

MINUTES OF THE 845th BOARD OF DIRECTORS MEETING, August 6, 2013

Vice President Rob Shillington called the meeting to order at 1901 hours.

Board Members present were: J. DiPace, J. Ryan, S. Jansen, R. Mansfield, T. Longworth, P. Buonome R. Shillington, and M. Trick Excused: K. Sedlak, L. Sedlak

Other Members Present: Jean Barton, Matt Caron, Aaron Gelber, Melissa Gugliotti, Matt Gugliotti, Gina Kline, Tom Kline, Cameron Metz, Tim O'Neil, Jim Reber, Tom Reller, Leland Wilcox

Minutes of the 844th Board Meeting minutes were unanimously approved.

Communications:

- Ramona Mansfield presented a request from Lieutenant Reller looking for approval of breast cancer fundraising t-shirts created and put out by the AVFD.
- Captain Tim O'Neil voiced his opinion and disappointments with the Board regarding the changes made in the AOG's that a line officer cannot apply for a Board position, because of conflict of interest and does not have the time. Shame on the board for making those assumptions.
- Captain Tom Kline also disappointed with the changes and feels the Board is setting the bar awfully high and is doing the department a potential disservice. Another topic was mildew and water damage located in the basement of Company 4 and failing condition.
- Lieutenant Jean Barton as well, disappointed with the changes in the AOG JD-1 regarding the board member qualifications and the last bullet added to the president's job description. She believes they weren't broken in the first place and that they now discourage members from applying. She then goes onto questioning if the members on the Board today currently satisfy these qualifications.
- Peter Buonome questioning how a By-Law can be changed. He advised someone from the town to come in and look at the problem with company 4 sooner rather than later.
- Jamie DiPace regarding AOG board qualifications interpret them differently raises concern to having officers on the board have to be evaluated again.

Correspondence: Ramona Mansfield

- Ramona Mansfield presented a few thank you notes, donations and other correspondences.

Personnel Services: Rob Shillington

- There are still some applications in the processing stage.
- Mike Kachmar wrote a letter requesting his status change from active to retired Sue Jansen made a motion and Ramona Mansfield second it. Approved

Treasurer's Report: Sue Jansen

Corporate-

- July Thermal image camera was paid for and the depositing for the fundraising trying to speed up the depositing cycle.

Budget-

- Explained the accrued expenses
- Presented the Board with the encumbered list for the fiscal year of 2012/2013. The encumbered point reimbursement amount is in question due to report not being run.

Secretary's Report – Ramona Mansfield

- AOG JD-1 will be discussed under Old Business.

Committees Report:

- Explorers – Jamie DiPace
 - Explorer advisors would like to have a meeting with Chief Trick to go over possibility of having the explorers continue training during the summer at Monday night drills.
- Membership Committee – Rob Shillington
 - Will be meeting prior to the next corporate meeting in September.

- Recruitment and Retention – Jamie DiPace
 - No report
- Feasibility Study – Peter Buonome
 - Has met with Assistant Chief Bruce Appell and final draft will be sent out later this week.

Town Representative: Jamie DiPace

- New to the position having a meeting next week with Town Manager Brandon Robertson, Chief Michael Trick, President Ken Sedlak, and Jamie DiPace.
- Jamie will be meeting with Bob Theriault to work out details regarding maintenance of facilities.

Chief's Report: Chief Mike Trick

- Lock system encumbered some funds to cover this new standardized system that will work across the town Captain Tom Kline has been working with the Town on this.
- Radios paired frequencies still in the process with an upgrade to the system.
- Budget- Truck's maintenance emergency repair account has been over spent by \$20,000+ due to maintenance issues with the new additives the Town is using on the streets. The trucks are starting to corrode and DPW is experiencing the same problems.
- Officer and Board issue is an underlining concern, but believe it should be left up to the membership on whether they decide to choose between the board and an officer position.

Old Business:

- Retirement age was motion to be tabled for further review by Ramona Mansfield and second by Peter Buonome.
- Ladies Auxiliary – Rob Shillington and Jamie DiPace are still in the process of working with the Ladies Auxiliary and will discuss at the next membership committee meeting.
- Chief Selection Process- Ramona Mansfield made a motion to table the discussion till next month's Board meeting with Peter Buonome seconded. This was approved.
- AOG JD-1 after a long discussion a motion was made by Ramona Mansfield to table any discussion to change back AOG JD-1 with John Ryan seconded. Vice President Rob Shillington clarified that applications received in accordance with the revised AOG JD-1 will stand. Board members will go back to their companies and talk to members to get their opinions. Vote taken No from Peter Buonome and motion was passed.

New Business:

- Pool Club Roof has 5 years left on it and Bob Theriault will be receiving quotes for a new roof. At the officers meeting they will discuss what has to be done and will bring recommendations and pricing back to the board.
- Ramona Mansfield made a motion to bring into new business the discussion on the Tom Reller's fundraising t-shirt breast cancer idea this was seconded by Rob Shillington. Motion approved
- Sue Jansen made a motion to approve Tom Reller's idea about the t-shirts with Peter Buonome seconded, motion passed.

Ramona Mansfield made a motion to go into an executive session and Rob Shillington second the motion. Went in to the Executive Session 21:05

Came out of Executive session and meeting was Adjourned at 2126.
(KC)

See attachment 1 and 2.

ATTACHMENT 1(PETER BUONOME'S E-MAIL)

(Peter did refer to the changes of JD-2 in his e-mail, but since this was not discussed it was not included in this attachment

I have reviewed the proposed changes to JD-1 (Board of Directors-Job Description).

As to JD-1 – Board of Directors Job Description

Much too restrictive and much too demanding. The job description should be to recruit and encourage good candidates who have some important contributions to bring to the Town of Avon and the Avon Fire Department, not scare them away!

Why in the world would you deny fire officers, lifetime members and retired members??!! This makes absolutely no sense!! These members of a fire department would be your best candidates, just on experience alone. They are an important asset. Officers are expected to be respectful, competent, loyal and honest. I do not see any conflict of interest!

Too much verbiage! Should be a one page document. The Corporation is the final check and balance as to a candidate's conduct and contributions to the Board. The Feasibility Study recommends opening up Board positions to select members of the community who have management and unique contributions which they can bring to the Board. Under "Governance." With the only highlighted provision "Support the decisions of the board. **Once a decision has been made, it is the decision of the board.** Question it in private with the board if you must but support the decision that is made before the staff, the volunteers and the public."

You have got to be kidding me. Even the Supreme Court of the United States allows "dissenting opinions" of the Justices. I would get rid of this section altogether! You are once again opening yourself up to conflict. This certainly borders on infringement of the First Amendment of the United States Constitution. And, by the way, no reasonable person is going to keep their mouth shut if they really believe a decision is wrong. Shouldn't the Corporation be the final source of appeal of a decision of the Board?

I guess you can call this the Pete Buonome clause and I'm sure you would rather lose me right now, but, I just feel obligated to comment on potential future conflict.

ATTACHMETN 2 (JEAN BARTON'S E-MAIL)

July 30, 2013

The Board of Directors and Members
of the Avon Volunteer Fire Department
25 Darling Drive
Avon, Connecticut 06001

To all,

When I received the e-mail from Secretary Mansfield regarding the open Board positions, I made the decision to apply only to find out that I was not allowed.

The most recent changes disturb me for several reasons aside from my preclusion. I am disappointed that the Board would unanimously approve such change unless business is as usual and no discussion or healthy disagreements are allowed. The Board is (*should be*) the body that "represents" the membership and makes decisions as to the viability of the Corporation and the members. The Corporation is made up of *volunteer members* who give up their free time, families and personal life for the betterment of this community. Why on

earth would you make qualifications *more stringent* ? I ask you who presently is on the Board that does not meet these qualifications?

I also ask that the Board think through their decision ... this same AOG was changed by the Board in 2009 to eliminate officers as an issue entirely (see attached minutes from December 9, 2009 Board of Directors meeting). Somehow, it was never changed in the actual AOG. The reason was that President Sedlak applied for the Vice Presidency, but he was a Lieutenant ... thus the change so that he could assume the position. Now, it is 2013, President Sedlak is stepping down at the end of his term and the qualifications are changing ??? Did any Board member challenge this? Were you allowed ? I am sorry this does not speak well of the Board's actions relative to AOGs. There have been too many changes to these guidelines specifically for situations which I believe has to come to an end. The new guidelines (less "*preferred*" and "*equivalent experience*") make the pool of individuals smaller for eligibility. I honestly don't know what you were thinking. Specifically with respect to officers, do you think it is too much commitment of time; too much authority; or a conflict of interest? The answer to these is definitely not. These folks are entrusted with managing and leading firefighters in perilous conditions but not good enough for a position on the Board? What is wrong with this picture?

The change in the job description of the President is appalling. The President willingly takes the position but is always a "member" of the organization and should actively partake as such. Since, 1943 no President has needed an AOG to state that they don't have to go to drill because of "matters". This is especially insulting to members with regards to certifications that are required regardless of a Captain's approval. It is also insulting to members that go over and above giving their time to make this a better organization.

The interpretation of these changes tells the membership that the ship (Board) is micromanaging at the risk of what is really important such as long range planning; the art of attracting and keeping people and mending the disconnect it has with the membership. Because of this, the Board continues to risk running aground. Yes, this is a business, but not of the Fortune 500 type ... don't treat it as one.

Don't fix it ... it is not broken. Remember, I don't believe an officer has ever resigned from the Board.

Respectfully yours,

Jean M. Barton

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JD-1 Board of Directors – on a motion by G. Kline second by B. Desmond, approved with noted chan K. Sedlak abstained. References to officer or non officer requirements were deleted.

- AOG JD-1 with a motion from Lynn Sedlak and seconded by Rob Shillington and by unanimous vote the following changes were accepted:
 - The heading Board of Directors Preferred Qualifications, Preferred was removed.
 - Under qualifications the following changes were made:
 - Equivalent experience shall be considered was removed.
 - A bullet was added that reads: Active members only, no probationary, lifetime of retired members.
 - Under Job Description of the President the following bullet was added:
 - At the discretion of the President, he/she may utilize the time allocated for drill to attend to Department business matters, provided he/she notify his/her captain in advance.

certifications

ew Business:

The Board will be meeting on the Chief's selection process