

NEK Community Broadband

Governing Board Meeting Minutes

July 8, 2021 5:30-7pm

Attendees: (see list)

Role Call & Agenda Review - 2 Min

Proposed agenda change to include staffing discussion in the Executive session

Motion to adopt agenda change. Motioned: Jennifer Barone, Seconded: Dana Casperson, Carried: (24-0)

Public Comment - 5 Min

Consent Agenda - 2 Min

- Approval of Meeting Minutes
- FYI: Committee Minutes, Administrator updates.

Motion to approve consent Agenda. Motioned: Jennifer Barone, Seconded: Dale Urie, Carried: (24-0)

Updates

5:45 - Administrative & Committee Update Discussion

- Question (Paul): Executive Committee: list of the motion taken on July 2, 2021 “to back the recommendation of the subcommittee.”
 - It will be updated to reflect more detail

5:50 - Updates from District Administrator

- No questions or comments on the update

New Business

6:00 - Bylaw & Procurement Policy

- The Executive Committee will need to move quickly with the updating timeline. The Executive Committee is looking for more authority from the Governing Board to allow the Executive Committee to do more of the tactical work that aligns with the strategic plan that the Governing Board has decided on.

Motion to revise the bylaw amendment to include the language and the governing board “shall affirm receipt and confirmation of no revision or alteration to such report” and add the words “at that meeting” to number 5. Motioned: Kristen Fountain, Seconded: Mark Whitworth, Carried: (24-0)

- Discussion:
 - Suggested Amendment (Kristen): make major “strategic” or “structural” decisions (number 5).
 - Suggested (Jock): Add Evan’s examples to the bylaws in number 5 “such as: staffing decisions, organizations that we will be hiring on, operator model, or subleasing.”
 - Suggested (Mark W.): Actions that are newly carried out could be ratified.
 - Response (Christa): “at the next meeting,” referring to the Governing Board meeting. Contractual decisions are made, and cannot be exited. Any revision or alteration may not affect 3rd parties.
 - Suggested (paul): provision cannot be a part of the consent agenda
 - items will be reported for discussion/active approval to the governing board at the beginning of the meeting apart from the consent agenda in a formal document.
 - The Executive Committee’s authority will not succeed the Governing Board.

Motion to amend the revision to add the word “make” prior to “any” in the last paragraph item 3 (make any amendments to the budget). Motioned: Paul Fixx, Seconded: Mark Whitworth, Carried: (24-0)

No further discussion

Motion to accept the bylaw change. Motioned: Paul Fixx, Seconded: Kristen Fountain, Carried: (24-0)

No further discussion

* “make major structural decisions,” “such as” examples will be added to the language to be approved at the next board meeting.

Procurement Policy

- Providing general procedure for procurement: who does the work and how it is done, guidelines on when the administrator and the executive committee empowered to spend, and aligning the policy with the federal guidelines (ARPA Funding)

- The basis of the document was provided by Vermont League of Cities and Towns. Redlines remain in compliance and adopts the dollar amounts of the federal guidelines.

Motion to adopt the proposed procurement policy. Motioned: Jennifer Barone, Seconded: Morgan Wade

- Discussion over typos and ambiguities in the policy
- A clean copy can be given for review at the next meeting

Amended motion: to supply a clean copy is made with minor changes to clean up the current version at the next Governing Board meeting. Motion: Morgan Wade, Seconded: Kristen Fountain, Carried:(24-0).

No further discussion

Motion to adopt the proposed procurement policy. Motioned: Jennifer Barone, Seconded: Morgan Wade, Carried: (24-0)

6:20 - Staffing Discussion/Partnership Proposal Evaluations & Next Steps

Motion to enter Executive Session to discuss contract and labor and the premature disclosure would put the public body at substantial disadvantage. Motioned: Dale Urie, Seconded: Dana Casperson, Carried: (24-0).

No further discussion

Motion to enter Executive Session under 1 VSA 313 B to discuss contract labor negotiations with Christine Hallquist, Jami Jones, and Christa Shute. Motioned: Seconded: Carried: (24-0)

Motion to exit Executive Session. Motioned: Jennifer Barone, Seconded: Dale Urie, Carried: (24-0).

No action was taken in Executive Session.

Partnership & Next Steps

- 7 proposals submitted
- Subcommittee went through the proposals: Jonathan Baker, Ray Lanier, Rudy Chase, Christine Hallquist, Fred Saar, Evan Carlson, Kristen Fountain, and Christa Shute.
- Happened: Group met, read proposals, developed criteria, sent questions to vendors
- To happen: individual meetings with vendors, and then negotiations with the final vendors.

Motion to see that the information discussed about the RFPs would disadvantage the CUD if it were made public at this time. Motioned: Stephen Amos, Seconded: Dana Casperson, Carried: (24-0).

Motion to enter executive session under 1 VSA 313 C to discuss contract negotiations with Christine Hallquist, Christa Shute, and Jami Jones. Motioned: Jennifer Barone, Seconded: Stephen Amos, Carried: (24-0)

Motion to exit Executive Session. Motioned: Jennifer Barone, Seconded: Noah Armstrong, Carried: (24-0)

No action was taken in Executive Session.

- Questions about the RFP process can be sent to Evan and other topics will be emailed.
- Double check chat function

6:30 - Operator Model Discussion

6:40 - Business Plan "Talking Points" Discussion

Other Business

Adjourn

Motion to adjourn. Motioned: Paul Fixx, Seconded: William Piper, Carried: (24-0).

Respectfully Submitted,

Jami Jones, NEK Broadband, Clerk



