



BOARD MEETING

September 18th, 2018 – 9:00 am
Vermont State Colleges - Winooski, VT

MEETING MINUTES

Board Members Participating & Voting: David Kimel (via telephone), David Coates, Debbie Winters, Kathryn Boardman, and Scott Baker as Designee for Treasurer Beth Pearce.

Board Members Absent: None

Staff Participating: Michael Gaughan

Guests: James Foley, Jr. (Lynch & Foley), Jeb Spaulding (Vermont State Colleges System), and Steve Wisloski (Vermont State Colleges System)

The meeting was called to order by Ms. Winters, as acting chair, at 9:00 am.

Ms. Winters began the meeting by suggesting that the Bond Bank's guests from the Vermont State Colleges System present prior to other agenda items.

Vermont State College System

Mr. Spaulding the Chancellor the Vermont State College System discussed recent updates at each of the component schools constituting the system of colleges and universities. He further discussed key leadership and strategic direction for the schools. He noted the outcome of a recent meeting with the rating agency in which their "A-" rating was confirmed alongside a stable outlook.

Ms. Winters asked Mr. Spaulding which of the schools were best positioned to help grow skilled labor in Vermont through workforce development training. Mr. Spaulding indicated that both CCV and Vermont Tech were most advanced, but that more schools would be expanding their activities to focus on this topic.

Mr. Coates asked for a financial update after additional discussion of above topics. Mr. Wisloski, the CFO of the Vermont State College System, discussed audit fiscal year 2017 results. He also

discussed 2018 unaudited results. Both Mr. Wisloski and Mr. Spaulding then continued by addressing enrollment trends prior to departing the meeting at 10:15 a.m.

Approve Prior Meeting Minutes

Ms. Winters asked for any comments on the prior meeting minutes.

Motion: Mr. Coates moved and Ms. Boardman seconded the motion to approve the meeting minutes of the June 11, 2018, July 31, 2018, and August 7, 2018 meeting. The minutes were approved unanimously.

Executive Director Updates

Mr. Gaughan provided an update on a recent invitation to join a listening session at the Office of the Comptroller of the Currency to discuss infrastructure investment related to revisions to Community Reinvestment Act. He indicated that the Bond Bank was asked to participate in the OCC's Advance Notice of Proposed Rulemaking and that he would respond with ideas to promote investment in rural infrastructure.

Review SRF Construction Loans

Mr. Gaughan introduced the SRF loans in the amounts shown below.

Borrower	Loan Number	Amount
Town of Bennington	RF1-198-3.0	\$6,000,000
Town of Cavendish	RF1-206-3.0	\$865,000
Town of Shelburne	RF1-186-3.1	\$131,800 amendment (\$2,014,153)

After some discussion, the following motion was made:

Motion: Mr. Coates moved and Ms. Boardman seconded the motion to approve the SRF loans. The motion was approved unanimously.

Financial Policy Review

Mr. Gaughan provided an overview of proposed changes to the Debt Issuance and Management Policy. Mr. Kimel raised the question of incorporating preference for Vermont buyers of bonds in the policy. After some discussion, Mr. Coates suggested edits to the policy and recommended that the Board revisit the issue in early 2019 during the annual review of the policy.

Motion: Ms. Coates moved and Ms. Boardman seconded the motion to adopt the revised policy. The motion was approved unanimously.

Website Updates

Mr. Gaughan provided a summary of proposed changes to the website and the desire to develop a scope of work. Mr. Gaughan also provided background on how the website could be financed while conforming to previously approved budget allocations from the Board. He indicated this was possible due to savings realized from reallocating legacy costs of issuance accounts as part of the 2018-2 bond issue.

Mr. Gaughan indicated he would return to the Board after bids for the website improvements were received.

Ms. Winter then indicated the standing agenda item for Executive Session.

Motion: Ms. Boardman made a motion to go into executive session and Mr. Coates seconded to the motion. The motion was approved unanimously.

At 11:00 a.m. the Board went into Executive Session and Mr. Gaughan and Mr. Foley left the meeting. At 11:10 a.m. Mr. Gaughan and Mr. Foley were invited into the session.

At 11:30 a.m. the Board came out of Executive Session.

Motion: Mr. Coates moved and Ms. Boardman seconded a motion to allow the Executive Director to replace or to amend to the Simplified Employee Pension agreement as the prior plan document could not be located. The motion was approved unanimously.

There being no other business to come before the Board, on a motion by Ms. Boardman, the meeting adjourned at 11:35 a.m.

These Minutes were approved by the Board of Directors at a duly warned meeting on December 18th, 2018.