

Chittenden County Regional Planning Commission

EXECUTIVE COMMITTEE MEETING MINUTES

Date: November 2, 2011
Time: 5:30 p.m.
Place: CCRPC Offices, 110 West Canal Street, Winooski, VT

Present: Marc Landry, Chair
Andy Montroll, Secretary/Treasurer
Lou Mossey, Vice Chair
Catherine McMains, Municipalities >5,000

Staff: Charlie Baker, Executive Director
Forest Cohen, Business Manager
Bernie Ferenc, Business Manager
Dan Albrecht, Senior Planner

1. **Call to Order, Public Comment.** Marc brought the meeting to order at 5:36pm.
2. **Changes to the Agenda, Members' Items.** None.
3. **Approval of October 5, 2011 Executive Committee Meeting Minutes.** Motion by Catherine, seconded by Andy, to approve the minutes with the following changes: 2nd page, top line, 'has been expanded...' Under Circ, 3 lines from bottom, 'there are no determinations ... rights of way.' Page 4, last line under #7, 'it could be done with our legislative open house.' Unanimously approved with edits.
4. **Chair/Executive Director's Report.** No updates.
5. **Personnel Policy Revision – health insurance opt-out.** Our current program is \$5,000 compensation for a complete opt-out of health insurance coverage (see Page 22-23 of our Personnel Policy). We decided to do this on a trial basis and now the question is if we want to continue to offer this? Do our employees like it? Forest said there is more interest this year, and that is what generated the question. Forest ran the numbers. Do we consider a single or two-person plan opt-out, taking the cost savings and giving back a percentage of that to the employee? Full family coverage is over \$14,000, single-person coverage, \$6,400. Forest suggested the Committee consider a percentage structure as opposed to a flat structure. Catherine agreed saying that it made sense to do the percentage because of the equity. Members discussed the ramifications of this cost-shift. An employee who takes the opt-out is getting this benefit as taxable income (as well as the employer), whereas someone who does not take it and does not get this. Some said it makes sense to provide a 40% benefit. Dan said that with the family to single opt-out, the children could go on his ex- wife's plan, but he asked how they could come back on his plan after college. Is this a defining event? If there was a job loss for the other spouse, we would have to check and see if that is a qualifying event. Members looked at the third paragraph citing employees notifying RPC, which is essentially a contract. Andy said he thought we probably want to clarify the policy, and our intentions, subject to the actual policy. Marc said he would want to have an agreement between CCRPC and the employee, stating that they accept full responsibility for the outcome, whatever it may be. If the insurance carrier decides otherwise, that could be expensive. Lou summarized that he thinks he hears consensus that we want to continue with the benefit. Charlie offered two other clarifications: that the agreement with the employee states that they know the risks and is consistent with our health insurance carrier policy. He and Michele have discussed the numbers and 35% is close to the correct amount. For budget reasons, we don't want to increase without going to Finance Committee. Overall, this provides a benefit to employees and to the employer. Andy is comfortable with 35%. **Lou made a motion to go with 35%, and to include the proposed partial buy-out subject to confirmation from our carriers**

as to the ramifications it would have when someone tries to come back on the RPC policy, as well as the employee signing an agreement which requires employees who opt out to show proof of health insurance elsewhere. Catherine seconded. December is the time to do this, unless there is a qualifying event. If someone came back on the policy, this benefit would be prorated. The opt-out compensation is paid out at the end of each quarter. Lou said a qualifying event would be defined by the carrier. The results of the offered benefit are to be reported in November 2012. **The motion carries 4-0.**

6. **Administrative Procedures Revisions.** Forest cited the first revision on Page 2 was “journal entry review.’ The Finance Committee decided that the RPC side will do as the MPO has been doing, aligning policy with practice, and putting into the actual Procedures Policy. Page 4 is a reaction to the audit on RPC side, noting dates services were provided and making sure the invoices are recorded in the proper month accordingly. This involves allowing for invoices that may be received after the end of the fiscal year. Forest should start putting vendors on notice ahead of time that they should submit invoices near the close of the fiscal year if they expect to be paid.

Regarding the IT usage and controls policy, we do have language that Pam crafted using a template. Andy explained that what this policy expressed is that there is no expectation of privacy on the RPC network, and two provisions conflict with that and asked to strike that because it is not accurate. Members looked at the end of first paragraph about monitoring without the direction of the Executive Director. Charlie said another way to look at that sentence is that, as an employee, Pam is not going to monitor computer usage without authorization. By having it as a policy, it is sets up an expectation of privacy, and this is not the case with company equipment. Basically, whatever is on RPC computers is, for all intents and purposes, not private. In the third sentence in the Monitoring paragraph, ‘RPC reserves the right...’ should not be qualified. Also, the last sentence in the Monitoring paragraph should be struck. It is really important that everyone understands that it can be done. Members discussed if this should be part of the Personnel Policy, or should the Personnel Policy reference it. Andy added that it is important for the employees to understand the company policy and not to develop the idea that anything on the server is personal, as much as it is for the RPCs protection. If there are personal emails to be sent, have employees use their own devices. Marc said if this becomes an issue, it is a personnel problem. Lou asked about social networking and Charlie responded that there is no prohibition on that. It is important for employees to use RPC use as business email. Should there be a lawsuit, any personal email files would be discoverable. RPC’s emails are correspondence that needs to be stored for three years. It was decided that the IT Usage and Controls Policy be included in the Personnel Policy as opposed to the Administrative Procedures Policy. **A motion was made by Andy, seconded by Lou to adopt the amendments to the Administrative Procedures Policy regarding journal entries and payables as presented and to adopt the proposed amendments regarding IT Usage (as amended) and Fraud Prevention as amendments to the Personnel Policy. The motion was approved 4-0.**

7. **Draft Audits Review.** Charlie told the Committee that the auditor will come to the December 7th Commission meeting and the November 30th Joint Finance and Executive Committee meeting. Staff will be asked to leave to foster open and honest discussion with the auditor. Andy asked members to turn to Page 22 of the RPC audit regarding Efficiencies. He said that the auditors may be noting problems partly because they are new auditors and looking with fresh eyes. He said he thinks there were none on the MPO side. Marc commented that it is great to see RPC wind up with 46K of operating income, a big change from three years ago. Charlie was asked to find costs for Paula Cope; we spent a lot of money on Challenges for Change, and Bernie said that we were

reimbursed for her cost. Andy noted that there are different levels: material weakness and significant deficiencies, which we have now dealt with. The auditors have been advised of these changes. Forest had a lengthy communication with the auditors concerning their feedback and what we are doing about it; our response is in the Management Letter. Forest added that fraud prevention or IT and journal entries did not show up in the report, and we are trying to go above and beyond their requests. Andy commented that there were a few other things that were pending that might become deficiencies, but we were already dealing with those. Marc said this looks good. There were no other questions.

8. **December 7th Commission Meeting & Legislative Reception.** Charlie reported that he has spoken to the consultant regarding RPC branding. She is very supportive and will do more work until we're happy. Nancy wrote her proposal as fixed fee, project-based. Charlie did offer to compensate her for additional costs, but she was not interested at this point.

Last year, the Legislative Reception was on the day the new legislators were getting trained. We'd like to have the reception the same night as the Commission meeting, but can we make this work logistically? We have the auditors coming. Andy suggested starting the meeting at 5:30pm and Charlie suggested keeping updates short or making that part of the legislative reception. The agenda consists of transportation enhancement, minutes, and the audit. (We will send the final audit in the packet.) Lou asked what we want to talk about to the legislators: Irene (working with the southern part of the state, the money connection), the Circ alternatives (by that time, the Circ Alternatives Committee will have their short-term list), permit recommendations, Challenges for Change - We've merged since the last time we talked to them. Charlie said we are trying to promote awareness and support for our regional initiatives and positions. It is also a chance for board members to network. Members agreed to have the meeting from 5:30 – 6:30pm and reception from 6:30 – 8:30pm. We will invite all senators and representatives; last year we had 8 or 10. We can highlight the five areas in the invitation: Irene, the Circ, Challenges for Change, ECOS, and permit reform. We will be working to get this out in the next week, giving them four weeks' notice.

9. Commission Meeting Follow-up

- a. Staff attendance and participation. The staff met after the last Commission meeting and had questions about Board and Executive Committee expectations for attendance and participation at Board meetings. In the past, MPO expected all staff to attend their Board Meetings. On the RPC side, this was happening for a while but given budget constraints, became about ½ staff. Charlie promised staff that he would talk with the Executive Committee; his sense is that if staff has something on the agenda, they should be there. Otherwise, they should try to make some board meetings for familiarity, interactions and recognition. Some employees don't have agenda items. Marc noted that members constitute up to 24 people at the table plus 18 staff, which doesn't fit. Staff gets comp time for attendance. Andy said this makes sense to him: come when you have an agenda item and otherwise, attending 1/3 or ¼ of the time. Lou said he thinks it is not a good use of time. Marc agrees with Andy. Some thought there is value in knowing Commissioners, what is going on and being in touch. Andy suggested employee attendance at least three meetings a year including presentations. New hires need to attend their first three or four meetings. Marc agreed to try Andy's suggestion. Charlie thanked the Committee. Charlie continued: the second layer was staff's expectations about their participation. The MPO had taken a "speak when spoken to" approach; RPC was less formal. In the conversation with staff, Charlie discussed that if a topic is pre-motion, presented or discussed, staff

should comment if they have a point, but once there was a motion on the floor, it becomes a more formal conversation among Board members. Lou said we do ask employees to serve on committees, but Andy thinks that is different; anyone on a committee should be able to participate. Andy looks to staff to clarify, but not advocate for a position (information, not advocacy). There may be times that staff is asked for their opinion and the unified voice of staff, which comes thru Charlie or Michele. Charlie noted that this came out of the name conversation. He said he did not do a good job of highlighting the fact that staff had emotions regarding the name. Staff wanted to start new together, but during the name conversation with the Board, staff were not asked how they felt about it. Should they have spoken up and interjected their own opinion? Marc said he thought they should do so at the committee level. Bernie commented that the first time most staff heard about an organizational name change was the September Board Meeting. Charlie said he will tell staff to use their judgment, and note the benefit of coming to meetings.

- b. **Alternate participation.** A few staff questioned alternates' participation, when both members are in attendance. Lou noted that this is up to the towns. Do we control appointments? Some towns have two alternates. A spokesperson for the town makes the decision and the town has to decide who speaks; perhaps address this in the Bylaws. If primary representative is there, then that is the voice of the town. If one member were advocating for one thing and the other, another, the chair would clarify. We want to keep it clear who is speaking as the Board member. We never mind hearing from an alternate, but the town needs to direct them which voice to use. Marc added that sitting at the table is the message from the community; if there are two messages, representatives need to go back to community and decide who is the voice of the town. The alternate is the citizen's message.

10. **Executive Session (if needed).** None

11. **Adjournment.** Andy made a motion to adjourn at 7:05pm; Lou seconded the motion.

Respectfully submitted,



Leslie Bonnette
Executive Assistant