



May 21, 2025 – 5:00 PM

At Rutland Regional Planning Commission, 2nd Fl., Conference Room

16 Evelyn St., Rutland VT

**Annual Organizational Meeting Minutes followed by
Governing Board Meeting Minutes**

2024 - Otter Creek CUD Governing Board Representatives & Alternates: (8 for a Quorum)					
MEMBER TOWN	REP NAME / ALT NAME	P/A	MEMBER TOWN	REP NAME / ALT NAME	P/A
Benson	Steve Murray / Lynn Bowen	A	Pawlet	Jessica Van Oort	P
Brandon	Peter Werner (joined ~5:20)/ Bill Moore	P	Pittsford	Brett Mullin (joined ~5:30)	P
Castleton	Leslie Cadwell/ Tim Munks	P	Poultney	Mark Teetor(left ~5:50)/ Paul Donaldson	P
Fair Haven	Sam Lucci	P	Rutland City	Paul Clifford	A
Goshen	Alyza McKeighan	A	Shrewsbury	Laura Black	P
Hubbardton	Chris Custer	A	Sudbury	Mike Small / Tom Myer	P
Mendon	Larry Courcelle / Val Taylor	P	West Haven	Kerry Ellis / Jennifer Book	A
OCCUD Treasurer: Jackie Savela		P	P= Present, A= Absent		
Host (RRPC): Jeremy Gildrien			Guests: Jose Aguayo(until ~5:30), Caleb Boone (Vantage Point)		
District Non-Member Towns: Chittenden, Rutland Town, Wells, West Rutland					

Annual Organizational Meeting Agenda:

Technical difficulties and awaiting quorum postponed the start of the meeting.

1. Quorum was reached at 5:20pm
2. Chair called meeting to order at 5:22pm, Recording started.
3. *Approval of agenda.* Motion by Larry Courcelle, second by Mark Teetor. Approved unanimously.
4. Chair described that four towns have withdrawn as member towns; those towns, Chittenden, Rutland Town, Wells, West Rutland will continue to receive annual reports and constituents will be welcome to partake of services offered by Otter Creek CUD, but they have no voting representative on the Governing Board. Those towns are 'district non-member towns.'
5. *Nominations and voting of Chair, Vice-Chair, Clerk, Executive Committee members.* Nominations proceeded as follows:

2025-2026 OTTER CREEK CUD OFFICERS



Position	Name	Term Ends in 1-year	
Chair	Laura Black	2026	Nominated by L. Cadwell, second by M. Teetor, nomination approved and position voted for unanimously.
Vice-Chair	Larry Courcelle	2026	Nominated by L. Cadwell, second by M. Teetor, nomination approved and position voted for unanimously.
Clerk	Laura Black	2026	Nominated by L. Courcelle, second by M. Teetor, nomination approved and position voted for unanimously.

2025-2026 OTTER CREEK CUD EXECUTIVE COMMITTEE MEMBERS (non-officers at large)			
Town	Name	Term Ends	
Sudbury	Mike Small	2026	L. Cadwell suggested to nominate and elect all as a slate. Motion made by M. Teetor to nominate all, second by L. Courcelle. nominations approved and positions voted for unanimously.
Brandon	Peter Werner	2026	
Hubbardton	Chris Custer	2027 (2-year term)	
Castleton	Leslie Cadwell	2028 -year term)	

6. Appointment of Treasurer by Executive Committee.

2025 Treasurer of OTTER CREEK CUD -Appointment by Executive Committee			
Position	Name	Term Ends in 1-year, UON	
Treasurer	Anna-Maria Barucco, RRPC's Finance Assistant	July 1, 2025 to May 20, 2026	Nominated by L. Cadwell, second by L. Courcelle, nomination approved and appointment approved unanimously.
Interim Treasurer	Jackie Savela	May 21, 2025 to July 1, 2025	Nominated by L. Courcelle, second by L. Cadwell, nomination approved and appointment approved unanimously.

7. Chair welcomed new member, Sam Lucci. Chair Black reviewed Non-disclosure agreements (NDAs) which all members are responsible to abide by. The NDAs are available for all members to review. As no other new members were present, Chair did not review the document describing OCCUD responsibilities; the document is available to all members. Other documents provided to new members was the Resource sheet.

~ The Governing Board Meeting followed immediately. ~

Governing Board Meeting Agenda

1. A quorum continued, the recording continued. M Teetor warned that he had to leave for another meeting very shortly.
2. Approval of agenda. Chair called for a motion to approve the agenda. L Cadwell recommended that the agenda be changed to address the next order of business of approving the item for the Bylaw amendments while we still have a quorum. Chair agrees. Motion made to change the order of the agenda by S. Lucci, second by L. Courcelle/L. Cadwell.
3. Chair requested a motion to approve a bylaw amendment as follows:
 - The Executive Committee ~~is~~ (shall be) responsible for reviewing and pre-approving monthly, biannual, and annual operational costs for payment by the Treasurer, provided they are consistent with the budget and the grant agreement, supported by adequate documentation and evidence of work done if/when relevant.
 - Correction of wording (shown above in strike-out) recommended by L. Cadwell. Chair agrees.
 - Motion to approve the bylaw amendment by L Cadwell, second by L. Courcelle. Motion approved unanimously.
4. *Public input (limited to 3 minutes per presenter).* None.
5. *OCCUD Chair Report from 5.14.25 Executive Committee meeting –*
 - *Memorandum of Agreement (MOA) on Proposed services by RRPC in 2025.*
 - Chair Black described - At the 3-19-25 meeting, the Governing Board voted to approve the MOA and the Chair to sign the final draft provided that the MOA is substantially similar to the draft presented to the Board at the 3/19/25 meeting.
 - Chair said - The draft MOA hasn't changed other than the date to commence services on July 1, 2025, and the staff person to be assigned as the treasurer (when appointed by us). Another minor change is that the RRPC will be the sole signer of checks (which meets statute that the treasurer is statutorily responsible for funds). Thus, Chair Black said that she intends to sign the final, clean MOA draft.
 - L. Cadwell asked if the executed MOA will be made available for members to review afterwards. Chair responded yes, it will be posted on the OCCUD Members folder on the OCCUD Drive.
 - *Financial Procedures amendments.* Chair reported that the Financial procedures will be amended after the turnover to RRPC is complete or when the new procedures are completely final. Can be presented/adopted at August meeting.
 - *Single Audit.* Chair reported that the auditor said the draft would be sent last week but it hasn't been sent yet. The auditor has submitted an invoice for progress to date.
6. *Financials:*



- Chair and Vice-chair Reviewed the Warrants approved at 4.16.25 and 5.14.25 Executive Committee meetings. Warrants included invoice from CCI for construction, including the 10% retainage, the invoice from the auditor, and regular monthly operational invoices.
 - *Review Grant funds.* Chair described the pre-construction grant amount available at the start of 2025 and the general monthly operational costs as well as expected cost such as VCUDA dues, and audit costs.
 - *Review anticipated and incurred operational costs for 2025.* Chair described that the executive committee will be reviewing and pre-approving operational costs for 2025 prior to the July 1st treasurer coming onboard.
7. *Approval of previous meeting minutes from 03.19.2025.* Motion by L. Courcelle, second by P. Werner. Motion approved unanimously.
 8. *CCI Update.* Chair reported - First quarterly report is just received, we will review at next meeting. Chair has asked CCI if there will be any further invoices. (VCBB wants to know if we are done using the Construction grant funds)
 9. *GNS Update.* Chair reported - A press release went out, announcing their construction completion in Benson, Castleton, Hubbardton, and Sudbury. Chair provided a statement for them to quote – something like, how they have been a great partner in OCCUD mission to provide access to High-speed BB. First quarterly report has not yet been received.
 10. *Grant reports. (Vantage Point).* Caleb Boone gave a briefing on the status of the Construction grant and the pre-construction grants. The pre-construction grant awarded to OCCUD was \$1.35M; OCCUD has been reimbursed for invoices of just over \$300K to date. The construction grant awarded to OCCUD was \$8.5M; OCCUD has been reimbursed for invoices of just over \$5.5M to date.
 11. *VCUDA update (Vice-Chair).* Vice-chair Courcelle described that the federal government has withdrawn funding of Vermont's Digital Equity/Empowerment program. Also, two CUD executive directors participated at the _____ Broadband Conference in Washington D.C.. Also, The Open Meeting Law bill in the VT legislature did not include an exclusion for CUD's to host a physical location for all board meetings, as we had requested.
 12. *VCUDA Legislative Committee update (Chair).* Chair Black reminded all of the two bills that did not move forward in the VT legislature this year – one on Broadband Affordability, another on Broadband Consumer Protections.
 13. *VCBB update (Chair).* No further updates.
 14. *Other Business.*
 - Chair brought up that the summer picnic last year was so successful; do members want to do something like it again? It can be discussed at next meeting and members can contact the chair with any thoughts in the interim.
 - Chair mentioned Front Porch Forum and whether we should buy another 6-month subscription. Good discussion ensued. L. Cadwell reminded us that this item is not warned on the agenda so

substantial discussion is likely out of order. Chair agreed. It can be discussed at next meeting and members can contact the chair with any thoughts in the interim.

15. Next Governing Board Meeting – August 20, 2025

16. Adjourn at ~6:20pm

Note that quorum was lost sometime around 6 – 6:10pm

~ Minutes submitted by Laura Black. Minutes are Unapproved until approved by the Board at next meeting.