

NEK Community Broadband

Executive Committee Meeting Minutes

December 3, 2021 - 3:00pm -4:30pm

Physical Location: 142 Easter Ave, St Johnsbury, VT 05819

Attendees: Christa Shute (ED), Jami Jones (Clerk), Kristen Fountain (Treasurer), Evan Carlson (Chair), Michael Strait, William Piper, Nick Anzalone, Morgan Wade, Jonathan Baker, Ray Lanier

Quorum is: 4

Agenda Review

Updates

- Action Items Check In - Approve [Minutes](#)

Motion to approve the Meeting Minutes. Motioned: Mike, Seconded: Nick, Carried (4-0)

- Administrative Update
 - GB Agenda: GF Convo(end), admitting Bloomfield, Final 2021 Budget & Report, construction (pre construction and 2022 construction season) update, Partner presentation with Q&A(beginning).
 - Update on Towns: We are going to be meeting with Jay and have sent information to Granby. Lemington and Norton are still up in the air.
 - Christa has an email out to one of the board members of Lemington and would like to speak with the school board about internet access for the remaining towns. They have potential to expand the grant budget up by \$3M.
 - The original Preconstruction Grant application has gone in and has been awarded, but only includes the towns that were enlisted as of June 30, 2021. A new allocation of Construction Grant funds could significantly impact our business plan. The allocations are based on which towns are enlisted in the CUDs.

Morgan joined at 3:08 pm (quorum is now 5).

- Options for Breakout Groups: Town ARPA Funds
 - Christa would like an elevator speech for the business case involving the Town ARPA funds.

- Morgan- it would convey that we would love to get everyone everywhere, but we are focusing on certain areas and if we were to receive funds, we could build more spurs in the plan. The towns do not want to misspend the funds and it would be helpful to communicate where the funds could go and how they could help.
- Mike- Rob Fish and VCBB held a helpful webinar:
<https://www.vlct.org/resource/broadband-and-arpa-roadmap-last-mile>
- To be postponed to January

Jonathan joined at 3:14pm (quorum is now 6)

- Evan- We need a map of the towns that could be eligible and as well as the potential funding, with how many addresses we can realistically put together for the towns (like a calculator).
- Option 2 for Breakout Groups: Present the Partners
 - The partners can either present to the entire group for 10 minutes and then meet with each breakout group to answer questions (3 or 4 groups)- 30 minute session or each partner can provide multiple presentations to breakout groups - Christa to discuss with partners.
- Committee Updates
 - Evan will send the subcommittee branding update via email.
 - Nick- Communications Committee would like for it to be made clear on what can and will be communicated about the build.
 - Christa- we will be providing a redacted version of what is happening in the director updates, which may be helpful.
- Christa's Update-
 - We have \$6.67Million coming. Straightening out some issues with the SAMS number, now the state will be able to verify that and we will be sending out an invoice for 25% of those funds. The CUD has permits, easements, and are live with power in Concord. Thanks was given to the Partners for collaborating with us.

New Business

Executive Director Hiring

Motion to find the premature disclosure of the parties involved with hiring would substantially disadvantage the CUD. Motioned: Mike, Seconded: Morgan, Carried: (6-0).

Motion to go into Executive Session under 1VSA313 with Jami Jones and Christa Shute to discuss the Executive Director hiring. Motioned: Mike, Seconded: Morgan, Carried:(6-0).

Motion to Exit Executive Session. Motioned: Mike, Seconded: Morgan, Carried:(6-0).
No action was taken in Executive Session.

Motion to recommend Christa Shute be hired into the role of Executive Director of NEK Broadband. Motioned: Mike, Seconded: Morgan, Carried: (6-0). Unanimously.
Thanks was given to Christa for all of her hard work thus far.

Line of Credit and Fiber Purchase

- The bank had concerns with the fiber as the only security because they could not get where the fiber would be stored. When they know where it is, and the purchase is complete, the Fiber will complete the collateral requirements.
- Fiber RFP issued and will be due on the 9th. Rob Fish has documentation of multiple quotes. Christa would like to move forward with the purchase order and sign the letter of credit on Monday. Press Conference or Press Release will be held either next Thursday or the following Monday.
- We previously approved the letter of credit and can approve the purchase of the Fiber.

Motion to approve the execution of a purchase order and the purchase of 1000 miles of Fiber. Motioned: Mike, Seconded: Morgan, Carried: (6-0).

- Nick- how much: \$3.25M
- Jonathan- what happened with the letter of credit?
 - The bank wanted security, while the fiber has not yet been purchased.
 - Jon- are we accruing interest in the meantime?
 - Christa- not unless we use it, if we did it would be the prime rate +2%.

Ray Lanier joined at 3:49pm quorum is now 7.

Formation Marketing & Communication Sub Committee-

- Due to time constraints this topic will be emailed to the Executive Committee. A subcommittee would be made up of WCVT, Christa, 2 Communication Committee members and 1 Executive Committee member and 1 Governing Board member to

create a strategic approach on how we communicate with our district, towns, and the public.

Construction Grant Funding

- Alternative solutions were given to address the density issues that we have been having in each CUD. Cable represents the densest areas and their solution removes the dense areas. Our percentage allocation is 27%. 5 of the towns make up a decent percentage of the "No CUD number." We can get to 30% if we add those towns to the CUD. \$67Million may be available for the CUD through the Preconstruction Grant, Construction Grant, and BEATA funds.
- USDA Reconnect- Should the CUD do a joint application with WCVT and other CUDs or are we going to try and do it on our own? We are no longer excluded from the VTEL borrowing area. We will be looking for experts for advice, and we have issued an RFP and are looking for a financial audit before February 15th.

WEC / Detailed Design / Structure

Motion to find that premature disclosure of items related to contract negotiations would substantially disadvantage NEK Broadband and the parties involved.

Motioned: Mike, Seconded: Morgan. Carried: (7-0)

Motion to enter Executive Session under 1 VSA 313 with Christa Shute, Kristen Fountain, and Jami Jones to discuss WEC and the detailed design. Motioned Mike, Seconded: Morgan, Carried:(7-0)

Kristen Fountain joined as treasurer at 4:08pm.

Motion to exit Executive Session. Motioned: Mike, Seconded: Morgan, Carried: (7-0)

No action was taken in Executive Session

Motion to approve the expansion of the NRTC design to include the WEC territory.

Motioned: Mike, Seconded: Morgan, Carried: (7-0)

Google Fiber Discussion

Motion to find that the premature disclosure of information relating to partnership and Google would substantially disadvantage the CUD and the parties involved.

Motioned: Nick, Seconded: Mike. Carried: (7-0).

Motion to enter into Executive Session under 1 VSA 313 with Christa Shute, Kristen Fountain, and Jami Jones to discuss contract negotiations. Motioned: Mike, Seconded: Nick, Carried: (7-0).

Motion to exit Executive Session. Motioned: Bill, Seconded: Nick, Carried:(7-0).

- Move the Meetings to the 1st and 3rd Wednesdays. Christa & Jami will send a poll.

Motion to adjourn. Motioned: Bill, Seconded: Nick. Carried (7-0).

Other Business

Adjourn