

## **HARDWICK ELECTRIC DEPARTMENT BOARD OF COMMISSIONERS REGULAR MEETING**

### **DRAFT MINUTES**

Tuesday, May 20, 2025 (6:00 PM)

#### Attendees

Virtual (via Zoom)

Commissioner Lynne Gedanken, Chair

None

Commissioner Michael Ambrosino

Commissioner Renaud Demers

Commissioner Myles Kamisher-Koch

Commissioner Roger Prevot

HED General Manager, Sarah Braese

HED Controller & Business Office Supervisor (CBOS) Beth Essary

Zephan & Liz Courtney, members of the Public

J. Scott Cameron, Attorney

- Call to Order: Commissioner Gedanken called the meeting to order at 6:01 pm.
- GM Braese requested an addition to the agenda a discussion of meeting dates for the regular meetings of the Board of Commissioners for June and July. Commissioner Gedanken requested a brief discussion of outage reporting at the end of the agenda. Discussion related to contracts for FEMA and VTDEC be in Executive Session, with any action to be taken outside of Executive Session. Agenda was approved with modifications.
- Commissioner Prevot made a motion to approve the minutes of the April 15, 2025 Regular Meeting. Commissioner Kamisher-Koch seconded the motion. Motion passed unanimously.
- Commissioner Ambrosino made a motion to approve the minutes of the May 13, 2025 Special Meeting. Commissioner Prevot seconded the motion. Motion passed unanimously.
- Zephan Courtney provided information about a tree trimming situation on his property. The board asked the customer to supply information to replace and relocate vegetation that was removed by HED right of way contractor for reimbursement. Proposed plan for notification and clearing.
- CBOS Essary presented Financial Reports and the Special Construction Report with brief discussion. No action was taken.
- CBOS Essary presented documents for the Union Bank Line of Credit. Commissioner Prevot made a motion to enter into the agreement with Union Bank for a Line of Credit for \$700,000. Commissioner Ambrosino seconded the motion. Motion passed unanimously.
- CBOS Essary presented the 2024 Audit Engagement Letter from A.M. Peisch and Company. Commissioner Prevot made a motion to authorize GM Braese to sign the Engagement Letter. Commissioner Ambrosino seconded the motion. Motion passed unanimously.
- The General Manager's Report was reviewed. There was discussion regarding legal counsel. No action was taken.
- Commissioner Gedanken made a motion to move into Executive Session to discuss the agreement with possible negotiations with Dubois & King with respect to the engineering study for the hydro plant. Commissioner Ambrosino seconded the motion. Motion passed. The board entered Executive Session at 6:45 pm with invitation to GM Braese, and CBOS Essary to attend.
- The Board came out of Executive Session at 7:14 PM. No action was taken.
- Commissioner Ambrosino made a motion to direct GM Braese to accept the DuBois & King proposal subject to the addition of comments submitted by the commissioners. Commissioner Prevot seconded the motion. Motion passed unanimously.
- Commissioner Gedanken made a motion to move into Executive Session to discuss an agreement with respect to the VTDEC investigation work plan, the premature disclosure of which would prejudice the interests of the Hardwick

Electric Department. Commissioner Ambrosino seconded the motion. Motion passed. The board entered Executive Session at 7:15 pm with invitation to GM Braese and CBOS Essary to attend.

- The Board came out of Executive Session at 7:21 PM. No action was taken.
- Commissioner Ambrosino made a motion to authorize GM Braese to accept the Vanasse Hangen Brustline proposal to do the environmental study with no changes. Commissioner Demers seconded the motion. Motion passed unanimously.
- GM Braese proposed a date change of the regular meetings for June to June 24, and the July meeting to July 22, the 4<sup>th</sup> Tuesdays of those months. No action was taken.
- Commissioner Gedanken made a motion to move into Executive Session to discuss the negotiations of the new IBEW contract. Commissioner Ambrosino seconded the motion. Motion passed. The board entered Executive Session at 7:24 pm, with the invitation of Attorney Cameron, GM Braese, and CBOS Essary to attend.
- The Board exited Executive Session at 8:49 pm. No action was taken.
- Commissioner Prevot made a motion to adjourn. Commissioner Ambrosino seconded the motion. The meeting was adjourned at 8:49pm.

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Recorder

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Date

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Commissioner

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Date