



Vermont School Boards Insurance Trust
52 Pike Drive
Berlin, VT 05602
802/223-5040

MEMO

To: VSBIT Member School Board Chairs, Superintendents and Business Officials
From: Jonathan Steiner, President
Date: July 19, 2023
Re: **VSBIT Annual Meeting Notice**

The Vermont School Boards Insurance Trust (VSBIT) will hold its Annual Meeting on Friday, **OCTOBER 27, 2023** in conjunction with the Vermont School Board Association's Annual Meeting at the Lake Morey Inn in Fairlee, Vermont. The VSBIT Annual Business Meeting will start at **8:00 AM**. Included with this Memo are **Exhibit A: Notice of the 2023 Annual Meeting** and a copy of the Minutes of the 2022 Annual Meeting. We are sending this advance notice to give you time to designate a proxy as outlined below. We will send another notice of meeting 45 days prior to October 27th.

We hope you will join us to elect two new Directors to the Board - there will be an election for one two-year at-large term, and one three-year school business official. **If you would like to submit the name of a candidate to the Nominating Committee please send it by August 4th, 2023 to: jonathan@vsbit.org**

After the election of Directors, we will share the accomplishments of the Trust over the past year and answer questions from members. Our Annual Report will soon be posted online. At least two years of financial audits are always available as well. Our most recent audit will be posted in early November. All documents can be found on our website at www.vsbit.org.

We hope you will join us at the Annual Meeting. Please remember each member entity is entitled to one vote for each program (Multi-Line and/or Unemployment) of which they are a member. The membership books close at 4 PM on October 6th. The final list will be posted online at www.vsbit.org. Members may vote in-person by designating an authorized representative to attend the meeting or vote via proxy by appointing the VSBIT Board to vote on their behalf. We ask each member to complete **Exhibit B: Proxy/Certificate of Authority**, enclosed, and **send it ahead** of the meeting to the address below. This will allow the authorized representative to receive his/her voting card(s) in an expedited manner at the meeting on the 27th.

Vermont School Boards Insurance Trust
Attention: Jonathan Steiner
52 Pike Drive
Berlin, VT 05602

We look forward to seeing you at the Lake Morey Inn on October 27th.

Enclosures



**VERMONT SCHOOL BOARDS INSURANCE TRUST
ANNUAL MEETING
LAKE MOREY INN - FAIRLEE, VT**

**October 27, 2023
8:00 AM**

AGENDA

- 1. Roll Call of Members**
- 2. Proof of Notice of Meeting or Waiver of Notice**
- 3. Reading of Prior Annual Meeting Minutes**
- 4. Reports of Officers and Directors**
- 5. Election of Directors**
- 6. Information Exchange**
- 7. Adjournment**



EXHIBIT A

NOTICE OF MEETING

The Board of Directors of the Vermont School Boards Insurance Trust, Inc., at a regular meeting of the Board held on June 6, 2023, determined that the 2023 Annual Meeting of the Corporation will be held at the following date, time and place:

DATE: October 27, 2023

TIME: 8:00 A.M.

PLACE: Lake Morey Inn, Fairlee, Vermont

As outlined in the Bylaws of the organization, the Agenda for said Annual Meeting is as follows:

1. Roll Call of Members
2. Proof of Notice of Meeting or Waiver of Notice
3. Reading of Minutes of Preceding Meeting
4. Reports of Officers and Directors
5. Election of Directors
6. Information Exchange
7. Adjournment

At said regular meeting of the Board of Directors of the Corporation held on June 6, 2023 it was resolved by the Board that the Membership Books would be closed as of October 6, 2023 for the purpose of determining members entitled to vote at the October 27, 2023 meeting.

A list of voting members of the Corporation entitled to vote at said Annual Meeting is posted online at www.vsbbit.org and available for inspection by any member at the principal office of the Corporation located at 52 Pike Drive, Berlin, Vermont (Telephone: (802) 223-5040)



INSTRUCTIONS FOR EXHIBIT B VSBIT PROXY OR CERTIFICATE OF AUTHORITY

- **In order to vote at the VSBIT Annual Meeting on October 27, 2023, Exhibit B must be completed prior to the meeting.**
- If you will be sending a person to the Annual Meeting to represent you, complete the first selection, option **(a)**, by checking the box and listing the name of your representative and their title. **This person must be present, with a copy of this form, in order to vote.**
- If you will not be attending or sending a representative to the Annual Meeting but wish to cast a vote, complete the second selection, option **(b)**, by checking the box and in doing so, naming the VSBIT Board as a proxy to cast a vote on your behalf.
- If your school district is a participating member of **both** the VSBIT Multi-Line Program **and** the VSBIT Unemployment Program, a separate Exhibit B form must be filled out for each program.
- **In either case, sign and date the bottom of the form and either bring it to the meeting or mail it ahead to:**

VSBIT
Annual Meeting
52 Pike Drive
Berlin, Vermont 05602



EXHIBIT B

VSBIT PROXY OR CERTIFICATE OF AUTHORITY

LET IT BE KNOWN THAT: _____, member of
(Name of Member School District/Supervisory Union)
the VSBIT Unemployment Program, a body corporate and politic, created and existing under the laws of the State of Vermont, does hereby:

Certificate of Authority

(a) appoint as its authorized representative to appear and vote on its behalf at any and all meetings of the members of the Vermont School Board Insurance Trust, or any adjournment thereof, the following person:

Name

Title

Email: _____

Note: If option (a) is selected, the person listed above must attend in-person to vote.

OR

Proxy

(b) appoint as its true and lawful attorney, the Board of Directors of the Vermont School Boards Insurance Trust, by majority vote, with the power of substitution for it and in its name to vote at the Annual Meeting of the Vermont School Boards Insurance Trust, to be held on the 27th day of October, 2023 or at any adjournment thereof, with all the powers it should possess if personally present through its authorized representative.

Please sign and date this section once you have chosen (a) or (b):

Dated at _____, Vermont, this ____ day of _____, 20__.

This action is valid for one year [365 days] from the date of enactment, or until it is superseded by subsequent action of the member filed with the Trust.

Name of Member District

BY: _____

TITLE: _____



EXHIBIT B

VSBIT PROXY OR CERTIFICATE OF AUTHORITY

LET IT BE KNOWN THAT: _____, member of
(Name of Member Supervisory District/Supervisory Union)
the VSBIT Multi-Line Program, a body corporate and politic, created and existing under the laws
of the State of Vermont, does hereby:

Certificate of Authority

(a) appoint as its authorized representative to appear and vote on its behalf at any and all meetings of the members of the Vermont School Boards Insurance Trust, or any adjournment thereof, the following person:

Name Title
Email: _____

Note: If option (a) is selected, the person listed above must attend in-person to vote.

OR

Proxy

(b) appoint as its true and lawful attorney, the Board of Directors of the Vermont School Boards Insurance Trust, by majority vote, with the power of substitution for it and in its name to vote at the Annual Meeting of the Vermont School Boards Insurance Trust, to be held on the 27th day of October, 2023 or at any adjournment thereof, with all the powers it should possess if personally present through its authorized representative.

Please sign and date this section once you have chosen (a) or (b):

Dated at _____, Vermont, this ____ day of _____, 20__.

This action is valid for one year [365 days] from the date of enactment, or until it is superseded by subsequent action of the member filed with the Trust.

Name of Member Supervisory District/Supervisory Union

BY: _____

TITLE: _____



Vermont School Boards Insurance Trust
52 Pike Drive
Berlin, VT 05602
802/223-5040

MEMO

To: VSBIT Members
From: Jonathan Steiner, President
Date: July 19, 2023
Re: VSBIT Board of Directors

The VSBIT Board is comprised of five members. As outlined in the organization's current Bylaws, the Directors include one School Board Member, one Superintendent and one School Business Official, each with a three year term. In addition, there are two At-Large seats with terms of two years. The current Directors, along with the length of their term, are included below.

Current VSBIT Board of Directors

Scott Brown, School Board Member	Term expires 2025
Robert Giroux, Member At-Large	Term expires 2023
Brenda Fleming, Business Official	Term expires 2023
Steve Hier, Member At-Large	Term expires 2024
Michael Clark, Superintendent	Term expires 2024

The membership will elect two Directors to fill the terms expiring in 2023 at the Annual Meeting to be held October 27, 2023 at 8:00 am. The VSBIT Board has established a nominating committee to seek out interested candidates.

VERMONT SCHOOL BOARDS INSURANCE TRUST

ANNUAL MEETING

October 21, 2022, 8:00 A.M.

LAKE MOREY INN

Fairlee, Vermont

Board and Staff Present: Michael Clark, Jonathan Steiner, Ken Canning, Bobby-Jo Salls, Doug O'Donnell, Gillian Pieper, Lisa Locke, Angela Tremblay, Michelle Broderick and Jessica Valler.

Others Present: David Chandler, Bennington Rutland SU, Julie Mach, Bennington Rutland SU, Mark Tucker, Caledonia Central SU, Angela Arsenault, Champlain Valley SD, Colleen MacKinnon, Champlain Valley SD, Polly Rico, Franklin Northeast SU, Michael Clark, Grand Isle SU, Michael Innes Grand Isle SU, Eric Montbriand, Greater Rutland County SU, Tina Keshara, Greater Rutland County SU, Kevin B. Christie, Hartford SD, Kristen Rodgers, Harwood Unifies Union SD, James Peyton, Kingdom East Unified Union SD, Richard Shanley, Lamoille South Unified Union SD, Ryan Heraty, Lamoille South Unified Union SD, Adrienne Raymond, Mill River Unified Union SD, Julie Regimbal, Missisquoi Valley SD, Edey Graning, Mount Mansfield Unified Union SD, Gaston Bathalon, North Country SU, Penny Chamberlin, Orleans Central SU, David Baker, Orleans Southwest SU, Derek Larsen, Rutland Northeast SU, Laurie Bertrand, Rutland Northeast SU, Neil Odell, School Administrative Unit #70, Dr. Travia Childs, South Burlington SD, Dan MacArthur, Windham Central SU, with 69 votes from the floor and 25 proxies held by the Board.

The Meeting was called to order by VSBIT Board Chair, Michael Clark at 8:01 a.m. VSBIT President, Jonathan Steiner welcomed members.

Items 1-3

Readings of the Roll Call of Members, Proof of Notice of the 2022 Annual Meeting and the Minutes of the previous meeting were waived. Mark Tucker, made a motion and James Payton, seconded the motion to waive the readings. The motion passed.

Item 4

Reports from the Officers and Directors were included in the VSBIT 2022 Annual Report, which is posted on the VSBIT website. Prior to the meeting members were notified electronically how to access the report. A motion was made by James Payton, seconded by Richard Shanley, to accept the reports. The motion passed.

Item 5

Jonathan Steiner reviewed the seats up for election. The Nominating Committee presented the following for the election to the Board:

Steven Hier, to serve a 2-year term as an at-large member.

Scott Brown, Essex-Westford Educational Community Unified Union SD, School Board Member, to serve a 3-year term.

Jonathan Steiner asked for any nominations from the floor. There were none. A motion was made by James Payton, to accept the slate and cast one vote to elect both individuals to the VSBIT Board. The motion was seconded by Polly Rico. The Motion passed.

Item 6

Jonathan Steiner opened the meeting to questions concerning VSBIT Programs.

There were no questions on the floor.

There were no indications of any other business. Motion to close the meeting was made by James Payton, to adjourn, seconded by Julie Mach. The vote to adjourn was unanimous.

Item 7

As there was no further business, the meeting adjourned at 8:13 a.m.

Respectfully submitted,
Jonathan Steiner
VSBIT President