

NEK Community Broadband

Executive Committee Meeting Minutes

July 16, 2021 - 3pm - 4:30pm

Attendees: Evan Carlson (chair), Kristen Fountain (vice-chair, left at 4:30pm), Christine Hallquist (admin), Jami Jones (clerk), Christa Shute, Mike Strait, Nick Anzalone, Morgan Wade, Katherine Sims (left at 3:30), William Piper (3:27pm)

Quorum was met (7 of 8 members)

Agenda Review

- Evan- Addition to the Administrative update: discussion on grant and website

Updates

- Action Items Check In
- Administrative Update
 - Evan- Discussion on transitioning Christine into the Interim. Signing authority for banking needs to transition to a new person. Kristen volunteered.

Motion to remove Christine Hallquist and make Kristen Fountain a signatory on the bank accounts. Motioned: Morgan, Seconded: Mike, Carried: (7-0)

- Meeting Roundup
 - Evan-meeting with NRTC. The changes to the EPP contract were submitted, but have not been approved via NRTC, ought to have the updated form with the exhibits (clear deliverables) that were missing to be signed by Monday (July 19,2021). NRTC has not started work and there has not been a Design & Engineering plan.
 - Evan- pre-construction grant has been signed (276K) with software, GIS, and website/branding funding has been set aside. Suggested to commission the Communications Committee to receive professional quotes from marketing companies (\$4600 available, talking of spending \$3000).
 - Kristen- federal guidelines do not require a public RFP process for these few funds.
 - the Communications Committee ought to solicit bids and define the scope of the project, a decision being reached by subcommittee with Executive Committee members with a budget of \$3000 total.

Motion to approve the commissioning of the Communications Committee to receive bids for a branding package. Motioned: Kristen, Seconded: Nick, Carried: (7-0)

- Nick- would like to look into more grant funding for a branding package.
 - NCIC Business Grant was offered up as supplemental funding for the branding package.
 - Will be funded through ARPA, and therefore may need to have a non-federal funds match.
 - Mike- suggested the SPARK grant
- Kristen- VCUDA will be electing new officers.
- Committee Updates
 - Evan- **Appointment of Sarah Lyons to the Communications Committee. Resignation of Malcolm Doak, accepted.**
 - Evan- New Treasurer needed for the CUD. Up for discussion in the Finance Committee.
 - Kristen- suggested Dave Snedecker.
- Christine's Update
 - Shared her to-do list.
 - Christa- Gave the WEC MOU report:
 - The CUDs have issued a revised MOU to WEC which removes the ISP information and addresses infrastructure definitions. EC Fiber is reviewing it and will be in touch with Christa.
 - WEC has not submitted their application to RUS.
 - Christine- sent the business plan for third party review to EC Fiber.
 - Kristen- Do we need to hire someone to work on a front facing version of the business plan?
 - Evan- CUD needs to give a version of the business plan to Rob Fish (DPS).

New Business

3:20 - Meeting Locations & August In-Person Meeting

- Revisiting a new physical location:
 - Kristen- suggestion to move it to NVDA for now
 - Nick- suggested buying conference-like equipment for the NVDA facilities.
 - Evan will discuss the new facilities and Treasurer position with Dave Snedecker

- Evan- August 13th meeting at the Lyndon Outing Club in person with potluck? Little to no business will be held at the meeting.
 - Morgan- suggested a time change (5:30pm)

3:30 - Executive Director & Staffing Transition - Executive Session

Motion that all in favor find that discussing the personnel and contract negotiations would adversely affect the parties involved if revealed too soon, and the committee would need to proceed to Executive Session for those discussions. Motioned: Morgan, Seconded: Kristen, Carried: (6-0)

Motion to go into Executive Session under 1 VSA 313 B to discuss contract negotiations and labor with Christine Hallquist, Jami Jones and Christa Shute. Motioned: Nick, Seconded: Morgan, Carried: (6-0)

Motion to exit Executive Session. Motioned: Kristen, Seconded: William, Carried: (6-0)

No action was taken in Executive Session

Motion to appoint Christa Shute as the Interim Executive Director. Motioned: Kristen, Seconded: Mike, Carried (6-0)

No further discussion was held

Motion to recommend that the NVDA contract with Christa under the terms of the letter that she provided for a period of 3 months. Motioned: Kristen, Seconded: Mike, Carried: (6-0).

- Kristen- Need to approve the change of fee to Christa's retainer.

Motion to approve the increase in rate and the new retainer for Christa Shute. Motioned: Kristen, Seconded: Morgan.

Motion tabled to the next meeting to give the executive committee time to look over the retainer. Motioned: Kristen, Seconded: Morgan. Carried (6-0)

- Christa- Retainer will be \$6000/mo for 3 mo.

3:50 - Partnership Update

- Evan- Christine sent out the questions to all the partners. They will be responded to by Tuesday at 5pm. The Partnership subcommittee will review/discuss and a meeting will be held with the respondents after. The following week a recommendation will be given by the Partnership Subcommittee to the Executive Committee.
- No further discussion.

4:00 - ARPA Funding

- Evan- gave an update on presentations to the business plan and how the CUD can receive money from those towns that wish to give. Christa has prepared a "contract."

- William- Question, What benefit does a town receive for giving ARPA funding to the CUD?
- Christa- proposed an affordability fund to help decrease the cost over all in infrastructure, and also help reduce cost to consumers via connection fees (aka non-standard drops). The funding would need to be tracked on a per town basis.
- Nick led a discussion on language surrounding the ARPA funding. The funding could detract from the focus of the project. Full disclosure. "Don't give us money."
- Kristen- suggested proportional to the amount of drops given. The selectboard deciding who would get the drops.
- Mike- unless a town has a water/sewer plant they may not keep, use, or be eligible for the funds. The funds must be designated for something else. There may be towns that would have to give the money back because they would not fall under the designated qualifications other than Broadband.

4:15- Communications & Business Plan

- Evan- "Universal Service Plan" is necessary for the State (DPS). We have a business plan for this, but it needs to be redacted and marked "confidential."
- Must be given to the state by the end of July.
- Christa- will supply a redacted version and a full version marked "confidential."
- Evan- The Executive Committee is commissioned to go through the business plan and give comment on what would need to be redacted.
- Nick- Discussion on when the whole business plan can be shared, and what qualifications would be necessary to make the business plan public.
 - Options:
 - Evan- operator in place, make-ready applications in for Phase 1.
 - Christa- RFPs out around construction, certain assets...
- Bill- Question, confused on what is considered confidential in the business plan when taken to the selectboard?
 - Nick- it is not something that is scriptable, use your discretion.
 - Evan- its about setting and mitigating public expectations. We do not want to set high or unrealistic expectations without being able to deliver when we say we will.

Adjourn

Motion to adjourn. Motioned: William, Seconded: Morgan, Carried (5-0)

Respectfully Submitted,

Jami Jones, NEK Broadband, Clerk