

# Addison County Regional Planning Commission

14 Seminary Street Middlebury, VT 05753 • [www.acrpc.org](http://www.acrpc.org) • Phone: 802.388.3141

## ACRPC Full Commission Notice of Meeting 7:00 p.m. Wednesday, February 14, 2024 Happy Valentine's Day

**HYBRID MEETING:** This meeting will be conducted in person at ACRPC's office and remotely through the Google Meet remote meeting on-line platform. See the connection information below.

Join Meeting: [meet.google.com/pgt-okuu-kch](https://meet.google.com/pgt-okuu-kch)

Phone Numbers (US)+1 385-645-1254

PIN: 172 102 471#

**CALL-IN:** People can call in from the number above and enter the meeting PIN from the phone keypad.

**PHYSICAL LOCATION:** ACRPC's office at 14 Seminary Street in Middlebury **WILL** be open to the public.

### 7:00 p.m. BUSINESS AGENDA:

- I. **Approval of Minutes:** January 10, 2024
- II. **Executive Board Minutes:** January 24, 2024
- III. **Treasurer's Report:** Financials December 30, 2023
- IV. **Committee Reports:** (Act 250, Energy, Local Govt, Nat Res, TAC, Housing, Econ Dev)
- V. **Joint Partners Report/Delegate/Staff Recognition:**

### VII. Old Business:

- Maple Broadband Update
- Conflict of Interest Policy Reminder
- Review of and Vote to accept Audit FY2023
- Other

### VIII. New Business

- Call for members interested in serving on the Nominating Committee
- Other

### IX. Member's Concerns/Information:

### X. Adjournment:

Addison    Bridport    Bristol    Cornwall    Ferrisburgh    Goshen    Leicester  
Lincoln    Middlebury    Monkton    New Haven    Orwell    Panton    Ripton  
Salisbury    Shoreham    Starksboro    Vergennes    Waltham    Weybridge    Whiting



**ADDISON COUNTY REGIONAL PLANNING COMMISSION ROLL CALL**

|                    |   |                           |     |   |               |                      |                  |     |
|--------------------|---|---------------------------|-----|---|---------------|----------------------|------------------|-----|
| <b>ADDISON</b>     | D | Bob Schatz                | ___ | <b>PANTON</b>                                   | D             | James Dayton         | ___              |     |
|                    | D |                           | ___ |   | A             |                      | ___              |     |
|                    | A | Chris Stackhouse          | ___ |   | <b>RIPTON</b> | D                    | Jeremy Grip      | ___ |
|                    | A |                           | ___ |   |               | A                    | Jonathan Heppell | ___ |
| <b>BRIDPORT</b>    | D | Edward Payne              | ___ | <b>SALISBURY</b>                                | D             | Tom Scanlon          | ___              |     |
|                    | D | Andrew Manning            | ___ |   | D             | Barrie Bailey        | ___              |     |
|                    | A | Steve DeCarlo             | ___ |   | A             |                      | ___              |     |
|                    | A |                           | ___ |   | A             |                      | ___              |     |
| <b>BRISTOL</b>     | D | Peter Grant               | ___ | <b>SHOREHAM</b>                                 | D             | Nick Causton         | ___              |     |
|                    | D | Richard Butz              | ___ |   | D             |                      | ___              |     |
|                    | D |                           | ___ |   | A             |                      | ___              |     |
|                    | A | William Sayre             | ___ |   | A             |                      | ___              |     |
|                    | A |                           | ___ | <b>STARKSBORO</b>                               | D             | Richard Warren       | ___              |     |
|                    | A |                           | ___ |   | D             | Tom Perry            | ___              |     |
| <b>CORNWALL</b>    | D | Stan Grzyb                | ___ | A   |               | ___                  |                  |     |
|                    | D |                           | ___ | A   |               | ___                  |                  |     |
|                    | A |                           | ___ | <b>VERGENNES</b>                                | D             | Shannon Haggett      | ___              |     |
|                    | A |                           | ___ |   | D             | Cheryl Brinkman      | ___              |     |
|                    |   | ___                       | A   |   | Don Ferris    | ___                  |                  |     |
|                    |   | ___                       | A   |   |               | ___                  |                  |     |
| <b>FERRISBURGH</b> | D | Tim Davis                 | ___ | <b>WALTHAM</b>                                  | D             | Jeff Glassberg       | ___              |     |
|                    | D | Arabella Holzapfel        | ___ |   | A             |                      | ___              |     |
|                    | D | Steve Huffaker            | ___ | <b>WEYBRIDGE</b>                                | D             | Gioia Kuss           | ___              |     |
|                    | A |                           | ___ |   | A             |                      | ___              |     |
|                    | A |                           | ___ | <b>WHITING</b>                                  | D             | Jennifer Erwin       | ___              |     |
|                    | A |                           | ___ |   | A             | Gary Freeguard       | ___              |     |
| <b>GOSHEN</b>      | D | Jim Pulver                | ___ | <b>CITIZEN INTEREST REPRESENTATIVES</b>         |               |                      |                  |     |
|                    | A | Chad Chamberlain          | ___ | <b>ADDISON COUNTY</b>                           | D             | Phil Summers         | ___              |     |
| <b>LEICESTER</b>   | D | Diane Benware             | ___ | <b>CHAMBER OF</b>                               | A             |                      | ___              |     |
|                    | D | Tom Barker                | ___ | <b>COMMERCE</b>                                 |               |                      | ___              |     |
|                    | A |                           | ___ | <b>HOPE</b>                                     | D             |                      | ___              |     |
|                    | A |                           | ___ |   | A             |                      | ___              |     |
| <b>LINCOLN</b>     | D | Steve Revell              | ___ | <b>OTTER CREEK</b>                              | D             | Ronald Payne         | ___              |     |
|                    | D | Barbara Murphy-Warrington | ___ |   | A             | Marcia Parker        | ___              |     |
|                    | A |                           | ___ | <b>ADDISON COUNTY FARM BUREAU</b>               | D             | Charles Roy          | ___              |     |
|                    | A |                           | ___ |   | A             | Kent Wright          | ___              |     |
| <b>MIDDLEBURY</b>  | D | Ross Conrad               | ___ | <b>OC NATR. RESOURCE CONSERVATION DIST</b>      | D             | Jonathan Chamberlain | ___              |     |
|                    | D | Hugh McLaughlin           | ___ |   | A             | Paul Wagner          | ___              |     |
|                    | D | Sally Holland             | ___ | <b>ADDISON COUNTY ECONOMIC DEVELOPMENT CORP</b> | D             |                      | ___              |     |
|                    | A |                           | ___ |   | A             |                      | ___              |     |
|                    | A |                           | ___ |   |               | ___                  |                  |     |
| <b>MONKTON</b>     | D | Stephen Pilcher           | ___ |   |               | ___                  |                  |     |
|                    | D | Debra Sprague             | ___ |   |               | ___                  |                  |     |
|                    | A |                           | ___ |   |               | ___                  |                  |     |
|                    | A |                           | ___ |   |               | ___                  |                  |     |
| <b>NEW HAVEN</b>   | D | Harvey Smith              | ___ |   |               | ___                  |                  |     |
|                    | D | Jim Walsh                 | ___ |   |               | ___                  |                  |     |
|                    | A |                           | ___ |   |               | ___                  |                  |     |
|                    | A |                           | ___ |   |               | ___                  |                  |     |
| <b>ORWELL</b>      | D | Joseph Andriano           | ___ |   |               | ___                  |                  |     |
|                    | D | Sharon Macedo             | ___ |   |               | ___                  |                  |     |
|                    | A |                           | ___ |   |               | ___                  |                  |     |
|                    | A |                           | ___ |   |               | ___                  |                  |     |

**ACRPC EXECUTIVE BOARD**

**CHAIR** : Ross Conrad  
**VICE-CHAIR** : Jamie Dayton  
**SECRETARY** : Arabella Holzapfel  
**TREASURER** : Cheryl Brinkman  
**AT LARGE** : Jeremy Grip  
 Tim Davis  
 Joseph Andriano

**STAFF:**

**EXECUTIVE DIRECTOR**: Adam Lougee  
**OFFICE MANAGER/BOOKKEEPER**: April Clodgo  
**EMERGENCY MANAGEMENT PLANNER**: Andrew L'Roe  
**SENIOR/TRANSPORTATION PLANNER**: Michael Winslow  
**COMMUNITY PLANNER**: Katie Raycroft-Meyer  
**ENERGY PLANNER**: Maddison Shropshire  
**GIS DATA MANAGER**: Hannah Andrew  
**PLANNER**: Deron Rixon  
**WATER QUALITY PLANNER/ ECO AmeriCorps**: Carissa Finnerty

**OFFICE PHONE: 802-388-3141**

# Addison County Regional Planning Commission

## Conflict of Interest Policy

1. **Purpose.** The purpose of this policy is to ensure that the Addison County Regional Planning Commission conducts its business in the best interests of the Region and preserves the public trust the Region places with the Commission. No delegate/alternate of the Commission may participate so as to gain a financial advantage from his or her work for the Commission. It is also the intent of this policy to ensure that all decisions made by commission delegates/alternates must be based on the best interest of the Region and/or the municipality which he or she represents.
2. **Application.** This policy applies to all duly appointed delegates/alternates to the Addison County Regional Planning Commission, and its committees.
3. **Definitions.** For the purposes of this policy, the following definitions shall apply:
  - a. **Conflict of interest** means any of the following:
    - i. A real or seeming incompatibility between a delegate's/alternate's private interests and their public or fiduciary interests to the Region or municipality they serve. A conflict of interest arises when there is a direct or indirect personal or financial interest of a delegate/alternate or a person or group closely tied with the delegate/alternate including their spouse, household member, child, stepchild, parent, grandparent, grandchild, sibling, aunt or uncle, brother- or sister-in-law, business associate, or employer or employee in the outcome of an official act or action, or any other matter pending before the delegate/alternate or before the Commission. A conflict of interest may take any of the four following forms:
      - ii. A direct financial conflict of interest arises when a delegate/alternate acts on a matter that has a direct financial impact on that delegate/alternate.
      - iii. An indirect financial conflict of interest arises when a delegate/alternate acts on a matter that has a financial impact on a person or group closely tied to the delegate/alternate.
      - iv. A direct personal conflict of interest arises when a delegate/alternate acts on a matter that has a direct impact on the delegate/alternate in a non-financial way but is of significant importance to the delegate/alternate.
      - v. An indirect personal conflict of interest arises when a delegate/alternate acts on a matter in which the delegate's/alternate's judgment may be affected because of a familial or personal relationship or membership in some organization and a desire to help that person or organization further its own interest.

- b. **Delegate/Alternate** means a person duly appointed by their municipality to the Addison County Regional Planning Commission.
- 4. **Disclosure.** A delegate/alternate who has reason to believe that they have or may have an appearance of a conflict of interest, but believes that they are able to act fairly, objectively and in the public interest in spite of the appearance of a conflict of interest shall at the earliest opportunity, prior to participating in any official action on the matter, disclose to the Commission at a meeting concerning the matter, the nature of the potential conflict of interest and why they believe that they are able to act in the matter fairly, objectively and in the public interest. Upon disclosure, they shall request that the Commission determine whether a conflict of interest exists. The Commission shall resolve the question by a majority vote. If the Commission concludes that a delegate/alternate has a conflict, the Commission shall exclude that delegate/alternate from participation, voting or taking action on the subject matter in their capacity as a Commission member. The member shall retain all rights as a citizen and may participate as a member of the general public.

**5. Disqualification.**

- a. A delegate/alternate shall disclose and not participate in any official action if they have a conflict of interest in the matter under consideration.
- b. A delegate/alternate shall not personally, or through any member of their household, business associate, employer or employee, represent, appear for, or negotiate in a private capacity on behalf of any person or organization in a cause, proceeding, application or other matter pending before the Commission in which the delegate/alternate holds office or is employed.
- c. Delegates/alternates shall not accept gifts or other offerings for personal gain by virtue of their position.
- d. In the event a delegate/alternate is uncertain whether they or any other delegate/alternate have a conflict of interest in any matter, they may notify the Chair, prior to action taken by the Commission, request disclosure of the potential conflict and request the Commission determine whether a conflict of interest exists as to another delegate/alternate or themselves. The Commission shall resolve the question by a majority vote. If the Commission concludes that a delegate/alternate has a conflict, the Commission shall exclude that delegate/alternate from participating, voting or taking action on the subject matter in their capacity as a delegate/alternate. They shall retain all rights as a citizen and may participate as a member of the general public.

6. **Recusal.** A delegate/alternate shall recuse themselves from any matter in which they has a conflict of interest, pursuant to the following:

- a. Any delegate/alternate may request that another delegate/alternate recuse themself due to a conflict of interest. Such request shall not constitute a requirement that the member recuse themself; If the member refuses to recuse themself and the issue of conflict remains, the Full Commission shall make the decision regarding whether an actual conflict exists using the process outlined in Section 5D above.
- b. A delegate/alternate who has recused themself from a proceeding shall not participate as a delegate/alternate while that proceeding is pending; they shall retain all rights as a private citizen and may participate as a member of the general public.

7. **Agreement:** By signing this document:

- a. I agree to abide by the Addison County Regional Planning Commission – Conflict of Interest Policy and any subsequent changes the Commission makes to that policy.
- b. I agree in accordance with Section 4, I have an affirmative duty to disclose any conflict of interest, or appearance of any conflict of interest.
- c. I agree in accordance with Section 6, that I will recuse myself from any matters where it has been determined I have a conflict of interest.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Name (Print)

# Addison County Regional Planning Commission

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## Meeting Minutes Addison County Regional Planning Commission Wednesday, January 10, 2024

*ACRPC held its monthly meeting at its office and via google meet with the Chair, Ross Conrad of Middlebury, presiding.*

### **ROLL CALL:**

*Addison:*

*Bridport:* Ed Payne

*Bristol:* Richard Butz  
Peter Grant

*Cornwall:* Stan Grzyb

*Ferrisburgh:* Arabella Holzapfel  
Steve Huffaker

*Goshen:*

*Leicester:*

*Lincoln:* Steve Revell

*Middlebury:* Ross Conrad  
Hugh McLaughlin

*Monkton:* Stephen Pilcher

*New Haven:*

*Orwell:*

*Panton:* Jamie Dayton

*Ripton:* Jeremy Grip

*Salisbury:*

*Shoreham:* Nick Causton

*Starksboro:* Richard Warren  
Tom Perry

*Vergennes:* Shannon Haggett

*Waltham:* Jeff Glassberg

*Weybridge:*

*Whiting:* Jennifer Erwin

### **CITIZEN INTEREST REPRESENTATIVES:**

*Otter Creek Audubon Society:*

*Otter Creek Natural Resources:*

*Addison County Farm Bureau:*

*Addison County Economic Development Corp:*

*Addison County Chamber of Commerce:*

Ron Payne

### **ACRPC EXECUTIVE BOARD**

*Chair:* Ross Conrad

*Vice-Chair:* Jamie Dayton

*Secretary:* Arabella Holzapfel

*Treasurer:* Cheryl Brinkman

*At Large:* Jeremy Grip

Tim Davis

Joseph Andriano

### **STAFF**

*Executive Director:* Adam Lougee

*Assistant Director:* Mike Winslow

*GIS Manager:* Hannah Andrew

*Land Use Planner:* Katie Raycroft-Meyer

*Emergency Planner:* Andrew L'Roe

*Office Manager/Bookkeeper:* April Clodgo

*Energy Planner:* Maddison Shropshire

*Natural Resource Planner:* Deron Rixon

*Eco-AmeriCorps member:* Carissa Finnerty

Addison    Bridport    Bristol    Cornwall    Ferrisburgh    Goshen    Leicester  
Lincoln    Middlebury    Monkton    New Haven    Orwell    Panton    Ripton  
Salisbury    Shoreham    Starksboro    Vergennes    Waltham    Weybridge    Whiting



Addison County  
Regional Planning Commission

**7:00 p.m. Business Agenda:** Ross Conrad called the meeting to order at 7:02 p.m. welcomed commission members and began the meeting.

- I. Approval of the December 13, 2023 meeting minutes:** Shannon Haggett moved approval of the minutes. Steve Revell seconded the motion. The minutes passed by a voice vote/show of hands. Andrew Manning and Jeff Glassberg abstained from the vote.
- II. Executive Board Minutes:** The Executive Board did not meet in December.
- III. Treasurer's Report:** Adam presented the Treasurer's Report for the evening. Adam noted that cash flow remains strong, that cash on hand and receivables are also strong. Adam noted that ACRPC's financials continue to benefit from a number of prepaid items and that our projected surplus looks healthy. **Stepen Pilcher moved to accept the Treasurer's Report as presented. Steve Revell seconded the motion. The Commission voted to accept the Treasurer's Report unanimously by voice vote/show of hands.**
- IV. Committee Reports:**
  - Act 250/Section 248: No meeting.
  - Energy Committee: Jeremy Grip reported that the Energy Committee is convening a meeting of all local energy committees on Saturday, January 20th. The Committee will also meet on January 15th. Richard Butz noted that the Committee met on December 18th. It discussed the regional energy plan and work it would do to create a dashboard for each town.
  - Local Government: No meeting.
  - Natural Resources: No Meeting, but will meet January 16th.
  - TAC: No Meeting., but it will meet on January 17th.
  - Housing: The Housing Committee met just before this meeting to discuss its survey and take a deeper dive into the data and how the region should use it and distribute it. It will present further results soon.
  - Economic Development Committee: No meeting.
- V. Joint Partner's Report/Delegate Staff Recognition:**

Adam gave a brief Joint Partners report. Adam recognized the work that Andrew, Maddi and Carissa have been doing over the last month to clean up the office and

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convert files from paper to electronic and recycle things no longer being used or files that are long past our compliance requirements to keep.

## VI. Old Business:

Vergennes Planning and Environmental Linkages Study Update: Mike Winslow, ACRPC's Assistant Director and Transportation Planner presented the substantial work that VTrans, ACRPC and their consultants have been doing on this study. Mike walked the planning commission through visualizations of each route under study, available [here](#) or on the Vergennes PELS website or the transportation page of ACRPC's website.

Clean Water Service Provider Update: Mike also presented a spreadsheet showing the progress ACRPC had made on water quality. The spreadsheet outlined the project name, the amount of funding provided and the amount of Phosphorus projected to be reduced amongst other information. Overall, ACRPC's water quality work is progressing well, but we are still looking for active projects.

Maple Broadband Update: Steve Huffaker, the Chair of Maple Broadband, noted that Maple Broadband was currently nearing completion of its Phase 1 construction in Cornwall, Shoreham and a part of Orwell. Maple broadband has moved their crews and already started their Phase 2 build in Vergennes, Ferrisburgh, Waltham and parts of New Haven and Monkton. Phase III will start in 2024 and complete the builds in Orwell and Leicester. More customers are enjoying the opportunity to sign up every day and Steve is pleased with the progress that Maple Broadband has been making connecting underserved residents to the internet with a dedicated fiber cable connection.

Conflict of Interest Policy: Adam thanked the Commissioners that had completed their conflict of interest statements, requested all others to complete theirs and noted the statements were included in last month's package, he could provide one, or commissioners can download it from ACRPC's website.

Audit update: Adam provided an update on ACRPC's audit. He had hoped to have a final audit for distribution at December's meeting. However, he received a draft for review only a couple hours before the meeting. He looked at it briefly and it appears to be a "clean" audit with no adverse findings. The Executive Board did not meet over the holidays. Adam intends to thoroughly review the audit with the Executive Board at its January meeting and will bring it to the full Commission next month.

Other: None.

|           |            |            |           |             |           |           |
|-----------|------------|------------|-----------|-------------|-----------|-----------|
| Addison   | Bridport   | Bristol    | Cornwall  | Ferrisburgh | Goshen    | Leicester |
| Lincoln   | Middlebury | Monkton    | New Haven | Orwell      | Panton    | Ripton    |
| Salisbury | Shoreham   | Starksboro | Vergennes | Waltham     | Weybridge | Whiting   |



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## VII. New Business:

Other: None.

**VIII. Member's Concerns/Information:** Steve Huffaker reiterated that Ellie Devilliers, the Executive Director of Maple Broadband is available to meet with any of your selectboards to discuss the progress of Maple Broadband and its partner WCVT in delivering broadband to the entire Addison Region. Andrew Manning Added that he is very pleased to see Waitsfield and Champlain Valley Telecom working in Bridport.

**IX. Adjournment:** There being no further business, **Shannon Haggett moved to adjourn, Steve Revell seconded the motion, which all supported. The Commission adjourned its meeting at 8:15 p.m.**

Respectfully submitted,  
Adam Lougee, Director

|           |            |            |           |             |           |           |
|-----------|------------|------------|-----------|-------------|-----------|-----------|
| Addison   | Bridport   | Bristol    | Cornwall  | Ferrisburgh | Goshen    | Leicester |
| Lincoln   | Middlebury | Monkton    | New Haven | Orwell      | Panton    | Ripton    |
| Salisbury | Shoreham   | Starksboro | Vergennes | Waltham     | Weybridge | Whiting   |



ADDISON COUNTY REGIONAL PLANNING COMMISSION  
EXECUTIVE BOARD MEETING  
January 24, 2024

The Addison County Regional Planning Commission’s Executive Board held its monthly meeting in person at ACRPC’s office at 14 Seminary Street in Middlebury and via Google Meet with Chair, Ross Conrad presiding.

ROLL CALL

*Ferrisburgh* Arabella Holzapfel

*Middlebury* Ross Conrad

*Orwell* Joseph Andriano

*Panton* Jamie Dayton

*Ripton* Jeremy Grip

*Vergennes* Cheryl Brinkman

STAFF: Adam Lougee, Director

Auditor: Steve Veroff

Ross opened the meeting at 6:32 p.m.

**MINUTES**

**Cheryl Brinkman moved to adopt the November 29, 2023 minutes. Arabella Holzapfel seconded the motion. The motion to approve the minutes passed by voice vote/show of hands.**

Audit Presentation by Steve Veroff: In order to accommodate our auditor, Steve Veroff, Ross asked for and received the Board’s permission to move Steve Veroff up in the schedule. Ross welcomed Steve to the meeting, introduced each member of the Executive Board and asked Steve to introduce himself and begin his presentation. Steve presented his audit. He explained it was an unqualified audit. He believes the audit accurately represents ACRPC’s financial position for the year. He found no material misstatements and no deficits in internal controls. He thanked April for her help in supplying all documents necessary for him to conduct the audit. The Executive Board thanked Steve for his work and wished him good night. **The Board shall ask the Full Commission for its approval of the audit at its February meeting.**

**TREASURER’S REPORT**

Adam delivered a draft Statement of Financial Position and a draft Statement of Financial Activities through the month of December. Cash on hand and receivables remain strong. Adam noted that the statement of financial position showed a positive fund balance of about \$113,000 this year. Adam noted he continues to be suspicious of how large that number is and will continue to investigate it. It does not match our historical experience. However, for now, it is a very positive number.

**Joe suggested that ACRPC should use this surplus to make small grants available to its member communities. Adam agreed that was a worthwhile use of the funds, but requested time to make sure the numbers would prove real.**

**The Executive Board also requested that next month they be presented the financials vs. the budget, similar to the format we used to receive. Adam stated that he and April will do that for the month ending in December for the next Executive Board meeting and could do it quarterly thereafter.**

**Cheryl Brinkman moved to accept the Treasurer's Report as presented. Jeremy Grip seconded the motion, which passed unanimously.**

### **COMMITTEE REPORTS (only committees that have met since the Full Commission meeting)**

Energy Committee: The Energy Committee reported it had a good joint meeting with all the local energy committees on January 20th at Holly Hall in Bristol. They noted that Maddi had done a really nice job presenting data and suggested she present it to the Full Commission. They noted that they are planning an energy fair for the fall. CEAC also presented their navigator program to help homeowners reduce their energy bills.

Transportation Advisory Committee: Adam gave the TAC report. He noted the TAC had received a presentation from Jim Cota of VTrans District 5 regarding financial planning. Mike gave updates on the PELS project and other regional projects. Next month Taylor Sisson, a VTrans Project Manager will present on the Exchange Street Roundabout and the Route 125 Safety Study.

Basin Water Quality Council "BWQC": Arabella noted that while not an official ACRPC committee, she chaired the BWQC meeting for the Otter Creek Basin earlier today. The BWQC approved 6 applications for \$137,000 to improve water quality in Lake Champlain.

### **OLD BUSINESS**

Audit Presentation: See above.

Other: **Ross asked Adam to send out a reminder about the Conflict of Interest statement when he sends out the Full Commission documents and include a copy of the COI Statement.**

**Ross also asked Adam to send a letter to our Citizen Interest Groups reminding them of our attendance requirements and requesting that they appoint a representative to participate more frequently.**

## **NEW BUSINESS**

RAISE Grant: Adam noted that he expected to sign an agreement with CCRPC shortly for \$60,000 over the next 3 years for ACRPC to help the Towns of Middlebury and Ferrisburgh and the City of Vergennes with a housing study focusing on walkability and connection to transit opportunities.

Climate Pollution Reduction Grant. Adam stated that he also expects to sign a small grant with the State Climate office very soon for about \$15,000 to survey towns and town plans for actions to take to reduce climate pollution and report back to the legislature. The grant has been delayed for sometime, so the time period for delivery is also compressed.

Other: The Executive Board will not meet in December between Christmas and New Years unless necessary.

## **MEMBERS CONCERNS/INFORMATION**

None.

## **ADJOURNMENT**

**Jeremy Grip moved to adjourn. Jamie Dayton seconded the motion. All approved and the meeting adjourned at 7:42 p.m.**

Respectfully submitted,

Adam Lougee

# Addison County Regional Planning Commission

## Statement of Financial Position

As of December 31, 2023

Dec 31, 23

**ASSETS****Current Assets****Checking/Savings**

|                                       |            |
|---------------------------------------|------------|
| 10300 · NOW Checking - NBM - 2810     | 258,563.87 |
| 10325 · Payroll Checking - NBM-2771   | 177,766.48 |
| 10350 · MMK - NBM - 4703              | 16,789.02  |
| 10400 · Vanguard - MMA                | 120,319.26 |
| 10455 · T. Bills (TreasuryDirect.gov) | 203,779.32 |

|                               |                   |
|-------------------------------|-------------------|
| <b>Total Checking/Savings</b> | <b>777,217.95</b> |
|-------------------------------|-------------------|

**Accounts Receivable**

|                             |            |
|-----------------------------|------------|
| 10500 · Accounts Receivable | 329,764.56 |
|-----------------------------|------------|

|                                  |                   |
|----------------------------------|-------------------|
| <b>Total Accounts Receivable</b> | <b>329,764.56</b> |
|----------------------------------|-------------------|

**Other Current Assets**

|                                    |          |
|------------------------------------|----------|
| 12003 · Prepaid Business Insurance | 2,914.85 |
| 12120 · Other Prepaid Expenses     | 1,892.00 |

|                                   |                 |
|-----------------------------------|-----------------|
| <b>Total Other Current Assets</b> | <b>4,806.85</b> |
|-----------------------------------|-----------------|

|                             |                     |
|-----------------------------|---------------------|
| <b>Total Current Assets</b> | <b>1,111,789.36</b> |
|-----------------------------|---------------------|

|                     |                  |
|---------------------|------------------|
| <b>Fixed Assets</b> | <b>16,708.01</b> |
|---------------------|------------------|

|                     |                            |
|---------------------|----------------------------|
| <b>TOTAL ASSETS</b> | <b><u>1,128,497.37</u></b> |
|---------------------|----------------------------|

**LIABILITIES & EQUITY****Liabilities****Current Liabilities**

|                         |                  |
|-------------------------|------------------|
| <b>Accounts Payable</b> | <b>52,537.11</b> |
|-------------------------|------------------|

**Other Current Liabilities**

|   |            |
|---|------------|
| 22000 · Accrued Vacation Wages Payable  | 64,261.17  |
| 22010 · Accrued Wages Payable           | 9,487.29   |
| 25050 · Unearned Revenue                |            |
| 25052 · Accs Dwelling Units             | 30,956.48  |
| 25053 · SFY23 CWSP Proj Grants (WID-04) | 366,763.70 |
| 25054 · Act 172-Muni Bdlg Weath.        | 120,000.00 |
| 25055 · Municipal Dues                  | 23,540.50  |
| 25056 · DHCD                            | 4,487.11   |

|                                       |                   |
|---------------------------------------|-------------------|
| <b>Total 25050 · Unearned Revenue</b> | <b>545,747.79</b> |
|---------------------------------------|-------------------|

|  |                   |
|--|-------------------|
| <b>Total Other Current Liabilities</b> | <b>619,496.25</b> |
|--|-------------------|

|                                  |                   |
|----------------------------------|-------------------|
| <b>Total Current Liabilities</b> | <b>672,033.36</b> |
|----------------------------------|-------------------|

|                          |                   |
|--------------------------|-------------------|
| <b>Total Liabilities</b> | <b>672,033.36</b> |
|--------------------------|-------------------|

**Equity**

|                                 |           |
|---------------------------------|-----------|
| 28000 · Unrestricted Net Assets | 35,684.07 |
|---------------------------------|-----------|

|                                   |            |
|-----------------------------------|------------|
| 28010 · Unrestricted Fund Balance | 301,321.37 |
|-----------------------------------|------------|

|                                |          |
|--------------------------------|----------|
| 28020 · Fund Balance Equipment | 5,598.88 |
|--------------------------------|----------|

|                   |                   |
|-------------------|-------------------|
| <b>Net Income</b> | <b>113,859.69</b> |
|-------------------|-------------------|

|                     |                   |
|---------------------|-------------------|
| <b>Total Equity</b> | <b>456,464.01</b> |
|---------------------|-------------------|

|                                       |                            |
|---------------------------------------|----------------------------|
| <b>TOTAL LIABILITIES &amp; EQUITY</b> | <b><u>1,128,497.37</u></b> |
|---------------------------------------|----------------------------|

**Addison County Regional Planning Commission**  
**Statement of Financial Activities**  
 July through December 2023

Jul - Dec 23

|                                      |                          |
|--------------------------------------|--------------------------|
| <b>Ordinary Income/Expense</b>       |                          |
| <b>Income</b>                        |                          |
| 30001 · Revenue                      | 527,487.31               |
| 30002 · Interest                     | 13,451.84                |
| 47200 · Program Income               | 23,540.48                |
| <b>Total Income</b>                  | <u>564,479.63</u>        |
| <b>Gross Profit</b>                  | 564,479.63               |
| <b>Expense</b>                       |                          |
| 30100 · Misc. Reimbursable Expenses  | 14,470.51                |
| 40000 · Wage Expense                 | 262,615.04               |
| 40001 · Vacation Wage Adjustment     | 8,917.34                 |
| 40090 · Americorp Host               | 2,250.00                 |
| 40100 · Accounting                   | 10,578.03                |
| 40109 · Advertising                  | 578.50                   |
| 40130 · Copy Machine                 | 1,148.99                 |
| 40140 · DUES                         | 4,245.00                 |
| 40180 · Staff Insurances             | 57,163.98                |
| 40240 · Business Insurance           | 2,903.13                 |
| 40250 · Janitorial                   | 600.00                   |
| 40290 · Misc. Expense                | 2,113.11                 |
| 40380 · Rent Expense                 | 23,070.00                |
| 40390 · Rubbish Removal              | 47.50                    |
| 40430 · Retirement                   | 18,127.90                |
| 40450 · Office Supplies Expense      | 1,520.04                 |
| 40460 · Payroll Taxes - Expense      | 19,684.79                |
| 40500 · Telephone/Internet           | 3,570.74                 |
| 40510 · Training/Travel/Conference   | 565.25                   |
| 50002 · Computer Software & Supplies | 9,405.15                 |
| 60030 · Software Subscriptions       | 7,044.94                 |
| 66800 · Salaries & Benefits          | 0.00                     |
| <b>Total Expense</b>                 | <u>450,619.94</u>        |
| <b>Net Ordinary Income</b>           | <u>113,859.69</u>        |
| <b>Net Income</b>                    | <u><u>113,859.69</u></u> |

INDEPENDENT AUDITOR'S REPORT AND  
FINANCIAL STATEMENTS

**Addison County Regional Planning  
Commission**

June 30, 2023

ADDISON COUNTY REGIONAL PLANNING COMMISSION

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June 30, 2023

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## INDEPENDENT AUDITOR'S REPORT

Board of Commissioners  
Addison County Regional Planning Commission  
14 Seminary Street  
Middlebury, Vermont 05753

### Report on the Audit of the Financial Statements

#### *Opinions*

We have audited the accompanying financial statements of Addison County Regional Planning Commission ("ACRPC") as of and for the year ended June 30, 2023, and the related notes to the financial statements, which collectively comprise ACRPC's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of ACRPC as of June 30, 2023 and the respective changes in financial position and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### *Basis for Opinions*

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of ACRPC and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

### Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America and for the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about ACRPC's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

### Auditors' Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions.

Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists.

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

Misstatements are considered material if there is a substantial likelihood that, individually or in aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS and *Government Auditing Standards*, we:

- exercise professional judgment and maintain professional skepticism throughout the audit.
- identify and assess the risks of material misstatements of the financial statements, whether due to fraud or error and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of ACRPC's internal control. Accordingly, no such opinion is expressed.
- evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise doubt about ACRPC's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings and certain internal control-related matters that we identified during the audit.

#### *Required Supplementary Information*

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information on page 15 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

#### *Supplementary Information*

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information on pages 4 - 7 be presented to supplement the basic financial statements.

Such information, although not a part of the basic financial statements is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. In addition, Schedules I, II, III, IV are presented for purposes of additional analysis and are not a required part of the financial statements.

We have applied certain limited procedures to the required supplementary information listed above in accordance with auditing standards generally accepted in the United States of America which consisted of inquiries of management about the methods of preparing the information for consistency with management's responses to my inquiries, the basic financial statements, and other knowledge We obtained during my audit of the basic financial statements. I do not express an opinion or provide any assurance on the information because the limited procedures do not provide me with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated January 24, 2024, on our consideration of Addison County Regional Planning Commission's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grants agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Addison County Regional Planning Commission's internal control over financial reporting and compliance.

*VeroffCPA*

VeroffCPA, PC

Laconia, New Hampshire

NH Registration No. 07785D

January 24, 2024

**ADDISON COUNTY REGIONAL PLANNING COMMISSION  
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)  
JUNE 30, 2023**

The following management's discussion and analysis of the Addison County Regional Planning Commission ("ACRPC")'s financial performance provides an overview of ACRPC's financial activities for the fiscal year ended June 30, 2023. Please read it in conjunction with ACRPC's financial statements.

**Financial Statement Overview**

ACRPC's basic financial statements include the following components: 1) Management's Discussion and Analysis, 2) basic financial statements and 3) other required supplementary information. The financial statements include notes which explain in detail some of the information included in the basic financial statements.

**Addison County Regional Planning Commission**

The mission of ACRPC is to assist member municipalities in providing effective local government and to work cooperatively with them to address regional issues. The legal basis and powers for the Commission serving as the region's regional planning commission stem from and are as stipulated in 24 V.S.A. Chapter 117 § 4301 et seq., as amended, 24 V.S.A. § 4345 et seq. and such other laws as may be enacted by the General assembly of the State of Vermont. The Commission was chartered by the municipalities of Addison County and is funded in part through the State of Vermont property transfer tax as outlined in 24 V.S.A. § 4306 (a). Along with other regional planning commissions in Vermont, ACRPC is a nontaxing political subdivision of the State of Vermont established under state statute (24 V.S.A. §4341). To the extent a conflict exists with a provision in Vermont statutes governing regional planning commissions, the Vermont statutes will control.

**Financial Highlights**

Key financial highlights for fiscal year 2023 are as follows:

- ACRPC's total net position increased by \$32,716 in fiscal year 2023 compared to an increase of \$40,914 in fiscal year 2022.

**Using These Financial Statements**

The Statement of Net Position and Statement of Revenues, Expenses and Changes in Net Position (on pages 8 and 9) provide information about ACRPC's activities as a whole. These statements include all assets, deferred outflows of resources, and liabilities of ACRPC using the accrual basis of accounting, which is similar to the accounting used by most private sector companies. All of the current year's revenue and expenses are taken into account regardless of when cash is received or paid.

Net position is the difference between assets, deferred outflows of resources and liabilities, and is one way to measure the financial health, or financial position, of ACRPC. Over time, increases or decreases in the Commission's net position is one indicator of whether its financial health is improving or deteriorating. Other factors to consider are changes in the mix of grant and operating revenue.

**Budget**

ACRPC builds its annual budget on diverse sources of funding. Transportation funding is primarily federal (80%), from Federal Highways Administration funds, so it is dependent on the Federal Transportation Bill

**ADDISON COUNTY REGIONAL PLANNING COMMISSION  
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)  
JUNE 30, 2023**

for appropriations of planning funds. The Commission receives 10% of matching fund for the majority of the federal transportation funds from the state, making it dependent on the actions of the Vermont legislature.

ACRPC receives dues from its member municipalities that in year ended June 30, 2023 totaled \$46,058 as unrestricted revenue used to locally match projects and support basic operations.

The State of Vermont provides regional planning funding through an annual performance-based contract through the Department of Housing and Community Development (DHCD). These funds were \$364,088 for year ended June 30, 2023. With these funds, ACRPC carries out statutory duties as specified in an annual work program approved by ACRPC and DHCD. These funds are used as a match for local and regional projects.

ACRPC also funds its operations through special purpose grants and service contracts for technical assistance. These funds tend to vary from year to year, but include funding through the Agency of Transportation, Emergency Management Performance Grants funded by the federal U.S. Department of Homeland Security through Vermont Emergency Management, and other granting agencies.

### **Operating Results**

ACRPC finished the year ended June 30, 2023 with a surplus change in net position of \$32,716. These results are shown on the statement of Revenues, Expenses and Changes in Net Position on page 9.

Each year the upcoming indirect rate is estimated and negotiated based on the most recent audited expenses, which are always two fiscal years previous, and the subtraction of any previous year adjustments. There will always be some variance between the estimates and actual experience. A rate that is higher than it should will tend to produce revenues in excess of expenses, while a lower rate will reduce revenues. The variance between estimates and actual indirect rates are accounted for by a "carry-forward" adjustment each year. The carry-forward adjustment adds or subtracts to the calculation in a manner that will reduce the rate in subsequent years to make up for an inflated rate or increase a rate if indirect costs were under collected in a previous year.

### **Condensed Financial Information**

As noted earlier, net assets may serve over time as a useful indicator of a government's financial position. In the case of ACRPC, assets exceed liabilities by \$339,636 at the close of the most recent fiscal year.

Investment in capital assets represents 1.2% of ACRPC's net position. ACRPC uses these capital assets to provide services; consequently, these assets are not available for future spending.

The remaining balance of unrestricted net assets of \$328,615 may be used to meet ACRPC's ongoing obligations to citizens and creditors. At the end of the current fiscal year, the Commission is able to report a positive net position balance for the entity as a whole.

The following condensed and reformatted financial information is a condensed version of the financial statements presented in this report.

**ADDISON COUNTY REGIONAL PLANNING COMMISSION  
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)  
JUNE 30, 2023**

***Government-wide Financial Analysis***  
**Summary of Net Position**

|                                  | <u>June 30, 2023</u> | <u>June 30, 2022</u> | <u>Change</u>    |
|----------------------------------|----------------------|----------------------|------------------|
| Current and other assets         | \$ 939,456           | \$ 447,292           | \$ 492,164       |
| Non-current assets               | <u>11,021</u>        | <u>5,403</u>         | <u>5,618</u>     |
| Total assets                     | <u>950,477</u>       | <u>452,695</u>       | <u>497,782</u>   |
| Current liabilities              | 610,841              | 142,042              | 460,799          |
| Long-term liabilities            | <u>-</u>             | <u>-</u>             | <u>-</u>         |
| Total liabilities                | <u>610,841</u>       | <u>142,042</u>       | <u>460,799</u>   |
| Net position                     |                      |                      |                  |
| Net investment in capital assets | 11,021               | 5,403                | 5,618            |
| Unrestricted                     | <u>328,615</u>       | <u>305,250</u>       | <u>23,365</u>    |
| Total net position               | <u>\$ 339,636</u>    | <u>\$ 310,653</u>    | <u>\$ 28,983</u> |

**Explanation of Changes in Net Position for the year ended June 30, 2023**

- Change in cash and cash equivalents in current and other assets: This increase is the result of normal operational needs.
- Change in receivables in current and other assets: The increase in accounts receivable at the end of the fiscal year was due to regular changes in how quickly our grantors pay invoices.
- Change capital assets: The increase in capital assets was the result of routine depreciation and the acquisition of computer equipment.
- Change in accounts payable in current liabilities: The decrease can be attributed to fluctuations in consultant billings from one time period to another and timing of vendor payments.

A summary of Revenues, Expenses, and Changes in Net Position for the year ended June 30, 2023 are as follows:

|                         | <u>June 30, 2023</u> | <u>June 30, 2022</u> | <u>Change</u>     |
|-------------------------|----------------------|----------------------|-------------------|
| Operating revenues      | \$ <u>798,996</u>    | \$ <u>783,560</u>    | \$ <u>15,644</u>  |
| Operating expenses      | <u>770,871</u>       | <u>742,646</u>       | <u>28,225</u>     |
| Operating income (loss) | 28,125               | 40,706               | (12,581)          |
| Nonoperating income     |                      |                      |                   |
| Interest income         | <u>4,591</u>         | <u>208</u>           | <u>4,383</u>      |
| Change in net position  | <u>\$ 32,716</u>     | <u>\$ 40,914</u>     | <u>\$ (8,198)</u> |

The change in total net position from FY 2022 to FY 2023 was \$32,716. We produced operating revenues of \$798,996 this fiscal year.

**ADDISON COUNTY REGIONAL PLANNING COMMISSION  
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)  
JUNE 30, 2023**

Our operating expenses of \$770,871 were slightly higher than last year, but lower than operating income, and resulted in operating income of \$32,716. Operating income, plus interest income, produced the net change in position of \$32,716.

**Budgeting Highlights**

ACRPC's budget is prepared according to the requirements of the Commission's bylaws and policies. The operating budget included proposed expenditures and estimated revenues. Final revenues and other nonoperating sources, in the amount of \$803,587 were less than originally budgeted revenues by the amount of \$2,256,950. Operating expenditures were budgeted at \$2,368,991 while actual operating expenditures were only \$770,871, a decrease of \$1,598,120. ACRPC's final approved budget for FY2023 included federal, state and local grants awarded to the Commission for planning, transportation, natural resource and emergency management projects that had not been received as of June 30, 2023. The budget also included consulting costs for the planning, transportation, natural resource and emergency management projects planned for FY2023 that had not been incurred as of June 30, 2023 Overall the operating budget showed a favorable increase of \$691,546 while the actual results were favorable by \$32,716.

**Contacting the Commission's Financial Management**

This financial report is designed to provide our citizens, customers, investors and creditors with a general overview of ACRPC's finances and to show the Commission's accountability for the money it receives. If you have questions about this report or need additional financial information, contact ACRPC's Office at 14 Seminary Street, Middlebury, Vermont 05753.

**EXHIBIT A**  
**ADDISON COUNTY REGIONAL PLANNING COMMISSION**  
**STATEMENT OF NET POSITION**  
**June 30, 2023**

|                                     |            |
|-------------------------------------|------------|
| <b>ASSETS</b>                       |            |
| Cash and cash equivalents           | \$ 737,481 |
| Receivables                         | 195,568    |
| Prepaid expenses                    | 6,407      |
| Total current assets                | 939,456    |
| Noncurrent Assets                   |            |
| Capital assets, net of depreciation | 11,021     |
| Total assets                        | 950,477    |
| <br><b>LIABILITIES</b>              |            |
| Accounts payable                    | 27,938     |
| Accrued payroll and related taxes   | 9,487      |
| Accrued compensated absences        | 55,344     |
| Unearned revenue                    | 518,072    |
| Total current liabilities           | 610,841    |
| <br><b>NET POSITION</b>             |            |
| Net investment in capital assets    | 11,021     |
| Unrestricted                        | 328,615    |
| <b>TOTAL NET POSITION</b>           | \$ 339,636 |

**EXHIBIT B**  
**ADDISON COUNTY REGIONAL PLANNING COMMISSION**  
**STATEMENT OF REVENUES, EXPENSES**  
**AND CHANGES IN NET POSITION**  
**For the Year Ended June 30, 2023**

**OPERATING REVENUES**

|  |    |         |
|--|----|---------|
| Federal, state and other grants        | \$ | 751,290 |
| Local communities - annual assessments |    | 46,058  |
| Interest income                        |    | 4,591   |
| Other income                           |    | 1,648   |
| Total revenues                         |    | 803,587 |

**OPERATING EXPENSES**

|                                   |  |         |
|-----------------------------------|--|---------|
| Salaries and wages                |  | 498,295 |
| Payroll taxes and benefits        |  | 152,543 |
| Consultants and contract services |  | 13,316  |
| Building and occupancy            |  | 45,487  |
| General office and program costs  |  | 46,220  |
| Grant expenses                    |  | 12,042  |
| Depreciation expense              |  | 2,968   |
| Total expenditures                |  | 770,871 |

|                        |  |        |
|------------------------|--|--------|
| CHANGE IN NET POSITION |  | 32,716 |
|------------------------|--|--------|

|                                 |  |         |
|---------------------------------|--|---------|
| NET POSITION, BEGINNING OF YEAR |  | 306,920 |
|---------------------------------|--|---------|

|                           |    |         |
|---------------------------|----|---------|
| NET POSITION, END OF YEAR | \$ | 339,636 |
|---------------------------|----|---------|

**EXHIBIT C**  
**ADDISON COUNTY REGIONAL PLANNING COMMISSION**  
**STATEMENT OF CASH FLOWS**  
**For the Year Ended June 30, 2023**

|   | Total        |
|---|--------------|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>   |              |
| Receipts from grants, contracts and services  | \$ 1,204,801 |
| Cash received from local communities  | 104,844      |
| Cash paid for personnel   | (546,745)    |
| Cash paid for goods and services  | (357,858)    |
| Net cash provided by operating activities   | 405,042      |
| <b>CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES</b>                         |              |
| Purchase of capital assets  | (8,585)      |
| Net cash flows provided by capital and related financing activities                     | (8,585)      |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>   |              |
| Interest income   | 4,591        |
| Net cash flows from investing activities  | 4,591        |
| <b>INCREASE IN CASH AND CASH EQUIVALENTS</b>  | 401,048      |
| <b>CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR</b>                                     | 336,433      |
| <b>CASH AND CASH EQUIVALENTS, END OF YEAR</b>   | \$ 737,481   |
| <b>RECONCILIATION OF OPERATING INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES</b>  |              |
| Adjustments to reconcile operating income to net cash provided by operating activities: |              |
| Operating income  | \$ 28,125    |
| Depreciation  | 2,968        |
| (Increase)/decrease in receivables  | (91,366)     |
| (Increase)/decrease in prepaid expenses   | 3,850        |
| Increase/(decrease) in accounts payable   | (53,654)     |
| Increase/(decrease) in accrued payroll and related taxes                                | (15,434)     |
| Increase/(decrease) in compensated absences   | 13,213       |
| Increase/(decrease) in unearned revenue   | 517,340      |
| Net cash provided by operating activities   | \$ 405,042   |

See Independent Auditors' Report and Accompanying Notes to Financial Statements.

**ADDISON COUNTY REGIONAL PLANNING COMMISSION**  
**NOTES TO FINANCIAL STATEMENTS**  
**JUNE 30, 2023**

**NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Nature of Activities

Addison County Regional Planning Commission (ACRPC) was formed in April 1967. The Commission receives the support of twenty-one municipalities in Addison County. The activities of the Commission are governed largely by statute, namely Chapter 117 of Title 24 of the Vermont Statutes Annotated. One of the primary objectives of the Commission has been, and continues to be, providing local elected and appointed officials and the general public with information; training and technical assistance necessary to facilitate the ability of locally elected and controlled municipal government to serve the needs of its citizens. The Commission's work program reflects the needs expressed by its member municipalities and priorities of state or federal funding agencies. The Commission assists its members by preparing municipal plans and bylaws. It also addresses area-wide concerns such as land use planning, economic development, energy and transportation, housing, emergency management and natural resources planning.

As part of its assistance, ACRPC speaks for municipal interests in many forums involving state and federal agencies. The Commission is a clearinghouse for the Vermont Intergovernmental Coordination System (VICS). It reviews projects and programs specifically related to Addison County and the state as a whole. The Commission represents the region at Act 250 and Section 248 hearings and in various state and federal programs involving land use planning, transportation planning, natural resources planning, emergency planning, outdoor recreation, housing, energy planning and other programs. Assistance is available to municipalities and institutions for procurement of state and federal grants. The above activities demonstrate only a portion of the Commission's ongoing programs and projects.

The Commission's combined financial statements include all accounts and all operations of the Commission. In accordance with Governmental Accounting Standards Board Statement No. 14 (as amended by Number 39 and 61), the Commission has evaluated all potential component units. Addison County Regional Planning Commission has no component units.

Basis of Accounting

The Organization prepares its financial statements on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. Under the accrual basis of accounting, revenues are recorded as earned and expenses are recorded at the time liabilities are incurred.

Capital Assets

Capital assets purchased or acquired with an original cost of \$1,000 or more are reported at historical cost or estimated historical cost. Additions, improvements and other capital outlays that significantly extend the useful life of an asset are capitalized. Other costs incurred for repairs and maintenance are expensed as incurred. Depreciation on all assets is provided on the straight-line basis over the estimated useful lives.

The assets are valued at historical cost when available and estimated historical cost where actual invoices or budgetary data was unavailable. Donated capital assets are reported at their estimated fair market value on the date received. All retirements have been recorded by eliminating the net carrying values.

Estimated useful lives are as follows:

|                   |             |
|-------------------|-------------|
| Computer software | 3 years     |
| Computer hardware | 5 years     |
| Other equipment   | 5 - 7 years |

**ADDISON COUNTY REGIONAL PLANNING COMMISSION  
NOTES TO FINANCIAL STATEMENTS  
JUNE 30, 2023**

**NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

Use of Estimates

During the preparation of ACRPC's financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets, liabilities and disclosure of contingent items as of the date of the financial statements and the reported amounts of revenues and expenses/expenditures during the reporting period. Actual results may differ from these estimates.

Income Taxes

As determined by the Internal Revenue Service in 1970, Addison County Regional Planning Commission has been classified as an organization performing essential government functions for its members. ACRPC constitutes a political subdivision of the State of Vermont. Income earned by ACRPC is excluded from gross income under Section 115 (a) (1) of the Internal Revenue Code. The Commission is not required to file federal or state income tax returns.

Concentration of Credit Risk

At various times during the fiscal year ACRPC's cash accounts may have exceeded the Federal Deposit Insurance Corporation (FDIC) insured limit of \$250,000. The Commission's policy is to maintain funds for operating purposes in accounts where the balances are government secured.

Town Assessments

The town assessments receivable and associated unearned revenue at June 30, 2023 were based on the Vermont Department of Health's estimated population figures excluding group quarters at a rate of \$1.32 per capita in 2023. Revenue for 2023 was based on the 2019 US Census population figures, excluding institutional or group quarters' population as approved by the Commission.

**NOTE 2 – CASH AND CASH EQUIVALENTS**

Cash and cash equivalents as of June 30, 2023 is comprised of the following:

|                                 |                   |
|---------------------------------|-------------------|
| Checking accounts               | \$ 49,544         |
| Money market account            | 86,754            |
| Treasury bills                  | 482,430           |
| Subtotal bank accounts          | <u>618,728</u>    |
| Vanguard federal money market   | 118,753           |
| Total cash and cash equivalents | <u>\$ 737,481</u> |

The Vanguard Money Market account is backed by U.S. Government Securities.

State statutes authorize investments in such securities as savings banks or securities that fiduciaries or trustees are allowed to hold.

**ADDISON COUNTY REGIONAL PLANNING COMMISSION**  
**NOTES TO FINANCIAL STATEMENTS**  
**JUNE 30, 2023**

**NOTE 3 – RECEIVABLES**

Receivables as of June 30, 2023 are comprised of the following:

|  |                   |
|--|-------------------|
| Vermont Agency of Transportation GR1754  | \$ 51,684         |
| Vermont Department of Housing and Community Development FY2023                     | 18,204            |
| Vermont Department of Environmental Conservation GR 2021-CWSP-WID-07/WID-04        | 63,768            |
| Vermont Department of Public Safety finance office EMPG-22/GR02140-33500-010 & 011 | 19,718            |
| Vermont Department of Building & General Services Act 172 Building Weatherization  | 8,197             |
| City of Vergennes GR 07110-MP-2022/STP BP19(6)                                     | 4,837             |
| Chittenden County Regional Planning Commission CCRPC-WQ FY22-23/CEDS 2020          | 2,100             |
| Lamoille County Planning Commission Health Equity FY2022/Flood Bylaws Outreach     | 8,821             |
| US Environmental Protection Agency EPA CWA GR 00A01067                             | 3,043             |
| Town contracts   | <u>15,196</u>     |
| Total receivables  | <u>\$ 195,568</u> |

ACRPC expects the balance in Program receivables at June 30, 2023 to be fully collectible; accordingly, no allowance for doubtful accounts is required.

**NOTE 3 - CAPITAL ASSETS**

The following is a summary of changes in capital assets for the year ended June 30, 2023:

|                                | Beginning<br>Balance | Additions       | Retirements | Ending<br>Balance |
|--------------------------------|----------------------|-----------------|-------------|-------------------|
| Furniture and equipment        | \$ 106,268           | \$ 8,586        | \$ -        | \$ 114,854        |
| Total furniture and equipment  | <u>106,268</u>       | <u>8,586</u>    | <u>-</u>    | <u>114,854</u>    |
| Accumulated depreciation       | (100,865)            | (2,968)         | -           | (103,833)         |
| Total accumulated depreciation | <u>\$ 5,403</u>      | <u>\$ 5,618</u> | <u>\$ -</u> | <u>\$ 11,021</u>  |

**NOTE 4 – COMPENSATED ABSENCES**

It is the policy of ACRPC to accrue compensated absences based on the liability due on June 30, 2023. Vacation leave is available for full-time and regular part-time staff on a prorated basis. No vacation leave is granted for employees who work less than 19 hours per week. The vacation wage expense is the adjustment of the vacation wages payable as of June 30 of the prior year to the vacation wages payable as of June 30 of the current year as follows:

|                               |                  |
|-------------------------------|------------------|
| Accrued vacation current year | \$ 55,344        |
| Accrued vacation prior year   | <u>42,131</u>    |
| Vacation wages expense        | <u>\$ 13,213</u> |

**NOTE 5 – UNEARNED REVENUE**

Unearned revenue as of June 30, 2023 consists of the following:

|  |                   |
|--|-------------------|
| Donations for accessory dwelling units                     | \$ 31,308         |
| Vermont Department of Environmental Conservation WID-04    | 366,764           |
| Vermont Department of Buildings & General Services Act 172 | <u>120,000</u>    |
| Total  | <u>\$ 518,072</u> |

**ADDISON COUNTY REGIONAL PLANNING COMMISSION  
NOTES TO FINANCIAL STATEMENTS  
JUNE 30, 2023**

**NOTE 6 - OPERATING LEASES**

In June of 2020 the Commission entered into an agreement to lease its office space at 14 Seminary Street in Middlebury, Vermont. Monthly lease payments of \$3,845 are due through June 30, 2024. The lease contains an option to extend for additional periods under similar terms and conditions as set forth in the agreement. Lease expense for the year ended June 30, 2023 amounted to \$41,470.

Future minimum office lease payments are as follows:

|                             |                  |
|-----------------------------|------------------|
| <u>Year ending June 30,</u> |                  |
| 2024                        | 46,140           |
| Total                       | \$ <u>46,140</u> |

In August of 2020, Addison County Regional Planning Commission signed a sixty-month operating lease with Canon Solutions of America replacing the previous operating lease that expired. Terms of the lease call for monthly payments of \$181 per month through August 2025. In addition, the Commission pays a base charge of \$15.30 per month for up to 3,000 black and white copies and copies in excess of 3,000 copies per month are billed at .0051 per copy. All color copies are billed monthly at .0395 per copy. The lease includes a full-service maintenance agreement that includes all parts, labor, travel and toner. The lease payments and copy expense was \$2,660 for the year ended June 30, 2023.

Future minimum equipment lease payments are as follows:

|                             |                 |
|-----------------------------|-----------------|
| <u>Year ending June 30,</u> |                 |
| 2024                        | \$ 2,172        |
| 2025                        | 2,172           |
| 2026                        | <u>362</u>      |
| Total                       | \$ <u>6,878</u> |

**NOTE 7 - RETIREMENT PLAN**

The Commission maintains a SEP-IRA from the Vanguard Funds Group for its employees. The Commission contributes 7% of each eligible employee's salary to a fund established for the employee. The employer may contribute up to 15% of compensation for each employee for an annual maximum of \$30,000. The amount contributed by the Commission is fully vested in each employee's name. For the fiscal year ended June 30, 2023 employer contributions amounted to \$33,082.

**NOTE 8 - SUBSEQUENT EVENTS**

Management has evaluated subsequent events through January 24, 2024, the date that the financial statements were available to be issued.

**SCHEDULE I**  
**ADDISON COUNTY REGIONAL PLANNING COMMISSION**  
**SCHEDULE OF OPERATIONS - BUDGET AND ACTUAL**  
**For the Year Ended June 30, 2023**

|  | <u>Original<br/>and<br/>Final</u> | <u>Actual</u>     | <u>Variance<br/>Favorable<br/>(Unfavorable)</u> |
|--|-----------------------------------|-------------------|---|
| <b>OPERATING REVENUES</b>  |                                   |                   |   |
| State of Vermont - Department of Housing<br>and Community Development (DHCD) | \$ 390,588                        | \$ 352,501        | \$ (38,087)                                     |
| Federal, state and other grants  | 2,621,449                         | 398,789           | (2,222,660)                                     |
| Local communities - annual assessments                                       | 46,000                            | 46,058            | 58  |
| Interest income  | 2,000                             | 4,591             | 2,591   |
| Other income   | 500                               | 1,648             | 1,148   |
| Total operating revenues   | <u>3,060,537</u>                  | <u>803,587</u>    | <u>(2,256,950)</u>                              |
| <b>OPERATING EXPENDITURES</b>  |                                   |                   |   |
| Salaries and wages   | 445,946                           | 498,295           | (52,349)  |
| Payroll taxes and benefits   | 145,345                           | 152,543           | (7,198)   |
| Consultants and contract services  | 1,651,500                         | 13,316            | 1,638,184                                       |
| Building and occupancy   | 50,300                            | 45,487            | 4,813   |
| General office and program costs   | 66,700                            | 46,220            | 20,480  |
| Grant expenses   | 9,200                             | 12,042            | (2,842)   |
| Depreciation expense   | -                                 | 2,968             | (2,968)   |
| Total operating expenses   | <u>2,368,991</u>                  | <u>770,871</u>    | <u>1,598,120</u>                                |
| Change in net position   | <u>\$ 691,546</u>                 | 32,716            | <u>\$ (3,855,070)</u>                           |
| NET POSITION, BEGINNING OF YEAR  |                                   | <u>306,920</u>    |   |
| NET POSITION, END OF YEAR  |                                   | <u>\$ 339,636</u> |   |

See Independent Auditors' Report and Accompanying Notes to Financial Statements.

**SCHEDULE II**  
**ADDISON COUNTY REGIONAL PLANNING COMMISSION**  
**STATEMENT OF REVENUES AND EXPENSES**  
**T21 08100-GR1754**  
**For the Year Ended June 30, 2023**

**REVENUES**

|              |                   |
|--------------|-------------------|
| 08100-GR1754 | \$ <u>104,560</u> |
|--------------|-------------------|

**EXPENSES**

|                             |                |
|-----------------------------|----------------|
| Regular salaries and wages  | 57,850         |
| Overhead/fringe (62%)       | 46,349         |
| Consultants                 | 7,263          |
| Training/travel/conference  | 1,267          |
| Meetings/supplies/equipment | <u>751</u>     |
| Total expenses              | <u>113,480</u> |

|   |                                 |
|---|---------------------------------|
| <b>EXCESS OF EXPENSES OVER REVENUES PROVIDED BY LOCAL MATCH</b> | <b>\$ <u><u>(8,920)</u></u></b> |
|---|---------------------------------|

**SCHEDULE II**  
**ADDISON COUNTY REGIONAL PLANNING COMMISSION**  
**STATEMENT OF REVENUES AND EXPENSES**  
**T21 08100-GR1658**  
**For the Year Ended June 30, 2023**

**REVENUES**

|              |                  |
|--------------|------------------|
| 08100-GR1658 | \$ <u>67,050</u> |
|--------------|------------------|

**EXPENSES**

|                             |               |
|-----------------------------|---------------|
| Regular salaries and wages  | 25,307        |
| Overhead/fringe (62%)       | 20,276        |
| Consultants                 | 36,663        |
| Training/travel/conference  | 1,149         |
| Meetings/supplies/equipment | 1,134         |
| Fulcrum App                 | 294           |
| Total expenses              | <u>84,823</u> |

|   |                                  |
|---|----------------------------------|
| <b>EXCESS OF EXPENSES OVER REVENUES PROVIDED BY LOCAL MATCH</b> | <b>\$ <u><u>(17,773)</u></u></b> |
|---|----------------------------------|

**SCHEDULE III**  
**ADDISON COUNTY REGIONAL PLANNING COMMISSION**  
**INDIRECT OVERHEAD AND COST RATE**  
**For the Year Ended June 30, 2023**

|   |                   |                   |
|---|-------------------|-------------------|
| 1 - Total direct salary and direct fringe benefits  |                   | \$ <u>454,966</u> |
| 2 - Overhead:   |                   |                   |
| Indirect salary expense   |                   | 225,269           |
| Fringe benefits: vacation, payroll taxes, health, life, dental<br>and disability insurance, workers compensation and retirement |                   |                   |
| Other indirect costs  |                   |                   |
| Building  | \$ 50,415         |                   |
| Office operations   | 56,979            |                   |
| Depreciation  | <u>2,161</u>      |                   |
|   |                   | <u>109,555</u>    |
| Total indirect costs  |                   | \$ <u>334,824</u> |
| 3 - Indirect Rate   |                   |                   |
| Total indirect costs  | \$ <u>334,824</u> |                   |
| Total direct salary   | \$ 454,966        |                   |
| Indirect Rate:  |                   | <u>74%</u>        |

SCHEDULE IV  
ADDISON COUNTY REGIONAL PLANNING COMMISSION  
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS - INCLUDING VTRANS PASSTHROUGH  
For the Year Ended June 30, 2023

| Federal Grantor/<br>Pass-through Grantor<br>Program Title   | Federal<br>CFDA<br>Number | Pass-through<br>Grantors<br>Number | Start<br>Date | End<br>Date | Federal<br>Award<br>Amount | Federal<br>Expenditures |
|---|---------------------------|------------------------------------|---------------|-------------|----------------------------|-------------------------|
| <b>U.S. DEPARTMENT OF HOMELAND SECURITY</b>   |                           |                                    |               |             |                            |                         |
| Passed through the State of Vermont Department of Public Safety:  |                           |                                    |               |             |                            |                         |
| Emergency Management Performance Grant  | 97.042                    | 02140-31030C-001 (EMPG-S-21)       | 10/1/2021     | 9/30/2022   | \$ 53,285                  | \$ 16,983               |
| Emergency Management Performance Grant  | 97.042                    | 02140-31039C-001 (EMPG-S-22)       | 10/1/2022     | 9/30/2023   | 56,191                     | 32,496                  |
| Subtotal Emergency Management Performance Grant   |                           |                                    |               |             | <u>109,476</u>             | <u>49,479</u>           |
| Passed through the State of Vermont Department of Public Safety:  |                           |                                    |               |             |                            |                         |
| BRIC: Building Resilient Infrastructure and Communities   | 97.047                    | 02140-31236MC-007                  | 12/23/2021    | 12/22/2024  | 1,500                      | 392                     |
| Subtotal BRIC: Building Resilient Infrastructure and Communities  |                           |                                    |               |             | <u>1,500</u>               | <u>392</u>              |
| <i>Total U.S. Department of Homeland Security</i>   |                           |                                    |               |             | <u>110,976</u>             | <u>49,871</u>           |
| <b>U.S. DEPARTMENT OF THE TREASURY</b>  |                           |                                    |               |             |                            |                         |
| Passed through the State of Vermont Department of Public Safety:  |                           |                                    |               |             |                            |                         |
| Coronavirus State and Local Fiscal Recovery Funds   | 21.027                    | 02140-33500-010                    | 8/4/2022      | 12/31/2024  | 76,650                     | 18,860                  |
| Coronavirus State and Local Fiscal Recovery Funds   | 21.027                    | 02140-33500-011                    | 8/4/2022      | 12/31/2024  | 31,500                     | 1,319                   |
| Subtotal Coronavirus State and Local Fiscal Recovery Funds  |                           |                                    |               |             | <u>108,150</u>             | <u>20,179</u>           |
| <i>Total U.S. Department of the Treasury</i>  |                           |                                    |               |             | <u>108,150</u>             | <u>20,179</u>           |
| <b>U.S. DEPARTMENT OF TRANSPORTATION</b>  |                           |                                    |               |             |                            |                         |
| <i>Highway Planning and Construction Cluster:</i>   |                           |                                    |               |             |                            |                         |
| Passed through the State of Vermont Agency of Transportation:   |                           |                                    |               |             |                            |                         |
| Highway Planning and Construction   | 20.205                    | 08100-GR1658                       | 10/1/2021     | 9/30/2022   | 212,033                    | 67,050                  |
| Highway Planning and Construction   | 20.205                    | 08100-GR1754                       | 10/1/2021     | 9/30/2023   | 256,248                    | 104,560                 |
| Subtotal Highway Planning and Construction Cluster  |                           |                                    |               |             | <u>468,281</u>             | <u>171,610</u>          |
| <i>Total U.S. Department of Transportation</i>  |                           |                                    |               |             | <u>468,281</u>             | <u>171,610</u>          |
| <b>U.S. ENVIRONMENTAL PROTECTION AGENCY</b>   |                           |                                    |               |             |                            |                         |
| Brownfields Multipurpose, Assessment, Revolving Loan Fund,<br>and Cleanup Cooperative Agreements          | 66.818                    | 00A010067                          | 9/1/2022      | 9/30/2026   | 500,000                    | 9,944                   |
| Subtotal Brownfields Multipurpose, Assessment, Revolving Loan Fund,<br>and Cleanup Cooperative Agreements |                           |                                    |               |             | <u>500,000</u>             | <u>9,944</u>            |
| <i>Total U.S. Environmental Protection Agency</i>   |                           |                                    |               |             | <u>500,000</u>             | <u>9,944</u>            |
| <b>U.S. DEPARTMENT OF HEALTH AND HUMAN SERVICES</b>   |                           |                                    |               |             |                            |                         |
| Passed through the State of Vermont Department of Health:   |                           |                                    |               |             |                            |                         |
| Emergency Management Grant  | 93.070                    | Hot Weather EM (GR03420-09309)     | 5/15/2022     | 9/30/2022   | 10,055                     | 7,232                   |
| Subtotal Emergency Management Grant   |                           |                                    |               |             | <u>10,055</u>              | <u>7,232</u>            |
| <i>Total U.S. Department of Health and Human Services</i>   |                           |                                    |               |             | <u>10,055</u>              | <u>7,232</u>            |

See Independent Auditors' Report and Accompanying Notes to Financial Statements.

SCHEDULE IV  
ADDISON COUNTY REGIONAL PLANNING COMMISSION  
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS - INCLUDING VTRANS PASSTHROUGH  
For the Year Ended June 30, 2023

| Federal Grantor/<br>Pass-through Grantor<br>Program Title | Federal<br>CFDA<br>Number | Pass-through<br>Grantors<br>Number  | Start<br>Date | End<br>Date | Federal<br>Award<br>Amount | Federal<br>Expenditures |
|---|---------------------------|---|---------------|-------------|----------------------------|-------------------------|
| <b><u>Sub Contract Towns</u></b>                          |                           |   |               |             |                            |                         |
| City of Vergennes   | 20.205                    | Main Street Sidewalk Project<br>STP BP 19(6)  | 4/10/2020     | 1/13/2024   | 17,724                     | 2,672                   |
| Central VT RPC  | 20.205                    | ACRPC Proj. Name in QB: Transportation Resilience Planning<br>Tool-3<br>Prog. Title: 1058-State Planning and Research | 2/9/2021      | 9/30/2021   | 3,074                      | 401                     |
| Total federal award expenditures                          |                           |   |               |             | \$                         | <u><u>261,909</u></u>   |



INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS*

Board of Commissioners  
Addison County Regional Planning Commission  
14 Seminary Street  
Middlebury, Vermont 05753

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States the financial statements of Addison County Regional Planning Commission ("ACRPC") as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise ACRPC's basic financial statements and have issued our report thereon dated January 24, 2024.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered ACRPC's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of ACRPC's internal control. Accordingly, we do not express an opinion on the effectiveness of ACRPC's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented or detected and corrected on a timely basis. A *significant deficiency* is a deficiency or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether ACRPC's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion.

The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*. The results of our tests disclosed no instances of noncompliance that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing and not to provide an opinion on the effectiveness of ACRPC's internal control or compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering ACRPC's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

*VeroffCPA*

VeroffCPA

Laconia, New Hampshire

New Hampshire Registration No. 07785D

January 24, 2024



To the Board of Commissioners and Management of  
Addison County Regional Planning Commission  
14 Seminary Street  
Middlebury, VT 05753

In planning and performing our audit of the financial statements of Addison County Regional Planning Commission (“ACRPC”) as of and for the year ended June 30, 2023, in accordance with auditing standards generally accepted in the United States of America, we considered ACRPC’s internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of ACRPC’s internal control. Accordingly, we do not express an opinion on the effectiveness of ACRPC’s internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity’s financial statements will not be prevented, or detected and corrected, on a timely basis.

Our consideration of internal control was for the limited purpose described in the first paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

This communication is intended solely for the information and use of management, the Board of Commissioners, and others within the organization, and is not intended to be, and should not be, used by anyone other than these specified parties.

*VeroffCPA, PC*  
VeroffCPA, PC  
Laconia, NH  
January 24, 2024  
NH Registration #07785D