

June 25, 2025 – 5:00 PM

Executive Committee Meeting Minutes

Video call link: <http://meet.google.com/dsx-okxj-foe>

| OTTER CREEK CUD EXECUTIVE COMMITTEE MEMBERS | | | |
|---|-----------------------------|--------------|-----------------|
| Town | Name | Term Ends | Present/Absent |
| Shrewsbury | Laura Black, Chair | 2026 | P |
| Mendon | Larry Courcelle, Vice Chair | 2026 | P |
| Benson | Steve Murray | 2026 | P |
| Sudbury | Mike Small | 2026 | P |
| Brandon | Peter Werner | 2026 | P |
| Hubbardton | Chris Custer | 2027 | P |
| Castleton | Leslie Cadwell | 2028 | P (until ~5:25) |
| Treasurer: Jackie Savela | | July 1, 2025 | P |
| Guests: | | | |

1. *Call to order, verify quorum - Start recording the meeting.* Meeting called to order and recording started at 5:07pm.
2. *Approval of agenda.* Motion by L. Courcelle, second by S. Murray. Approved unanimously.
3. *Approval of previous meeting minutes – 5.14.2025.* Motion by L. Cadwell, second by L. Courcelle. Approved unanimously.
4. *Approval of Warrant PR #23 dated 6.25.25.* Motion by P. Werner, second by C. Custer. Approved unanimously.
5. *Financials.*
 - a. *MOA with RRPC.* Chair Black reported that the MOA is now executed by herself and Devon Neary, executive director of Rutland Regional Planning Commission (RRPC).
 - i. Chair Black noted that the check signers at RRPC are now named. They are Devon Neary (executive director of RRPC) and Dave Allaire (vice chair of the RRPC Board of Commissioners). Chair noted that – a previous Governing Board meeting (3.19.25) approved the MOA which defined that RRPC would sign the OCCUD checks.
 - b. *List of invoices to pre-approve for payment in 2025.* Chair Black presented the list of regular (monthly and annual) operational expenses for 2025 which we want to pre-approve for payment so that the Executive Committee does not need to meet monthly to approve these regular expenses. A motion to approve the list of operational expenses for 2025 as presented was made by P. Werner, second by L Courcelle. The motion was approved unanimously.
 - c. *Audit.* Chair Black reported that the
 - i. *Audit Report Discussion - Network Ownership* Laura Black (Chair) addressed an item in the audit report on page 11, note one, which states that Consolidated owns the network. Laura Black (Chair) believes this should be qualified, as the district owns fiber assets within the network and will request clarification from Batchelder.



- ii. **Audit Report Discussion - Internal Controls and Findings** Laura Black (Chair) discussed findings in the audit regarding internal controls over financial reporting, specifically material weaknesses described on the last two pages. Issues included clarity on the accrual method of financing and corrections needed for payments in the correct year. Professional fees and accounts payable were also understated. Laura Black (Chair) does not have the detail of which particular invoices were recognized by Batchelder as professional fees, though she did have a brief discussion with Batchelder about it. Chair Black said that Batchelder told her that the audit language describing the “material weaknesses” was harsh, though such findings were not considered fraudulent or extremely out of the ordinary for organizations like ours. Chair Black noted that no single audit will be required in 2025 due to no large payments in that year. The recommendation of the audit is to implement more robust year-end closing procedures. Chair Black said that the audit will be provided to RRPC and they should be able to assist to make improvements to the reporting based on the findings of this audit.
- iii. **Auditor's Perspective and Transition.** Jackie Savela commented that auditors often find something, even in good books. Jackie Savela believes the transition to RRPC handling all finances will simplify the process.

6. *Other Business.* None.

7. Next meeting - 08.13.25

8. *Adjournment.* Motion by S. Murray, second by P. Werner. Approved unanimously. Adjourned at 5:37pm.

Google Meet joining info:

Video call link: <http://meet.google.com/dsx-okxj-foe>

Phone: +1-407-906-7354

PIN: 453656294