

**Village of Ludlow Electric Light Department
Board of Commissioners Special Meeting Notice
Wednesday, January 31st, 2024
4:30 P.M. 9 Pond Street, Ludlow VT**

Proposed Agenda

- Call to Order.
- Consideration of any changes, additions, or removal, to the agenda.
- Approve minutes of December 28, 2023, meeting.
- 2024 annual budget
- Adoption of American Public Power Association 17th edition Safety Manual as supplemental to existing LELD Comprehensive Personnel Plan.
- Foreman's Report**
- Manager's Report**
- Comments from rate payers**
- Other Business**
- Adjournment**

VILLAGE OF LUDLOW ELECTRIC LIGHT DEPARTMENT
BOARD OF COMMISSIONERS SPECIAL MEETING NOTICE
January 31, 2024
4:30 P.M. BUSINESS OFFICE, 9 POND STREET LUDLOW, VT

PRESENT COMMISSIONERS: Chairman: Nicholas Baitz; Vice Chair: Robert Brandt (by telephone)

OTHER MEMBERS PRESENT:

Department Manager: Thomas Petraska
Foreman: Brian Benoit
Accountant: Michael Gadway

OTHERS PRESENT:

Jean Strong
Brett Sanderson
Ryan Silvestri
Jay Jurkoic

CALL TO ORDER:

Commissioner Baitz called the meeting to order at 4:30 P.M.

CONSIDERATION OF ANY CHANGES, ADDITIONS, OR REMOVAL TO THE AGENDA:

None

APPROVE THE MINUTES OF DECEMBER 28, 2023, BOARD OF COMMISSIONERS MONTHLY MEETING:

MOTION by Commissioner Robert Brandt and seconded by Commissioner Nick Baitz to approve minutes as written from December 28, 2023. Motion passed unanimously.

THE 2024 ANNUAL BUDGET:

1. Tom Petraska stated that it's a proposed budget and it's at 9.219733. I think it ought to be approved, with the stipulation that if it moves 10 percent, up or down, that we revisit and revote on it.
2. Robert Brandt asked if that is mostly with paying for power right Tom.
3. Tom Petraska said that was correct and transmission as well.
4. Robert Brandt stated that the other thing should be fairly stable.
5. Tom Petraska said yes.
6. Robert Brandt stated that he didn't have any questions on it, other than that.
7. Tom Petraska stated and like I said, if it moves either way, 10 percent, we'll bring it back to the board to revote.
8. Robert Brandt stated he was fine with that.
9. Tom Petraska asked Robert Brandt to make a motion.

MOTION by Commissioner Robert Brandt and seconded by Commissioner Nick Baitz to approve budget, as written, unless there is a plus or minus 10% change. Motion passed unanimously.

1. Brett Sanderson asked to open the motion up for discussion and stated I'm just curious how you can approve a budget with no breakdown. I mean, our town budgets, when we approve them, are pages long of insurance, fuel costs, total operating costs. How can you just take one number and approve no breakdown of it.
2. Tom Petraska said well, the other thing Brett, it's the first time they ever been done.
3. Brett Sanderson stated that they used to be done.
4. Tom Petraska stated not since I've been here.
5. Brett Sanderson said not since you've been here, but they were done.
6. Nick Baitz asked Bob, did you hear Brett's question.
7. Robert Brandt stated yes and that is true. I have never seen that done, although I have not been on the board that long with Ludlow Electric.
8. Brett Sanderson said no, but you've seen the village budgets and town budgets and what we go through, and we break down everything.
9. Nick Baitz asked Tom Petraska if that was something he could do.

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10. Tom Petraska stated yes, we can't do it until we get our contract from the union, because that would affect our negotiations.
11. Jean Strong stated she had a couple of questions regarding the budget without a breakdown. I thought there would be a breakdown, but my question was salary and wages. Where does that show up and I understand that maybe you can't finalize the folks that are part of the Union, but you sure can finalize and itemize the other parts of this budget and I'm surprised this has, I think, already been passed, but I don't know how you can pass a budget for \$9 million without any breakdown.
12. Tom Petraska said sure, but you have to understand, we aren't a town where we get this, this is a grand list. Less moving parts.
13. Jean Strong stated I understand there are parts of that that are, however, there should be a salary breakdown, salary and wages. Where is VPPSA, where are those kinds of things in the budget. Maybe you all know that.
14. Nicholas Baitz stated I don't. This is my 6th year and I've never seen that.
15. Jean Strong stated prior to that, there has always been a budget. Now maybe not in the last 6 years, and I don't know how that came about that all of a sudden there was no budget. Prior to that, there had been. I mean, you can go back in the records, and you can see. So, maybe it was a breakdown after you started, and the board didn't ask for a budget. I don't know, but there has always been a budget for the electric light department.
16. Nicholas Baitz stated it sounds like a good idea.
17. Brett Sanderson said that you need to know what your operating costs are.
18. Nick Baitz asked how do we go forward with this Bob, do we ask for a budget breakdown.
19. Robert Brandt stated we have to rescind our last vote, I believe.
20. Nicholas Baitz stated I've never done that before, so how do we do it.
21. Robert Brandt stated then we put forward the motion for the breakdown, I believe. Brett or Jean probably knows better than I do. They've been involved longer than I have.
22. Brett Sanderson said the person that made the motion has to rescind it, then you make for a new motion.
23. Robert Brandt asked so I rescinded it, then we have to vote on that, right.
24. Brett Sanderson said yes.

MOTION by Commissioner Robert Brandt and seconded by Commissioner Nick Baitz to rescind the exception of the budget. Motion passed unanimously.

MOTION by Commissioner Robert Brandt and seconded by Commissioner Nick Baitz to request an itemized budget. Motion passed unanimously.

1. Michael Gadway asked what if we did an itemization by what they call a FERC account. The FERC account is the Federal Energy Regulatory Commission accounting structure that we use, and I can do an itemization by PERC account. It would include payroll and the breakdown of all the admin. costs and everything on it. Would that be acceptable or do you want to actually get every single line-item detail.
2. Brett Sanderson said Bob, maybe you ought to just kind of forward Tom a copy of the town one or the village one, just to kind of show him exactly how that one is done. That's public knowledge, it's been approved.
3. Robert Brandt stated I'll do that.
4. Jean Strong stated you could probably go back to 2015 and maybe you could pick a budget that was here. That might be helpful if you did that.
5. Tom Petraska said he would take a look at that.
6. Brett Sanderson said at least in the last 3, even what 4 years or 5 years.
7. Michael Gadway said last year we did a budget, but it was just a fly by night, it wasn't anything. I have all of this information now and I can provide the budget. I just didn't know how detailed you want to get and there are other constraints.
8. Tom Petraska stated we can get details. I will look at the town's budget and we'll try to get something that's comparable. I'll forward it to you guys for basically initial approval and then we can bring it to the meeting for discussion.
9. Robert Brandt stated that sounds good.

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10. Ryan Silvestri stated I have a question afterwards.
11. Nick Baitz asked if Robert Brandt wanted to make a motion.
12. Robert Brandt stated I don't know if I need to make a motion on that, we're just going to get Tom to look at that so they can come up with a draft that's singled out.
13. Nicholas Baitz agreed.
14. Brett Sanderson said you made a motion to do the breakdown.
15. Ryan Silvestri asked is this budget then voted on at town meeting.
16. Tom Petraska stated no.
17. Ryan Silvestri stated so it's not all, really. So, it's the Village of Ludlow Electric Department. So, I guess my question is, so it's a municipal budget, but it's not.
18. Tom Petraska stated it's a division of the village.
19. Ryan Silvestri stated I'm just trying to unmangle that mess.
20. Michael Gadway said we have to account slightly different than the town does, because we're regulated by the Federal Energy Regulatory Commission. We have to use their account structure, so it is much different than a municipality accounting structure.
21. Ryan Silvestri said OK, but as far as other items on the budget, so say you guys wanted to build a new building, this board could just decide that and that's it, that's the end of it.
22. Tom Petraska said true.
23. Michael Gadway said that's part of the capital budget, yes.
24. Ryan Silvestri said sure, it would be any capital budget if you need new desks, computers, chairs, but I mean if you guys want to build a \$50 million electric light building, that decision could be made in this room by three members of the board and then all the ratepayers would just have to chew it.
25. Jay Jurkoic said it would have to be posted.
26. Tom Petraska stated now I'm not sure about that size expansion if it would have to go through the PUC. It May have to go through the PUC, because they regulate everything we do. I'm sure anything of a certain magnitude would have to go through the PUC.
27. Ryan Silvestri said I understand and I'm exaggerating. You know, we're talking about merging the town and village, what would happen then with this entity and what the actual title is. Is this a private electric company or is this electric company owned by the Village of Ludlow.
28. Tom Petraska stated correct, the Village of Ludlow.
29. Ryan Silvestri said but it's the Village of Ludlow, it's just ratepayers that have an input. Taxpayers, really, as far as the municipality don't, because not everyone's a ratepayer. I'm just trying to wrap my mind around that, that's all.

POINT OF ORDER:

1. Jay Jurkoic asked if Robert Brandt is on speakerphone.
2. Tom Petraska and Robert Brandt stated he was.

ADOPTION OF AMERICAN PUBLIC POWER ASSOCIATION 17TH EDITION SAFETY MANUAL AS SUPPLEMENTAL TO EXISTING LUDLOW ELECTRIC LIGHT DEPARTMENT COMPREHENSIVE PERSONNEL PLAN:

1. Tom Petraska stated Brian that was kind of your thought, maybe talk about it a little bit.
2. Brian Benoit stated it's just the new edition to the safety manual and they have a lot good safety in there that we should adopt. It would save a lot of rewriting our own stuff, that's basically already been written, and we've always gone by it. It's always been hearsay gone by it, so, I'd just like to get it official.
3. Nicholas Baitz stated I haven't read it. Do you have questions for Brian, Robert.
4. Robert Brandt stated yes, I just wondered if this is different than what we have been following or if this is what we have been following.
5. Brian Benoit stated it's pretty much what we've been following, in addition to our comprehensive manual, but I just wanted it official vs. hearsay.
6. Robert Brandt asked so we have been following it, but it has not been approved, is that what you're saying, Brian.
7. Brian Benoit said it hasn't been officially approved.
8. Robert Brandt stated it's just something that has been going on in-house.

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9. Brian Benoit stated yes.
10. Brett Sanderson said that it should be adopted every time a new edition comes out. So, the 17th just came out. We had copies of 16, 15, 14 and have quite a few on file.
11. Jean Strong asked have you seen it, Bob.
12. Robert Brandt stated I have. I have one in my possession; I just haven't read it. It's pretty in-depth.
13. Brett Sanderson stated there's one behind you if someone wants to look at it.
14. Tom Petraska stated it's geared towards the utility industry.
15. Brian Benoit said its very OSHA oriented. We have a safety meeting next week on the 8th and 9th.

MOTION by Commissioner Robert Brandt and seconded by Commissioner Nick Baitz to adopt the 17th edition safety manual as supplemental to the existing Ludlow Electric Light Department comprehensive personnel plan. Motion passed unanimously.

FOREMAN'S REPORT:

JANUARY 2024

Foreman's report was given by Brian Benoit. He updated the Commissioners which included, but not limited to:

Street Light Maintenance:	We've had two street light maintenance.
Meter Reading:	Meter reading is icy and tough going this month. One addition to that us our fourth handheld got delivered today, so hopefully next month goes a little smoother.
Substation Maintenance:	Monthly checks. Snow removal.
Underground Locates:	We've had four underground locates this month.
Line Maintenance:	
Services:	Multiple service upgrades.
Line Construction:	We're still waiting to hear back from one more company about programming the Proctorsville recloser and testing it.
Safety Meeting:	The safety meeting last month was CPR and first aid.
Vehicle Maintenance:	We put new tires on L34 and ongoing with oil changes. Truck testing was yesterday. They came and tested our trucks, OSHA, ANC, and dielectric testing.

Board Comments on Foreman's Report:

1. Robert Brandt stated a couple of questions, Brian, I didn't hear what got delivered today.
2. Brian Benoit stated we had a handheld out for repair, and it came back finally.
3. Tom Petraska asked 6 months.
4. Brian Benoit stated yes, about 6 months.
5. Robert Brandt asked a radio, Brian, a handheld radio.
6. Brian Benoit stated it's like a cell phone kind of. The meter reader will type in the readings from the meter on the handheld and at the end we download it and bring it to the office, the file.
7. Robert Brandt stated gotcha. Our equipment all passed; it was all good.
8. Brian Benoit stated yes it did. I haven't gotten the final reports, but the verbal reports were good.

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DEPARTMENT MANAGER'S REPORT

Manager's report was given by Tom Petraska. He updated the Commissioners which included, but not limited to:

Budget and Year-End Audit:

This month we've been really busy with getting ready for a year-end audit and working on the proposed budget.

Update on GIS (Geographic Information System) and Material Inventory System:

Michael, Brian, myself have all been working with NISC, training, entering data. We plan on going live with the material inventory system by the end of March, and probably live with the GIS by the end of August.

Solar Project Update:

The solar project is moving forward. We have been working on the purchase power agreement (PPA), with VPPSA and their legal team and that should be completed within the next few weeks.

Flood Loss Recovery:

We met with the federal and state Vermont Emergency Management team last Friday to kick off our application for recovery of flood losses that impacted the department. The department has 60 days to file the application.

Union Update:

Currently, the union has not presented a draft for their proposed contract to the Ludlow Light Department yet.

Proposed Budget:

We've talked about the budget, so we will revisit that.

Board Comments on Manager's Report:

1. Robert Brandt asked is any reason the Union hasn't come forward.
2. Tom Petraska said I think the key player with the Union contract has had some health difficulties and just some scheduling and just hasn't got to it, I guess. We have had to postpone three or four times. Maybe you know more, Brett.
3. Brett Sanderson said we haven't got anything yet. We had a quick preliminary draft and that was as far as it's gone.
4. Tom Petraska stated supposedly, February 19th will be our next meeting, so we'll see what happens.
5. Robert Brandt stated I just doesn't like dragging the guys out that long, but I guess we don't have control of that. Hopefully, all will go well. I don't have any more questions on your report.

Ratepayer's Comments on Manager's Report:

1. Jean Strong asked whatever happened with the insurance claim that involved the accident up on Route 100 with the telephone poles.
2. Tom Petraska said that's gone to the insurance company.
3. Jean Strong said it has.
4. Michael Gadway said no, I have not sent it out yet.
5. Tom Petraska asked are you waiting for something.
6. Michael Gadway stated we're going to close it at year end. I had to get the material list and I got that and the pole, I just got that two days ago, so now I have to put it all together and send it out to State Farm. So, I haven't sent it out, but I have it all. It's going to be about, I'm figuring, 8 or \$9000 is what we're going to end up billing.
7. Jean Strong asked just regarding the budget, can you put a line item in so that we can see how much money is budgeted for VPPSA. I shouldn't have to ask for that. I think when you see the past town's budget, that would be part of it.

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8. Tom Petraska stated there wouldn't be a line item for just VPPSA. There's transmission in there, there's power in there.
9. Jean Strong stated just so we can see it was paid to that, that's what I'm interested in. It doesn't have to be one line item if it involves more than one department. That's fine.
10. Ryan Silvestri asked while we're waiting for the Union, have there been any changes to pay rates, any staff and everything has just been frozen, basically, at that point.
11. Tom Petraska said that's correct.
12. Ryan Silvestri asked what's the feeling of the department while the Union's still moving forward was. I mean, are we past the point of no return. I'm just trying to understand, I guess, the feeling of the department on that.
13. Tom Petraska stated we have to have a contract to look at to negotiate. They haven't even gotten it presented to the guys yet, so the guys look at it and they say, "let's present it", now we see it and we get the chance for rebuttal, so it's down the road. We'll be lucky if we see it by the end of March.
14. Brett Sanderson stated it could be May or June.
15. Ryan Silvestri asked if there was any appetite for the department to potentially do something more internal ahead of this or offer something to them.
16. Tom Petraska said we've been told by counsel we can't.
17. Ryan Silvestri said you've been told you can't because the Union has already started, so it's set in stone no matter what, so they could not propose anything to this department for a year or a year-and-a-half and there's no deadline.
18. Tom Petraska said I don't know about you guys if you have a deadline with them. It's out of our hands, really Ryan, at this point.
19. Ryan Silvestri stated sure, I would want to be 150% sure on that, because I just feel like, you probably feel, is that all the guys and gals right now are just in limbo, you know, no one knows what's going on. So even if potentially maybe, you know, go back to legal or maybe think of something internal or I don't know, I'm just trying to spitball with you here on potentially moving forward for the employees.
20. Tom Petraska said I would think that after this next date if it's missed. Four or five strikes and I hope we can get something a little more in writing or something.
21. Ryan Silvestri asked would it be worth potentially having a backup in-house proposal, ready to go in case that were to fall through.
22. Tom Petraska said that's a legal thing. I would have to consult with Matt on that. I don't think that's ever been done.
23. Brian Benoit asked when you say backup, such as, Class III is this rate, Class II is this rate, Class I is this rate. Is that what you mean.
24. Ryan Silvestri said so basically, a proposal instead of going through with the Union, a proposal from the department to potentially address some of the issues that won't force the employees to move to the Union direction to begin with. Because I just don't believe that the Union can say, "Hey, you guys are locked in. But you know what, 12 to 16 months from now, we're still not going to give you any direction." I don't think that's legal.
25. Tom Petraska stated I agree, but that's a legal thing and there's probably a procedure.
26. Ryan Silvestri said I'm sure it's procedural, but I don't think there's anything illegal about the department creating or drafting a plan. You don't have to present it to everybody, but you can have a plan ready to go in case this were to fall through. Just food for thought. I was really surprised to hear that there is still a stalemate with the whole Union thing.
27. Tom Petraska said you've done some work on it though, because I saw the guys up there working on it that one night.
28. Brett Sanderson stated that was the first meeting.
29. Tom Petraska stated I said to Jeff, "How's it going?" He said, "We're getting good progress." That sounded good. That was a month ago.
30. Ryan Silvestri stated just food for thought, that's all.
31. Jean Strong asked so when you bring up counsel expenses, that's probably a lot. Will that be in the budget too.
32. Tom Petraska said legal, yes.

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33. Robert Brandt stated that he'll see that, Jean, when he looks at the town budget. It's got legal in it, all that stuff.
34. Nicholas Baitz asked Jay Jurkoic if he has a question.
35. Jay Jurkoic asked is there any room in the budget for a copy of the Robert's Rules of Order. Maybe you can get a copy for each board member.
36. Tom Petraska said we can get that right from the Vermont League of Cities and Towns.
37. Jay Jurkoic stated that might really put in a \$50 dent, but it might be money well-spent.
38. Robert Brandt stated I tried reading that, it didn't go well. I struggled with it.
39. Jay Jurkoic stated he found it easy.
40. Ryan Silvestri stated I'll speak, even with being on the planning commission, potentially we need to have a seminar for all the boards in the town, including this board. That way every board's on the same page and running the same way. This might not be the place to start that, but I think that would be beneficial for all of the boards in town.
41. Brett Sanderson stated I'm sure there is going to be stuff that changes or stuff that changed and unless you're reading that stuff all the time.
42. Ryan Silvestri stated I agree. There's even stuff that I'm probably unaware of too, so I'm sure someone from the VLTC, but that's what they're for right. So, hopefully it's not 6 months before we get an e-mail back.
43. Brett Sanderson said it would be a good thing to do right after elections, town meeting. The village meeting in April or May/June.
44. Ryan Silvestri stated I'll say something to Brandon.

OTHER BUSINESS:

1. Robert Brandt stated I don't have anything.
2. Tom Petraska asked the date for the next meeting. I'm going to be away on the 28th, and that's the last Thursday of the month. Does Wednesday work for you guys.
3. Nicholas Baitz stated I think Bob's gone for the entire month.
4. Robert Brandt stated I'm gone for February.
5. Tom Petraska asked when is the election, town meeting day. Here in this town, I don't know.
6. Brett Sanderson stated the next village meeting is in April, the town meeting is the first of March.
7. Tom Petraska stated so the first of March, you're going to get new commissioners.
8. Brett Sanderson said April.
9. Ryan Sylvestri stated so you could potentially have one more quorum with this board in March.
10. Nicholas Baitz stated, or we could appoint somebody to be in the third seat for two months.
11. Ryan Silvestri stated I'm 7 houses out past the line.
12. Jean Strong stated the line is down by Kevin McPhearson.
13. Brian Benoit stated right before Kevin McPhearson.
14. Ryan Silvestri stated it actually bisects his property; I think.
15. Nicholas Baitz asked so can Kevin be on the board or no.
16. Ryan Sylvestri stated half of him can.
17. Jean Strong stated I'm a village resident if that's what you need for two months.
18. Tom Petraska stated that we can discuss that later and figure out who is going to be around.

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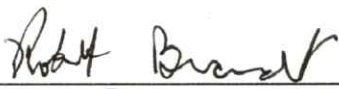
ADJOURNMENT:

1. **MOTION by Nick Baitz and seconded by Robert Brandt to adjourn. Motion passed unanimously.**
2. Meeting adjourned at 5:02 P.M.

Respectfully submitted,

Tina M. Jarvis

Nicholas Baitz, Chairman _____

Robert Brandt, Vice Chair  _____

Shannon Stark 

GARY POKLINDER 