

**CHARLOTTE SELECTBOARD MEETING**  
**Monday, February 24, 2025**  
**Charlotte Town Hall 159 Ferry Road and via teleconference**

**SELECTBOARD MEMBERS:** *In person:* James Faulkner, Chair; Frank Tenney, Vice Chair; Lewis Mudge, (remote and in person); Natalie Kanner, (remote); Kelly Devine

**ADMINISTRATION:** Nathaniel Bareham Town Administrator

**OTHERS:**

**In person:** Jaime Valyou, Scooter MacMillan, Dee Hodson, Jim Hodson, Charles Russell, Lee Krohn, Louis Cox, Ruah Summerfelt, Lenny Christopher, J.D. Herlihy

**Remote:** Paul Plante, Nancy Faulkner, Hugh Lewis Jr., Ruth Uphold, Rebecca Foster, Tim Post, Alexa Lewis, Mike Yantachka, Cathy Hunter, Carrie Spear

**AGENDA ITEMS:**

- 6:30 PM Approval of Consent Agenda
  - a. Meeting Minutes for Jan. 13, 2025, and Feb. 10, 2025.
- 6:35 PM Adjustments to the Agenda
- 6:36 PM Liquor Control Board:
  - a. Application 52907 – Outside Consumption Permit – Philo Ridge Farm
  - b. Application 52896 – 1st Class Liquor License – Philo Ridge Farm
  - c. Application 52897 – 3rd Class Restaurant/Bar License – Philo Ridge Farm
  - d. Application 53344 – 2nd Class Liquor License – Charlotte General Store
  - e. Application 53345 – Tobacco License – Charlotte General Store
- 6:45 PM Approval of Warrants to Pay Bills
- 6:50 PM Selectboard & Town Administrator’s Updates
  - a. Update on possible appointment process for Selectboard – Natalie Kanner
  - b. Update on possible Charlotte Ethics Ordinance – Nate Bareham
- 6:55 PM Public Comment
- 7:00 PM Review, and possible approval, of two contracts between the Town of Charlotte and Adam Dantzcher for:
  - a. Bush-hogging Services
  - b. Cemetery Maintenance Services
- 7:15 PM Discussion, and possible action, on a project consultant agreement between the Town of Charlotte and GreenEdge Energy Solutions, LLC
- 7:25 PM Discussion of Town Meeting process/procedure with the Town Moderator
- 7:35 PM Review of the draft Charlotte Committee/Commission Handbook
- 7:40 PM Review of orientation materials for Selectboard members
- 7:45 PM Selectboard’s March Schedule
- 7:50 PM Discussion of personnel, possible Executive Session per 1 V.S.A. § 313(a)(3)
- 8:00 PM Adjournment

**Call to Order**

James Faulkner called the meeting to order at 6:31 p.m.

**Approval of Consent Agenda****a. Meeting Minutes for Jan. 13, 2025, and Feb. 10, 2025.**

Frank Tenney stated that he had some edits for the meeting minutes.

**MOTION by Kelly Devine, seconded by James Faulkner, to remove the Selectboard meeting minutes of January 13, 2025, and February 10, 2025, from the consent agenda to the regular agenda. VOTE: 5 ayes, 0 nays; Motion Carried.**

Frank Tenney stated that on line 129 of the January 13, 2025, Selectboard meeting minutes there is repeat word of on.

**MOTION by Frank Tenney, seconded by Kelly Devine, to approve the Selectboard meeting minutes of January 13, 2025, and February 10, 2025, as amended. VOTE: 5 ayes, 0 nays; Motion Carried.**

**Adjustments to the Agenda**

None.

**Liquor Control Board:**

**MOTION by Frank Tenney, seconded by Kelly Devine, to recess as the Selectboard and convene as the Liquor Control Board. VOTE: 5 ayes, 0 nays; Motion Carried.**

- a. Application 52907 – Outside Consumption Permit – Philo Ridge Farm**
- b. Application 52896 – 1st Class Liquor License – Philo Ridge Farm**
- c. Application 52897 – 3rd Class Restaurant/Bar License – Philo Ridge Farm**
- d. Application 53344 – 2nd Class Liquor License – Charlotte General Store**
- e. Application 53345 – Tobacco License – Charlotte General Store**

**MOTION by Kelly Devine, seconded by Frank Tenney, to approve DLL Applications 52907 – Outside Consumption Permit – Philo Ridge Farm, 52896 – 1st Class Liquor License – Philo Ridge Farm, Application 52897 – 3rd Class Restaurant/Bar License – Philo Ridge Farm, Application 53344 – 2nd Class Liquor License – Charlotte General Store, Application 53345 – Tobacco License – Charlotte General Store as presented. VOTE: 5 ayes, 0 nays; Motion Carried.**

**MOTION by Frank Tenney, seconded by Kelly Devine, to Adjourn as the Liquor Control Board and reconvene as the Selectboard. VOTE: 5 ayes, 0 nays; Motion Carried.**

**Approval of Warrants to Pay Bills**

Warrants were signed.

**Selectboard & Town Administrator's Updates****a. Update on possible appointment process for Selectboard – Natalie Kanner**

James Faulkner stated that the Interviews for Municipal Appointment document is available in tonight's meeting packet for review by the Selectboard and if the public would like to give any feedback, now is the opportunity to do so.

Natalie Kanner stated that she didn't specify whether people could still be considered for interview if they didn't make the deadline for the application in this document. This is something that could be considered. The rest of the application is straightforward.

Natalie Kanner stated that she is okay with direct communication to her for feedback on this document between now and the next meeting.

Discussion was had regarding the proper warning to applicants and the deadlines that allow for such. More structure is what is felt to be needed in general. It's up to the Selectboard to decide if they want to continue to make exceptions for late applications or if they want to make a hard cut off date.

Kelly Devine stated that all volunteers should be welcomed but the process should feel fair for all people who participate in it,

Nathaneil Bareham stated that a talent bank for applicants is being created so that those that are interested in serving on a board, committee or commission that may not have any vacancies could submit an application that would be maintained and in the event of a vacancy he would send them an email and their application would already be on file. This is an effort to try and provide more opportunities to folks that want to participate in the town.

Kelly Devine stated it would make sense to include that sort of language in the document as well and the title could be changed in order to make it broader.

Natalie Kanner stated that she is open to any changes or edits. The handbook for volunteers states that during the interview period there isn't an opportunity for the community to make comments about the applicants. It also states that applicants can be appointed during the same night as the interview. She went on to state that she wonders if the decisions for appointments should be made at the following meeting to allow for public comment or if the language could be changed in the handbook so that public comment can occur after the interview is completed regarding the applicants.

All concurred that this edit to the handbook could be discussed further when reviewing the committee/commission handbook.

**b. Update on possible Charlotte Ethics Ordinance – Nate Bareham**

Nathaniel Bareham stated that the Chairs of the committees and commissions will be receiving copies of the Ethics Ordinance so that they can review it during the month of March and provide any feedback that they want to. The adoption of the ordinance will be on a future agenda.

Natalie Kanner stated that she is working on a letter of thanks from the Selectboard to be sent out to our volunteer committee, commission and board members after the completion of their term of service. This is something that will be shared at a future meeting.

**Selectboard's March Schedule**

Discussion was had regarding the plans to have an organizational meeting at the beginning of March. All concurred that the Selectboard meeting dates would be on the 10<sup>th</sup> and 24<sup>th</sup> of March. Nathaniel Bareham stated that in general the Selectboard sets its meeting schedule during the reorganizational meeting which he will schedule for March 10, 2025, and he will warn for the follow up meeting of March 24<sup>th</sup> at that time.

**Public Comment**

Lenny Christopher, the Vice President from Wildwood West HOA, stated that he has reached out a few times and he wanted to introduce himself. The Wildwood West HOA would like to discuss with the Selectboard the possibility of the town taking over Wildwood West Rd as one of its public roads.

James Faulkner stated that it will be put on a future agenda.

Charles Russell stated that he wanted to thank James Faulkner for his service to the town of Charlotte.

**Review, and possible approval, of two contracts between the Town of Charlotte and Adam Dantscher for:****a. Bush-hogging Services****b. Cemetery Maintenance Services**

Kelly Devine stated that there is language in the contract on the second page of both the brush-hogging services contract and the cemetery maintenance services contract that states that the contractor is required to put in a request to continue the contract on October 3<sup>rd</sup> and the Selectboard has until December 31<sup>st</sup> to accept or the contract will terminate as of the written expiration date of the signed contract.

Discussion was had regarding changing the language and or adding to the language to allow for more time for the Selectboard to approve the renewal of the contracts.

All concurred that the language can be looked at further at another time but proceeding with the contract as is would be advantageous since Adam Dantscher has reviewed the contracts and approved the language as is.

**MOTION by Kelly Devine, seconded by Natalie Kanner, to approve the contract between the Town of Charlotte and Adam Dantscher for brush-hogging services for a cost not to exceed \$6,770. VOTE: 5 ayes, 0 nays; Motion Carried.**

**MOTION by Kelly Devine, seconded by Natalie Kanner, to approve the contract between the Town of Charlotte and Adam Dantscher for cemetery maintenance services for a cost not to exceed \$5,600. VOTE: 5 ayes, 0 nays; Motion Carried.**

**Discussion of Town Meeting process/procedure with the Town Moderator**

James Faulkner stated that the town hasn't had an in person meeting for 3-4 years at this point and it would be advantageous for the Town Moderator, Charles Russell, to review the process with the Selectboard and the public this evening. Copies of the Town Report will be available at the school on Town meeting day. There will be something like 150-200 copies available

depending on what's left at that time. If need be, people can share but there will more than likely be an ample amount.

Charles Russell stated that he is the Town Moderator and as such he will be running the town meeting. The process outlined in the town meeting warning will be followed. If there are questions they will be addressed to him and he will decide who will answer the question from the attendees. The meeting will begin by reading the first part of the warning and then getting to Article 1., which is to hear the reports of the Town officers and to act upon the same. He went on to state that in the past this has been a time when a representative from the school or a representative from the state of VT has had time to speak. Charles Russell stated that an example of procedure at this point would include him as the Town Moderator to ask the town resident attendees for unanimous consent to allow Chea Waters Evans, the State Representative to present her comments from Montpelier. If someone objects then there is a vote and it takes a two thirds vote. So, there will be time before the articles to let those kinds of things happen. He went on to state that there will be a need to get unanimous consent to allow Nathaniel Bareham to speak as a non-resident.

Charles Russell stated that there will be a section where non-residents will have to sit to assist with voting counts when the voting takes place.

Charles Russell stated he will go through the articles one by one.

Charles Russell stated that due to having the Charlotte Town Meeting Day on the Saturday before the Australian Ballot that is on Tuesday there are still some clarifications still needed. During his VLCT moderator training he was told that on town meeting day he can go through the floor articles and continue to the Australian Ballot articles and discuss them. He hasn't been able to find any support for this in state statute and will seek clarification on this from the Secretary of State. The Town of Charlotte hasn't worded it this way in the warning for town meeting so it would seem that this isn't possible.

Charles Russell stated that Town Meeting is not a Selectboard meeting it's a meeting of the town. Everybody in town has equal say and Robert's Rules are followed which say that an individual can speak twice for ten minutes each time unless the town decides that they want to limit it to a smaller amount of time. This hasn't been an issue in the past.

Charles Russell stated that within tonight's meeting packet there is a document called Voter's Guide to Town Meeting that is highly informative.

Nathaniel Bareham stated that he will put a notification up on the town website and link this document so that it's accessible as well as posting in on Front Porch Forum.

Charles Russell stated that the first vote is a voice vote and he will announce if the ayes have it or the nays have it and at that point a voter can ask for a division of the house. In this case he will have the ayes stand up and he will look them over and then have the nays stand up to decipher which way the vote has gone. At this point seven voters can ask for a paper ballot if they desire.

James Faulkner stated that many people prefer the paper ballot since many don't want to speak or raise their hand.

Charles Russell agreed and stated that he believes that a voter could ask for a paper ballot right away and not need to go to the division of the house. The way he reads the state statute a voter can say that they want a paper ballot right after the voice vote. There needs to be a total of seven voters to have voting go through the process of a paper ballot.

Charles Russell stated that there are two possible approaches for allowing voters to speak and that is keeping track of when a voter raises their hand and writing down the order to the best of our ability. The other approach is a bit clearer and that is to have a microphone on a stand and those that want to speak go up and get in line. There could be chairs there so people can be sitting while they're waiting for their turn to speak.

James Faulkner stated that he is in favor of having a microphone on a stand since it eliminates the cordless microphones from being passed around and germs being spread and it allows for more order.

Charles Russell stated that to end the debate either there will be no more requests to speak or a voter can call the question. The voter needs to be recognized to call the question.

Charles Russell stated that you can have a point of privilege which would be for something like requesting a window be opened if it was felt it was too hot in the room. You can have a point of order if you have a question regarding order, if you think something was done incorrectly, everything will stop and the voter gets to speak immediately.

Lewis Mudge arrived at the meeting in person at 7:09 p.m.

Charles Russell stated that a voter can move to object right after an article has been placed in discussion. With a two-thirds vote the article can be killed before the discussion even begins. That being said this has never happened to his knowledge.

Charles Russell stated that you can amend articles that are for a specific dollar amount by 10% up or down but you can't amend an article to a level that it isn't properly warned to the public that's not in attendance.

Charles Russell stated that as the moderator he can rule something out of order. His ruling of out of order can be challenged. It takes 51% to overrule him and it can also be interrupted by a voter and a debate can begin.

Charles Russell stated that there is actually a rule that you can't read from papers when speaking.

Charles Russell stated that when he gets to Article 3, which is the town budget and he will ask for unanimous consent to let these groups present their budget. These presentations will be outside of the two ten minute time limits for speaking if the voters are okay with that. Once the discussion time begins all will have the ten minute rule applied. If a member of the Selectboard or the committees and commissions are asked to answer questions it has to be a factual answer and not an argument or it counts as the ten minute time.

Nathaniel Bareham stated that he is unsure if there has been a PowerPoint presentation on the town budget in the past but he is willing to do so.

Charles Russell stated that in the past the highlights of the budget were shared. The Chair of the Selectboard would just go through and point out what went up and what went down. The graphs that are available will be helpful to show the public.

James Faulkner stated that time will be set aside for CVFRS to present.

Charles Russell stated that once an article is moved and seconded a voter can ask for a reconsideration. As soon as he restates the article then it's done and it can't be reconsidered. This is a Vermont state statute's rule and not Robert's Rules

Charles Russell confirmed that he will be using the Board of Civil Authority for the County on town meeting day.

Ruah Summerfelt stated that she has concerns with not having the town report until the day of the town meeting.

Nathaniel Bareham stated that postings were put out in Front Porch Forum and on the town's website to notify people that the town report was available for pick up at the Town Hall and electronic versions are and have been available on the town's website. There were also postings put up around town at various locations regarding this. He went on to state that he will put out another notice about this on Front Porch Forum this week.

Charles Russell stated that the last article of the floor meeting will be when voters can create any kind of motion they want to make. As the moderator he will rule whether something is the business that can be conducted by the town or not. The rules can be suspended with two thirds vote allowing for discussion on whatever article somebody proposes.

Charles Russell stated that he believes that the children that attend with their parents will sit where the non-residents/nonvoters sit.

Lee Krohn stated that the use of paper ballot for a voting method on town meeting day should be used cautiously because it is very time consuming.

Nathaniel Bareham stated that he would like to clarify the Board of Civil Authority was sent an email to notify them to be at town meeting early. There will be folks to act as volunteers. Set up will be occurring Friday and he and volunteers will be there early to make sure everything is in order prior to the start of the meeting.

Charles Russell stated that the Board of Civil Authority consists of the Justice of the Peace, Town Clerk and Selectboard members.

Louis Cox stated that he would like to know if the town of Charlotte has adopted a resolution ordinance saying that Robert's Rules of order shall be the method of moderating every town meeting or does that have to be adopted at each meeting at the beginning.

Charles Russell stated that the state statute says that you're to use Robert's Rules or some other rules.

Louis Cox stated that the moderator is a vital role that guides the community in search for truth. The moderator has an obligation to provide sides that haven't been heard opportunity to be heard.

### **Discussion, and possible action, on a project consultant agreement between the Town of Charlotte and GreenEdge Energy Solutions, LLC**

James Faulkner stated that the first phase is what is being talked about here. Any action taken after that first phase will have to come back to the Selectboard.

Nathaneil Bareham confirmed that the town attorney has reviewed this and approved it.

Jim Hodson stated that all the money that is capped for this is through the MERP grant.

Frank Tenney asked for clarification on what is entailed in the signing of this agreement.

Nathaniel Bareham stated that Milestone 1 would be approved beginning with this contract.

Milestone 2 would require further discussion or review by the Selectboard in addition to Milestone 3. There will be communication back and forth between the consultant and the Selectboard throughout this process. The termination of the contract is in that fourteen day period which will be the governing way to terminate the agreement.

Lewis Mudge stated that for clarification, no money will be spent beyond the \$4,000 and no solar panels will be going up on town land without steps being taken and presentations before the Selectboard.

Nathaniel Bareham concurred.

Jim Hodson stated that to be clear the town is not responsible for providing any extra money at all if this project doesn't proceed to any level of build phase. Following milestone one and milestone two where the RFPs go out, if the Selectboard decides to proceed following evaluating the RFPs that will trigger another payment.

Frank Tenney stated that the last line states that if the town decides not to move forward with a project after Milestone 2 is completed the town shall be liable for a concession fee to the contractor in the amount of \$8,000.

Jim Hodson stated that that is only in the case that the town decides to move forward after Milestone 2 without the consultant.

Kelly Devine stated that it is unusual to have language that binds someone to some financial responsibility in the scope of work. It's not in the contract it's just in the scope of work.

Nathaneil Bareham reiterated that the town attorney did review both the contract and the scope of work.

Jim Hodson stated that if the consultant is not involved in the actual building he would be owed \$8,000 and if he is involved his fee will be \$19,000 for the project management going forward.

The consultant is taking a risk with this project. If the project moves forward without him he would like compensation for all his time spent for the body of work that he has completed.

Jim Hodson stated that there is a time crunch and we need to be aggressive at this point, his understanding of the regulations is that there needs to be something fielded and commissioned by January 26, 2026. There may be some grant or loan options. He went on to review specifics

from the Charlotte Greenification presentation that was given by the Charlotte Energy Committee on January 27, 2025, during the Selectboard regular meeting. He explained again that this request was generated due to two things that occurred which is that the Public Utilities Commission changed some rules and Act 179 changed some rules. These changes made it so that if the town wanted to do this the most economical way the deadline was July 31, 2024, to apply for CPGs, (Certificates of Public Good), of which the Energy Commission did.

Discussion was had regarding the use of town property.

Jim Hodson stated that we need to start somewhere. Getting the information as to what can be done is the first step and that is what the consultant is doing.

Kelly Devine stated that the Certificates of Public Good don't obligate the town, they simply open opportunity.

Natalie Kanner stated that her understanding of the \$4,000 and the work the consultant is going to do is scoping. Most of these questions should be answered from that work. This was all shared with the Selectboard in the report that the Energy Committee shared. Some of this background is what the Selectboard had previously. This contract doesn't obligate us to any further work but it's through the work of the contract that we would get the scoping information that would give us the information needed to answer these questions that are coming up this evening.

Scooter Macmillan asked for clarification of the expense per phase aka Milestone.

Kelly Devine stated that if the project doesn't proceed the total cost becomes \$12,000 which is the \$4,000 plus the \$8,000, and if the town does proceed the total cost becomes \$23,000.

Jim Hodson stated that if the town proceeds with building it would be a total of \$23,000 but \$4,000 of that comes from the MERP Grant funds.

**MOTION by Kelly Devine, seconded by Natalie Kanner, to approve the consultant agreement between the Town of Charlotte and GreenEdge Energy Solutions, LLC for a cost not to exceed \$4,000 to be signed by the Chair. VOTE: 4 ayes, 1 nay, (Faulkner); Motion Carried.**

### **Review of the draft Charlotte Committee/Commission Handbook**

Nathaniel Bareham stated that this has been a project that was started in October. There is a lot of material contained in the first draft so it's before the Selectboard and public in order to start conversation about potential edits. This is a time when questions, comments, and concerns can be given. Red lined versions with comments and feedback can also be sent via email. He went on to state that the goal is to have this done for the Selectboard for the committee and commission appointments that will be happening in late March and throughout April. Copies of this will be distributed to the committees and commissions to get their input as well. The document as a whole is meant to be a guide book for the town's volunteer groups in terms of state regulations, town processes and procedures to make sure that all are operating under the same pretense moving forward.

Kelly Devine asked if this handbook is something that is typical in other towns.

Nathaniel Bareham stated that he hasn't seen this type of handbook implemented in other towns in VT but this model itself is based on a few examples that he was able to find in Maine. There was another handbook that he used the framework of that he worked on for another town while in grad school. The length varies depending on how many committees and commissions that a town has and the complexity of the state laws that you have to abide by. He went on to state that

the length seems fairly typical at about 20 pages and with attachments it will be a little bit longer. Natalie Kanner stated that she will email her other comments to Nathaniel Bareham but the part in the handbook that gives the descriptions of the committees and commissions it could be beneficial to have all the committees and commission answer a three piece question and/or to give them specific guidelines for what should be included in the descriptions in order to provide some consistency.

Nathaniel Bareham stated that he could absolutely do that. He will take any other suggestions or feedback via email and redlined versions of the draft and he will come back with a more complete version of the handbook sometime in late March.

**Discussion of personnel, possible Executive Session per 1 V.S.A. § 313(a)(3)**

**MOTION by James Faulkner, seconded by Lewis Mudge, to enter into executive session for the evaluation of an employee pursuant to 1 V.S.A. § 313(a)(3), with any action taken by the Board to be made in an open meeting. I further invite Nathaniel Bareham into this session. VOTE: 5 ayes, 0 nays; Motion Carried.**

**MOTION by Frank Tenney, seconded by Kelly Devine, to exit out of executive session. VOTE: 5 ayes, 0 nays; Motion Carried.**

Kelly Devine stated that no action was taken.

**Adjournment**

Lewis Mudge stated that this is the last Selectboard meeting with James Faulkner as the Chair and he expressed his immense and sincere gratitude for the years of hard work and dedication filling this role.

All of the Selectboard concurred and applauded!

**MOTION by Kelly Devine, seconded by James Faulkner, to adjourn. VOTE: 5 ayes, 0 nays; Motion Carried.**

The meeting was adjourned at 8:29 p.m.

Minutes respectfully submitted by Brooke Milo, Minute Taker.

Edits by Nathaniel Bareham.