

HARDWICK ELECTRIC DEPARTMENT BOARD OF COMMISSIONERS SPECIAL MEETING

MINUTES

Friday, August 29, 2025 (9:00 AM)

Attendees

Commissioner Renaud Demers

HED General Manager, Sarah Braese

Virtual (via Zoom)

Commissioner Ambrosino, Chair

Commissioner Myles Kamisher-Koch, Vice Chair

Commissioner Roger Prevot

Commissioner Jake Lester

HED Controller & Business Off Supervisor, Beth Essary

- Commissioner Ambrosino called the meeting to order at 9:02 AM.
- There were no modifications to the Agenda.
- No members of the public were present.
- GM Braese presented information regarding governance, management and staffing. Discussion followed.
- Commissioner Prevot made a motion to approve the Delegation of Authority and Guidelines for Information Sharing with a change to Item No. 5. Major regulatory filings including rate cases and the IRP, and that this as approved will superceded any previous policies or delegation of authority. Commissioner Kamisher-Koch seconded the motion. Motion passed.
- Commissioner made a motion to allow GM Braese to appoint a new Assistant Business Manager and move from a non-exempt to exempt employee. Commissioner Lester seconded the motion. Motion passed.
- Commissioner Prevot made a motion to adjourn. Commissioner Ambrosino seconded the motion. The meeting was adjourned at 10:00 am.

Recorder

Date

Commissioner

Date

Delegation of Authority and Guidelines for Information Sharing

Hardwick Electric Department

Delegation of Authority

The Board of Commissioners delegates to the General Manager the authority to manage the day-to-day operations and business of Hardwick Electric Department. Not delegated to the General Manager, and requiring specific approval from the Board of Commissioners are the following areas:

1. Capital expenditure projects above \$40,000 that are not part of project expenditures billed to ratepayers.
2. Loans or leases or documents related to either or changes to banking relationships or accounts.
3. Contracts with a term greater than one year and in excess of \$20,000.
4. Purchase, sale, conveyance or encumbrance of real estate.
5. Major regulatory filings including rate cases and the IRP.
6. Initiation or settlement of legal actions.
7. Engagement of new legal counsel or auditors.
8. Annual budget approval.
9. Annual financial audit approval.
10. Creation of new salaried employee positions and associated compensation packages as well as staff re-organizations.
11. Union labor contracts and annual staff compensation and benefit changes.

Guidelines for Information Sharing

Maintaining positive community relations is vitally important to Hardwick Electric Department and requires a well-informed Board that is working in a unified and supportive manner with the General Manager. The primary forum for information sharing must be the public meetings of the Department. However, when potentially serious or sensitive issues arise between meetings, such as contentious issues with customers, the General Manager is encouraged to share information with the Board of Commissioners. The purpose of this supplemental information sharing is not to be the basis of any deliberation outside of a formal public meeting but is instead to enable the Commissioners to consider the need for a special meeting of the Board and/or to help the Commissioners be aware of concerns within the community and the position of the Department.

Approved August 29, 2025



Chairperson