

Washington West Supervisory Union Executive Committee
&
Act 46 Study Committee
Approved Minutes for February 10, 2016
Harwood Union High School Library

WWEC Board Members Present: Doug Mosle (Fayston), Rosemarie White (Harwood), Garrett MacCurtain (Harwood), Gabe Gilman (alternate for Moretown), Eve Frankel (Waitsfield), Rob Rosen (Warren), Jason Gibbs (Waterbury-Duxbury)

Act 46 Study Committee Members Present: Jill Ellis (Fayston), Rosemarie White (Harwood ex-officio), Garrett MacCurtain (Harwood ex-officio), Gabe Gilman (Moretown), Christine Sullivan (Waitsfield), Rob Rosen (Warren), Alex Thomsen (W-D for Waterbury, arrived at 7:05 p.m.), Jason Gibbs (W-D for Waterbury), Sam Jackson (W-D for Duxbury, arrived at 6:25 p.m.)

Other Board Members Present: Mike Ketchel (Warren), Dale Smeltzer (Harwood)

WWSU Administrators: Brigid Nease, Michelle Baker

Consultants: Walter Nardelli

Other: Channel 44 camera person

- 1) **Call to Order:** Gabe Gilman, chair of the Study Committee, and Eve Frankel, chair of the WWEC, called the respective meetings to order at 5:45 p.m.
- 2) **Confirming Agenda:** The agenda was shifted to allow WWEC business to occur first.
- 3) **ACTION ITEMS:**
 - a) Approval of Minutes:
 - i) **STUDY COMMITTEE ACTION:** Rob Rosen moved to approve the minutes of January 27, 2016 as written. Jill Ellis seconded the motion which passed unanimously.
 - ii) **WWEC ACTION:** Garrett MacCurtain moved to approve the minutes of January 27, 2016 as written. Rob Rosen seconded the motion which passed unanimously.
 - b) Approve the WWSU Board Warrants: Rosemarie White moved to confirm the Board Warrants listed below, based on her recommendation. Rob Rosen seconded the motion which passed unanimously.

Warrant #1072, dated 11/11/15:	\$38,493.30
Warrant #1079, dated 11/25/15:	\$129,526.41
Warrant #1093, dated 12/22/15:	\$161,730.06
Warrant #1100, dated 1/6/16:	\$4,965.29
Warrant #1114, dated 2/3/16:	\$29,734.27
- 4) **Executive Committee Work**
 - a) **WWSU Finance Report** - Michelle noted that this was in the board packet, and asked for questions. There were none.
 - b) **Other Business** – There was none.
- 5) **Adjournment of WWEC:** Eve Frankel moved to adjourn WWEC at 5:50 p.m. Rosemarie White seconded the motion which passed unanimously.
- 6) **Study Committee Work:**
 - a) Gabe reviewed the status of the work so far, and the plan for work at the meeting. Various suggestions for the Article of Agreement will be reviewed.
 - b) **Reports from Consultants** - Walter Nardelli reported on two questions from the last meeting. If one town asks for a re-vote that ends up happening after the deadline, there can still be an accelerated merger. Wording about selling a school building for \$1 and possible outstanding debt - the debt would move over as well to the town buying back the building.
 - c) **Other Reports** –
 - i) Brigid Nease noted that a handout (WWSU-Summary of Existing Debt and Estimated Balances at July 1, 2018) provided at the meeting shows the updated list of existing debt as of the date of possible merger. She also noted another handout (2010 VT Census for Washington West Towns) showing possible weighted voting scenarios that would be used. She then briefly reviewed the timeline for all

the document that need to be prepared and submitted. She reported that legal counsel has just sent her the answers to legal questions, which she will forward to board members.

- ii) Brigid provided an overview of the legal advice.
 - (1) The attorney said that Waterbury and Duxbury have to vote separately, which means six towns voting on the merger. If either of those two vote not, then that stops the W-D from merging.
 - (2) The high school does not automatically go with anybody, but other statute provides some direction.
 - (3) There is no option for a tri-town board under Act 46 or Act 156, as a majority of towns is required for this to happen and that would be four towns. Three towns could later decide to merge but would receive no incentives and be subject to all consequences.
 - (4) As for assets, debts, surpluses - the recommendation is to think about it as one big bundle that must be merged according to state law. Maintenance reserve funds, as well as any dedicated entities such as Harwood scholarships, may be managed by the new board and must be maintained as dedicated to the original school and/or purpose. These reserve funds can be spent out, transferred to offset district budgets. W-D's language about voter approval would then be superseded by the whole WWSU voting to use it. The same could be true for PTOs, which can still operate as local school support groups, however the merged board would need to oversee and make sure there are no gross inequities.
 - (5) As for how the parallel boards would work, the new board members would be sworn in after all the state approvals following the vote. Local boards would stay in existence until Dec. 31, 2017 or slightly earlier, with sole responsibilities of closing out the local business (approving audit of previous year, negotiations).
 - (6) As for possible configurations, if W-D votes no, then the other 4 towns plus Harwood would be the new board; W-D would still have proportional representation on the Harwood board.
 - (7) All towns need to go to a vote for a merged board that can receive the incentives provided by state statute, if the towns are called advisable. Towns that are "necessary", that town has to go to a vote, and must vote in favor for the merger to happen. Towns that are "advisable", then the town can choose not to vote.

(Sam Jackson arrived at 6:25 p.m.)

- d) **Committee Discussion** – One possibility in the event of a town (such as possibly Warren) not wanting to hold a vote, is to not name a town. However the State Board might not approve the plan in this event. Gabe reported that his local board feels it is unacceptable to have Warren move forward with their bond at this time as it would cause the vote on the merger to be a reflection of how people felt about the Warren bond versus on the merger itself. He suggested that there might be a way to form a MUUSD and to write Warren out under friendly conditions that invite it back in when it's ready.

Rob noted that without the bond, their school would not be able to operate by the State. Christine noted that according to the town report, it appears that there are aspects that are beyond what is essential to fix the school. Rob noted that Gabe's idea might have some value in that it shows respect for local control and not rushing a local community. Gabe suggested that there be an unofficial agreement to move forward with this plan to form a MUUSD: Warren needs more time, should be written out of this agreement with the option to come in later with the other towns having an option to have control over the terms of Warren coming in. With a MUUSD board, there is no SU board and the town who is not in the MUUSD has to purchase services from the MUUSD board.

(Alex Thomsen arrived at 7:05 p.m.)

There was further discussion of the pros and cons of proceeding with the new idea. Even if the new Warren board (after Town Meeting) decides not to hold a vote, there is the option for 10% of the town voters to petition for a vote which would allow a MUUSD to be formed if Warren were to vote against merging. It was agreed that proceeding with the previous plan of all six towns being listed as advisable, but getting a read from the Warren Board about a commitment to holding a vote, would be the best

option, as it allows for all towns to vote and for obtaining the highest tax incentives. There is a value to all towns to allow a vote for that option, including a backup of a MUUSD as long as Warren votes.

e) **Articles of Agreement –**

- i) Article 1: All six towns school districts will be listed, without W-D voting as a unit. All are listed as "advisable". The name for a new unified district is still under consideration, however "Harwood Unified District" was the idea presented that met consensus at this point.
- ii) Article 2: All set.
- iii) Article 3: Both Harwood and Warren listed as needing renovations.
- iv) Article 4: All set.
- v) Article 5: This was modified to note that Warren's indebtedness amount is subject to a potential bond vote. Also, a sentence was added to address funds given for a specific purpose.
- vi) Article 6: Need advice from attorney about how to address the situation of W-D and their current school buildings, and Harwood Union and its building - making sure that the value gets split proportionally amongst the owning towns. A phrase was added to require towns to pay for any capital improvements made by the unified Union district after the merger, if they buy back their school.
- vii) Article 7: All set.
- viii) Article 8: Language added to clarify that votes for board members will happen by Australian ballot.
- ix) Article 9: Clarification made that terms of less than one year are initial terms and subsequent terms are all 3 years.
- x) Article 10: Make sure votes are by individual town.
- xi) Article 11: All set.
- xii) Article 12: All set.
- xiii) Article 13: All set.
- xiv) Article 14: All set.
- xv) Article 15: Adjustments made to make more general.
- xvi) Article 16: It was decided that the vote requirement to close a school would be a two-thirds majority of a meeting.

- 7) **Adjournment of Study Committee:** Rosemarie White moved to adjourn the Study Committee meeting at 9:45 p.m. Rob Rosen seconded the motion which passed unanimously.

Minutes recorded by Dale Smeltzer