Colchester Fire District No.1 [***www.cfd1.org***](http://www.cfd1.org)

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**Prudential Committee Meeting Minutes**

**Monday, 23 January 2017**

The Prudential Committee and officers of Colchester Fire District No. 1 held an organizational meeting this evening after the District’s Annual Meeting in the Pomerleau Alumni Center on the campus of Saint Michael’s College. Such meetings are customarily held after Annual Meetings and tonight’s was scheduled by the Committee at its last meeting (see PC Minutes, 14 Dec 2016, item 6). Joseph McLaughlin, SSE, opened the meeting at 7:40 pm. Also present were his fellow Committee members Brian Lee and Marcel Rainville, SSE, as well as Manager Jerry Flanagan and Treasurer Thomas VanDzura.

1. **Election of Prudential Committee Chairman**

Brian Lee moved, seconded by Marcel Rainville, to re-elect Joseph McLaughlin as Prudential Committee Chairman for the current year (2017). The motion passed unanimously.

1. **Election of Vice Chairman**

Joseph McLaughlin moved, seconded by Brian Lee, to re-elect Marcel Rainville as Vice Chairman for one year (2017). The motion passed unanimously.

1. **Appointment of District Manager**

Joseph McLaughlin moved, seconded by Marcel Rainville, to re-appoint Jerry Flanagan as District Manager for one year (2017). The motion passed unanimously.

1. **Appointment of Assistant Clerk**

Marcel Rainville moved, seconded by Joseph McLaughlin, to re-appoint Brian Lee as Assistant Clerk for one year (2017). The motion passed unanimously.

1. **Setting Annual Stipends**

The Annual Meeting approved a total amount of $25,000 for stipends during 2017 for District officers and Prudential Committee members and authorized the Prudential Committee to determine the specific amounts for each officer and for attendance at Committee meeting (see Minutes, item 5). Joseph McLaughlin suggested that in view of some other agenda items it might be better to take this matter up at a future meeting. All agreed to postpone the determination of the amounts of the 2017 stipends to an upcoming Committee Meeting, but not later than the time for approval of the District’s 2017 budgets.

1. **Report on Posting and Publishing Warning for Annual Meeting**

The Clerk and Assistant Clerk reported they had posted copies of the Warning for the District’s 2017 Annual Meeting in five public places within the District during the necessary time-frame (30-40 days in advance) and arranged to have it published in the 12 January 2017 issue of the *Colchester Sun* (p. 8), as the Committee had directed (see PC Minutes, 14 Dec 2016, items 3a-b).

1. **Report on Minutes**

Before tonight’s meeting, the Clerk circulated both a ‘draft’ and a ‘final’ version of the minutes of the previous PC Meeting (14 Dec. 2016). He noted that both versions were prepared in light of the most recent revision (2016) of Vermont’s ‘Open Meeting Law’ (OML) and a recently posted ‘VLCT FAQS: Open Meeting Law’ that shed light on implementing the OML. The latter had been forwarded recently by Town Manager Dawn Francis to Colchester’s fire districts. Fr McLaughlin also distributed his own memo that highlighted the differences between the two versions of the Minutes and how each compared to the requirements for minutes as stipulated in the District Bylaws (art. 9.1 and 9.2). Discussion followed. The Clerks indicated they planned to develop procedures for producing both versions of Committee minutes with two particular objectives in mind. (a) To produce a ‘draft’ version to be posted within five calendar days of each meeting, per the OML. (b) To produce a ‘final’ or ‘official’ version that will duly record not only the actions but the deliberations of each meeting, per the District Bylaws (art. 9.2); only this version would be submitted for review and approval by the Committee, and once approved it would become “the true and official record of all action taken by the Committee” (ibid.).

1. **Report: District’s Website Attacked**

The Clerk reported the District’s website had been seriously attacked earlier this month, and that Webmaster Maria Rinaldi, who upon discovering this, enlisted assistance to get the site cleaned. In the meantime, the site was all-but closed down. He also reported that in recent months he has been badgered by two separate firms who claimed that the site had been compromised and offering to ‘repair and protect’ the site for a hefty monthly fee. He discussed the first firm’s offer with Ms Rinaldi, who, after determining no signs of any attacks, recommended ignoring the calls, which he did. The second firm’s calls were so patently suspect that he simply ignored their calls. He hoped to discuss with Ms Rinaldi what might be done to keep the website safe and perhaps even to move to another platform. The current site was first launched in April 2006.

1. **Report: Future Planning for the District**

To continue consultations regarding future planning for the District (see PC Minutes, 14 Dec 2017, item 3a) Chairman McLaughlin and Manager Flanagan met with Saint Michael’s College President Jack Neuhauser and Vice President for Government and Community Affairs Patrick Gallivan on 11 January. District officials reported it was a good meeting that focused on the relationships between the District and the College and the options for the District’s future. District officers noted that the College is not only the District largest and oldest customer but there were several distinctive, albeit informal, features of the relationship between the two, e.g., College presidents had been Prudential Committee Chairmen from 1938 to 1970; most of the District’s ‘human resources’ have been provided by College and Edmundite personnel; the College has generously made both space and electronic and telecom systems available to the District; the District worked closely with the College to design and complete the District’s Waterline Replacement Project (2013) such that both parties ended up with far better drinking water systems, just as in the 1960s they had worked together to build and operate one of the first secondary wastewater treatment plants in greater Burlington; and District officials, who in the course of working with various governmental, community and commercial, bodies, have built good relationshipa with members of the greater Burlington community and thereby extended the College’s outreach, etc.

While the District’s financial condition is sound, its water system (both its infrastructure and on-going management) in great shape and well-positioned for the future, and formal agreements are in place to assure capacities and services going forward, the District faces other challenges . One of these is the diminishing pool of people available to fill District offices, especially Prudential Committee members. By State law, they must be District residents. Another challenge is organizational, that is, it is difficult to foresee the District’s long and successful reliance on ‘volunteer’ officers continuing much longer. Accordingly, since 2015 District officials have been engaged in both succession planning for District officers as well as exploring alternative organizational options for the District, which is a municipal corporation; e.g., possible mergers, sale or subletting of functions. Some options, and their respective strengths and weaknesses, were discussed with the College officials.

Two new options emerged in the discussion and were thought to merit further consideration. One was: could the College President, currently a District resident, stand for election to the Prudential Committee, with the understanding that he would designate a proxy, who was not necessarily a District resident, to attend Committee meetings and vote on his behalf? As there were legal questions about this option, it was agreed to refer them, and the option itself, to the District’s attorney. The Chairman did so on 17 Jan. Second: might the Vice President for Government and Community Affairs attend and participate in Committee meetings, but not as a Committee member? While this seemed legally acceptable, it would require the VP’s agreement and some adjustments to current PC practices; e.g., the timing of Committee meetings would need to be ‘regularized’ (e.g., 2nd Tuesday of every other month at 4 pm) to accommodate scheduling for 8 or more people.

Other topics discussed were the District’s inter-municipal agreements - for wastewater capacity and treatment (1987), for operational management of its water system (2006), for drinking water storage capacities (2013) - the advantages the District and its customers realize by virtue of the District’s being part CWD’s outstanding water system, the educational opportunities the District could offer to SMC students, faculty and staff to learn first-hand ways and means for effectively addressing environmental and ecological challenges, etc.

1. **Report: Office of District Manager**

In light of his recent retirement from Saint Michael’s College, Mr Flanagan has arranged with College officials how he can retain telephone and web services and some office space, all of which he uses to fulfill his responsibilities as District Manager and to assist St Michael’s. The arrangements are temporary. So, while he remains willing to continue serving the District, he recommended the office of Manager, and not simply succession planning, be included in the Committee’s future planning for the District. All concurred with his recommendation and reiterated their appreciation for his outstanding service.

1. **Treasurer’s Report: Implementing Actions on Accounts in Arrears**

Treasurer VanDzura reported he had finally received full payment from the owner of 831 College Parkway on his long-delinquent account. The current tenant of that property was paying the quarterly bills on time. All thanked Mr VanDzura for his success in this particularly difficult and time-consuming matter. The Treasurer further reported that he was about to begin implementing the agreed-upon procedures for ‘Dealing with Denial of Access and Delinquencies’ (14 Nov 2016, see PC Minutes, 14 Dec 2016, item 2) beginning with the customers who were not providing access to their water meters and were also behind in paying their quarterly billings. He will coordinate his efforts with Superintendent Tymecki, who will see to the water shut-offs. Next, he will address the accounts that are seriously delinquent (see ‘CFD 1 Delinquent Accounts Update’, 17 Nov 2016). He thanked Mr Tymecki for sharing a CWD ‘Payment Agreement’ form, a model to be used with CFD 1 customers.

1. **Schedule Next Committee Meeting**

It was agreed to hold the Committee’s next regular meeting at 4 pm on 14 February 2017 at the Pomerleau Alumni Center.

Today’s meeting adjourned at 8:03pm

 Respectfully submitted

Joseph McLaughlin, SSE Brian Lee

Clerk Asst. Clerk

 31 January 2017