

NEK Community Broadband

Governing Board Meeting Minutes

October 14, 2021 5:30-7pm

Physical Location: 142 Eastern Avenue, St. Johnsbury, VT 05819

Attendance: see attached list

Quorum is 32

Role Call & Agenda Review - 2 Min

- Evan proposed an Agenda change- discussion about Detailed Design after the Product Offering, pushing the break-out session to this new item.

Motion to add the detailed design discussion to the Agenda. Motioned: John Kellogg, Seconded: Michael Strait, Carried: (32-0).

Public Comment - 5 Min

Consent Agenda - 2 Min

- Approval of Governing Board Meeting Minutes
- FYI Items

Paul made a request to remove the Governing Board Minutes from the Consent Agenda.

- **Jami will revise the attendance sheet for the meeting minutes from the last meeting and present them to the governing board at the next meeting.**

Motion to approve the consent agenda. Motioned: William Piper, Seconded: Paul Fixx, Carried: (32-0).

Motion to revise the attendance to align the reps with the correct towns and bring the minutes back to the next governing board meeting. Motioned: Mike Strait, Seconded: John Kellogg, Carried (32-0).

Updates

5:35 - Admit Lunenburg into the CUD

Motion to accept Lunenburg into the NEK Broadband CUD. Motioned: Dale Urie, Seconded: Kathleen Monroe, Carried: (32-0).

Discussion- "Is there any downside to accepting towns into the CUD?"

- Evan- we would accept any municipality within the counties of the CUD. The CUD sees accepting as many municipalities as possible as a good thing.

5:40 - Administrative & Committee Update Discussion

5:45 - Updates from Executive Director

- EPP- Christa and NRTC have been going through the addresses and identifying the OLT locations and substations. The CUD is looking to put the OLTs in the population centers (towns).
 - *OLT-The optical line terminal. The start of the network is the optical line terminal (OLT). It converts the traffic in the carrier's internal backbone network to the optical wavelengths and framing structure used by the PON.*
 - Ray Lanier highlighted why it is important to have the OLTs in town centers- a higher population density will give the cUD a greater split ratio (like a spider web)
 - NEK has sent out the Town Resource Survey in order to aid the urgent search for OLT locations- looking specifically for a building with back-up power. The OLT would go outside near the back-up power source. Possible examples: Schools, Fire stations, Public Land.
 - Jock- It is hard to reach those requirements in small towns?
 - Christa- no is a perfectly good answer, but people need to know what we are looking for.
 - Erik- GIS data could give us information on public town lands, is that mapping information helpful?
 - Christa-If it does not have back-up power then we would need to go to the substation in an outage. Christa will look into it.
 - Jock- what is the cabinet description?
 - Christa/ Jami will resend the cabinet description.
 - Sarah- A wired generator?
 - Ray- yes there would not need to be as many back-up batteries, but the CUD/town could also connect a portable generator with more battery capacity if there were personnel to cover it.
 - Jock- What is the draw?

- Christa will find out for the typical situation and what the impact/draw of the backup would be.
 - Carrie- The town is interested, but would the town be reimbursed for the costs that were associated with the OLT and powering the generator?
 - Christa will find the amount
 - Kristen- possible options for cost covering could be a free connection for the town.
 - Dale- is there a preference on the type of cabinet (pad or pole)?
 - Ray- Mostly pad-mounted cabinets 5x10-10x10 pad.
 - Dale- Could the town use their CARES money?
 - Christa- the reimbursement is for infrastructure rather than operating costs.
 - Paul- told Hardwick, would like to know if there are places for back-up power and had them add their comments to the list of what may work.
- Paul- what parts of the update that was sent are confidential?
 - There are parts of the relationships and the people that we are talking to that will need to be marked confidential. Christa will provide the Board with a non-confidential update by Monday.
- Sarah- Please, include the acronym descriptions. Rep would like more of a “header”/ description on how to gather information for the towns.
- Mike- There was an increase in cost on the Concord Project. Are those one-offs, or do they affect the overall business plan? Question on the pricing.
 - To be discussed in Executive Session.

6:00 - Executive Committee Action Review & Affirmation

Motion for the Governing Board affirms receipt and confirmation with no revision or alteration of Executive Committee Actions document. Motioned: Dale Urie, Seconded: John Kellogg, Carried: (32-0).

- Paul- what MOU were we going to execute with Tilson?
 - To be discussed in Executive Session.

New Business

Partner Introduction and Product Offering Discussion

- Evan gave an introduction to the new partners from Waitsfield Telecom: Kurt Gruedling and Roger Nishi.
- Christa- the pricing has not been decided and is subject to change. If competitors knew, it could be problematic for the partners and the CUD.

Motion to find that the discussion of potential pricing could negatively impact the CUD and its partners if prematurely disclosed. Motioned: Kristen Fountain, Seconded: Nick Anzalone, Carried: (32-0).

Motion to go into Executive Session under 1 VSA 313 to discuss product offerings with partners: Kevin Fitzgibbons, Roger Nishi, Kurt Grueling, and staff: Christa Shute and Jami Jones. Motioned: Paul Fixx, Seconded: John Kellogg, Carried:(32-0).

Motion to exit Executive Session. Motioned: Michael Strait, Seconded: Morgan Wade, Carried: (32-0)

No action was taken in Executive Session.

- Thanks was given to Waitsfield for answering questions of the NEK.

Scott Campbell left the meeting at 6:32pm (quorum is now: 31)

Concord CARES Update

Motion to find that the premature disclosure of the CARES update would put the CUD at a substantial disadvantage if the information were to be made public. Motioned: Nick Anzalone, Seconded: John Kellogg, Carried: (31-0).

Motion to enter Executive Session under 1 VSA 313 with Christa Shute and Jami Jones. Motioned: Dale Urie, Seconded: Morgan Wade, Carried: (31-0).

Motion to exit Executive Session. Motioned: Morgan Wade, Seconded: John Kellogg, Carried: (31-0).

No action was taken in Executive Session.

Review and Approve Annual Financial Report and Draft 2022 Budget for Distribution to Local Legislative Bodies

- The CUD is required to produce an annual report and must be presented to the towns in a public hearing. This is for the initial review for the Draft, we will then publish it and set up the public hearing meeting.
 - Kristen- the finance committee reviewed the budget as a draft and there will be updates made for the final.
 - Christa- the updates will primarily occur within preconstruction grant section (preconstruction/construction) line items.
 - Kristen- The CUD is still in “start-up” mode and we will have more accurate numbers in the future.
 - Evan- We will also have audited financials in the future as well as streamlining the budget with help from the accountant that the Executive Committee hired.
- Paul- Should “projected surplus” show as an asset?
 - Kristen- it is grant funds, therefore it is still included as income.

Motion to accept and distribute the 2021 Financial Summary and Draft 2022 Budget in accordance with 30 VSA 30.75. Motioned: William Piper, Seconded: Dana Casperson, Carried: (31-0)

- The given budget follows the guidelines set out by the statute; it is not a P&L or Balance Sheet.

Break-Out Groups - NEK Broadband Product Offering

Time is 6:54pm. It was decided that the break-out groups would not take place as originally intended. However, the CUD and Christa need input on this strategic item.

The questions:

1. Mis-reported data. There were a number of addresses in Groton that were not served that were reported as “served.” If the address is marked as served, it is not in the design because the goal of the CUD is to go to underserved, and unserved addresses. How can we effectively uncover the other areas where this has occurred and can the reps support their towns in reporting back where this has happened?
 - a. Triangles mean cable service
 - b. Yellow circles mean that we are going to serve fiber in a WEC territory

- c. Black circles are off-grid addresses
 - d. Red stars are priority addresses, but unserved (aka there is someone in school there)
- 2. Our mission said each e911 address, but funding is only for ongrid sites. Does the CUD want to undertake reaching off-grid addresses?
- 3. There are no groups of unserved addresses, they are at the end of served address lanes (these are currently demarcated as cable extensions, customers could apply for line extension grants), or we will build out the whole area in order to get to the single spots (blue diamonds)?
 - a. Pink dots are not covered by our grid and may be covered by another CUD
- Christa will give a description of the Key so that everyone knows what each icon means.
- If the address says “no” (or marked as served), the CUD needs the reps/towns to petition the CUD and give a reason as to why the CUD should serve that address/area (it is not offgrid, or there is a child attending school, there is no cable at the location, etc.)

Carol Fairbank left at 7:02pm (Quorum is now 30)

- David- do these have an effect on our take-rate?
 - Christa- if there is no cable there and we go by, there is a higher take-rate. What is not clear is if the CUD can use grant funding for the drops. 19,218 addresses out of about 39,000 are unserved. If an address is marked as served, the CUD does not get grant funding for it.
- Carrie- what is the deadline?
 - Christa- Before December 1st, but the sooner the better if you are in VEC or GMP areas.

Wendy Matthews left at 7:12pm (Quorum is now 29)

- Jennifer- Are we doing groundwork? What is the actual ask with the addresses?
 - Evan- we need to brainstorm a solution, we have a month to make the decisions for where we design
 - Christa- once we finalize the design, we cannot make changes without spending a lot of money.
 - Kristen- the CUD may be able to give guidance on what sorts of things to look for while doing drive-bys.

Noah Armstrong left at 7:16pm (Quorum is now 28)

- There may be a special meeting or two. Executive Committee needs another member who could make it for daytime meetings
- Sarah- would like very detailed instructions for maps, etc.
- Robert- off grid? I thought off-grid was off limits?
 - Evan- What is being deemed as off-grid is in question. There are actual off-grid camps.
 - Christa- the information that we have is data from the electric company with a buffer around it. There is potential that the data is not accurate or there could be underground wires. The CUD would be looking for powerlines in those areas.
- Robert- if the house is truly off-grid, could they petition for access?
 - Christa- There are a lot of off-grid addresses that are priority (children in school) addresses. We will need to find funding sources to help pay for those, ARPA may be able to fund the off-grid residents.

Anne Mclean left at 7:19pm (Quorum is now 27).

Jami will send out the email with the questions and the reps will respond

Other Business

Adjourn

Motion to adjourn. Motioned: John Kellogg, Seconded: Kathleen Monroe, Carried: (27-0)

*Respectfully Submitted,
Jami Jones, NEK Broadband, Clerk*