

**Mount Ascutney  
Regional Commission**

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Minutes of Meeting, Monday, October 23, 2023

**Commissioners Present:** Tom Marsh, Windsor; Kathy Rondeau, Reading; Wayne Wheelock, Baltimore; Julie Hance, Chester; Joe Fromberger, Andover; Edwin Johnson, West Windsor; Peter Daniels, Weathersfield; Walter Martone, Springfield; and Shirley Clark, Cavendish.

**MARC (Mount Ascutney Regional Commission) Staff Present:** Jason Rasmussen, Cynthia Porter, Lisa Comstock, Malia Cordero, Logan Nicoll and Martha Harrison.

**Guest speaker:** Peter Sterling, Executive Director of Renewable Energy Vermont

Tom Marsh opened the meeting at 12:00 PM.

1. Changes to the Agenda
  - a. Peter Sterling was not present at the start of the meeting. Jason Rasmussen suggested the board continue, and have Mr. Sterling give his presentation when he was able to join the meeting.
  - b. Mr. Sterling joined the meeting partway through discussing the minutes and made his presentation after the minutes were voted on.
2. Renewable Energy Reform, presented by Peter Stirling
  - a. Mr. Sterling made a presentation to the board on getting Vermont to 100% renewable Energy by 2032, using slides to make points regarding the current sources of energy and the need to encourage additional growth in wind and solar to meet the goal to combat climate change and the impact on the atmosphere non-renewable energy sources is having, then he responded to questions of the board members.
3. FY 2023 Audit Report
  - a. Jason Rasmussen advised the board that he had invited John Boulay, from RHR Smith, to present the FY 2023 audit report to the board. Mr. Boulay was unable to attend the meeting due to being busy completing audits for other agencies. Jason stated Mr. Boulay could make himself available to meet with the board via zoom after 4:30 this afternoon, or the same time on either Tuesday, Oct 24, or Wednesday, Oct 25. Jason asked the board if they wanted to meet with Mr. Boulay to discuss the audit report, his findings and to ask him questions about the audit before the board accepted the FY 2023 Audit Report as it was being presented.
  - b. Joe Fromberger stated as the Audit was clean, with no findings or recommendations, he did not see any need to speak with Mr. Boulay first,

unless Mr. Boulay specifically wanted to have a conversation with the board regarding the audit.

- c. Peter Daniels agreed with Joe. He saw no issues and did not feel they needed to speak with Mr. Boulay.
  - d. *Julie Hance made a motion to accept the Final Audit Report from RHR Smith as it was presented to the board. Walter Martone seconded the motion. The motion carried. Win Johnson opposed the motion.*
  - e. Win Johnson felt that it should be general practice for the board to speak to the auditor before accepting the report. He said he has some concerns, partly due to a comment made at the previous meeting regarding us getting what we paid for. He was not saying the board should not accept the audit as being clean but he felt it should be clearly stated what the audit process is and felt it was not normal practice for an auditor to not have had any conversations with any of the board before completing the audit. Jason will ask RHR Smith to include these activities next year.
4. Secretary's Report
    - a. Walter Martone pointed out there were three corrections needed to be made in the minutes of the meeting from September 25, 2023.
    - b. *Peter Daniels made a motion to approve the minutes of the September 28, 2023 meeting after corrections were made. Walter Martone seconded the motion. Julie Hance abstained from voting, due to not being present at the September 25, 2023 meeting. Motion carried.*
5. Treasurer's report
    - a. *Joe Fromberger made a motion to receive the Treasurer's report as presented. Peter Daniels seconded the motion. The motion passed unanimously.*
6. Transportation updates
    - a. Jason Rasmussen introduced Logan Nicoll, who replaced Otis Munroe as Transportation planner at the end of July 2023, to the board of commissioners.
    - b. Logan spoke to the board about himself, gave an update on current projects and answered the board member's questions.
7. Changes to Accounting and Internal Controls Policy
    - a. Jason Rasmussen advised the board that due to a grant being audited, we had been asked to add a stipulation to the Accounts Payable process stating: *Prior to submitting invoices to State and/or Federal agencies for payment, the reviewer will ensure the tasks associated with the payment request have been completed.* Jason advised this change is meant to ensure MARC is not paying for work, and seeking reimbursement for that expense, until it was completed satisfactorily.

- b. Walter Martone noted there are other areas of the policy that also need to be updated. Tom Marsh stated this is the only line that is being presented at this time, and any other changes would be brought before the board at a later date.
  - c. Tom Marsh asked if reviewer should be changed to project manager? Jason Rasmussen and Cynthia Porter advised on the steps in the process of payables. After discussion it was determined the word reviewer should be changed to Executive director or his/her designee to better reflect the actual procedure.
  - d. *Tom Marsh made a motion to accept the change to the Accounting and Internal Controls Policy with the word "reviewer" changed to "Executive Director or his/her designee." Motion passed unanimously.*
8. Old business
- a. Communications issues
    - 1. Jason Rasmussen advised the board the marcvt.org website had been hit with Malware, which caused the site to be blacklisted. He stated MARC is working with VC3 to clean up the website and get it off the blacklists.
    - 2. Jason Rasmussen advised the board this was also affecting email communications but that the staff were all doing what they could to find work arounds for getting information in and out
    - 3. Jason Rasmussen advised the board that MARC plans to migrate the website from WordPress to Weebly to hopefully prevent this from happening again, and to make it easier to update and manage.
  - b. Property Closing
    - 1. Jason Rasmussen advised the board the Oct. 27<sup>th</sup> closing for the property at 20 and 38 Ascutney Park Road is being rescheduled until the deposit is made and a lease can be finalized. He advised that MARC's attorney, Peter Raymond, was speaking with the buyer's attorney, trying to get another closing date set up.
  - c. New Employee
    - 1. Jason Rasmussen reminded the board that there is money in the ACCD budget for a new employee. He advised that, after consulting with the Executive Committee, a part-time position has been offered to Christine Eggleton, who is expected to start December 11, 2023. She will work on housing navigation, GIS and other work, as directed.
  - d. 2023 Holiday Party

1. Lisa Comstock advised the board that she had reached out to five possible locations for the 2023 Holiday Party and had only gotten responses back from two locations, The Hartness House Inn, in Springfield, VT and the Crown Point Country Club also in Springfield, VT. Both locations would be using catering services for the food. Lisa advised the board, based on the menu options, location and other activities included, the proposal made by the Hartness House Inn was accepted. Lisa advised it was expected the cost of the party would be under budget and believed everyone would be pleased with the choice. A flyer with details of the party was passed out to the members present, and would be forwarded to those not present as soon as possible.

9. Adjourn

- a. Tom Marsh adjourned the meeting at 1:19 pm

Respectfully submitted,

Lisa Comstock