

Village of Ludlow Electric Light Department

Meeting Notice

Board of Commissioners

Date 12\19\2024

4:30 Ludlow Town Hall, Howard Barton Jr. Conference Room

Agenda

- 1. Call to Order**
- 2. Consideration of any Changes, Additions, or Removal to the Agenda**
- 3. Comments from Ratepayers**
- 4. Approval of Minutes**
- 5. 2025 Regular Meeting Schedule**
- 6. VELCO/Trans-Co Investment Financing – Equity Call**
 - a. Authorize Investment**
 - b. How to Finance – Recommendation: VPPSA Bonds**
- 7. 2025 Budget**
- 8. 2025-2029 Capital Budget**
- 9. Executive Session**
 - A. confidential attorney-client communications made for the purpose of providing professional legal services to the body**
 - B. Personnel Discussions**
- 10. Any Actions from Executive Session**
- 11. Other Business**
- 12. Adjournment**

Village of Ludlow Electric Light Department

Meeting Notice

Board of Commissioners

Date 12/19/2024

4:30 Ludlow Town Hall, Howard Barton Jr. Conference Room

MEMBERS PRESENT:

Shannon Stark, Chair

Logan Nicoll, Vice Chair

Jean Strong

STAFF PRESENT:

Michael Gadway

Brett Sanderson

Chris Recchia

OTHERS PRESENT:

Ron Shems, Attorney

Brendan McNamara

AGENDA

1. Call to Order

- A. Shannon Stark called the meeting to order at 4:30 p.m. All members present.

2. Consideration of any Changes, Additions, or Removal to the Agenda

- A. Ron Shems suggested that for Agenda Item #9A, the discussion may be in open session as there are no details that would have to be discussed in Executive Session.
- B. **MOTION by Logan Nicoll and seconded by Jean Strong to discuss Item 9A in open session. Motion passed unanimously.**

3. Comments from Ratepayers

- A. There were none

4. Approval of Minutes

- A. Chris Recchia said they have 3 sets of minutes which they can review: 9/5/24, 9/11/24 and 11/21/24. The 2 special meetings from October have not been printed.
- B. **MOTION by Jean Strong and seconded by Logan Nicoll to approve the minutes from 9/5/24, 9/11/24 and 11/21/2024. Motion passed unanimously.**
- C. Chris Recchia said that the minutes from the October meeting were more like a transcript and he will put them into minutes form.

5. 2025 Regular Meeting Schedule

- A. Chris Recchia provided copies of the schedule for meetings for 2025. (Copy attached at end of Minutes.) He noted that the regular schedule will be the 4th Thursday of the month. However, the meetings for November 2025 and December 2025 are changed due to the holidays.
- B. **MOTION by Jean Strong and seconded by Logan Nicoll to approve the schedule for regular meetings for 2025. Motion passed unanimously.**

6. VELCO/Trans-Co Investment Financing – Equity Call

A. Authorize Investment

1. Chris Recchia advised that Tom Petraska had been handling this. Chris Recchia said that he only found out about it 2 weeks ago, but did not know that there was a deadline. This will be at no cost of Ludlow Electric. It is an investment in the VELCO/Transco. It pays 12 ½% interest on shares – larger than most. It was

20,000,000 vested shares, and our vested share was 1.8 million. They are issuing bonds.

2. Mike Gadway said it was always \$10/share in the past. In 2008, there was a large finance through VPPSA.
3. Chris Recchia said that VELCO/Transco is owned by investors. It is not owned by other utilities.
4. Ron Shems said Ludlow Electric is part owner of VELCO
5. Jean Strong asked if the equity comes back to Ludlow Electric.
6. Chris Recchia said yes. But this is different – bond vs. loan. Overtime, we will acquire shares.
7. Jean Strong asked when we will see the shares.
8. Michael Gadway said in a number of years.
9. Chris Recchia said about \$100,000 worth of shares per year.
10. Logan Nicoll said there are 4 years left on payments for the 2008 bond. At that point, we will own the shares outright.
11. Chris Recchia advised that VPPSA reduces our cost to them by that amount.
12. Michael Gadway said that it shows as a credit.
13. Jean Strong said that she has seen the \$22,000/month charge, but has not seen reconciliation. How do they issue the credit? She would like to see an explanation that is clearer for us.
14. Chris Recchia said that he apologizes because when he went to the VPPSA board of directors' meeting, he asked other utilities about this and only then found out there was a deadline. It is a good investment, the only difference is how it is financed
15. Jean Strong noted that the VPPSA website still shows Tom Petraska as our representative. She would like to have that corrected tomorrow.
16. Chris Recchia said that the VPPSA board knows that you all voted for me to be your representative. Tom's emails are forwarded to me, but there are many emails and at the last meeting.
17. Logan Nicoll asked if there is anything this board should think about regarding the long term viability of VELCO.
18. Ron Shems mentioned upgrades to the grid.
19. Brett Sanderson added fiber.
20. Michael Gadway mentioned transmission line from Lake Champlain to the substation on the other side of Cavendish.
21. Ron Shems added that there are also other upgrades.

7. 2025 Budget

- A. Chris Recchia said the board would not take action tonight.
- B. Shannon Stark said they will move forward in January
- C. Jean Strong suggested having a budget workshop before the January meeting so board members can ask questions.
- D. Chris Recchia said the board can meet without holding a formal meeting. He said he will email possible times and dates

8. 2025-2029 Capital Budget

- A. Chris Recchia said this will be the first time that we have had a Capital Budget. He said he sent a draft out a month ago. We added the pick-up truck for Brett Sanderson at the last meeting.
- B. Brett Sanderson said there is also a bucket that was added for 2027, we already have one in there for 2026.
- C. Jean Strong said it is good to see a capital budget.
- D. Chris Recchia said this process will be done every year for 5 years to plan ahead.
- E. Shannon Stark said we can include the Capital Budget in with the 2025 budget workshop.
- F. Chris Recchia said if they did, they would be able to vote on the regular meeting in January.

9. Executive Session

- A. Under Item #2, the board voted that an executive session was not needed.
- B. Confidential attorney-client communication made for the purposes of providing professional legal services to the body

1. Ron Shems said there are no details. They had a safety audit and he made a number of recommendations regarding structure, job descriptions, switching personnel in the office. There would be cuts across the departments, positions and descriptions. We had discussed a cost of living increase at the end of the year. He suggested holding off making any personnel changes until they look into the personnel changes and structure issues. He hopes to have the full report by January 10, 2025.
 2. Shannon Stark asked if it would be by the 2nd week in January.
 3. Ron Shems said yes.
 4. Shannon Stark said that gives us time to read it over.
 5. Logan Nicoll said that at their last meeting, he voiced his concerns over confirming Brett Sanderson as Permanent position as Superintendent. And said that it is important not to do anything else.
 6. Jean Strong said she wants to see a Policy and Procedures manual. He said that job descriptions will become more crucial and they can have a clean start soon.
 7. Chris Recchia said he has started on writing up job descriptions. We may have to amend some existing one.
 8. Jean Strong said, also new positions going forward, hopefully. Let's see how it feels.
 9. Chris Recchia said he will try to have a draft for the meeting in January for a vote in February.
 10. Shannon Stark said this board has been trying, since March, to get job descriptions.
 11. Brett Sanderson said they couldn't do anything before the union negotiations.
 12. Jean Strong asked about voting on the job descriptions.
 13. Ron Shems said they should hold off until they get the audit report.
 14. Jean Strong said she was talking about the ones we have.
 15. Chris Recchia said he has suggestions about that.
 16. Shannon Stark asked about outlines for job descriptions to Sarah Buxton.
 17. Ron Shems said this is a safety audit. It will let us know where we have other needs. We can do increases retroactive. We should hold off for now.
- C. Personnel Discussions
1. **MOTION by Logan Nicoll and seconded by Jean Strong to enter into Executive Session for Personnel Discussions.**
 2. No discussion

10. Any Actions from Executive Session

- A. No action taken.

11. Other Business

- A. Logan Nicoll suggested aligning the budget workshop with the discussions for personnel.
- B. Chris Recchia asked what we contract out for. What would the costs be to do these things in-house?
- C. Jean Strong said she wants the budget workshop separate from the audit report.
- D. Logan Nicoll said he is open either way. He said the audit will inform the discussion on the budget.
- E. Chris Recchia said that the budget workshop should be separate with no actions to be taken, just to learn about it. Then after we get the report, we can amend/act on the budget based on the report.
- F. Shannon Stark said the budget workshop will just be informational with no actions taken.
- G. Michael Gadway said we had discussed COL, but 5% for the office.
- H. Chris Recchia said we should wait for the budget. Increases can be retroactive. We can discuss fundamentals, power costs, personnel and merit raises. We should postpone raises and can do them retroactively.
- I. Shannon Stark said didn't we approve raises at the last meeting.
- J. Chris Recchia said 3.2% retroactive to January 2024.
- K. Brett Sanderson said that 8 months have passed without the board doing anything about his pay. He said that he has people working for him that are getting paid more. He said have been compensated effective to when he was appointed as Interim Superintendent. He said this is not legal.
- L. Chris Recchia said Brett Sanderson would be included in the 3.2% retroactive.
- M. Ron Shems said he will talk to Sarah Buxton.
- N. Jean Strong said to Brett Sanderson that the board will make this right.
- O. Shannon Stark said that some of the board members (she and Logan Nicoll) want Ludlow Electric email addresses; Jean Strong prefers to use her personal email address.
- P. Jean Strong said she would like to see the door into the building open for the new year.

- Q. Chris Recchia said they will put up a nice sign and look into a doorbell. He said he will work with Jean Strong.

12. Adjournment

- A. **MOTION by Jean Strong and seconded by Logan Nicoll to adjourn. Motion passed unanimously.**
B. Meeting adjourned at 5:23 p.m.

Respectfully submitted,

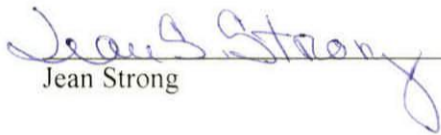
Lisha Klaiber



Shannon Stark, Chair



Logan Nicoll, Vice Chair



Jean Strong

2025 Board Meeting Schedule

For Ludlow Electric

Meetings occur on the fourth Thursday of every month, except for November and December, which fall on holidays and are scheduled for the third Thursday of the month.

January 23rd

February 28th

March 28th

April 24th

May 22nd

June 26th

July 24th

August 28th

September 25th

October 23rd

November 20th

December 18th