A) October Meeting Date (5 min)
- 3) (D, A) 30 Lower Main West Sprinkler Allocation & Permit (5 min)
- 4) (D, A) Transco Equity Purchase
- 5) (D, A) Hazard Mitigation Plan Approval (5 min)
- 6) (D, A) Regional Energy Plan (10 min)
- 7) (D, A) Railroad Street Bike/Ped Improvements (10 min)
- 8) (D, I) Beautification (10 min)
- 9) (D, I) Australian Ballot Petition (10 min)
- 10) (D, I) Powerhouse Building Update & Next Steps (10 min)
- 11) (D, I) Discuss Date for Compost Facility Site Visit (5 min)
- 12) (D, I) June 2017 Power Bill Summary (5 min)

JOHNSON VILLAGE TRUSTEE BOARD MEETING MINUTES  
JOHNSON MUNICIPAL BUILDING  
MONDAY, SEPTEMBER 11, 2017

**Present:**

Trustees: Gordon Smith, Walter Pomroy, Scott Meyer, Bob Sweetser, Dave Goddette

Others: Meredith Birkett, Rosemary Audibert, Troy Dolan, Tom Elwood, Mark Baker, Angela Barton, Arjay West

**Note: All votes taken are unanimous unless otherwise noted.**

**1. *Call to Order***

Gordy called the meeting to order at 6:00.

**2. *Changes, Additions to Proposed Agenda***

Meredith added discussion of Route 100C excavation. Walter added discussion of a possible amendment to village bylaws and other things that came out of his meeting with the group that filed a petition for a special village meeting. Gordy added discussion of sending a letter to the Studio Center congratulating them on their tax credit.

**3. *Review and Approve Minutes of Trustee Meetings***

**Walter moved to approve the minutes of August 14 and August 28, 2017, Scott seconded and the motion was passed.**

**4. *Treasurer's Report / Review & Approve Bills and Warrants / Action Items***

The board reviewed the budget status reports. Rosemary said she is still waiting to see if there is one more engineering bill but currently we have spent \$56K on the sewer extension project and we budgeted \$65K.

We still need to collect 3.13% of taxes. That is slightly better than the last 2 years.

Rosemary handed out information on community improvement revolving loan fund status. Sterling Market will start paying principal next July. Only two loans are outstanding. The total balance is \$133K. After we take out the \$56K for the sewer extension project the balance will be \$77K. Two loans have recently been paid off and can be discharged.

**Bob moved to authorize Gordy to sign the Discharge of Loan for Chris and Etta Parker and for Mary Sladyk, Scott seconded and the motion was passed.**

Copies of the draft financial audit for 2015 were distributed. Rosemary said we don't have the 2016 report yet. She will get bids in October for the next audit. Board members will review the 2015 draft before the next meeting.

Rosemary said she reviewed the signatures on the petition for a special meeting that was recently submitted. There were 51 good signatures, more than the amount needed. The board has 100 days to have a meeting after the date the petition was submitted.

**5. *Revolving Loan Fund Request***

Meredith said the current balance in the revolving loan fund is \$77K (after taking out the \$56K for the sewer extension project.) Sterling Market will begin repaying principal of about \$10K a year in 2018. The village will start repaying its loan next year and will pay

about \$13K a year. The loan period has typically been 5-7 years but Sterling Market's loan is for 15 years and another loan was for 10 years.

Mark Baker and Angela Barton are requesting a loan. For 83 Route 100C they asked for \$40K for energy efficiency improvements, interior and exterior paint, wood repair and landscaping. That work all lines up well with the priority #2 in the loan fund guidelines. They requested \$15K for 75 Route 100C. The proposed demolition of #75 is a little more difficult to tie directly to the guidelines. The demolition could support the bed and breakfast next door by making the area more attractive. It can be seen as an aid to economic development or as a safety improvement if the burned house is seen as a safety hazard.

Mark said they want to return #83 to its old glory. He thinks #75 is a huge liability to the town in terms of safety. Kids can go in there. The basement door can't be locked. There could be arson or other mischief. He thinks that is a good point to consider as well as the overall economic impact. If they make the property look attractive it will increase surrounding property values and attract more customers to the bed and breakfast.

Scott asked if a permit is needed to deal with the lead paint on #83 or if the contractor will take care of it. Mark said the contractor will take care of it. Meredith said we may want to see documentation from the painter showing he is qualified to do lead abatement. Mark said he can get that documentation.

Scott asked about the plans for #75. Mark said he would like to preserve the foundation and possibly put a 2-car garage on the property in the future. Scott asked if the foundation would get filled. Mark said he could deck it over. He hasn't thought that out yet. Demolition depends on funding. He is pretty much tapped out.

Walter said Mark is asking to borrow for demolition but hasn't been very specific about what it will cost. Mark said he got an estimate of about \$12K. Walter said he thinks the board will need more detail. He wants to loan the amount that will be needed, not more or less. He would like a specific plan with a cost for each item in order to feel comfortable acting on this loan request. He would like to see quotes.

Bob asked what Mark was doing before this. Was he running a bed and breakfast? Mark said he has worked in the hospitality industry for 10 years. Angela said she has a catering license. She has mostly been in education. She can cook.

Walter said there is some other information he would like to get for the application that he doesn't want to discuss in open meeting. Meredith said she will contact Mark and Angela after the meeting about information they need to provide.

Dave asked if they have put together a business plan yet. Mark said not yet.

Meredith asked about their priorities for loan funds. Angela said weatherization and work on the exterior for curb appeal will be their immediate priorities. She thinks tearing down #75 would be something they would do in the spring.

Board members mentioned the names of some people who might be able to do the demolition work.

Gordy asked if everything is set for the utilities before demolition. Troy said he would need to take a closer look. Tom said a cut and cap has already been done in preparation for demolition.

Mark said he and Angela are maintaining their water allocation for #75 in case they need it in the future.

Angela asked if it is possible to put a speed limit sign near where 100C leaves Main Street. Walter said it is a state highway. All we can do is pressure the state.

Angela asked about putting up one of the machines that tell how fast drivers are going. Would the sheriff's department be responsible for that? Board members said yes. *(Mark and Angela left at 6:45.)*

**6. WWTF Chief Operator Report and Action Items**

Tom said the wastewater plant is running well. There were no callouts for the wastewater plant. Tom completed blower maintenance except for the air filter elements. Nate will help change them in September.

The siphon alarm panel main board for the internet based monitoring system went bad. A new board has been sent and has to be installed.

The Highland Heights lift station will be cleaned with the Vactor unit. Some sewer lines will also be cleaned, including those that have had grease problems.

All water samples taken were good. We completed Disinfection Byproducts sampling and the results are available for review. We had a sanitary inspection from the State Water Supply Division and are awaiting their report. There were no callouts for the water plant.

Tom witnessed tapping of the 12-inch main for the new sprinkler line at 30 Main Street and the new 1-inch water service.

The Cabin Cove leak was fixed during this billing cycle. JSC's water usage for the year will be at an all time high. Dave Muir, a long-time maintenance employee at JSC and our current contact is due to retire at the end of September. Tom talked to someone at JSC about doing a smoke test but it will probably have to wait until spring because the person's supervisors haven't been hired yet.

Tom met with VTrans Friday about the 6-inch water line on 100C between the covered bridge and the failing retaining wall. We need to locate that line but it is a plastic line with no locating wire on it. There is a sinkhole in that area and Jim Cota from VTrans believes there is a leak in our line. Tom thinks the whole hillside is sliding. VTrans wants us to locate the water line. They need to know the depth of it. Tom proposes potholing down to find the top

of the line. The whole hill is sliding and the retaining wall put in by the state is sliding. It makes that water line very vulnerable. Tom would like to find out where it is and prove that it is not leaking. Jim Cota believes there is a leak and the customer is becoming convinced of it. The only way to lay it to rest is to dig it up and show that it is not leaking.

Scott asked if the state would reimburse us if we dig it up and it is not leaking. Meredith said she thought of proposing that.

Meredith said VTrans contends it is not in their right of way. Rosemary and Walter said that is a 5 rod road. Meredith said they are trying to tell the property owner it might not be in the state right of way.

Tom said he has thought about things we could do to stop the vulnerability of that line. We have a Dig Safe request in from the state garage to do ditch maintenance along that road. One project idea we came up with a long time ago was to extend the 8-inch line on School Street across the bridge and tie into it. That is something we should look at long term. It would provide a different way of feeding the college.

Tom said he is not sure if it would be okay with the board for him to pothole down to find the line VTrans is concerned about. Meredith said she can make the offer that we will pay for the work if there is a leak and if not they reimburse us.

Tom said the board had asked for a priority list for curb stop replacement. He has 3 that are broken and a 4<sup>th</sup> that he has to dig up and lower so it won't get damaged by the mower. Those are his priorities.

Scott asked if the work would be done in-house or by a contractor. Tom said he would like to use a contractor with a mini excavator.

Scott asked about cost. Tom said that is next. He thought he would combine this with the potholing to find the line if the board approves it.

Gordy said we should make sure the contractor has a certificate of insurance.

Walter asked if there is an update on the engineering firm giving us a free system analysis. Tom said we got all the manuals back in digital form and we are waiting for their report. Meredith said she and Tom can follow up with them.

Meredith said the board had discussed not turning electric service back on after hours, but we didn't talk about applying that to water. She and Susan wanted to confirm that the decision also applies to water. The board agreed that it does.

Gordy asked about what would happen in an emergency when there is a public safety need to turn water or electric service off or on. Troy said that would be a priority. Meredith said there is nothing to prevent the sheriff's department, etc. from calling to make that request. Gordy said he didn't know if there would be a charge for that. Troy said we don't charge in an

emergency situation. If someone hits an electric pole we go after their insurance. *(Tom left at 7:08.)*

**7. Foreman Report and Action Items**

Troy said a large majority of electric department time last month was spent completing the line upgrade to serve the Lehouillier solar array. The plan is to energize the line tomorrow.

Multiple line covers were installed over the past few weeks for customers who were doing construction work on their properties to provide protection from electrical contact.

The crew has done some tree trimming and brush cutting as part of annual ROW maintenance.

Walter asked if Troy is proactive about situations he notices while driving by where people are in proximity to electric lines. Troy said yes, if he sees someone in close proximity to a wire he will ask them to get away. The electric department will cover a line at no cost for anyone who wants it done. Dave suggested that maybe we should put a notice in our bills once a year or on Facebook reminding people that we can provide that service.

Troy said there were numerous electric meter installs and read outs related to individuals setting up new services and college students moving back in. Maintenance has begun on snow removal equipment. All sand has been stockpiled for winter. The water pump at the cold spring failed and was replaced. The crew installed and removed the banner for JSC. The trucks have been scheduled for Fluid Film undercoating.

Meredith and Troy met with the state about line relocation at the twin bridges. If Fairpoint can get an easement from the new owner at 1066 Route 100C we won't be forced to move our line underground. Meredith said VTrans was willing to pay the cost of moving the line underground but we will have to pay if we stay overhead.

Walter asked if the imminent sale of Fairpoint is affecting us. Troy said no.

Troy completed an estimate for the new Maplefields store. Our portion of the job will cost them \$23,400. We have received payment from them. Troy completed an estimate for a new 1-pole line extension at 375 Collins Hill. We received a payment of \$5400 for that job. Troy completed a true-up for Green Lantern. The total cost to them for our portion of the work at the Gould Hill solar array totaled \$47,319.34. They still owe \$759. We received a check from Johnson Farm and Garden in the amount of \$25,256.51 for our portion of the work related to the 150 kW solar array. A true-up will be completed after full interconnection.

**8. Village Manager's Report and Action Items**

The second Monday in October is Columbus Day so the board agreed to meet on Wednesday, October 11 instead.

Tom has had conversations with Vermont Studio Center about the new sprinkler system at 30 Lower Main West. Their system has a required flow of 300 gallons per minute. It is comparable to what they put in at Kowalski House. She thinks there will be no problem meeting that flow requirement. She included permit conditions Tom and Arjay had discussed



with VSC. They agree to pay the village for a Knox-Box to allow access to the panel in case of an emergency. The locations of the outside fire department hose connection and the sprinkler system control panel were coordinated with the fire department. They must include backflow prevention. The wet tap will be coordinated with village staff. They must replace the defective curb stop. And the permit is contingent on permits from the Departments of Public Safety and Fire Safety.

Gordy said in the past the board decided not to charge for capacity for a sprinkler system. Meredith said that has been communicated to them.

**Walter moved to approve both the preliminary and final water allocation permits for the Vermont Studio Center property at 30 Lower Main West, Dave seconded and the motion was passed.**

Meredith said it was previously discussed that we would reinvest our share of the proceeds of the Highgate Converter sale in Transco equity. In order to do that, we have to sign a subscription agreement and send full payment of \$25,120. **Walter moved to authorize Meredith to sign the subscription agreement and issue payment for the Transco equity, Scott seconded and the motion was passed.**

Now that FEMA has reviewed the Hazard Mitigation Plan the board needs to pass a formal resolution approving the plan. **Walter moved to adopt the resolution approving the Johnson Local Hazard Mitigation Plan, Dave seconded and the motion was passed.**

Meredith got feedback from VPPSA on the regional energy plan. She shared the feedback with the board. VPPSA would like to see qualifying language about promoting use of heat pumps (e.g. "where appropriate" or "as appropriate, in conjunction with the region's utilities") because heat pumps aren't always a good deal for the property owner. Meredith thinks that is a good comment. Melissa Bailey, who reviewed the plan, also commented that she would like the plan to refer to consideration of load growth if heat pumps and EV's are encouraged. She pointed out that the target for household weatherization is extremely high. That target could be unrealistic. VPPSA would like to see language about maintaining existing renewable resources, specifically hydro. Meredith thought that was an important comment. Meredith will update the village's comments based on that feedback.

Scott asked if LCPC talked to VPPSA. Meredith said no. Scott thinks they should have. He feels it's a waste when you don't include your partners. Meredith said Lea said she would also reach out to Vermont Electric Coop after Meredith told her she had sent the plan to VPPSA.

Meredith requested a quote for signs warning of bikes and pedestrians on the roadway and marking the trail crossing. VTrans suggests a typical white stripe crosswalk for the rail trail crossing.

Scott said he recalls that bicyclists are required to follow the rules of the road. If they use a crosswalk they are acting like pedestrians, not vehicles. If they are going to get off and walk

their bikes that is awesome, but he thinks there may be a liability issue if we encourage people to use a crosswalk while riding their bikes. When he sees bicycles acting like pedestrians he gets nervous.

Walter said when you paint crosswalk lines you create a crosswalk which has legal status. He feels we just want to make the crossing visible, not make it a crosswalk. He had suggested painting it green, which VTrans won't allow. Meredith said green is for a dedicated bike lane. Pedestrians are not allowed to be in a dedicated bike lane.

Bob said if there is a crosswalk, the village dump truck will have to stop there.

Walter said the question is what constitutes a crosswalk. He thinks maybe a color like purple doesn't.

Meredith said there has been discussion about making all rail trail crossings similar so she would be hesitant to do something others are not doing. She will get more information about that effort. She will bring up the board's concerns.

Walter said this is really a town issue because Railroad Street is a town highway.

Scott said the sharrows are so far apart they are hard to see. Dave said people have been asking him what they mean.

Bob said he would like a crosswalk on School Street.

Meredith said she guesses signs will cost several hundred dollars. Is the board supportive of her going ahead and buying them? Dave asked how it would be budgeted. Meredith said perhaps it could come out the money budgeted for beautification.

**Walter moved to authorize Meredith to spend up to \$500 for traffic control signs related to the rail trail, Bob seconded and the motion was passed.**

Meredith said Brian Story is open to having the town install the signs if the village buys them, but that has to be approved by the selectboard. The sign warning of bicyclists and pedestrians on the roadway is newer and we have to see if it is in the MUTCD. The town's policy is to try to go with the MUTCD.

Arjay West said it is time for a truck committee to start working on rescue truck replacement. He is looking for conceptual approval to kick off that effort. He is also requesting to increase the purchase price. The replacement plan calls for the rescue truck to be replaced in 2019. He would like to put together a truck committee to begin doing research so the fire department can have a presentation for the April village meeting. At that meeting, the fire department would seek approval for borrowing.

The fire department is looking to replace the rescue truck with something equivalent to the one they currently have. But that truck has needed a few unexpected repairs. It is too light

duty for the job. He sees a need to buy a truck with a bigger cabin chassis capacity. The safety and restraint requirements also will mean some extra cost. The cost in the capital plan is \$198K. With the desired upgrades the cost would be about \$215K, a \$17K increase. He feels the old truck could sell for an amount in that range. He would advocate for money from the sale being used to offset the increase, so there would be no budget ramifications.

Walter asked if Arjay feels the capital plan is still generally good or if we need to rethink some other numbers. Will some other vehicles need to be upgraded? Arjay said so far this particular vehicle seems to be the only one that needs an upgrade. Overall he doesn't see any big headaches or bumps in the road.

Scott said he wonders if the cost of maintenance for the upgraded truck has been considered for budgeting. Arjay said that is a good question he didn't give much thought to. He thinks the cost will be manageable but he doesn't know how much more to expect. Gordy said the truck committee will research questions like this. The committee will go through a very thorough process.

Scott asked what will be done with the old truck. Arjay said typically private sales have been the most successful.

**Walter moved to authorize the fire department to begin the process of replacing rescue truck R1 with a new price cap of \$215K. Scott seconded and the motion was passed.**  
*(Arjay left at 7:53.)*

Meredith said \$500 of the money budgeted for beautification will potentially be spent for signs. Is there anything else the board has in mind for beautification? Meredith has thought of contributing to the Johnson Arts Council for the mural for the rail trail on the side of the Parker and Stearns building. Brian and the Arts Council thought of a mural that would be a stylized map without business names. Maybe there could be a corresponding laminated pamphlet. She suggested putting \$250 towards the mural. **Walter moved to authorize Meredith to spend up to \$250 for a mural sign by the rail trail and the motion was seconded and passed.**

Gordy said Doug Molde asked if someone from the village would be willing to work with the town beautification committee he and Kyle Nuse are on. They have \$4K in town funds to spend for beautification and don't have any real earmark for it. Doug wants to get together a group of people to plan how to spend it. Gordy would be willing to serve on it. The board agreed Gordy should represent the village on the beautification committee.

Walter said he has been scrubbing graffiti in the village. The inside of the Power House Bridge still needs to be scrubbed. He suggested there could be a community day to work on that.

The board has 100 days to schedule a special meeting in response to the Australian ballot petition asking for a vote on electing officers of the village by Australian ballot. Walter said he reached out to Kyle Nuse about the petition. His issue was the inclusion of the Water &

Light Commissioner. That position has really become something handled by an employee, not an elected official. He met with Kyle Nuse, Duncan Hastings, Diane Lehouillier, Mark Woodward, and Jen Burton. Lea Kilvadyova and Jasmine Yuris couldn't make it. He explained his feelings about the Water & Light Commissioner. There could be chaos if the voters elected someone else when we have Meredith doing the work. It could be hard to recruit someone for the Village Manager position if we told them they had to run for election every year. The group agreed with Walter. Duncan said he had thought about the issue but didn't see any easy way not to include the Water & Light Commissioner in the petition.

Walter was thinking about amending the article when it went to the floor. But Duncan suggested instead amending the bylaws and eliminating the position of Water & Light Commissioner. There could be two items up for vote at the meeting – eliminating the Water & Light Commissioner and the item described in the petition. All those who met with Walter agreed that would be a good idea. Walter feels there is zero reason to have a Water & Light Commissioner in our bylaws now because we have gotten to the point where we will have a Village Manager who is also a Water & Light Commissioner. He feels it should be totally at the discretion of the trustees to choose a Water & Light Commissioner. Now someone could elect one at a meeting. He feels the power should rest with the trustees.

Scott said it is up to the selectboard to appoint the tree warden, fence viewer, etc. How did the language about electing officers get into the bylaws for the village? Walter said, who knows? But he sees no reason why it should be there now.

Meredith said she would need to do more research about removing that position. She would want to consult an attorney. Walter agreed that should be done. Meredith said an alternative could be to change the bylaws to say the Water & Light Commissioner is appointed by the trustees. Then someone would have to amend the article that is in the petition. Walter said he feels we can get rid of the job because we have a Village Manager who does everything the Water & Light Commissioner does.

Dave asked, why are we having this conversation? He is somewhat disappointed that no one from the group behind the petition came to have a conversation with the trustees. We have been doing it this way since 1894. Why does it all of a sudden need to change? Having elections by Australian ballot forces those who want to run for an elected position to announce it ahead of time. It allows those who want to run to have conversations. That is great. He is not saying it's a bad idea.

Walter said the general response about the reason for the petition was to increase voter participation. Gordy said it will decrease attendance at the annual meeting. Walter said he brought that up. He wants people to come to the annual meeting. He thought it was good that the candidates spoke at last year's annual meeting.

Dave said we could have a debate for candidates. Walter said the group suggested a candidate night. They want to encourage more participation in the voting process. All agreed that having the Water & Light Commissioner in the article was probably a bad thing but they didn't know how to write it another way.

Gordy asked about the process for changing bylaws. Meredith said she will have to research it. Walter said Duncan did a lot of research. His research indicated we just have to make sure the change is properly warned and acted on at a village meeting.

Walter said Duncan wasn't sure but he thought the Water & Light Commissioner might now have to be a village resident based on recent statute changes, so the board may not even be able to make Meredith Water & Light Commissioner. In the past a trustee has been made Water & Light Commissioner.

**Walter moved and Dave seconded that the upcoming special meeting include an article on amending the bylaws of the Village of Johnson to eliminate the Water & Light Commissioner position if eliminating the position is determined to be legally allowed and in the village's best interest.** Meredith said she and Rosemary have discussed other changes to the bylaws that would be good. **The motion was passed.**

Walter said Duncan said he had already done a lot of research on changing the bylaws and Meredith can reach out to him.

Walter said a couple of other topics came up when he met with the group behind the petition. A few people commented that they would like to see us move our meetings upstairs. They feel the seating downstairs in the office is intimidating and off-putting. They also wanted us to consider having our meetings recorded and put on GMATV as the selectboard does. Scott asked how much that costs. Walter said nothing.

Dave said he just wonders why the petition was submitted. He has no problem with Australian ballot for officers. He thinks it provides a great opportunity for people to voice their opinions in a debate. He just asks why. Walter said they said they want to increase voter participation and turnout.

Gordy said he supports the Australian ballot. He thinks village voters deserve to know who is running for office. Scott agreed.

Board members discussed moving meetings upstairs and concluded they were not willing to agree to that yet. Scott said he doesn't see a huge difference between meeting there and meeting downstairs. People would have to run up and down the stairs if they needed to look up information. Meeting upstairs would mean more lights burning, more energy use. Bob said it is hard to hear upstairs with the air conditioning running.

Board members said they didn't care whether Meredith looked into recording meetings. Meredith said she will do that.

Gordy said the board can go upstairs for any meeting where a lot of people will be coming in. Scott said he feels the board should move upstairs based on need.

Rosemary suggested that the special meeting should be held at the school, so we should check dates with the school. Dave said he wants to make sure the special meeting is promoted so people know about it and what it is all about. It was agreed to schedule the special meeting for Monday, December 4 if the school is available on that date. Gordy said he would like to have all our homework done before the special meeting so we have everything all ready to move ahead. Meredith said she will try to do that before the October meeting.

Meredith said the Phase I assessment of the powerhouse building has been completed. The consultants have recommended moving forward with a Phase II assessment. The next step is for Meredith to request funding from LCPC for a Phase II analysis. In that analysis the consultants can do testing and recommend potential remediation. We will have to think about what direction we will give the consultant about possible future uses. Scott asked, should we take any future use right off the table because the building is in the river corridor and there will be limits on what we can do? Meredith said we can ask about that.

Walter said he thinks the building is getting worse. He thinks the wall is bowing out even farther than it was a couple of weeks ago. Scott said he worries that if we drag this out with community meetings about what to do with it it could fall into the river and we will have the extra cost of dragging it out. He doesn't feel we should drag out the process with discussion about future uses.

Meredith asked if we might want to ask the voters at the special meeting whether to stabilize the building or pull it down. Scott said he doesn't think it is worth putting that on the ballot when the state will mandate the activity. Walter said there is too much information we need before we could put that question on the ballot – for instance, if we decide to keep it, who will pay for it and how much will it cost? He doesn't think the electric department should pay for it so we would be talking about using the village general fund which would mean doubling or tripling the tax rate. If people want to save the building they should raise money for it. Gordy said he would rather see a public informational meeting on a different date when we have more information, maybe at a regular trustee board meeting after we have more information from the Phase II assessment.

Meredith said she and Susan Alexander had talked about a possible site visit to the compost facility. We could do that before the October meeting. The board agreed that Meredith should set up a site visit.

Meredith said she had not printed out the June power bill summary. She will email it to the board. Loads continue to be lower than expected and costs a little higher than expected.

Walter asked about the VPPSA update in Meredith's written report, which indicates that a VELCO study found that after GMP's B-20 line is upgraded the B-22 line becomes the constraint. It is anticipated that those owning or connected to the B-22 line (which includes Johnson) will have to become involved in the discussion. Walter asked if this is going to be scary news. Would they fight us on the Cole solar installation?

Meredith said she doesn't know that upgrading the B-22 would be recommended, but it could be scary with us being responsible for 15% of costs. Her understanding is this is not a reliability issue. It's a financial problem and can't be spread out to all ratepayers in the state or in New England.

Gordy asked if the people putting in the Cole solar array know about this. Meredith said they are aware of the SHEI constraint but she doesn't know if they are aware of this particular issue.

Walter said Vermont Electric Coop said they would fight any project and they could fight the Cole solar project, saying the system can't handle it.

Gordy asked if the board wants Meredith to send a congratulatory letter to VSC about their tax credit. Walter suggested waiting until they are done with their current renovation project and also thanking them for making the building look nice. Meredith said she congratulated them in an email but not in a formal letter. Gordy said he doesn't care when congratulations are sent as long as it is done sometime. Meredith said she will find out if they have a ribbon cutting planned for the renovated building.

**Dave moved to go into executive session with Meredith to discuss contract matters and personnel matters. Walter seconded, the motion was passed and the board entered executive session at 8:48. Walter moved to exit executive session at 9:25, Dave seconded and the motion was passed.**

**9. *Adjourn***

**Walter moved and Dave seconded to adjourn at 9:26 and the motion was passed.**

*Minutes submitted by Donna Griffiths*

JOHNSON VILLAGE TRUSTEE BOARD MEETING MINUTES  
JOHNSON MUNICIPAL BUILDING  
MONDAY, NOVEMBER 13, 2017

**Present:**

Trustees: Dave Goddette, Scott Meyer, Walter Pomroy, Gordy Smith

Others: Meredith Birkett, Rosemary Audibert, Troy Dolan, Melanie Mele, Hunter Thompson, Dan Noyes, Kyle Nuse

**Note: All votes taken are unanimous unless otherwise noted.**

**1. *Call to Order***

Gordy called the meeting to order at 6:30.

There was discussion about our fuel provider. We are still using Brosseau. Board members wondered if we should look into pricing from different providers. Meredith said we looked at it last year and didn't change. She and Brian need to figure out the right time of year to have that discussion. It is a little late now. Maybe she can make note to put it on the calendar next year.

**2. *Additions, Changes to Agenda***

Meredith said a question came up today about the boundaries of the town sewer service area. She will discuss that along with the East Johnson sewer line item already on the agenda.

**3. *Review and Approve Minutes of Trustee Meetings***

Walter moved to approve the minutes of October 11 and October 30, 2017 and the motion was seconded and passed.

**4. *Treasurer's Report/ Review & Approve Bills & Warrants/Budget Status Report/Action Items***

The board reviewed the budget status reports. Dave asked about over budget spending for truck maintenance. Meredith said we can ask Troy about that when he arrives. Rosemary said she can check and make sure some of that shouldn't have been in a different line item.

Rosemary said we got about \$5K more in state PILOT money than was budgeted. The town has paid for fire service and paid the ten cents on the Grand List. Sterling Market repaid their entire loan. They paid it all off early.

Walter asked, Belvidere and Waterville still haven't made their fire payments? Rosemary said no. We will send another notice.

Walter moved to authorize Gordy to sign the loan discharge for Sterling Market and the motion was seconded and passed. Rosemary said now we have to loan out more money. Scott asked how much we have. Rosemary said she thinks \$150K. Walter said he thinks there will be uses for it between the Brownfields study and the light industrial park.

Walter moved to authorize Gordy to sign the release of the \$181.90 water and sewer lien on Steven Roberge's property and the motion was seconded and passed.



Meredith and Rosemary got a quote of \$1995 for a book binding machine that could be used to bind the village report. We now spend over \$800 per year for binding. We only send out a little over 200 reports. We could bind them only as we need them.

Walter said to him the biggest issue is that it would increase the work the office staff has to do. Is it too much? Rosemary said she thinks they can fit it in. The report would be printed on our copier. We could include colored pictures. We would buy the machine in January out of next year's budget.

**Walter moved to authorize Rosemary to purchase a binding machine for delivery and payment in the next fiscal year. Dave seconded and the motion was passed.**

Meredith said VPPSA members who can't provide audited financials by September of the following year could face penalty charges because it can put VPPSA at risk. We will need to put strict language on our bid documents about the auditors needing to have audit reports done by a certain date. She will ask VPPSA to provide that language.

Walter asked if we have the 2016 audit report yet. Rosemary said no. Walter asked if we will solicit bids for the 2017 audit. Rosemary said yes, she will do that soon. She has a list of 5 different companies.

**5. *Discussion with Dan Noyes***

Gordy asked if the board could add an item to the agenda to allow Dan Noyes to speak if he wishes to. He appreciates him coming to the meeting. Meredith said we can add an item. Walter said he would like to hear what we can expect from the coming legislative session.

Dan said there is a budget meeting on December 2 that will give projections on money coming and going out. That will dictate what the budget will look like. He can come back after that. He said he would be interested in hearing more about the solar panel costs that had been mentioned earlier in the meeting. That must be a problem for other towns also. It sounds like multiple people have to be paid individually for a solar installation.

Meredith said group net metering rules don't put a cap on the number of customers that can be part of a group. The net metering rules have changed multiple times. Now there are different classes of net metering customers we have to keep track of. Different rules apply to different classes. It is administratively labor intensive.

Dan said another issue he sees is promoting the community. Is state tourism reaching out to small towns and providing assistance specific to them rather than just looking at the state as a whole? Board members said we have a conversation coming up about the state byway system.

Walter said he wants to make sure the report from the Brownfields study makes it very clear that we think our village center designation should be increased. We tried to expand the area and the state said no. We would like to grow the village center down Railroad Street. The trustees know the community better than the state. Our economic center will be shifting because of the rail trail. We want to have tax credits and funds available to take advantage of

the shifting center. We are thinking forward and they are thinking backward and trying to play big brother. Dan said he would be glad to go and talk to them about that.

Walter said the legislature should not pass a carbon tax without talking to municipalities. Dan said he doesn't any legislation will go anywhere on a carbon tax this session.

**6. *WWTF Report and Action Items***

Meredith said when a customer complained about low water pressure Tom did quite a bit of customer service to address the problem. He noticed there was no meter horn at that location. One will be put in.

Tom will use GW Tatro to do excavation for replacing priority curb stops. The cost should be \$3-4K.

Dave asked what happened when the state was working near the retaining wall. Did they drill through our line? Meredith said no. They found no evidence of water. We don't think the problems in that area are due to the water main leaking. There is ongoing frustration on the part of the property owners. They felt like they were led to believe that VTrans would replace the retaining wall quickly. Now VTrans is saying it will be several years. The property owners are concerned about whatever is causing the small sinkhole. We have tried to make it clear we don't think it's our infrastructure causing the problem so we don't intend to do anything.

Scott asked about Tom looking for a water leak on Clay Hill. Meredith said yes, he has been trying to locate the source of water loss. Scott said he wonders if the sewer line work that was done near there with no one from the village to oversee it could be the cause. Meredith said water service to that home was recently turned off for the season.

Meredith said an engineering firm has given us a proposal for a preliminary engineering report on the wastewater treatment facility to be funded by the state revolving loan fund, knowing that we will be paying off our bond and hopefully will have money available to do top priority asset management.

Walter asked about the asset management work that was being done. Meredith said the consultants said they would get in touch with us in early November for training on the database. She will check in again with them.

Meredith said she understands that a preliminary engineering report is the first step to get grant money to do work. The engineering firm came up with a proposal for a scope of work and a grant application to fund that work. She told them we would meet with them at the end of November. She would come back to the board before hiring them for anything. We probably would want to talk with some other engineering firms.

**7. *Foreman Report and Action Items***

Troy said there was a planned outage on October 24 so Fairpoint could do work at 100C and Sinclair related to the twin bridges project. There was an outage on November 6 on River Road East caused by a broken cutout. It affected one customer. Power was restored in 30 minutes.

On October 26 we participated in ISO New England's fall voltage reduction. All our equipment operated as it should with no issues.

We installed a 100 amp service to serve new storage units. We upgraded a service on School Street from 100 amp to 200 amp.

Jeff Parsons successfully completed his first year of lineman school. Nate and Tom both worked for Stowe for 3 days dealing with wind storm damage. We didn't have any issues here due to that storm.

Our crew attended the Vermont Safety Summit conference in Burlington. There were 4 different sessions. One thing they learned about was suspension trauma, which can happen if someone is dangling from a harness for too long.

All village fire extinguishers went through six month inspection. All equipment is ready for the winter season.

Troy has been working with contractors at the new Maplefields and with Fairpoint engineers. We had to move two of our guide anchors that were overlooked when the Maplefields site plan was developed.

Troy completed an estimate for a new 200 amp service on Prospect Rock Road. He has been working with an engineer on a solution to the problem of high voltage from Alan Lehouillier's solar array.

Troy asked if the issue with plowing at the Gould Hill array has been solved. Troy said he thinks so. We will give them notice every month when meters need to be read and they will keep it plowed. If we have to plow it to get in for maintenance we charge them for that. Meredith said we created an addendum to the interconnection agreement outlining requirements for access.

Walter asked if the system study for the Cole solar project has started or if we have heard anything from them. Meredith said when last she spoke with them they balked at the price we got to do the study and they wondered if we could come to a more specific agreement with them. She told them she wasn't willing to do that until we got more information about VPPSA's solar projects so we could compare. VPPSA is looking at proposals they got to do solar projects for VPPSA members. They don't want to do the study unless we commit more and she doesn't think we can commit more until we find out if there is a better deal for us. VPPSA is doing analysis right now so she thinks it makes sense to wait until that is done, which should be in a week or two. Then we can compare to the Cole solar proposal.

The agreement we signed with VTrans for them to pay for us to go underground with our service near the twin bridges requires us to have the work done by January 15. Troy said he has a contractor. He is waiting for Fairpoint to set poles but they are behind. There will be poor working conditions by the time we are able to get started and we will have our regular

winter work maintaining sidewalks. Walter asked what recourse we have if Fairpoint doesn't come through. Meredith said she thinks we should reach out to Fairpoint and VTrans about the situation. Fairpoint was supposed to have poles set by November 30. She wants to make sure we won't be penalized for a delay that wasn't our fault.

Meredith had previously briefed the board via email about the need for winter staff assistance. Walter moved to go into executive session to discuss a personnel issue. Scott seconded. the motion was passed and the board entered executive session at 7:30. The board came out of executive session at 7:38.

Meredith said we will plan to advertise a full-time temporary position for December and January. She and Troy thought \$20/hour would be a reasonable pay rate given the level of skill and experience required. After some discussion the board agreed to advertise a range of \$18-20 dollars.

**8. *Village Manager Report and Action Items***

Meredith showed the board a proposed sidewalk disturbance policy and some information about other municipalities' permit processes. She thinks she will need legal advice on our authority and the right process to use (policy, ordinance, etc.) This would address people digging up our sidewalks and replacing them. The village charter does say we have the authority to construct sidewalks and to make ordinances related to sidewalk standards. She wants to make sure we get our permit process right so it will be enforceable. The policy would include construction standards and the timeframe for allowed work. Other communities limit work between April 15 and October 31 except in emergencies. A minimum notice period before starting work will be required. Most municipalities have an application fee. That would cover Troy's time to meet with people and discuss their plans. We want people to turn in a site plan and we want to make sure they have proper insurance. Other municipalities require work to be done within 30 days of when the permit is issued. The policy lays out who is responsible for OSHA and MUTCD standards, Dig Safe, and traffic control. She thinks it is important to have an appeal process. Permits would be administratively approved and not have to go through the trustees, but the applicant could appeal to the trustees.

Scott said the timing of replacement after a sidewalk is removed is important. Walter said we have to address that if a sidewalk has to be removed for an emergency in winter it may not be able to be replaced then. Scott said there are some pavement sidewalks on Pearl Street. If we have construction standards and someone removes sidewalk that is just pavement, how does that work? Another question is whether the policy addresses boring underneath the sidewalk without impacting it. Troy said he thinks that will depend on what depth they go to.

Walter said someone putting in a new curb cut has to get a permit from the town. Can we make it easier for the permittee, maybe using one sheet of paper for both permits? Meredith suggested putting a note on each permit about the possible need for the other.

Walter said he assumes the policy also talks about curbs. They are ours too. Some are granite and are expensive. Meredith said she will talk to an attorney about this.

Scott suggested a warranty period for any work done to protect against shoddy work.

Meredith said after the last meeting she let the property owners at 1077 and 1079 100C know the board wants separate service lines. They are now proposing a plan with separate lines. They have met our requirements and they have paid. Walter moved to approve the preliminary and final wastewater allocation for the Peinert property at 1077 and 1079 VT Route 100C contingent on the state permit being received and the motion was seconded and passed.

Meredith said we had ergonomic assessments done of all staff in the spring. She and Brian developed PACIF equipment grant applications. She hoped we would get 50% but we were only awarded 40%, so we will get \$2000 instead of \$2500. Scott asked, will they send someone out to fit the people to the furniture? Meredith said she thinks they will send their ergonomic person out if we ask. Walter moved to move forward with purchase of ergonomic equipment and the motion was seconded. Scott said the motion should include that that someone comes in and sets up the furniture correctly and gives staff training on how to set it up. The motion was passed.

Meredith said the board had asked her to look for grant opportunities to help with purchase of AED's. She applied for a few but we didn't get them. She thinks we should go ahead and buy them. We did budget for the full purchase price. The town was going to share 50% of one for the office and the village will get one for the bucket truck. Some office staff still need to get trained. Walter said we should get all employees trained. Gordy asked if Troy is still willing to do yearly checks of batteries, etc. for both AED's. Troy said yes. Meredith said we already budgeted for this purchase so a motion is not needed.

Meredith said we were going to wait until the end of December and see how we are doing budget-wise and whether we can afford the more expensive refrigeration unit Tom would like to get. If so we will get it; if not, we will delay purchase until next year.

We budgeted \$9K to get the water plant building and booster station painted. Meredith will get a quote.

We budgeted \$25K for a full electric system study. We started working with an engineer who did an impact study for the Lehouillier project. Meredith doesn't think \$25K is a realistic number. She would say the cost would be closer to \$50K. Her hope is that if we move forward with the Cole project we could have them pay for part of it. It needs to happen but she doesn't see it happening before the end of the calendar year.

Meredith provided a draft letter to the Green Mountain Byways steering committee. The intent is for the town and village to sign the same letter. Meredith shared this draft with Brian and with Rob Moore, who came previously to talk to the board about the Byway. They thought it was okay. The Byway steering committee is not asking for money now. Walter moved to authorize Gordy to sign the letter to the Green Mountain Byways steering committee, Scott seconded and the motion was passed. Meredith said the goal of submitting the letter is that next time the Byway map is reprinted we will be on it.

Brian asked Meredith to check in with the trustees about where we stand with transfer of the East Johnson sewer line to the village. Duncan told Meredith he thought the town needed to do some confirmation that there isn't any problem with the transfer related to how the project was funded. Brian may need to research that.

Walter said he understands that the history was that the town was going to put in the line and pay off the loan and as soon as it was paid off we would accept it, but it was low on Duncan's priority list.

Gordy said his concern is that if the line is over 30 years old the pump station may need work soon. Maybe we should have an engineer look at it. Troy said he thinks the whole system should be inspected. He mentioned that he had seen a house on Sinclair Road with a town sewer line going right through the cellar. He doesn't think we should take over something like that. Gordy said he feels we should wait until the twin bridges project is done. He thinks for the village's protection we should have an engineer review the system so we will not have major financial expenses. Other board members agreed. Scott said he would like to have the line checked with video. He asked if we can find out about the liability of having a sewer line go through someone's basement.

Meredith said several months ago a property owner on Sinclair Road asked about getting hooked up to the sewer system. She told him he was within the town sewer service area and needed to go to the town and get an allocation first. It turns out the edge of his property is within the town sewer service area but the home actually isn't. The question has come up of whether the boundaries should actually follow parcel lines or if we want to stick with the way the map is currently drawn. Rosemary said this is the same person who sued the village in the 1980's. The village denied sewer service to that person in the past. That was before the town sewer service area existed. Walter said another property owner sued us for the same reason. A judge threw it out. He feels he would be willing for village sewer service to go anywhere the town would invite us in. Meredith said there is an intermunicipal agreement that says boundaries can be amended if both parties agree, so it looks like we could agree to have boundaries aligned with parcel boundaries. The board agreed Meredith should ask for a formal request to bring to the December meeting.

Gordy said the beautification committee discussed different ideas about the village green. Before the committee spends too much time and energy on plans for the green he wanted to get guidance from the trustees. One suggestion was to put in a screening hedge to block the parking from being as visible. Kyle said Todd Haun, who does the flowers for the Studio Center, suggested shrubs to separate the green from the parking lot, making it more cozy and inviting. Now it feels like a parking lot with a green strip. The committee was also talking about potentially putting in a small gazebo-type structure.

Scott said he likes the idea of a gazebo. He wonders about graffiti and who would maintain it. He doesn't like the idea of the hedge due to public safety issues. He would want to be able to see the cars to prevent people camping out or loitering in the parking area. He would be okay with small bushes that would still allow people to see the car rooftops.

Kyle said she thinks while sitting at picnic tables people would see only the hedge but standing people would see the cars. She doesn't think they are talking about a tall hedge.

Troy asked if the hedge would affect plowing. Gordy said that is another question he has.

Dave said we have to think about maintenance of landscaping. Maybe the Studio Center would help out with that. Walter said the cold spring gardens are a mess. The municipal building gardens are a mess. An ugly garden is worse than no garden. We need to also think about existing gardens. Dave said we need to talk about how we are going to maintain landscaping. He thinks we would have to hire a contractor or see if the Studio Center or the college could help.

Walter said at the Brownfields meeting there was a lot of talk about what should be done at the talc mill property as far as trimming vegetation and providing access to water. He thinks the beautification committee should be thinking about that property too. And in the vicinity of the cold storage and smoke house buildings there are piles of materials such as gravel and spare poles. That area is now adjacent to the rail trail, another entrance to our community. He thinks we need to think about the making that area nice. Troy said he thinks a lot of the material was left from work on the rail trail.

Dave suggested that the beautification committee discuss speaking to some contractors and getting an idea what it would cost to maintain the current landscaping and any proposed new landscaping. Before any money is spent we should know the cost to maintain the landscaping. He thinks it is a good idea to beautify the green and make it welcoming. He thinks a gazebo sized appropriately for the small space is a good idea.

Kyle said the beautification committee has money that has to be spent before the next fiscal year. Dave asked if the money can be used to maintain the things we have. Roof trusses at the talc mill park are blown out and need to be fixed.

Kyle said the committee decided that this year's money would be used for one or two projects that would give a lot of bang for the buck – showcase projects. Then in the next cycle there would be an application process where individuals could apply if they have a vision of what they can beautify. Gordy said the priorities were the village green, a mural for the rail trail, and Main Street. Kyle said small streetscape projects for Main Street were discussed. Dave said he would love to see the sculpture spaces being used.

Gordy asked, if a hedge were on the inner perimeter of the green, could the crew still snowplow around it? Troy said yes.

Walter said the committee should make sure to talk to the tree board. They may have a source of money.

Meredith said power supply expenses were a little below budget but load has been more below budget. That is reflected in our financials, which are a little tight but not too severe.

Walter asked if this budget had Manchester Lumber in it. Meredith said we knew Manchester Lumber would be shut down when we did the power supply budget. Revenue has been down even more than expected. A little is due to the Lehouillier project, which we didn't budget for. We also didn't budget for Maplefields being closed during their construction project.

Meredith said we talked previously about the Tier 3 electric vehicle pilot project. She recommends that we participate. She handed out a sheet listing some of the benefits. We don't have a Tier 3 requirement until 2019. We can bank any credits we earn before then. If all other VPPSA members are doing a pilot project allowing credits for electric vehicle purchase and we didn't offer that option to our customers it might look bad. We would be billed quarterly by VPPSA. The cost would probably be in the \$9-10K range. If the money is not spent it will be carried forward to 2019 for meeting Tier 3 requirements. If we have customers purchasing electric vehicles there will be additional revenue to us – about \$1200 over the life of the vehicle if they charge it at home.

Dave said if we participate our ratepayers would get a rebate if they purchase an electric vehicle. Scott said he thought it was only if they purchased from one dealership. That was the problem he had with it. Meredith said it now looks like people wouldn't get the rebate from a dealer but from VPPSA. So it would not be just one dealership. Scott said he is fine with it then.

Gordy said Hyde Park is the only muni not participating and they are doing something on their own, so he feels participating is the right thing politically.

Meredith said there is an extra rebate for certain low income individuals. She doesn't think there is a downside to participating. If no customers want to buy electric vehicles we get to roll the money into 2019 and if they buy them we get Tier 3 credits.

Walter said he was partly against participating because if the Cole project goes through we don't need this. Meredith said she doesn't think the Cole project will be done in 2019. There probably will be a market in credits that could be traded among VPPSA members. If we end up with more than we need we might be able to use the extra to recoup our costs. It looks like any large scale project may be opposed by VEC.

Dave said he thinks this is good PR.

**Dave moved to participate in VPPSA's 2018 pilot electric vehicle program and the motion was seconded and passed.**

Meredith said the board had previously agreed to assign our shares to VPPSA for the December Transco equity purchase so they will do the purchase for us. **Walter moved to authorize Meredith to sign the Transco equity assignment to VPPSA at a cost of \$123,210. Dave seconded and the motion was passed.**

Gordy said visitors to the municipal building often have to park far away. He asked Meredith to check on whether we can take down one of the handicapped parking signs and put a 10



minute parking sign up instead. Meredith said we need one handicapped parking spot for every 25 spaces. Walter said he feels we should maintain the two handicapped spots because this is a senior center. He thinks we should add a 10 or 15 minute parking spot in addition. Gordy said the seniors don't use the handicapped spots. But they could, Walter said. He feels we need a spot where a customer can park and come in and pay a bill. There is discussion from another source about asking employees to move. He doesn't want to do that. He feels our customers should come first. **Walter moved to create a "10 minute parking only" spot outside the municipal building, seconded by Scott.** Gordy asked Meredith to let office staff know the board's intentions and to have Brian bring it up at a selectboard meeting. Scott said most municipal buildings have this already. **The motion was passed.**

Meredith said we have done the necessary advertising for the special village meeting. We need to discuss what else we want to do. Dave suggested using the Facebook page. We would want to check the legality. Scott suggested getting Sue Lovering to write about it. Walter suggested a mailing to village residents about a week before the meeting, using the mailing list that is used for village reports. The board agreed to that.

**Walter moved to go into executive session to discuss a personnel issue with only board members remaining, Dave seconded, the motion was passed and the board entered executive session at 9:00.** The board came out of executive session at 9:09.

**Walter moved to adopt the workplace agreement as drafted by the village attorney and to authorize Gordy to sign it on behalf of the board of trustees, Dave seconded and the motion was passed.**

9. ***Adjourn***

**Dave moved to adjourn at 9:09 and the motion was seconded and passed.**

*Minutes submitted by Donna Griffiths*

JOHNSON VILLAGE TRUSTEE BOARD MEETING MINUTES  
JOHNSON MUNICIPAL BUILDING  
MONDAY, DECEMBER 11, 2017

**Present:**

Trustees: Gordon Smith, Walter Pomroy, Scott Meyer, David Goddette, Bob Sweetser (by phone)

Others: Meredith Birkett, Rosemary Audibert, Troy Dolan, Tom Elwood, Arjay West, TJ Poor, Eli Emerson

**Note: All votes taken are unanimous unless otherwise noted.**

**1. *Call to Order***

Gordy called the meeting to order at 6:01.

**2. *Changes, Additions to Proposed Agenda***

Walter said he would like to add comments about Hyde Park under the VPPSA update. Gordy added discussion of an idea employees had about when percentage raises are given and discussion of helping out the Jubilee with liability insurance.

**3. *Review and Approve Minutes of Trustee Meetings***

Walter moved to approve the minutes of the November 13 trustee board meeting, the minutes of the November 13 joint selectboard-trustee board meeting and the minutes of the December 4 special village meeting. Scott seconded and the motion was passed.

**4. *Treasurer's Report / Review and Approve Bills and Warrants / Budget Status / Action Items***

Rosemary said the truck maintenance expenses Dave asked about last time were for labor by village employees to maintain equipment. That was a new category in the budget. Troy said it includes work like putting new accessories on the digger truck. In the past that type of work often got charged to inventory and stores but we wanted to separate it out.

Walter said electricity for sewers was way under budget. Could it be because of the new pumps? Tom said over the years we have done a lot with Efficiency Vermont and he thinks we are reaping the benefits. Collection system labor is up because he spent time doing manhole inspections, etc. We have had some issues he wants to fill the board in on. A lot of the issues we have are due to things being flushed that shouldn't be flushed.

Walter said it looks like we will be about on budget. Tom said he doesn't think we will have to tap into capital reserve funds to pay for wastewater improvements as we thought we would.

Rosemary asked if the board wants to give the usual holiday pay and if the new temporary employee who started November 27 should get holiday pay. Dave moved to give \$100 holiday pay to full time employees, including the temporary full time employee, Scott seconded and the motion was passed.

Rosemary said she sent out 6 requests for audit proposals and received 3 proposals. She did not send a request to our current auditor. The board reviewed the proposals. The lowest was from Pace & Hawley. Walter recommended that Rosemary check references for Pace & Hawley and if she is satisfied, in consultation with Meredith, she can sign a contract with them. Dave said she should check on the speed of getting reports. Meredith said our letter included specific language from

VPPSA about when the report must be received. The board agreed with what Walter had recommended.

**5. *WWTF Chief Operator Report and Action Items***

Tom said he had spent time researching the East Johnson sewer line and found various issues. He had brought some of them to the attention of Meredith. He hoped he would have some say before the board made a decision on taking over ownership of that line. It was a great sewer line when it was put in, but things have happened to it since then. For instance, there are two manholes on Sinclair Road that are deeply buried.

Scott said he voted against taking over the line. He wasn't comfortable with it.

Walter said his feeling is that we made a deal that once the bond was paid off it was our line. He doesn't disagree with anything Tom has said but we are the ones that collected all the revenue all these years, not the town. The only thing that didn't happen was paperwork. He feels it's a done deal.

Tom said there are overflows in the system heading right for the river. These are things we have to adjust immediately.

Dave said he was unaware until it was brought to his attention that we didn't own this line.

Tom said he thought we didn't own it. Until the paperwork is done we still don't. That gives us a chance to revisit the decision a little. The board should have asked him. He didn't realize there was going to be a vote.

Walter said ultimately Tom's advice is moot. He is not disrespecting or disregarding him but an agreement was made in the past and we need to honor it. Maybe we should have communicated with Tom more over the years about the line.

Gordy said unless we can show something in writing on the agreement, he doesn't know that there was an agreement. He thinks the vote to take over the line was not properly warned and not legal. The agenda item was to see who would pay for lift station repairs and an audit of the line so he thinks the vote was illegal.

Tom said he wants to make sure we are protecting everyone. He is the one responsible for the line if the village owns it.

Scott said he backs what Gordy says. He wanted that line reviewed before we said yes or no. If the board had had input from Tom that could have put topics on the table for discussion like who pays for uncovering buried manhole covers. He apologizes for not insisting the board get Tom's input. He thought there was agreement to have the line reviewed.

Bob said that agreement was made before work was ever started on the line. Work wouldn't have started otherwise.

Meredith said things were done subsequent to the main line going in. There have been changes and extensions since then that we aren't aware of. She thinks both parties are responsible.

Troy said an example is that his crew recently dug up half a ton of metal and junk on top of the line.

Tom said he has questions about an extension that was put in off that line. Do we own it? Should he maintain it?

Dave said Gordy just brought up that the vote may have been improper and may not hold weight. Tom said gives us an opportunity to revisit it.

Dave asked Tom about his concerns regarding the line.

Tom said there is an overflow he has to deal with almost immediately that heads to the river. He has been exploring if there was ever a building in that area. There is a pipe that goes through the ladders in a manhole. He would never approve that. There is no building there currently and no connection. He doesn't know where it goes. He uncovered it in October. He has been trying to find buried manholes.

Bob said he thinks the line Tom is speaking about drained out of his cellar. Tom said this is across the street. Bob said his drain went all the way to the river. Tom said it doesn't head for Bob's house. Bob said there was once a trailer sitting there.

Dave asked who would have approved these things. Tom said only the Superintendent of Public Works or the Chief Operator could do it. It could only have been Donnie or Ken Phelps or Bob or Steve Towne. These are older than Steve Towne, except for a couple of things. A 6-inch deep sewer line that goes through the frame of a manhole is one problem.

Walter said we will find a bunch of problems. But who did the work that created them? The village. We would have been responsible. Who has been collecting the revenue? The village. Who has been doing at least basic maintenance? The village. We have been responsible for the line since day one. If something is not right, it's our fault.

Scott said not necessarily. The town paved over manholes. That is the responsibility of the town and village. We don't have any agreement on who pays to fix them. Walter said we had the same issue in another area and the town and village worked together to fix it.

Gordy asked what this does for the allocation for the town service area. He said there are a lot of legal questions that need to be answered. He wants this to be solved but there are some costs we will have to budget for that we didn't plan on. That will raise sewer rates.

Tom said he thinks we will have quite a bit of work to do to get to the point even of having it evaluated. He and Meredith met with Elizabeth Emmons from Dufresne. Dufresne had suggested doing a preliminary engineering report (PER). When talking to Emmons about that the East Johnson issue came up and he suggested maybe narrowing the scope of the study to that. Previously they had been talking about looking at the whole system. There are a lot of areas we need to have evaluated. Inflow and infiltration reduces our capacity. Inspection of river crossings, which Tom has to do by state statute, was going to be part of the PER.

The board agreed to pause this discussion for TJ Poor's item.

**6. *Review of Solar Options – TJ Poor***

TJ Poor said Meredith had asked him to come and talk about what VPPSA has done with RFP's that include 2 Johnson sites as well as about Cole solar. Meredith said she let Cole solar know we are waiting until we can hear from VPPSA about the RFP opportunities. We need to understand the pluses and minuses of both opportunities before we decide whether to move forward with Cole.

TJ said VPPSA issued RFPs over the summer. Eight vendors responded. Sites of different sizes were identified. Vendors provided both purchased power agreements and ownership options for most sites but some vendors didn't provide ownership options. Everyone who didn't provide an ownership option was asked to provide one. VPPSA is looking at those now. These are preliminary non binding bids. VPPSA plans to pick the top couple of developers for each site and ask them for binding bids. There is a lot of uncertainty with regard to the solar tariff. An additional tariff for Chinese solar panels has been recommended to the federal administration. VPPSA hopes to get binding bids back in January.

One of the sites put into the RFP was on Gould Hill Road on private land. There was one response for that site. A vendor proposed a 750 kW installation with PPA and ownership options. There is a lot of clearing work that would need to be done at that site. It would be hard to access. There is some ledge.

Meredith said members of VPPSA were asked to suggest sites so we suggested some.

Gordy asked if this is the same area he recommended. He explained to TJ which area he had in mind. TJ said he will check with a couple of developers to see if there was any uncertainty about what area they were looking at on Gould Hill.

The sewer plant rooftop was another one of the sites. There was only one bidder for that. TJ said he thinks a lot of developers shy away from putting in a bid without looking at the structure. In the second round we would want to let them come in and look at the integrity of roof to get a binding bid.

Gordy asked, if we don't come up with anything in our district, we have the option of going in on some percentage of one in another area? TJ said yes.

Walter said if VPPSA doesn't go ahead with the sewer plant location he would like to see the data on it. We may still go ahead with it as a net metering project. TJ said VPPSA would check whether we want VPPSA to do the project or we would rather do it on our own. We could choose how much power we are interested in.

TJ said the proposed Cole solar project is about 2 megawatts. They offered only a PPA option until today when we got a price for an ownership option. One big issue is that the impact of 2 megawatts on a system the size of Johnson's is not yet fully understood. He thinks it would be critical to evaluate what interconnection upgrades would be necessary. A full system impact study costs more than developers are used to paying.

TJ showed a graph of our resource mix with Cole solar in our portfolio. Cole solar would provide a big chunk – nearly a quarter of our annual forecasted need. Through 2022 on an annual basis up to 100% of our need would be filled. It would give us known pricing for 25 years (and longer if we own it) so we would not be at risk from market swings.

The first tier of renewable energy standard requirements is 55% renewable energy starting this year, with increases in the future. There are some low priced renewable energy credits that can be purchased to meet that requirement. We wouldn't use the solar project to meet that requirement. It would be more advantageous to sell the credits from the solar project elsewhere.

The Tier 2 requirement is that one percent of retail sales in 2017, growing to 10% in 2032, has to be from small renewable generation located in Vermont and built after a certain date. Cole solar would give us much more than we need and would fill our needs at least until 2032.

When evaluating the economics of the project, we have a requirement we have to meet and then we have excess energy beyond that that is subject to market price. There is more uncertainty about that.

Walter said a big question in his mind is what credits will be worth in the future. Is any certainty starting to form on the worth of RECs? TJ said no, there is no certainty on what RECs will be worth going forward. Whatever we are valuing them at, it could go up or down. We are fairly certain the requirement in Vermont will stay for the foreseeable future. Meredith said within VPPSA membership we can share Tier 2 credits. We could trade internally to VPPSA members. That could give a little more stability.

TJ said Tier 3 is the energy transformation tier, to save fossil fuel. Excess Tier 2 generation can be applied to Tier 3. With the Cole solar project we would have excess Tier 3 generation as well. There are other things that can be done to meet Tier 3 requirements, such as the electric vehicle program.

TJ said the board might want an executive session to discuss project economics. Meredith said she thinks that might be wise. Discussing this in open session could put the municipality at a disadvantage.

**Walter moved to enter executive session to discuss solar project economics and possibly contract terms, with all present remaining. Dave seconded, the motion was passed and the board entered executive session at 7:10. Walter moved to come out of executive session at 7:45. Dave seconded and the motion was passed.**

**7. *Information on Electric Regulatory Process – Eli Emerson***

Eli Emerson said he has represented the village for 13 or 14 years. He works in conjunction with VPPSA. When he works for us he is often more in contact with VPPSA than with the village. He is with Primmer Piper. Sometimes he works for VPPSA, but he also works directly for Johnson. He just does electric utility work. There are 2 regulatory bodies we tend to deal with. One is the Public Utility Commission, which used to be the Public Service board. The other is the Department of Public Service. The Public Utility Commission is a decision maker and the Department of Public Service is not for the most part. They weigh in with recommendations on how the PUC should rule.

Often the PUC will follow their recommendation but they don't always. There is usually a good chance their opinion will be highly influential.

Eli reviewed the regulated areas where VPPSA members tend to need legal assistance. One is issuance of debt. The village needs approval from the PUC and a positive vote of the voters for issuance of debt. The vote has to come after the PUC has approved it. Any long term financing (over a year) requires PUC approval. Short term borrowing (a year or less) doesn't need PUC approval if all of the short term borrowing added up is less than the electric department's total assets. Typically if something is going to be included as an operating expense, like a lease, that is not borrowing that needs to be approved by the PUC, but a capital lease that would be a liability on the books would need PUC approval.

Another area is ratemaking. The village would always do that in conjunction with VPPSA. If the PUC decides to open an investigation on whether there should be a rate increase there will be a process with prefiled testimony. The PUC decides ultimately how much a rate increase can be. The general rule has been if it is kept to a single digit increase that will avoid investigation. But in a climate where there are not many increases even a small increase might trigger an investigation. In this climate it is possible that even a single digit increase could get scrutiny. Ratepayer impact seems important to the PUC.

Walter asked if Eli sees the PUC investigating if the village is not asking to raise rates but the PUC thinks the existing rates are too high. Eli said he hasn't seen that. Walter asked, what if we decided to file a rate decrease? Would that get much scrutiny? Eli said there is no retroactive ratemaking. If you decide today your rates are high enough but then energy costs suddenly went up that could wipe out any cash reserves you had. You generally aren't allowed to cover past losses.

Walter said he would love to be able to tell ratepayers we can cut their rates for a year or two and just do it. Eli said we would want to make the right decision. It is a lot of work to lower rates and then need to raise them in a couple years. Having a good 5 year capital plan is a good idea. If the village has excess revenue it can be used to avoid future rate increases. The best way to deal with possibly having a bigger cushion than you want is to do something that will keep upward pressure on rates down, rather than doing a rate decrease and a few years later having to borrow and increase rates. The people who work at the PUC have been there long enough to know things can swing pretty quickly. It is good to have a capital plan to tell them how money will be spent if they ask why the utility has so much cash in reserve.

Walter said there has been a lot of talk about economic development in town. In New York utilities can guarantee cheap power to businesses for 10 or 15 years. He would love to be able to do that, but we probably can't.

Eli said one town in Vermont did an economic development agreement. They offered a big company a reduction in rates in exchange for guarantees about keeping jobs, etc.

Walter said we won't get a big company moving to Johnson but we could probably attract a little company. Is it worth doing the regulatory filings to offer a small company a rate reduction?

Eli said in the cases he has seen it has always been a really big existing employer in a town that got a reduction. It is hard to offer a discounted rate regulatory-wise and politically when likely other ratepayers will have to bear the load. One thought is to do it through a net metering project. You could develop a net metering project and steer the net metering credits. Usually you would use it to lower the electrical loads of the municipality, relieving all taxpayers. If there is a similar community benefit to attracting a business maybe the village could partner with a company on a net metering project so the company can get net metering credits. There is a fear of losing customers to third party net metering. A net metering project by the village can help retain customers who might want to go out and pursue net metering from a third party and control costs.

TJ said he thinks there are many options around community solar that probably should be explored more. Is there a way to have a community solar tariff that is essentially an economic development rate? No one has done it in Vermont. Eli said there seems to be demand in communities for solar and net metering and fear of loss of customers to third parties. Community solar projects could be a way to address both.

Eli said in theory there are things a utility can do that are unregulated, like selling water heaters and heat pumps. Typically small municipalities don't provide unregulated services.

The utility may purchase power from out of state. There are a couple of instances when PUC approval might be needed. If it is a smaller quantity the utility can just submit a notice.

Another area of regulation is consumer protection. The PUC is focused on consumer protection. It is important to learn how to work with them but what they say a rule means isn't necessarily what it means. They always interpret rules to favor the individual customer, not all the ratepayers.

Eli discussed regulated utility projects. Just replacing a transformer with another one of the same type doesn't require PUC approval. If the utility is going to increase the capacity of a line that requires a Certificate of Public Good. For smaller projects of limited size and scope the utility can get an expedited process. A project has to be more than 10 acres to be subject to Act 250 so it is rare to need an Act 250 permit.

The utility has the right to condemn property. Most times that comes up when there is a line extension request and a neighbor doesn't want to grant right of way. The utility has an obligation to provide electric service so the property would be condemned and the costs paid for by the person asking for the extension. The PUC won't deny it, but will require the utility to compensate the person whose property is condemned. If the property owner knows they will have to give up the property then there can be negotiation about compensation.

Often utilities don't have written easements for electric lines. Statute says if that is the case there is an assumption that the utility has a need for it and that the property owner has already been compensated in the past. Statute says the utility can condemn the property without paying the property owner and the PUC will assume the utility has a need to be there. That usually gets people to provide an easement at a reasonable cost.



A municipal utility is subject to Title 30. There are things in it that are specific to municipalities, such as having to do a vote after getting a CPG. The utility also needs to deal with Title 17 and Title 24. Those cover warning and voting requirements.

Something that is helpful for making sure the utility never has any unpaid bills is the ability to put a lien on a property. It is like a tax lien and takes priority over everything else. The village can do it if it is in the village charter. If the village is doing a new charter it should be sure to include that.

Scott asked, what if the property is in a trailer park? Eli said the recommendation is to put a lien on the trailer and on the real property.

Eli said if a landlord doesn't want to have electricity in the landlord's name the tenant may need to give the landlord the right to know about electrical bills so the landlord can avoid liens.

Eli said Johnson can look at Northfield's charter for an example. He said Hardwick created an electrical commission because they have a lot of ratepayers who are not taxpayers, in order to get perspective from those who are not taxpayers. Sometimes a charter change might include an electrical commission. Walter said we have some ratepayers who are not taxpayers but not many. *(TJ and Eli left at 8:33.)*

**8. Request for Amended Wastewater Permit**

Arjay said he had come on behalf of John Peinert regarding his property at 1079 Route 100C. He worked for Peinert as his designer and consultant to resolve permit issues. Peinert wants to connect to the municipal sewer line. He submitted a plan that showed a new building connecting to a shared sewer service. That was denied and he came back in November with a layout for an individual line that was approved. He got his allocation and his state permit. He has found that there is bedrock in the area where the new line was going to connect to the main. The contractor has safety concerns about trying to blast to create a ditch to go into the manhole in the area, which is 17.2 feet deep. And AOT is not likely to give approval to blast the bedrock that extends under their road right of way. Arjay feels Peinert has done everything he reasonably could do and an individual line is not feasible. He wants to request that the third building that is being renovated tie into the existing sewer service, which would be a shared line. At Meredith's suggestion he talked to Peinert about coming up with a declaration about responsible parties and about the buildings not being able to be separated without permission of the board. Peinert's attorney has drafted a declaration similar to the Murray one that says the landowner will be responsible and there will be no subdivision of the 3 buildings without discretion of the board. If the board is willing to consider this, he foresees the next two documents needed would be an amended state permit and the signing of a declaration. Peinert is under real estate deadlines. It would be beneficial if the board would allow the signed declaration and state permit to be brought back to Meredith before the next board meeting.

Scott asked if the declaration would be a conveyance in the deed. Arjay said yes. It will be referred to in the transfer deed.

Tom asked if he is correct in assuming the existing connection wouldn't be changed. Arjay said that is correct. There is a 4-inch sewer line in place, which will meet the requirements of the state permit. What would be proposed would be no change. There would be no excavation but the pipe serving the third building would require a pressure test to make sure it meets isolation standards.

Tom asked, is there existing water in that building now? Arjay said yes. It does not have a permit.

Tom said he is okay with the proposed shared line because they can't physically do the job of putting in a new line.

Gordy asked if a map of the finished project can be provided to Tom. Tom said if we are going to approve it he wants to make sure it is well documented.

Tom asked if the pressure test can happen without excavating. Arjay said yes.

Meredith said she will have legal review of the declaration.

**Walter moved and Dave seconded to authorize the change to the plans for the Peinert project as proposed, contingent on Meredith receiving the proper legal declaration and a pressure test being done to Tom's satisfaction.** Gordy said it should be noted that this is being allowed as a hardship case. **The motion was passed.** (Arjay left at 8:46.)

9. ***WWTF Chief Operator Report and Action Items (continued)***

Tom resumed discussion of the engineering proposal from Dufresne. He said a preliminary engineering report is a necessary step to qualify for state revolving loan funds. We asked Dufresne to incorporate the East Johnson line into their proposal and pare down their original proposal. We will want to hone in on the key parts we want reviewed.

We have spent less time thinking about the water side. We know there are some water projects we will want to tackle. The state is going to pave Route 15. We might want to replace the short section of old 4-inch line under Route 15 in conjunction with that. The chances that VTrans will allow us to do anything with that are slim, especially if they pave it. The line is in terrible condition. There are issues with separation between the sewer mains and storm drains. The only place to put that line that he can see is right where it is.

Meredith said she wants general agreement from the board that we should include some analysis of the East Johnson sewer line as part of this study.

Walter said we have a loan that will be paid off soon. What he wants to know is what the sewer department needs to do to plan for the future. He wants a plan to work with for the next 20 years. Will this provide that? Meredith and Tom said it's the first step.

Tom said the River Road lift station is a priority for him. In order to do anything we need this PER. He doesn't want to single out East Johnson. He wants to look at a lot of areas. This includes smoke testing and storm drain connections in areas we haven't addressed in recent projects. He is looking for direction. Should we keep pursuing this?

Meredith said Dufresne proposed a scope of work and an application to the state loan program with the idea that the state would fund this project and if we don't move to construction within 5 years we would have to repay the grant over 5 years. Often they forgive grant repayment if you move to construction.

Gordy said it has been advantageous in the past to have projects shovel ready if there is an opportunity for money.

Tom said we need to jump through these hoops to have the basics of asset management in place to get funding.

Meredith said she and Tom and will further refine the scope and come back in January with what they really think is the work that should be done. She wants to make sure including East Johnson is okay. The board agreed to that.

Tom said he met with Elizabeth Walker from Rural Wastewater. She has offered to help write our phosphorus optimization plan for our new wastewater permit for free.

We had a lot of issues in the last two weeks with the collection system. The 6 inch and the 8 inch siphons both plugged up. The pumper truck from the fire department was able to clean out the new clean out fittings. It worked well and we didn't have to call Hartigan.

A pump at the East Johnson lift station had a fault. It was pulled with the help of Troy's crew. An electrician identified and fixed the problem – loose wire connections. He recommended we replace the start capacitors.

One of the pumps at the Highland Heights lift station plugged up and had to be pulled and unplugged. Yesterday the other one had to be pulled. The problem was due to things that shouldn't be flushed, such as tampons.

We had G.W. Tatro dig and replace 2 curb stops on Lower Main. They found a broken water line and Tom had the crew fix it. They also fixed a curb box next to Union Bank.

We took out Vermont Studio Center's seasonal meters, took out Manchester Lumber's meter and disconnected their sprinkler system. Tom issued a meter horn and assembly to Maplefields. He still hasn't inspected the connection.

Gordy asked if Tom is willing to continue on an assessment of the East Johnson system and report on it to the board. Tom said that was his plan.

Scott said Tom should be included in any discussion about the possibility of a brewery in town.

Walter asked if East Johnson is part of the intermunicipal agreement. Meredith said yes. There is a town sewer service allocation. The initial allocation was 25K a day. According to her calculations they now have 9261 left. She showed a map of the town sewer service area, which includes 2 pieces. She said we will have to figure out if we assume ownership of the East Johnson sewer line if the town will still retain the full 9261 that is applicable to both areas.

Walter said realistically we have lots of capacity and if the town wants more he feels we will give it to them. We want customers. We have 154K. Tom said that is based on average flows. The amount available got a lot better when we fixed a big leak. Inflow and infiltration affect the number. Meredith said we need to be thoughtful about making sure there is a good balance. Walter

said he feels we are not even close. Tom said we increased future capacity by doing work during the Main Street and School Street projects. We have to keep identifying leaks. Walter said we are only using 45% of our capacity.

Dave asked how far the East Johnson line goes. Tom said the main was extended to a manhole in Penny Bouchard's yard. He is trying to figure out where our system ends.

Gordy said he would like to see Tom do a report and Meredith do her work and have them bring information back to another meeting so the board can have a formal vote.

Meredith said Drew Fairbanks has requested permission to connect to the sewer in the Town Sewer Service Area. A portion of his parcel is in the Town Sewer Service Area. He wants to build a house outside the TSSA. Her perspective is that any connection to the sewer line is his responsibility. We are not talking about extending our sewer line, so there would be no new liability to the village. The town is considering his request but they want to hear our perspective.

Gordy said the lawsuit in the past about connecting to the line happened before there was a Town Sewer Service Area.

Meredith said the Fairbanks parcel has direct access to the line and there will be no extension. Those could be given as reasons for granting the request.

Walter said he feels we should say yes. Others agreed.

Tom said most of our sewers are 10 inch asbestos cement pipe. There is new VOSHA guidance on how to tap into those lines. It will require more from contractors to know they are doing it safely. We may have issues cutting into these lines. Walter said ultimately that is the contractor's issue.

Bob asked about manhole locations in that area. Tom said there is a manhole where the pavement ends. He hasn't dug it up. What if Fairbanks needs to connect somewhere in the area where the two manholes are buried? We won't even be able to open a manhole.

Meredith said the town has to approve the request first, then the village.

**Dave moved to report to the selectboard that the village is willing to allow Drew Fairbanks to connect to the East Johnson Sewer Line as requested. Walter seconded and the motion was passed. (Tom left at 9:17.)**

**10. Foreman Report and Action Items**

Troy said on November 27 the water and light crew completed the primary underground and new service for the new Maplefields. They installed a new service for new apartments on Route 15. They installed a transformer and new service on Prospect Rock Road to feed a new residence.

The contract right of way cutters have been working the last 2 weeks cutting on Foote Brook, Gould Hill, Prospect Rock and Lamoille View Drive.

The air compressor passed the annual inspection. Gloves, blankets and sleeves were sent out for 3 month testing.

The crew came in early twice for plowing. They have done sanding and salting more frequently. They installed winter banners and holiday garlands and did prep work for the Holiday Jubilee.

Chandler Bullard was hired as a temporary replacement for Jeff. Jeff attended the Georgia Lineman's School starting in May and graduated at the end of August. He has completed first aid/CPR training, pole top and bucket rescue and acquired a Class A CDL. These qualifications have made him a very good fit.

Troy completed an estimate for a new service on Route 15. He worked with RL Vallee's electrical contractor to plan transformer installation, final secondary connections and metering for the new Maplefields. He worked with Fairpoint engineers to get poles set on 100C related to the twin bridges project.

Meredith said right after the Lehouillier solar installation was connected to our system they had to cut their output due to high voltage. They hired an engineer who came up with a proposal to install a voltage regulator. We sent the information they provided to our engineer. We want to make sure whatever is done is in the best interest of our customers. Troy said the major issue has to do with the array's inverters. Our engineers confirmed that with proper equipment they could adjust their voltage using the inverters. Based on what the array developer has said, they want to put a regulator on our line instead because it optimizes their revenue. Meredith said she wants to talk to Eli Emerson about making sure we are legally on sound footing regarding advocating for our preferred approach.

**11. Village Manager's Report and Action Items**

Meredith said in order to move forward with transferring ownership of the East Johnson sewer line to the village there will be a lot of time required from her and Tom and significant legal expense.

Gordy said he thinks a vote should be warned properly for next month. Meredith asked if he would rather wait until we have the results of the engineering study. If there are significant problems, would that impact the vote?

Scott said he wants to make sure the vote is done correctly in compliance with open meeting law. If there are issues such as manhole covers being buried we need to work with the town on who does the work and pays for it. He would like to have that figured out before the vote. Walter said he disagrees. Those are small issues. Gordy said he is not saying we should not accept it. He just wants to make sure our ducks are in a row. Dave said we all want it done right, but it should have been done long ago.

Meredith said she feels it is the fault of both municipalities that the transfer wasn't done when it was supposed to be done so it seems reasonable that both should share any cost due to the delay.

Dave said he feels we should move forward with the transfer but just make sure it is done right. Bob said he agrees. The town lived up to their end of the bargain. We shouldn't be able to assess the customers for repairs. Walter said he feels the customers need to be held harmless.

Dave said he wonders why manholes keep getting paved over. Troy said he understands that there hasn't always been a good working agreement between the town and village and each did what they wanted to do.

Meredith said before the next meeting she will have a conversation with Brian and ask him to bring the manhole issue to the selectboard. Do we want to formally request that they cover any cost of uncovering manholes? Walter said we are in their right of way. They can do what they please. If they had done things right they would have told us that they were paving and that we should bring in lifters. Meredith said she would agree if the paving had happened in another part of the village, but they own that sewer line. It is their infrastructure in their right of way. Gordy said he thinks both town and village should work together on it, 50-50.

Gordy said there won't be another vote until Tom and Meredith get more information, a legal opinion, etc.

Meredith distributed information on VPPSA's 2018 budget. There is a 4% decrease in member fees. Power supply cost is a 6% decrease over 2017. They are predicting a 1% decrease in load. In a previous version of the draft budget there was expense to participate in a project to develop net metering software. NEMRC said they would like to help us develop better capability in their billing program. We think they can provide a more convenient solution at a lower cost than what VPPSA was going to do. If we can do net metering billing in the NEMRC program it will be simpler. We will have to budget for NEMRC to do software development. The cost will be shared with other towns that use their software.

Meredith thinks we need to do some more capital planning on the electric side. It was brought up to her by VPPSA that even though we have a large balance it might not always be wise for us to purchase things with cash. It is possible there might be an objection to us including costs in a rate case if they were not spread over multiple years. Capital planning can help us figure out if we want to borrow for projects.

Meredith will send out the power bill summary. It showed the same trajectory as in previous months. Load and costs were lower than anticipated but costs per kWh were a little higher than budgeted.

Meredith said Hyde Park voted to leave VPPSA. Their publicly disclosed reason is that they feel there is some risk to Hyde Park based on potential for other members to default on payments. There may be other reasons she is unaware of. At this point it is not impacting the 2018 VPPSA budget. It is possible we may see implications in 2019.

Meredith said following Duncan's request at the special village meeting to obtain a second legal opinion regarding the village bylaws, Scott asked what it would cost the village taxpayers to look at that. Walter said he feels we ought to keep moving with the charter, which would solve this problem. If it solves the problem he doesn't want to waste a nickel on another legal opinion. Scott said he wants to know what it would cost the taxpayers and what they get out of it. He wants to know the cost for the initial review and for a second one.

Gordy said he thinks Walter worked with Duncan and Kyle to come up with a good warning. They came up with something that satisfied the wishes of the people who signed the petition and then we got questioned. Scott said if there was that much concern people should have showed up at the village meeting where the lawyer discussed it instead of having a second review because someone wasn't at the meeting.

Meredith said she recollects that part of the issue was the content of what the petition was trying to do. It was content that should be in charter, not bylaws. She will re-read what the lawyer said and ask him clarifying questions. Walter said he doesn't want her to do that. He thinks the response to Duncan should be that we will fix the problem with a new charter so we are not spending more money on a lawyer. The rest of the board agreed.

Meredith said Lea Kilvadyova told her LCPC would like to apply for a USDA Rural Business Enterprise Grant to support Railroad Street redevelopment concepts. This would be a 100% grant with no local match required. LCPC would be the applicant. They would like to see formal support from the village that they could include in their letter of intent.

Scott asked if they reached out to the Planning Commission. Meredith said she thinks they just spoke to her and Brian so far. Scott asked, wouldn't it be a good idea for them to reach out to the Planning Commission? Meredith agreed it would. She said she gave David Butler a heads up about the Area Wide Plan in August.

Meredith said she asked Lea what kind of tasks the grant would cover. Lea said it would cover bringing results to developers and gauging the interest of the business community. She will include the Planning Commission.

**Dave moved to support LCPC in their application for a USDA Rural Business Enterprise Grant to support the implementation of the redevelopment concepts from the Railroad Street Area Wide Plan, Walter seconded and the motion was passed.**

Gordy said Doug Molde asked him to bring up the topic of the trustees showing support for the beautification committee. Ideas for using the \$4K the beautification committee has available include a mural, Village Green landscaping and projects in the village such as improvements around the welcome sign, municipal building landscaping, flower boxes on the bridge over the Gihon, or a mural on the retaining wall at the fire station. The committee wants suggestions

Walter suggested that the piles of gravel, etc. near the cold storage building be moved to improve the appearance of the area. There are poles there, too. Troy said we need the poles to be in a spot big enough for the truck that unloads them. There isn't room by the shop.

Bob suggested a traffic light at the Railroad Street/Main Street intersection.

Board members all agreed they are in favor of the committee's work.

Walter suggested adding gardens by the municipal building to the list of ideas.

Meredith reviewed her suggested budget timeline. She said she had emailed Arjay to let him know the town wants the draft fire department budget. Gordy said the trustees should see the number first before it goes to the selectboard. Meredith said that may mean we have a special meeting in late December. Or maybe Arjay can just come to the January 8 meeting if that is okay for the selectboard. *(Dave left to respond to a fire alarm at 9:52.)*

#### **12. Timing of Pay Raises**

Gordy said Eric had asked him to bring up something employees had asked about. He suggested that instead of the 2.5% raise voted on at the joint meeting we give a 2% raise July 1 and give a 1% raise on January 1 to coordinate with health insurance. If the trustees agree, Eric will bring that up to the selectboard.

Meredith said she and Brian talked about that. The schedule Eric and Brian proposed follows the town's fiscal year. The easiest thing to do for village employees would be make to make the salary change effective January 1 even if employees don't get the additional money until the budget is passed. We could make it retroactive. We have not done that in the past, which didn't make sense to Meredith. She thinks an easy solution for village employees is to make pay raises retroactive to January 1, but it is messy for joint employees. Rosemary said just the village portion of their pay raise could be retroactive to January 1. Meredith said then the town can figure out what they want to do on their side. Trying to align with different budget periods is hard.

Walter said he hates doing something until the voters have had their say. We had a one year blip where the health insurance increase is nasty but he hates to change it.

Meredith said it would be easier for her to say the changed rate is for the entire calendar year. For this year she only budgeted the higher rate for April through December but we are doing the budget now for 2018 so we could budget the increase for the whole year. Bob said he thinks that is what we should do.

Gordy asked what number we would use. Meredith said 2.5%. Walter said employees would be getting a 2.5% raise after 8 months, not 12 months so the raise would come 4 months sooner. But that is a one-year effect and he won't worry much about it.

Meredith said she can work it into the budget for this coming year.

Gordy said it will help employees because they start paying increased health insurance costs in January. Others pointed out that they won't get the additional money until April.

Meredith said she will double check that there is no reason we can't do retroactive raises for all village employees and our share of joint employees.

Gordy asked if that will work for Rosemary. She said yes.

#### **13. Liability Insurance for Holiday Jubilee**

Gordy said he talked to Bobbi Rooney recently. Meredith had asked Johnson Works to fill out a facility use form for use of the Village Green. That includes a requirement for liability insurance. If they can't get insurance there is a section that says they understand they are not covered under the village policy. Meredith said she looked at what event insurance would cost. It looked like it would



be about \$1K. She suggested to Kyle that it would be worthwhile for Johnson Works to consider whether they need that kind of insurance for the Jubilee.

Gordy said when we do our budget we might be able to work with Johnson Works on insurance for the Jubilee.

Walter said he thinks we need to talk to PACIF and see if our policy possibly covers it and if not what it would cost to be added to our policy. He wants to help the group. Gordy said he does too. Usually we have contributed money to the Jubilee in the past.

Meredith said she will let Kyle and Bobbi know the idea of working with them on insurance was brought up.

Walter asked what we are doing with Tuesday Night Live. Meredith said that is the Town's issue.

**14. Executive Session – Personnel Issues**

**Walter moved to go into executive session for personnel issues, inviting Troy and Meredith for discussion of the first issue and just Meredith for the second, Scott seconded, the motion was passed and the board entered executive session at 10:04. The board exited executive session at 10:50 PM.**

**15. Adjourn**

**Walter moved to adjourn at 10:50 and the motion was seconded by Scott. The motion passed.**

*Minutes submitted by Donna Griffiths*

