

MINUTES OF THE 885TH BOARD OF DIRECTORS MEETING December 6, 2016

The meeting was called to order by President Robert Shillington at 19:04.

Board Members Present: J. Barton, M. Caron, J. DiPace, J. Kowalczyk, M. Galliher, W. Green, R. Mansfield, R. Shillington, R. Solari Excused: M. Trick

Others Present: S. Gottlieb, M. Gugliotti, T. Kline, T. O'Neil, J. Ryan and R. Theriault

President Shillington made a motion for the Executive Session be moved to after New Business and to amend the agenda to do this. Michael Galliher seconded and motion was passed.

Minutes of the November 1, 2016 meeting were approved with a motion made by Joe Kowalczyk and seconded by Rick Solari.

Communication from Members:

Matthew Gugliotti – “It has been almost a month now since I dropped the bomb about charges against certain individuals of the Corporation Board and the Chief. To date I have not heard one thing from anybody on this Board. Not anybody has acknowledged the fact that the charges have been filed and that you are doing anything with it. I know that behind the scenes somethings are happening, but frankly it is very disconcerting, more over you guys have compounded that with getting Mr. Harrington involved who is the epicenter of this “use of profanity” thing and it was perpetuated and allowed this entire issue to happen. Now I don't understand why a lawyer is involved, nobody has even claimed any legal action and Mr. Harrington clearly does not have a good grasp of our By-Laws given history that I have at present with you. In this packet that I presume Jean Barton has given you all. Our By-Laws are very clear, CM1, AA2, AA5, AA9, JD1, JD2 all speak directly to this situation, it doesn't take a lawyer to get involved to judicate our own By-Laws and AOG.s. I'm disappointed in the Board and I expecting the Board to do somethings tonight and in the future to take care of these problems, in the meantime Board members have been threatened by this Chief, I've been threatened by this Chief since these charges have been filed. Several attempts have been made to stifle this investigation and these people need to be held accountable and this “use of profanity” needs to stop. So, I'm calling on this Board tonight to take action to start to move this forward because this is not going to go away. You guys have been trying to push me away for years and I'm not going to go away. Peter Buonome told you point blank “This man wrote a book how to Lead and Manage a Volunteer Organization, he is not going away”, and I'm still here. So, when I feel that we have gotten to a point where the rules have been followed and you are held accountable then we move forward. I hope the Board tonight will start to make this happen. Thank you.”

Robert Theriault - Asked what time the meeting on December 12th was. The reason he asked is because there have been emails with different times sent out.

President Shillington told Robert Theriault that it was posted on the website for 6 pm to 7 pm and then members could go to drill. Jean Barton stated that the members voted for this meeting to take place instead of drill. Tim O'Neil stood up and said that Assistant Chief said this meeting could be in place of a makeup drill. President Shillington asked

Tim to sit down because he was not acknowledged by him to speak. President Shillington and Assistant Chief Appell talked about the time of 6 o'clock to 7 o'clock. President Shillington left it up to the Board to decide to change that time. At the officers meeting last week, it was determined that 6 to 7 was a good time. Ramona stated that at the Officers' meeting it was changed to 6:30. President Shillington said he was under the impression that drill would take place after the meeting. Ramona Mansfield suggested that the station officers should be made aware that the meeting will be held at 7 and not 6:30 so their members are aware that if they don't want to go to the meeting they will not get penalized.

John Ryan - "I would like to comment on the meeting next week. Still surprised that we were considering a drill after. Last month this Board took a figurative punch in the face by its membership who stood up and said "cut the crap". Without the membership, we are wasting our time. Take an hour, two hour, three hours, 4 hours or take another meeting next month. That is what we have to do to ensure that in five years from now we are still volunteer and I say five years because 4 years ago we called a special meeting and if you look at the notes from that special meeting including the minutes posted on the website they are the same two bullet points that were brought up at last month's Corporation meeting. Moral and confidence in the leadership. If there are people in this organization in leadership roles (no offense Rob) that this can be taken care of in an hour we have bigger issues on the plate and we are missing the big picture. We need to take detail notes next Monday, we need to, if need be, form committees, subcommittees, sub subcommittees whatever it is. We need to take this punch in the face and wear this black eye proud. We need to figure out our problems and get our act together so we can remain Volunteer because I believe that is the goal of the Organization. I understand that we have a mission statement that states the purpose of the Board. We need to figure this out get our act together or we might as well close shop. Thank you for your time."

Neighborhood Assistance Act – Mike Galliher

- We put in our application in the spring and just this week our pledges became public. We received pledges from Northwest Bank and Yankee Gas Services. We received over \$4,000 in pledges to do with energy conservation. The Board will have to think about what those pledges could be used for.

Secretary Jean Barton congratulated Rob on the birth of his son, Oliver and presented Rob an AVFD bib for Oliver.

Jean Barton addressed the Board and told them that she has not been sleeping very well and the problems with this department is making her ape---. Jean resigned as Lieutenant effective December 31st which is for medical reasons. She will be going on Medical Leave for a few months. "The role of this Board whether you are elected or appointed is to steer this Corporation so that it doesn't end up like the Titanic and I want to tell you I see a lot of icebergs and it is very uncomfortable to me. We are representatives of our members and the decisions we make are to benefit this Corporation and the members and some of the decisions we have to make are "use of profanity" because you are in whether it be an officer there is a very hard line between friendship and management. This is where we all get caught up and sometimes tough decisions have to be made when warranted and they are not pretty, but you have to do what you have to do and we have AOG's, SOG's that now equals the Ops Manual. The

By-Laws are very clear that the AOG's are part and partial of the By-Laws. So, when you start breaking all this stuff out the By-Laws and the AOG's are direct authority of the Board. To have an AOG or AOG's changed by one individual with no representation to the Board is unprofessional and should not be allowed. The disciplinary guide lines we have are very clear. We are the Board, we are responsible to make these rules work and yet no one wants to touch it because it is hot, but that's our job. It is difficult and especially doing the business versus the friendship but all I can say is buckle up because we have a lot of work to do."

A discussion followed about changes to the AOG and the AOG going over to the Ops Manual and that the AOG's should be brought back to AOG form and put in the binder with the By-Laws. After more discussion Ramona made a motion to remove the AOG's from the Ops Manual with a full review before bringing them back with the By-Laws with Jean Barton seconding. Motion passed with all approving, but with Rick Solari apposing.

Board Applicants

- The Board received three applications for the open seat that was not filled at the November Corporation meeting. The applicants are Peter Buonome, John Boullie and Tom Reller, Vice President Mike Galliher and Tad Green will talk to all three applicants before the January Board meeting.

Treasurer's Report: Joe Kowalczyk

- There is a total cash in the Corporation of \$722k down from \$771k in the prior month. Of this, there is approximately \$153k (\$16k in September) of funds that are free of restrictions and belong to the Corporation (The Town owes us about \$7k so its status quo really). There is \$150 of restricted funds within the Corporation. The remaining cash breaks down to Town grant money that we have received which totals \$569k. There is \$512k of 16/17 grant funds and encumbered 15/16 fund of \$58k (various).
- It's the Corporations first fiscal month so all is very quiet, not much else to say.
- Holding true over the last few months the Corporation continues to expense items for the Burn Building. To date we have spent \$36.5k (\$33k through Oct. 31) of our own funds. To date we have no funds from others for the Burn Building and all money going forward will be absorbed by the Corporation unless there are future donations (\$30k of Carrier coming). Keep in mind this was expected and we predicted somewhere around \$50k of additional money would be needed aside from what was raised and set aside previously by the Board.
- For Budget we ramped up this month and we spent about \$40k as compared to \$20k last year for the same month. We have spent \$166k of our \$678k in the current year as compared to \$116k of our \$665k in the prior year over the same period. To date we have \$512k to spend in the next 7 months. That's an average spend of \$73k a month up from 69k last month.
- 990 preparation has started and I am hoping not to extend this year. Also, in January 1099's will be done.

Town Representative Report: Jamie DiPace

- Training Facility Project:
 - Audible and visual temp alarms will be added – have been ordered
 - Trees need to be planted along the buffer
 - The pavilion and storage building – Designs still to be determined.
- We are still waiting for UTC's donation of \$30,000

New Business: None was discussed

Joe Kowalczyk made a motion to go into Executive Session with Rick Solari Seconding. Board went into Executive Session with Attorney Harrington at 19:40 with President Rob Shillington, Tad Green and Rick Solari recusing themselves.

At 20:55 Attorney Harrington left the Executive Session and left the building and President Rob Shillington was invited in with Tad Green and Rick Solari still recusing themselves.

Came out of Executive Session at 21:06

Meeting was adjourned at 21:07 (GB)