

NEK Community Broadband

Governing Board Meeting Minutes

December 9, 2021 5:30-7pm

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

Attendees: see list

Role Call & Agenda Review - 2 Min

No agenda changes were made

Public Comment - 2 Min

Consent Agenda - 1 Min

- Approval of [Meeting Minutes](#)
- FYI: Committee Minutes, Financial Reports

Motion to approve the Consent Agenda. Motioned: Jennifer Barone, Seconded: Dale Urie, Carried (26-0).

Updates

5:35 - Admit Bloomfield into the CUD

Motion to accept the town of Bloomfield into the NEK Broadband CUD. Motioned: Michael Strait, Seconded: Dana Casperson. Carried: (26-0).

5:37 - Approve Final 2022 Budget

- There were no changes made to the Budget since the presentation to the board in November.

Motion to accept the 2022 Budget in accordance with VT Statute 30 VSA 37.5.

Motioned: Jennifer Barone, Seconded: John Kellogg, Carried: (26-0).

- We will be sending out the report narrative and the town clerks to be included in the annual reports. If a town has specific requirements they may be sent to Evan Carlson at evan@nekbroadband.org.

5:39 - Executive Committee Action Review & Affirmation

Motion that the Governing Board affirms receipt and confirmation with no revision or alteration of Executive Committee Actions document. Motioned: Paul Fixx, Seconded: Jennifer Barone, Carried: (26-0).

Discussion of motion:

- Paul- Hiring of Christa Shute?
 - Evan- it is a recommendation to the board, not an official hire.
- Paul- we would like to see a rate of pay, agreements, etc
 - Evan- the information is in the Budget for 2022 that was presented to the board.
 - Christa- will send out the corresponding information to the Governing Board, which identifies rate and qualifications.
- Evan- we will add this to the Agenda.

Motion to add a discussion of the hiring of the Executive Director to the front of the meeting. Motioned: Dale Urie, Seconded: John Kellogg, Carried: (26-0).

5:41 - Administrative & Committee Update Discussion

- No discussion took place on materials given.

5:43 - Updates from Executive Director

- Christa- We received all of our fiber quotes and will be going through the rest of the RFP process in the following week. There is a lot of exciting things going on.
 - Mark- has questions, but they will be asked in Executive Session as they are a part of the Confidential Packet to the Board.
- Evan- Subsequent Meeting Packets will not include the Committee Updates page, unless there are major Committee developments to be brought in front of the board. For Committee information the Board may reference the minutes themselves. The Executive Committee will still present an Action Report monthly.

Executive Director Hiring

Motion to find that the premature disclosure of contracts and hiring would substantially disadvantage the CUD and the parties involved if made public.

Motioned: Jennifer Barone, Seconded: Michael Strait, Carried: (26-0).

Motion to enter into Executive Session under 1VSA313 to discuss the Executive Director hiring with Christa Shute, Jami Jones, and Kristen Fountain. Motioned: Jennifer Barone, Seconded: John Kellogg, Carried: (26-0).

- Paul- Thanks was given to Christa for her prompt response to the request of the board and for her hard work, and would like to continue discussion on potential bonuses as the project reaches its goals.

Motion to exit Executive Session. Motioned: Paul Fixx, Seconded: Kathleen Monroe, Carried: (26-0).

No action was taken in Executive Session

Per the discussion in Executive Session, Motion made to hire Christa Shute as Executive Director of NEK Broadband CUD commencing January 1, 2022. Motioned: Kathleen Monroe, Seconded: John Kellogg, Carried: (26-0)

- John- Thanks was given to Christa for the good work that has been completed thus far. "We are very lucky to have you, Christa, and we hope you'll stick around."

New Business

Preconstruction and 2022 Construction Season

- Christa identified that we received all of the Fiber Quotes from the RFP. One entity was the lowest quote in each category and had the shortest lead time. Would like to vote upon the entry into a purchase order for 1000 miles of Fiber.
- Received quotes from 4 different companies and NRTC was the least expense and the lead time of April.

Motion for NEK Broadband CUD to enter into a purchase order for 1000 miles of Fiber with NRTC. Motioned: Jennifer Barone, Seconded: Kathleen, Monroe, Carried: (26-0).

Discussion on the motion:

- Paul- were the terms of the sale reviewed by an expert?
 - Christa- yes. We will own it when it ships from the factory, which is in the US. We have joined the National Rural Broadband Association to have insurance for these sorts of shipments en route and at the facilities. We will be establishing our own shipping accounts in April to lower our shipping costs.

Motion to find that the premature disclosure of engineering and preconstruction/construction plans for 2022 would substantially disadvantage the CUD if made public. Motioned: Michael Strait, Seconded: William Piper, Carried: (26-0).

Motion to enter into Executive Session under 1VSA313 with all of the partners from NRTC, Waitsfield Telecom (WCVT), K. Kotecki Right of Way Services, and Mission Broadband, along with Christa Shute, Jami Jones, and Kristen Fountain. Motioned: Michael Strait, Seconded: William Piper, Carried: (26-0).

Motion to Exit Executive Session. Motioned: Dana Casperson, Seconded: Dale Urie, Carried: (26-0).

No action was taken in Executive Session.

Partner Presentation by WCVT/NRTC/MB

- Christa- we are excited to present the partners and about the work that is being completed in Concord with them. We are the second CUD to be able to stand up an organization and provide Fiber to the communities. It has been a collaboration with everyone who is about to present. Thanks was given.

- A brief presentation was given by the partners as an introduction to NEK Broadband.
- Waitsfield Telecom (WCVT): Roger Nishi, Kurt Gruedling, Lee Cheney
- NRTC: Kevin Fitzgibbons, Tom Whitaker, Greg Santoro, Alana Pilkington
- Mission Broadband: Mike Reed.

- Discussion:
- Paul- What do the terms "Fiber" and "Strand" mean?
 - Tom- you put up strand which is steel cable, and use a lashing machine to lash the fiber to the strand before you can splice or separate it
 - Roger- timing, we would like to have aggregate groups and use local workforce in the area in the future to help with the current distance of the project to WCVT.
- Paul- What if there is an emergency service?

- Roger- we are currently working on agreements with the contracts in the area to help with those services.
- Kurt- we regularly work with a collaboration of our organization, and other utility services and contracted groups as well.
- Thanks and excitement was shared for the future of NEK Broadband CUD.

Motion to find that the premature disclosure of the Google Fiber discussion could substantially disadvantage the CUD and the parties involved if it were to be made public. Motioned: John Kellogg, Seconded: Paul Fixx, Carried: (26-0).

Motion to enter into Executive Session. Motioned: Jennifer Barone, Seconded: Dana Casperson, Carried: (26-0).

Motion to Exit Executive Session. Motioned: John Kellogg, Seconded: William Piper, Carried: (21-0)

No action was taken in Executive Session.

Other Business

Adjourn

Motion to adjourn. Motioned: John Kellogg, Seconded: William Piper, Carried: (21-0).

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

Town	Delegate	P	V	Alternate	P	V	Alternate	P	V
Albany	Rob Dewees	v	v						
Barnet	Kathleen Monroe	v	v	Jerri Kohl					
Barton									
Bloomington	Nate Nugent		v						
Brighton	Michael Strait	v	v	Jonah Petre					
Brownington	Calvin Page			William Davis					
Brunswick	David Caron			Theresa Caron					
Burke	Jennifer Barone	v	v	Todd Vendituoli					
Canaan	Ann Morgan Wade			Alfred Buckley			Frank Sawicki, Jr		
Charleston	John Kellogg	v	v	Peter Moskovites					
Concord	Dale Urie	v	v	Bill Humphrey					
Coventry	David Barlow	v	v	Phil Marquette					
Craftsbury	Katherine Sims			Rudy Chase	v	v			
Danville	Jonathan Baker	v	v	Sean Frason					
Derby	Karen Chitambar			Bob Kelley			Grant Spates		
East Haven	Lyonel Tracy			Kerri Fillion					
Glover	Noah Armstrong	v	v	Shaun Campbell					
Greensboro	Carol Fairbank	v	v	Mary Metcalf	x	x			
Groton	Mike Gaiss			Michael Nahmias					
Guildhall	Susan McVetty			George Blakeslee					
Hardwick	Paul Fixx	v	v	Doug McClure					
Holland	Andrew Bouchard			Ed Brady	v	v			
Irasburg									
Kirby	Dana Caspersen	v	v	Malcom Doak	x	x			
Lowell	Marjorie Kramer			Faye Starr					
Lyndon	Shawn Tester	v	v	Marty Feltus	x	x			
Lunenburg	Harry Williams			James Peyton					
Maidstone	James Mewkill	v	v						
Morgan	Larry Labor	v	v						
Newark	Mark Whitworth	v	v	Ben Tilford					
Newport City	Woodman Page			Chris Vachon			Paul Monette		
Newport Town	Wendy Matthews	v	v	Cameron Thompson			David Ghelli		
Peacham	Jock Gill			Jim Barlow					
Ryegate	Shawn Burroughs			Nelson Elder					
Sheffield	Annie McLean			Carolyn Crankshaw					
St. Johnsbury	Nicolas Anzalone			Scott Campbell	v	v			
Stannard	Steve Pickard			Johanna Polsenberg					
Sutton	Evan Carlson	v	v	David Tucker			Robert Simms		
Troy	Robert Langlands			Gary Taylor			Mark Sanville		
UTGs	Anthony Soldo			Gina Vigneault					
Walden	Caro Thompson			Sarah Lyons					
Waterford	Bill Piper	v	v	Fred Saar					
Westfield	Carrie Glessner	v	v	Laura Emery	x	x			
Westmore	Erik Townsend	v	v	Linda Michniewicz			Ray Lanier	x	x
Wheelock	David Stahler Jr.	v	v	Stephen Amos	x	x			
Wolcott	Michael Davidson			Bruce Wheeler					

Date:

	P	V		
Delegates P/V	22	23	Member Towns	44
Alternates P/V	9	3	Towns Represente	26
Votes total	26		Quorum	Yes
Votes to pass	14			

Members of the Public

Staff in Attendance:

- Christa Shute (ED)
- Jami Jones (Clerk)
- Kristen Foutnain (Treasurer)