

NEK Community Broadband

Executive Committee Meeting Minutes

January 8, 2020 - 3pm - 4:30pm

Attendees: Jami Jones (clerk), Kristen Fountain (Vice-Chair), Christine Hallquist (Admin), Michael Strait, Nick Anzalone, William Piper, Jonathan Baker, Noah Armstron, Evan Carlson (4:15pm)

Agenda Review - 2 Min

Updates - 20 Min

- Administrative Update
 - Spoke with June Tierney, NEK has the ability to pool a bunch of grants and give us some leeway for the VEDA loan for \$4mil. Could come up with 25% “match” to leverage the VEDA loan.
 - NEK CUD Could move forward on the RFP and the feasibility study.
 - Building infrastructure is a definite benefit for the CUD and towns. Would like this to be self-sustaining. Goal is to get in front of for-profit companies in building so that they have the possibility of being leased
 - Authorize to move Parallel to the RFP to move forward with a capital construction plan for 2021
 - \$460K was for Concord, but we may be able to move that to other places
 - Tilson says they will have the rest of the design to us by next week.
 - The CUD made a commitment to work with the state, but not with Tilson
 - **Motion to approve the high level plan that Christine described and write it up for the Governing Board to approve Motioned: Kristen, Seconded: Nick, Carried: (5-0)**
 - Jami will be working her average amount of hours weekly, for the total monthly amount budget of \$800.
- Meeting Roundup

- Christine met with a VEDA representative to talk about a loan.
 - The loan requirements had looked difficult before, but now appear to be reasonable for the CUD
- Finance Committee Update
 - The finance committee looked at the bank statements. Jami has been getting up to speed with Jim Flint and identified what documents the finance committee will need on a monthly basis to continue working. They approved the Spending Policy as seen later.
- Tech Committee Updates-
 - Put together a document that ranks the various options the CUD has for interim solutions for the towns of the CUD. The document is to be presented for Governing Board consumption.
 - A high priority for the interim is to work with the owner of VTEL to update and light up the dark towers for CBRS.
 - The other time spent building out wireless infrastructure may be too much to make it beneficial.
 - The mesh networks rely on a certain population density that Vermont may not be able to carry into the vast scope of the CUD.
 - The CUD would like to continue focusing on Fiber over wireless.

New Business - 40-70Min

3:25 - Recommendation to work with Brian Webster on mapping update

- We need to be able to give the board tools to look at the maps. Authorization to work with Brian Webster for \$3610, and also 5 tools that is for ARC GIS licenses and one pro account for \$1200 to view the maps.
 - With the ARC GIS software there would be shared logins for the program. We may be able to export the shape files and export them into the VCGI (the state's viewer) website so that it may be viewed for public consumption.
 - Viewer accounts would view the maps and a developer account will give access to upload and update the maps
- **Motion to recommend to the Governing Board that we authorize and direct Christine to enter into a contract to pay Brian \$3610 to do the mapping and**

that we purchase for a year at a total of \$1200 access to the ARC GIS.

Motioned: William, Seconded: Kristen, Carried: (5-0)

3:30 - Request for Information to ISP's

- Not too different from the summer, but includes the RDOF results. This gives everyone the opportunity to work with us.
- **Motion to approve Request for Information. Motioned: Kristen, Seconded: Noah, Carried (5-0)**
- Christine will be sending out the RFI

3:35 - Request for Proposal for Business Plan & recommendation to GB

- Discussion on questions about the business plan
- The plan is to target specific companies, but also keeps the CUD from problems with other companies, such as some that we have worked with in the past.
- Do we need another company to build a new network design?
 - CUD would like them to start with the Tilson proposal and layer in realistic construction costs. Identify the areas that can be cash-flow positive in 3 years (a DPS requirement), identify areas that can be built within 5 years, and identify areas that can be cash-flow positive in 10 years for a 20 year loan.
 - The CUDs purpose is to build out to areas that are not profitable as well as those that are, being cash neutral. The document will be adjusted to reflect our mission and ideals.
 - After we know what the annual profit is, the CUD will be able to figure out where they can build out in the underserved areas as well.
 - The RFP will get us a business plan in place to get loans from banks. 5 years out we want to be able to do more than the Tilson plan. The funds are in a time crunch. After 3 or 4 years we may be able to pursue the bond market
 - The RFP has a deadline in February. The committee would like to move this along.
 - **Motion to recommend the RFP to the Governing Board. Motioned: William, Seconded: Nick, Carried: (5-0)**
 - Christine will revise the RFP and send it out.

3:45 - Policies for Governing Board(Policy on policy, Financial policy on expenditure)

- Finance Committee recommends the Spending Policy.
- Sets spending limits for everything outside of the budget. \$500 for the Admin, \$10,000 for the Executive Committee.

- **Motion for the Executive Committee to recommend to the governing board to adopt the proposed Spending Policy Motioned: William, Seconded: Nick, Carried: (5-0)**

4:00 - Communications Committee Charter -

- **Motion to approve the recommendation of the Governing board the Communications Committee Charter. Motioned: Kristen, Seconded: William, Carried: (5-0)**
- The communications committee will be putting out talking points for the public.
- Next year the CUD will try to shorten its annual report.

4:10 - Legislative Work

- Discussion held on recommending Michael Strait to join the Executive Committee
- Kristen, Evan, Katherine, Christine, Christa have been trying to craft a legislative agenda as well as what VCUDA has been working on. It is still in development. Supporting the movement of the Connectivity service out of DPS into a separate development group, headed by the CUDs.
 - The executive committee could form the top priorities for the legislative agenda and review it with the governing board.
 - There was discussion about how the legislative information can get to the Executive Committee
 - Some of the board members could also send emails to their local representatives to discuss the topics/bills of the legislature. The executive committee would like to be made aware when the sessions are happening to show support for our initiatives.
- There was discussion over the contents of the drafted document, which would help the CUDs gain knowledge and information and give the CUDs some footing to give accountability to companies, towns, etc.

4:20 - VT Northern Tier of CUD's

- We were working on an EDA grant with Lamoille and Northwest Fiber. We all may share the framework for how a CUD may operate. There are a lot of reasons for us to cooperate. The grant is looking more toward how our CUD can cooperate with those others.
 - Merging the CUDs may not be effective given the size, but may have operations shared.

- Any operating agreement will be brought to the Executive Committee for approval

4:25 - Governing Board Agenda

- Regular updates
- Policy development, policy working group, policy on policies
- Approve communications charter, appoint people to the committee
- Call for the creation of a policy working group to develop a charter
- Present the business plan RFP (RFI in Christines update)
- Appoint Michael Strait, and put in place the statute of recommendation for each county
- Towns/selectboard reappointing their representatives, send a note to the selectboards to reappoint
- Recommendations and motions (approval for ARC and then the spending policy)
- Motion to recommend the launching of a policy committee to develop and amend policies to the governing board. Motioned: Kristen, Seconded: Nick, Carried (6-0)

Other Business

- Send the Executive Committee the annual report to convey what activity has happened in the past year. A list of substantial work that has been completed and gets people excited for what the next year has. May not be a public document.
 - Would be good to have coordination with the Communications Committee.
- Recommendation in the Bylaws to switch chairs (Organizational Meeting, May), and obligation to the town to let us know who their representative is every year.
 -

Action Items

- Christine will be sending out the RFI and RFP
- Evan will send the Executive Committee the notes on the Drive Architecture

Adjourn

Motion to adjourn Motioned: William, Seconded: Kristen, Carried.

Respectfully submitted,

Jami Jones, NEK Community Broadband Clerk