

SPAULDING UNION HIGH SCHOOL DISTRICT  
ENTERPRISE COMMITTEE MEETING

Meeting Date: September 14, 2017

Meeting Time: 1:45 p.m.

Meeting Location: CVCC Office Conference Room

AGENDA

1. Call to Order
2. Revisions to Agenda
3. Visitors and Communications
4. Approval of June 14, 2017 Meeting Minutes
5. Dissolution of the Enterprise Corporation
6. House #17 Update
7. House #18 Update
8. Other Business
9. Adjourn

## **Barre Voc-Tech Enterprises, Inc.**

Board Meeting Minutes

BSU Conference Room

May 4, 2016

1:45-3:30 p.m.

**Board Members Present:** John Pandolfo/Supt. of Schools, Lisa Perreault/Business Manager, Penny Chamberlin/CVCC Director, Steve Coultas/CVCC Building Trades Instructor, Clifton Long/CVCC Plumbing Instructor, Joe Blakely/SHS-CVCC Board Member

**Board Member Absent:** Tony Folland

**Guest:** Sarah Field of Field and Field PC, Barre, Vermont

Due to SHS-CVCC Board Reorganization on March 7th, Tony Folland will also be a SHS-CVCC board member representative for this Corporation.

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- 1) The meeting was called to order by John P. at 1:50 p.m.
- 2) On a motion by Clifton and second by Lisa, the March 9, 2016 minutes were unanimously approved.
- 3) The first order of business is to review By-Laws and Articles of Association with Sarah Field.

Sarah presented the board with copies of the original 1970 Articles and the amended 1993 Articles as well as a proposed 2016 Articles. The Board reviewed the document, as its main purpose is the contract with members. Amendments were made to the proposed draft. Sarah will finalize the document and send to Lisa for the board to act upon at the fall 2016 meeting.

The By-Laws were reviewed and the board offered amendments. The primary purpose of By-Laws is to allow the Enterprise Board to borrow money and make it available to the CVCC Building Trades Program to build houses and sell those houses, thus the day to day operation. Sarah will finalize this document and to Lisa for the board to act upon at the fall 2016 meeting.

- 4) Inspection/Permitting Requirements provided by Steve Coultas and Clifton Long. Clifton restated the 2012 and 2011 plumbing and electrical code, stating that as long as a house is constructed as part of a vocational program you do not need to have the instructors/builders licensed, but the house is required to be inspected before title is conveyed to the new owner. See attachments.
- 5) House Project Updates from Steve Coultas.

- a) House 14 - the house has been sold. The paperwork is in process between Steve and the BSU. House 14 should be moved off site and out of the Building Trades Shop by the end of the school year. House 14 buyer is the same as the Tiny House. We were paid for the tiny house, however it is still on site. The Board asked that the tiny house be moved off property by the end of the school year. The challenge is that the owner is trying to resell the tiny house as well. Steve will work this out with the owner.

- b) The total cost of the House 14 is projected to be \$48,747 (not including the 16% student fee or other processing fees & inspection fees for electrical and plumbing). Penny noted that the advertising fees for selling homes should be included in the buyers final cost. The Board agreed.
- c) House 15 (2016-2017 school year) has a few interested buyers and Steve is working with them to secure someone by fall 2016.

6) April trip to Louisiana - Steve reported that the trip was the best one yet! This was his 11th trip South. He was pleased with student behavior and their respect for the community, families and culture of Dulac County.

7) Meeting Dates for 2016-2017. John Pandolfo proposed that we table setting meeting dates until we have the entire board members present.

**Action for next meeting:**

- 1) Lisa will research BSU's liability coverage in relation to the Enterprise Corporation business and building houses.
- 2) During the fall Annual Meeting of the Board, the board needs to approve the proposed project, and create a resolution that states who will oversee the building/construction of the homes.
- 3) Lisa will work with Sarah and research the 501(c)(3) determination letter from 1969-70.
- 4) Sarah will finalize the By-Laws and Articles of Association document language and provide copies for the board to review at their fall 2016 meeting.
- 5) John and Lisa will create an official Letterhead for Enterprise Board correspondence.
- 6) John and Lisa will research how the board can best communicate via an email domain that is specific to the Corporation.

A motion was made and seconded to adjourn the meeting at 3:35 p.m. The motion passed.

Respectfully submitted,  
Penny Chamberlin  
Enterprise Corp. Board Secretary



Vermont Secretary of State  
**ARTICLES OF DISSOLUTION**  
of a Vermont Nonprofit or Cooperative Corporation

PLEASE RETURN REQUESTED DOCUMENTS TO: (Name and Address)

Lisa Perreault  
\_\_\_\_\_  
120 Ayers Street  
\_\_\_\_\_  
Barre, VT 05641  
\_\_\_\_\_  
\_\_\_\_\_

Processed by: \_\_\_\_\_  
FOR OFFICE USE ONLY

PLEASE REVIEW INSTRUCTIONS ON REVERSE BEFORE BEGINNING

**ARTICLE 1. BUSINESS NAME:** *REQUIRED* Barre Voc-Tech Enterprises, Inc.

**ARTICLE 2. DATE OF INCORPORATION:** *REQUIRED* 4/1/70

**ARTICLE 3. DATE DISSOLUTION WAS APPROVED:** *REQUIRED* 9/14/17

**ARTICLE 4. MEANS OF APPROVAL OF DISSOLUTION:** *REQUIRED - SELECT ONE (1) OF THE FOLLOWING:*

Approval of members was not required, this dissolution was approved by a sufficient vote of the board of directors or incorporators;

Approval by members was required, and was approved as follows: *REQUIRED-IF SELECTED*

a. Total Number of votes entitled to be cast by members: \_\_\_\_\_

b. Total number of UNDISPUTED votes cast ON dissolution: \_\_\_\_\_

(1) Total Number of Votes Cast FOR Dissolution: \_\_\_\_\_

*SELECT AND FILL-IN ONE (1) OF THE FOLLOWING:*

(2) Total number of votes cast AGAINST dissolution: \_\_\_\_\_

(2) Total number of UNDISPUTED votes cast FOR dissolution: \_\_\_\_\_

c. The number of votes cast FOR dissolution was sufficient for approval

**ARTICLE 5. POINT OF CONTACT FOLLOWING DISSOLUTION:** *REQUIRED*

Upon withdrawal, the Vermont Secretary of State should forward all process served to the following:

a. Name: John Pandolfo

b. Mailing Address: 120 Ayers Street

City/Town: Barre State: VT ZIP: 05641

**ARTICLE 6. EFFECTIVE DATE:** *OPTIONAL* \_\_\_\_\_  
*MAY BE POST-DATED UP TO 90 DAYS FROM DATE OF RECEIPT*

**CERTIFICATION OF STATEMENT:** *REQUIRED*

I hereby certify, under penalty of law (11B V.S.A. § 1.29), as an officer or director currently on record with the Vermont Secretary of State, that the above information is accurate and is provided in duplicate with a self-addressed, stamped envelope. *There is NO FEE for this filing.*

John Pandolfo \_\_\_\_\_ President 9/14/17  
Printed/Typed Name of Filer Signature Title Date

PLEASE REVIEW INSTRUCTIONS ON REVERSE BEFORE FILING.



**ARTICLES OF DISSOLUTION**  
of a Vermont Nonprofit or Cooperative Corporation

**Submission Instructions**

- A. This filing must be filed in duplicate (one original and one copy) and a self addressed stamped envelope.
- B. This filing can only be accepted by Mail or In-person at:

**Vermont Secretary of State  
Corporations Division  
128 State Street  
Montpelier, VT 05633-1104**

Note: This filing cannot be accepted by Phone, Fax or E-mail.

- C. Please allow 3-5 business days, from the day this is received in our office, for processing and 24 hours, following processing, for Website information to be updated and returned evidence to be sent.

**Form Instructions**

**Article 1.** Business Name exactly as currently on record with the Vermont Secretary of State, if unsure, please see <https://www.vtsosonline.com/online/BusinessInquire/>

**Article 2.** Date of Incorporation exactly as currently on record with the Vermont Secretary of State, if unsure, please see <https://www.vtsosonline.com/online/BusinessInquire/>

**Article 3.** Date that dissolution was approved by a vote of the directors, shareholders, or other parties as stipulated by entity bylaws.

**Article 4. a.** if approval of members was not required: a statement to that effect and a statement that dissolution was approved by a sufficient vote of the board of directors or incorporators; (11B V.S.A. § 14.03(a)(4))

**b.** if approval by members was required: (11B V.S.A. § 14.03(a)(5))

(1) the designation, number of memberships outstanding, number of votes entitled to be cast by each class entitled to vote separately on dissolution, and number of votes of each class indisputably voting on dissolution; and

(2) either the total number of votes cast for and against dissolution by each class entitled to vote separately on dissolution or the total number of undisputed votes cast for dissolution by each class and a statement that the number cast for dissolution by each class was sufficient for approval by that class;

**Article 6. a.** A corporation is dissolved upon the effective date of its articles of dissolution. (11B V.S.A. § 14.03(b))

**b.** Effective date of articles will be date of receipt by the Office of the Secretary of State, unless otherwise post dated in this article.

**c.** Effect date of Articles of Dissolution may be post dated (i.e. a future date) up to 90 days from date of receipt.

**Certification:** Articles must be signed by an officer or director currently on file with the Vermont Secretary of State.

**For Questions, please contact Corporations Division at:**

**[corps@sec.state.vt.us](mailto:corps@sec.state.vt.us)**

**or by phone at 802-828-2386.**

**Barre VOC-TECH ENTERPRISE  
HOUSE # 17**

**Expenditures**

Construction Materials:	\$	32,586.00	
Legal Costs:	\$	2,317.50	
Misc Costs:	\$	1,000.00	Correct DTF Per Auditors
Advertising:	\$	187.50	
Loan Interest:	\$	638.28	

**Total Costs:** \$ 36,729.28 \$ 36,729.28

16 % Service Fee per Contract: \$ 5,876.68

House # 17 Purchase Price: \$ **42,605.96**

**Revenue**

Downpayment, Buyer CK# 301:	\$	5,000.00
Allen Lumber Donation CK# 798942	\$	100.00
Final Payment Buyer CK#2078312	\$	40,750.00

Total Payments: \$ 45,850.00 \$ 45,850.00

Remaining Balance: \$ **3,244.04**

TOTAL LOAN PAYOFF 9/8/17 \$ **32,542.92**

\$32,503.50

\$39.42

Principal

Interest