

Approved

**Mount Ascutney
Regional Commission**

Minutes of Annual meeting, Monday, June 26, 2023

Location: Martin Memorial Hall, Ascutney, VT
and via Zoom

Commissioners Present: Tom Marsh, Windsor; Kathy Rondeau, Reading; Wayne Wheelock, Baltimore; Joe Fromberger, Andover; Edwin Johnson, Alt., West Windsor; Julie Hance, Chester; Terry Carter, Ludlow; Shirley Clark, Cavendish, and Tom Bock, at Large Commissioner

MARC (Mount Ascutney Regional Commission) Staff Present: Jason Rasmussen, Cynthia Porter, Lisa Comstock, and Malia Cordero

Tom Marsh opened the meeting at 12:00 PM.

1. Changes to the Agenda
 - a. Jason Rasmussen noted the Treasurer's Report being presented today as April 2023 should have been May 2023, and that some of the attachments sent out with the agenda packet did not get included on the agenda, so those will be included and brought to the board in a future meeting.
2. Secretary's Report
 - a. *Joe made a motion to change the wording in the May 22 minutes, as he stated: Peter Daniels made a motion to "approve" the minutes of the May 22, 2023, meeting as presented, not to "receive" them. Wayne Wheelock seconded the motion. Motion carried, with minutes being amended.*
3. Treasurer's Report
 - a. *Julie Hance made a motion to receive the Treasurer's Report as presented. Win Johnson seconded the motion. Motion carried.*
4. Election of Officers:
 - a. Joe Fromberger stated the nominating committee recommends the re-election of Tom Marsh as Chair, Kathy Rondeau as Vice-Chair and Wayne Wheelock as Treasurer for FY 24.
 - b. *Julie Hance made a motion to accept the slate as recommended. Terry Carter seconded. Motioned carried.*
5. At-Large Commissioner appointments
 - a. *Joe Fromberger made a motion to re-appoint Bob Flint and Tom Bock as At-Large Commissioners for FY 24. Julie Hance seconded the motion, Motion carried.*
6. Connecticut River Joint Commissions Representative

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- a. Jason Rasmussen advised the board he is currently the representative and Cyris Yurek is the alternate.
 - b. *Joe Fromberger made a motion for Jason Rasmussen to remain the representative and for Chris Yurek to remain the alternate. Shirley seconded the motion. Motion carried.*
7. Committee membership appointments
- a. Jason Rasmussen advised the board that the chair can make appointments to committees and that a list of the current committee members was presented to the board in the agenda packet.
 - b. Jason Rasmussen noted there is also an investment committee, which consists of the Executive Director, Financial Administrator and Treasurer which is supposed to meet annually, though they have not met in the last couple of years. Tom Marsh asked if a motion to dissolve the committee is needed. Cynthia Porter stated the committee has always been a corporate resolution of its own and is wondering if it should be changed to be incorporated into the list with the other committees.
 - c. Tom Marsh will speak to each member of the committees and present a slate of candidates for each committee at the next meeting.
8. Newspaper of Record
- a. Jason Rasmussen reminded the board at the last annual meeting it was determined we should have two newspapers of record: The Valley News and Vt Journal/ Shopper.
 - b. *Joe Fromberger made a motion to continue using the Valley News and VT Journal/ Shopper as the newspapers of record. Win Johnson seconded the motion, Motion carried.*
9. Regular Meeting Schedule
- a. Jason Rasmussen stated the meetings have been scheduled for the third Monday of the month at noon, but it has had to be rescheduled a lot. He asked the board to change the meetings to the fourth Monday, at the same time, with lunch being served at 11:30.
 - b. *Joe Fromberger made a motion to move the meeting date to the fourth Monday of the month, meeting at noon, at Martin Memorial Hall, with lunch continuing to be served at 11:30. Julie Hance seconded the motion. Motion carried.*
10. Approve Proposed FY2024 Budget

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- a. Jason Rasmussen advised the Board that the Budget Committee has reviewed the changes made to the budget. He advised the budget may need to be revised about the middle of the year as we are expecting some changes: like new revenue as well as employee changeover/ new hires
- b. *Joe Fromberger, a member of the budget committee, recommended adopting the budget as presented. Win Johnson seconded the motion. Motion carried.*

11. Authorize staff to finalize the FFY 24 TPI Work Program and Budget.

- a. Jason Rasmussen advised the board that the working papers and budget would be presented to VTrans, which may make some adjustments, but nothing that would affect the bottom line.
- b. *Julie made a motion to authorize the staff to finalize the FFY24 TPI work program and budget. Terry Carter seconded the motion. Motion carried.*

12. Approve Procurement Self Certification

- a. Jason Rasmussen advised the board VTrans asks for a motion to approve the Procurement self-certification
- b. *Kathy Rondeau made a motion to approve the Procurment Self-Certification. Julie Hance seconded the motion. Motion carried.*

Tom Marsh asked if there was any opposition to moving item 15 on the agenda up, as Win Johnson needs to leave the meeting early and wants to be included in the discussion of the potential Sale of the property. None was voiced.

15. Old Business

- a. *Potential Sale of the Property at 38 Ascutney Park Road*
 1. Jason Rasmussen advised the board Matt Priestley is still offering to purchase the property for \$ 265,000.00, however he is now proposing to give MARC \$150,000.00 in cash, instead of going to a bank for a loan, and will pay MARC the remaining \$115,000.00 over 15 years, at government rates, which is currently at 5%.
 2. There was some discussion whether MARC should list the property on the open market before accepting this offer, to see what other offers we might get, as it would not conflict with us continuing discussions with Matt Priestley
 3. *Shirley Clark made a motion to place the property on the market for three months, and that we continue to negotiate with Matt Priestley. And, if he makes a concrete offer, we will pull the listing. Julie Hance seconded the motion. Motion went to a vote - results came back as a tie. Motion failed.*
 4. Tom Marsh advised Jason Rasmussen to get a written offer from Matt Priestley and present it to the Building Committee, who can then offer a report and recommendation to the Board to approve accepting Matt

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Priestley's offer. He also advised Jason Rasmussen to speak to a realtor to find out our options, if we decide to list the property, if possible, with caveats that the buyer must agree to made the renovations and updates we are requesting, and allow MARC to stay in the building as a long term tenant and to find out what our option are if moving is our only option.

13. Brownfields

- a. Black River Crossing, LLC - located at 23-25 and 27-30 Main St Springfield, VT
 1. Jason Rasmussen advised Black River Crossing, LLC is requesting an increase of their existing loan from \$ 190,000.00 to \$ 230,000.00, at the same terms as the original loan, as they found additional asbestos in the heating system, with the funds being paid from the original revolving loan fund.
 2. *Joe Fromberger made a motion to approve the increase from \$190,000.00 to \$ 230,000.00 at the same terms as original loan. Julie Hance seconded the motion. Motion carried.*
- b. Approve proposed Brownfield Steering Committee By-laws amendments
 1. *Terry Carter made a motion to approve the Bylaws as presented. Julie Hance seconded the motion. Motion carried.*

14. New Business

- a. Jason Rasmussen advised the board that Otis Ellms-Munroe has left MARC. His last official day is June 30 however he is out the week of June 26 - June 30 to use up vacation time. He advised there are three potential candidates for the open Transportation planner position, but no offer has been made yet.
- b. Jason Rasmussen advised the board MARC is no longer seeking a Planner/ Zoning Administrator on behalf of the member towns. It has been decided the towns will work together to hire a person to fill their needs on their own.

15. Adjourn

- c. *Tom Marsh adjourned the meeting at 1:03 pm.*

Respectfully submitted,

Lisa Comstock