

VSAC Board of Directors Meeting

March 13, 2018

2:45 p.m.

**Boardroom, VSAC
10 East Allen Street
Winooski, Vermont 05404**

Members Present:	Dodie Mitchell (Chair), Martha Heath, Pam Chisholm, Chuck Soule, Dennis O'Brien, Michael Smith, David Coates, Beth Pearce and Matt Trieber
Members Absent:	Dave Larsen, Ann Cummings
Staff Members Present:	Scott Giles, Tom Little, Marilyn Cargill, Mike Stuart, Kristi Rocheleau
Other Board Members	Dodie Mitchell, Chuck Soule, Dennis O'Brien
Others Present	Robert Irvin, Kutak Rock, LLP

Immediately following the Finance Committee's meeting to review and make a recommendation on the proposed resolution for the adoption of supplemental bond indentures, as contained in the materials submitted to the Committee (and to the Board), Chair Dodie Mitchell called the Board of Directors meeting to order at 2:50 p.m., with a quorum present. The Board reviewed the summary of the resolution and proposed supplemental indentures provided by management, associated authorizing documents, and heard the recommendation from the Finance Committee.

Upon a motion made by Beth Pearce and seconded by David Coates, the Board of Directors voted unanimously to approve the three Supplemental Indentures and Authorizing Resolution, as presented.

There being no further discussion, the meeting adjourned at 2:55p.m.

Respectfully submitted,

David Larsen, Secretary