

Windham VT Selectboard Meeting Minutes
January 18, 2021 Regular Meeting

Present via Zoom web conference:

Maureen, Bell, Selectboard Chair	Peter Chamberlain, Selectman
Kord Scott, Selectman	Joyce Cumming, Selectboard Clerk
Dawn Bower, Various Commissions	Marcia Clinton, Health Officer
Bill Dunkel, Planning Commission	Louise Johnson, Meeting House Committee
Tom Johnson, Planning Commission & MH Comm.	Kathy Jungermann, Auditor
Imme Maurath, Auditor	Pat McLaine
Mike McLaine, Town Clerk	Pete Newton, Friends of Meeting House
Kathy Scott, Treasurer	Gail Wyman, Asst. Treasurer

Call to Order

Maureen announced the meeting and called the meeting to order at 5:30 p.m.

Additions to Agenda/Announcements/Reminders

- Maureen noted the need to add discussion re: whether to use the long form or short form of the General Fund and Roads budgets in the annual Town Report.
- Maureen also announced that Pete Newton was anticipated to attend the meeting to discuss the “Friends of the Meeting House”.
- Kord requested an opportunity to discuss problems with the generator at the Town Office.

Act on minutes from January 4, 2021 Regular Meeting, January 7, 2021 Special Meeting and January 11, 2021 Special Meeting

Motion: To approve the minutes of the January 4, 2021 Regular Meeting, January 7, 2021 Special Meeting and January 11, 2021 Special Meeting as submitted—moved by Maureen—all in favor.

Public Comment

Imme asked whether anyone had expressed an interest in serving on the Selectboard. Neither Maureen nor Kord nor Peter was aware of any candidates.

Correspondence

Maureen reported no correspondence received as of Saturday afternoon.

New Business:

Follow up on Planning Commission membership numbers

Maureen offered a brief follow-up report on recent discussion re: the number of members to serve on the Planning Commission; she learned that members can range in number from 3 to 9, and it was decided to leave the number at 6 for Windham this year. Bill noted that there is no requirement for the Planning Commission to have an odd number of members. He tried to get guidance from VLCT on whether the Zoning Administrator would become part of the Zoning Board of Adjustment in the case of a hearing. That would result in a 7 member panel if a majority was needed on a decision. He has not yet heard back from VLCT. Maureen suggested that Bill follow up with a phone call to VLCT.

Confirmation of abolishment of several symbolic Town positions

At a recent webinar, Maureen learned that several Town positions have been abolished as they were seen as purely symbolic in today's culture, i.e., the Weigher of Coal, Fence Viewer, Inspector of Lumber and Town Agent. As most towns have legal counsel, the role of Town Agent was redundant and was therefore eliminated. This position will be removed from the list of officers to be voted on annually at Town Meeting.

PayData Enrollment

The Selectboard recently decided to purchase a service to assist in developing a personnel policy and employee handbook through its payroll vendor, PayData. Kord noted that the agreement provides for just one member of the Selectboard to work with a Human Resource professional on an as-needed basis. Kord suggested he serve as the contact to work with PayData. Because the employee handbook is intended primarily for members of the road crew, it was agreed that Kord would be the logical contact to work with PayData and report back to the Selectboard when necessary.

Added item: Friends of the Meeting House

Pete Newton had not yet joined the Selectboard meeting and Kathy S. offered to fill in on the issue involving the Friends of the Meeting House. She noted that the Friends were having problems getting their 501c3 status re-instated and suggested that they be allowed to pursue fund-raising under the Town's 501c3 similar to the way the Veteran's Memorial collected donations. Kathy wasn't clear on whether the Friends and Meeting House Committee would remain as separate accounts or be combined into a single account; Maureen noted that the Meeting House Committee has its own budget now funded by taxes. Maureen suggested that the Treasurer would bear the responsibility for overseeing the accounting. Kathy noted that in the past, Friends wrote checks to contractors involved in repairs/projects at the Meeting House. For future projects/repairs, Kathy suggested perhaps a joint approach whereby the Friends would send contributions to the Town, and the Town would pay the contractor. Kathy noted that Friends would remain responsible for Friends of the Meeting House expenses. Fund-raising could be handled by both Friends and Meeting House Committee. Tom Johnson noted that in addition to 501c3 status, the Friends was also registered as

a non-profit with the Secretary of State's office, and wondered whether that registration was needed or could be maintained in the absence of federal status as a non-profit organization.

Pete Newton joined the meeting at this point. He explained that the Friends attempted to have its 501c3 status reinstated in May, only to learn it was rejected in July. He explained that Atty. Fisher corrected the application and resubmitted it. The filing fee was then returned to the Friends because the second application wasn't received. The application was resubmitted again. Pete N. explained that the Friends will likely get its non-profit status reinstated eventually. In the meantime, he hoped that the Friends would be able to retain the funds it has and be allowed to pursue further fundraising efforts as an entity of the Town with monies raised to be held in a dedicated Town account. Maureen asked for clarity on whether allowing the Friends to operate under the Town's umbrella was just a temporary measure seeing as the Friends is pursuing reinstatement as a 501c3. Discussion followed on whether the Town or Friends would make the appeal for funds and which would be more advantageous. Kord asked whether Pete N. had spoken with Bob Fisher yet. Pete N. noted the Veteran's Memorial raised funds as an entity of the Town. The Town now owns the building in its entirety; Kord noted that in the past, funds had to be kept separate because the church had an interest in the Meeting House.

Brief discussion followed regarding grant applications that could be submitted separately or jointly by Friends and/or the Town. Pete N. noted that the Town might prefer to hold the funds in one account it ran rather than having the Friends write its own checks. Kathy feels it would be helpful to consult Bob Fisher. Kathy noted that since the Meeting House building belongs to the Town, the Town would be responsible for hiring any contractor on rehabilitation projects. In this case, Kathy noted that the Friends would contribute funds in this regard based on what was appropriate according to the mission. While Maureen was hesitant to seek input from legal counsel, she acknowledged the prudence of doing so before making any changes.

Kord agreed with the need to consult with legal counsel. He would also like to ask Bob Fisher whether there is any advantage to the Friends having its own 501c3; if it can accomplish the same results under the Town's 501c3, why keep a second not-for-profit status. Pete N. noted that the Friends is also registered with the Secretary of State as its own entity; Kord explained that Tom Johnson had already touched on that; Kord feels that either the Secretary of State or Bob Fisher can answer that as well.

Joyce asked whether in allowing the Town to assimilate the Friends, the distinction between the exterior and interior of the building would be eliminated. Dawn asked whether the Friends can represent itself as a separate entity in any fundraising efforts if it operates under the Town's 501c3. Dawn expressed her preference that the Friends remain a separate 501c3 entity if possible. Pete N. noted that the Friends has completed repairs and upgrades on the interior of the building as well as the exterior in the past, i.e., re-plastering and insulating the walls, vestibule, fundraising for the elevator, etc. Maureen noted the first step is to determine whether the Friends need to retain separate 501c3 status. Pete N. noted that since the Town owns the building, the Friends can continue to raise money and make recommendations, but it's up to the Town to determine what projects are approved. He noted that the Town would allocate funds for the Meeting House for repairs such as repair or replacement of the deck at the entrance. Kord referenced a conversation

with Susan Senning about raising money for a Rainy Day Fund. Pete N. asked whether the Town could vote at Town Meeting to appropriate money for projects at the Meeting House; Kord noted that it already does this for other Town facilities such as Town Office and Town Garage. Maureen noted that no funding was set aside this year for Meeting House projects.

Maureen asked Peter C. to contact Atty. Fisher; Peter C. wants to discuss it with Pete Newton first. Kord asked Pete N. if he was already in contact with Bob Fisher; Pete N. responded that he has been in touch with Bob Fisher at Friends' expense primarily to reinstate 501c3 status, but he did inquire whether the Friends could raise money and put it into a Town account and Atty. Fisher thought it was reasonable. Based on this, Maureen noted that perhaps the Town doesn't need to consult legal counsel after all if Pete N. has already done so. Brief discussion followed on the benefits vs. detriments of the Friends maintaining 501c3 status. Kord asked whether there was any reason for the Friends to pursue 501c3 status if it was as simple as managing the money. Kathy noted that the Veteran's Memorial Committee and Windham Woodlands chose not to apply for non-profit status due the expense and annual filing requirements. Kord asked Pete N. if he saw any reason why the Friends should have their own 501c3 status other than that they have already spent money on it. Kathy noted that they haven't yet spent money. Pete N. responded saying he is not sure what else it would allow them to do, what benefits are accorded entities through 501c3 status, etc., and he wants to follow up on rules around 501c3 status. Kord agreed and thought Pete N. would be the logical person to continue the conversation with Bob Fisher and then report back to the Selectboard. Kathy suggested contacting VLCT for a legal opinion rather than incurring the expense of contacting Atty. Fisher. Kord noted that VLCT would respond to a member of the Selectboard but not to Pete N. as he doesn't have an official capacity to begin an inquiry. Kathy Scott agreed to contact the VLCT as a representative of the Town. Maureen agreed with this approach to contact VLCT legal counsel initially. If necessary, after consulting VLCT, the Selectboard can determine whether Bob Fisher needs to be consulted.

Tom Johnson asked Pete N. whether it would be worthwhile to talk with staff at the Preservation Trust about how other towns handle fundraising for Town owned historic buildings. Pete N. agreed to follow up with Lisa or Alex at the Preservation Trust. Maureen noted recent discussion at the Meeting House Committee about dual-purpose appeal/fundraising efforts. Pete N. hasn't discussed this with Tom Widger but he has a meeting coming up. Kathy Scott noted that as Treasurer for the West River Community Project (WRCP), she is aware that the WRCP and Newfane Historical Association held a joint fundraiser a few years ago and it wasn't a problem. Maureen doesn't anticipate this will be problematic but was more concerned about the practicality of it and how to appeal for funds, divide funds between Friends and Meeting House Committee etc. Brief discussion followed on how the Friends and the Church worked together in the past and shared expenses on Meeting House projects, noting that the difference now is that all the money spent on the building will be spent by the Town with contributions from both the Friends and the Committee. Kord noted that the Friends and the Meeting House Committee would both serve as advisors to issue recommendations on issues affecting the Meeting House. In closing, Pete N. noted that the Friends traditionally focused on taking care of the building for the long-term but also sponsored social events such as July fourth celebrations.

Review and finalize the Warning for Town Meeting

Maureen shared her screen so that participants could view the draft Town Meeting warning. The warning was revised to reflect changes as a result of the pandemic such as notifying voters to appear between 10 a.m. and 7 p.m. to vote by Australian ballot in order to avoid everyone showing up at 10 a.m. as was done for in-person Town meetings previously. Maureen noted that in addition to the officers whose terms are ending, there will also be a vacancy to complete Heath Boyer's term on the Windham Center Cemetery Commission. In addition to authorizing the Treasurer to collect taxes, the voters must set the due date for receipt of property taxes. Because October 31st falls on a Sunday this year, the Selectboard reviewed options of October 29 or 30 or November 1 as the due date. Following brief discussion, November 1 was set as the due date for taxes. Maureen noted that at recent webinars, she learned that in addition to stating the dollar amount being raised in taxes for the General Fund in Article 6, the article should also include the amount being applied in non-tax revenue. Kord suggested rewording the articles for the general fund and the roads budget to make it clear that the non-tax revenue was being applied from last year's revenue (already on hand). Article 7 will also follow a similar format for wording of highway expenditures, i.e., amount raised in taxes and amount applied from non-tax revenue and surplus. Article 8 focused on repaving and bridges and large structures. Kord suggested that the amount applied from the FY20 Roads Budget surplus should precede what was voted in 2020. An article will also be included on the warning for appropriations to Senior Solutions and SEVCA which were not funded through the Social Services budget last year. Two options were included for how to present article question 10 regarding an Animal Control Officer as a shared service through the Sheriff's Office. Maureen noted that in writing the article question for increasing the membership of the Selectboard, the Secretary of State's office warned against including the expense as it may be construed as bias. Brief discussion followed. Kord expressed his opinion that the amount should be included since the funding is not built into the budget. As such, if the article question is presented without the expense and it passes, there would not be funding for it. Peter noted that many of the article questions include the expense associated with them, and agreed that the voters need the information to make a decision. Lastly, the wording of an article to establish a general reserve fund aka Rainy Day Fund as a designated account was discussed. Half of the money in the Audit Savings designated account is proposed for funding the Rainy Day Fund initially.

Bill Dunkel asked for clarification in the wording of Article 8 to make it clear that the surplus amount of \$45,908 being applied to Bridges and Large Structures from FY20 Roads surplus is in addition to the \$15,000 proposed in appropriations toward Bridges and Large Structures. Joyce will insert the word "also" in the informational sentence included with the article.

Brief discussion followed on vacancies in Town Officer positions. Mike inquired regarding how a vacant officer seat would be filled if no candidates declared an interest in filling the position. Maureen explained that voters will have the option to write-in a candidate's name. Maureen will follow up with VLCT on the required number or percentage of votes for any elected official. In response to a question from Maureen, Mike noted for which Offices consent forms have been received to date.

Imme noted her understanding that the FY20 Roads surplus was to be applied to the new Road Machinery fund; Kord explained that the change to put it towards Bridges and Large Structures was decided at the January 11th special meeting.

Added item: Discussion re: long-form or short form for budgets in the Town Report

Kathy had prepared both long and short forms of the General Funds budget and the Roads budget. She noted that last year, the Roads budget was presented using the short form which lists categories only. She noted that no complaints were received about the lack of detail in the Roads budget. Members of the Selectboard agreed that the Roads budget can be presented using the short form. Discussion followed on the General Funds budget and whether to use the long or short form. Maureen doesn't feel the short form is the best way to present the General Funds budget. Kathy asked what Maureen felt voters would want specifically detailed in the General Funds budget. Maureen cited the Appropriations account as an example. The items in that account would not be apparent to voters unless it was presented in the long-form. Kathy noted that similar minutiae were included in the Roads budget previously but voters were fine in voting without that level of detail. Brief discussion followed on including detailed accounting in some departments but not all and whether such a hybrid approach should be used. Peter was in favor of the long-form for the General Funds budget. Imme agreed with using the long form, citing the need to refer back to the information frequently, along with the importance of transparency in presenting the budget. When asked, Imme responded that there is sufficient space in the annual Town Report for the long form.

Added item: Discussion re: Generator Problems at the Town Office

Kord noted that significant problems were recently identified involving the generator at the Town Office. It is currently out of service due to a radiator problem. A service call was made and Kord is awaiting word on whether the radiator can be repaired or needs to be replaced. Kord noted that large rental generators are available, but are likely very expensive, and he is not aware of how a rental unit might be hooked up. Kord solicited input on how to respond during winter in the event of a long-term power outage. Mike doesn't anticipate the need for a rental generator unless temps are frigid for an extended duration. In response to a question about a service contract on the generator and how the issue arose, Kord explained that there is a service contract, but the generator exhibited an "over-crank" alarm. When a service call by a repair technician was made, the generator made a backfiring noise and the muffler was blown apart into the radiator. At this point, he believes the issue involves the ignition module, but from an expense perspective, the radiator is the big ticket item. The radiator was removed and a quote is expected on repair if possible or alternatively, the cost to replace the radiator. Maureen offered to loan her portable generator for use at the Town Office in the meantime if necessary.

Payroll & Bills

Maureen inquired about one batch of bills that were all zeros. Kathy explained that due to a problem with the printer, one whole batch of checks needed to be voided. There were no other questions with regard to the payroll and bills presented.

Motion: To approve the payroll and bills presented for this meeting and authorize Kord to sign off on same—moved by Maureen—all in favor.

Adjournment

Motion: To adjourn the regular Selectboard Meeting at 6:46 p.m. —moved by Peter—all in favor.

Respectfully submitted,

Joyce Cumming
Selectboard Clerk