

Hardwick Electric Commission

Special Meeting

Minutes – December 11, 2025

Attendees: Michael Ambrosino, Chair, Renaud Demers, Roger Prevot, Jake Lester, Scott Johnstone, and Ed Adrian (via speaker phone)

Chair Ambrosino called a Special Meeting of the Hardwick Electric Commission to order at 5:32 pm at 123 North Main Street in Hardwick having declared a quorum present.

No changes to the agenda were suggested or necessary.

As no members of the public were present, no comments were received during the public comment agenda item

Chair Ambrosino then made a statement acknowledging that, in signing a contract for management services, he had – inadvertently – created a violation of Vermont's open meeting law. The remedy for this violation is one of the purposes of this special meeting as the contract in question is on the agenda later in meeting. Chair Ambrosino concluded by offering an apology to the community for this error.

At 5:34 pm a motion was made by Commissioner Ambrosino to go into executive session under VSA 313 (a)(1)(A) & (F). Commissioner Prevot seconded and all voted in the affirmative. A second motion was then made by the Chair to include the interim general manager, Scott Johnstone and attorney Ed Adrian, in the executive session. This motion was seconded by Commissioner Demers with all voting affirmatively.

At 5:48 pm the Commission returned to open session.

Commissioner Ambrosino moved to approve the separation agreement and amendment with Sarah Braese and to authorize the chair to sign each on behalf of the Commission. This motion was seconded by Commissioner Prevot with all voting in the affirmative.

Next, the Commission took up the management services contract which intends to have Hardwick Electric and Morrisville Water & Light share a General Manager. The contract considered in this item is the vehicle by which the Morrisville manager is made available to Hardwick. Following discussion, a motion was made by Commissioner Prevot and seconded by Chair Ambrosino to approve the contract with Morrisville and to authorize the chair to sign on behalf of the Commission. All voted affirmatively.

The next agenda item was consideration of appointing Scott Johnstone as General Manager of Hardwick Electric Department. Following a brief discussion Commissioner Lester moved

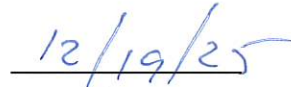
to appoint Johnstone as General Manager. The motion was seconded by Chair Ambrosino and passed unanimously.

Under other business, Commissioner Prevot acknowledged the sincere interest of the Caspian Association in addressing the ownership questions regarding who should own and operate both the public access and the dam that regulates water elevation on Caspian Lake. It was requested that this item be included on the next agenda. As the agenda has already been set, Mr. Johnstone will inform folks at Caspian Lake representative of the likelihood that it will be added to the agenda at the meeting.

At 5:55 pm a motion was made to adjourn the special meeting by Chair Ambrosino. Seconded by Commissioner Demers and passed unanimously.



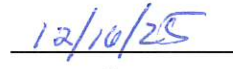
Recorder



Date



Commissioner



Date