



## **BOARD MEETING**

December 15, 2021 – 10:00 a.m.

100 Bank St, Suite 401 / Burlington VT and via Zoom

## **MEETING MINUTES**

**Board Members Participating & Voting:** Fritz Burkhardt, Ken Linsley, Ed Ogorzalek, Anita Bourgeois, Lauren Wobby, Ken Gibbons, Steve Wisloski, Neal Robinson, Stuart Wepler, Scott Baker (as designee for Treasurer Pearce), Bill Bates (as designee for Secretary French), Kristin Clouser, and Peter Moino (as designee for Secretary Smith)

**Board Members Absent:**

**Staff Participating:** Michael Gaughan, Elizabeth King, and Ashley Lucht

**Guests:** None

The meeting was called to order by Mr. Burkhardt at 10:00 a.m.

### Administrative

Mr. Burkhardt asked if there were any changes to the meeting agenda. The budget was moved to the last item.

### Approve October 29, 2021 Board Minutes

The Board discussed the prior board meeting.

*Motion: Mr. Linsley moved and Mr. Wepler seconded the motion to approve the October 29, 2021 meeting minutes. The minutes were approved unanimously following a roll call vote.*

Mr. Robinson joined the meeting at 10:03.

## Finance Committee Report

Members discussed the finance committee meeting of which there was a not a quorum. Mr. Gaughan indicated that the budget was provided to all members as a follow-up.

## Annual Meeting

Mr. Burkhardt stepped down as chair of the meeting and asked for a nominating slate of officers.

*Motion: Mr. Wepler moved and Ms. Bourgeois seconded a motion to reappoint the current slate of officers. All members in attendance approved the motion following a roll call vote.*

## Annual Ratification of Prior Acts

Mr. Gaughan explained the purpose of the Ratification of Prior Acts.

*Motion: Mr. Robinson moved and Mr. Wisloski seconded a motion that the Board of Directors of the Vermont Educational and Health Buildings Financing Agency (“Agency”) met at a duly warned meeting on December 15, 2021. The Board of Directors considered all prior acts of the Agency taken during calendar year 2021 and reaffirmed all such actions and endeavors undertaken. The motion was approved unanimously following a roll call vote.*

## Auditor Engagement Letter

Mr. Gaughan described the cost and details of the auditor engagement letter with Mudgett Jennett & Krogh-Wisner.

*Motion: Ms. Wobby moved and Mr. Baker seconded a motion allowing the Chair to sign the engagement letter. The motion was approved unanimously following a roll call vote.*

## FY 2022 Budget

Mr. Gaughan presented the board with the FY 2022 budget noting that Bond Bank approved the corresponding portion.

*Motion: Mr. Robinson moved and Ms. Wobby seconded a motion to go into executive session to discuss evaluations of current employees as permitted by law. The motion was approved unanimously following a roll call vote.*

At 10:53 a.m., the Board went into executive session. Mr. Wisloski, Mr. Ogorzalek, Mr. Gaughan, Ms. King, and Ms. Lucht left the meeting.

At 11:05 a.m., Mr. Moino left the meeting.

At 11:11 a.m., the Board came out of executive session and Mr. Gaughan rejoined the meeting.

*Motion: Ms. Bourgeois moved and Mr. Linsley seconded a motion to amend the budget in order to increase the VEHBFA contribution to the Executive Director's salary by 4.25 percent effective January 1, 2021. The motion was approved unanimously follow a roll call vote.*

*Motion: Mr. Linsley moved and Mr. Gibbons seconded a motion approving the proposed 2022 budget as amended. The minutes were approved unanimously following a roll call vote.*

Mr. Burkhardt noted that the board was very pleased with the performance of the Executive Director.

*There being no other business to come before the Board, on Ms. Bourgeois moved and Mr. Robinson seconded a motion to adjourn.*

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These Minutes were approved by the Board of Directors at a duly warned meeting on April 6, 2022.