



Executive Committee Meeting Minutes (Draft)

January 20, 2021 - 3:30pm -5:00pm

In-Person Location: 142 Eastern Ave, St Johnsbury, VT 05819

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

Not Present: Michael Strait

Agenda Review

Motioned: Nick Seconded: William	For	Against	Abstain
Motion: Motion to add Front Porch Forum and Communications Person discussion to the Agenda.	4	0	0

Updates

- Action Items Check In - Approve Minutes [1/6](#), [1/13](#)

Motioned: Nick Seconded: Ray	For	Against	Abstain
Motion: to approve the meeting minutes from 1/6/22, 1/13/22	4	0	0

- Updates: No new updates were given at the front of the meeting.

New Business

Visualizing Our Plans

- Evan gave a brief presentation on the new building strategy. The slides will be presented to the board to increase clarity and understanding among the towns. The Committee reviewed and made recommendations for the

presentation.

- NEK Broadband has decided to build out the backbone first, and then the Service Areas. The new strategy will build foundation and resiliency for the whole network. Though there is an increase in broadband funding based on the Governor’s budget, the organization will still be short roughly \$40-\$70 million in completing the network. The more funds that can be pursued and given, the lower the cost to the end users.

Purchasing and Inventory

Discussion Summary:

- There have been pricing/supply changes to the materials that we had wished to purchase. We have not made the discussed purchases yet. They will need to be reviewed by an experienced subgroup within NEK Broadband. \$3.7M for materials. We have credit applications in process and are working on the Construction Grant from the VCBB. We will need the EPP to proceed with the VCBB Construction Grant. The EPP will outline a Universal Service Plan to present to the VCBB.

Contractors and Management capacity issues

Motioned: William Seconded: Nick	For	Against	Abstain
Motion: to find that premature disclosure of contract information would disadvantage the parties involved.	4	0	0

Motioned: William Seconded: Ray	For	Against	Abstain
Motion: go into Executive Session under 1 VSA 313 to discuss contract negotiations.	4	0	0

Discussion Summary:

- NEK Broadband is on schedule for the April 1st delivery for Fiber. As the organization expands, NEK Broadband is hiring consultants for inventory management, communications, and community outreach. More information will be presented at the next Executive Committee meeting.

Morgan Wade joined the meeting at 4:02pm, Jonathan Baker joined at 4:09pm.

Motioned: Nick Seconded: Morgan	For	Against	Abstain
Motion: to exit Executive Session	6	0	0

Discussion Summary: No action was taken in Executive Session.

Capitalization Policy

Motioned: William Seconded: Morgan	For	Against	Abstain
Motion: to approve the proposed Capitalization Policy as edited.	6	0	0

Discussion Summary:

- Kristen presented the NEKB Proposed Capitalization Policy. The Capitalization Policy outlines the procedure to determine whether a cost to the organization is considered an asset. Once the asset is capitalized it can begin to depreciate. The policy will promote the accurate evaluation of the NEK Broadband assets for the purpose of borrowing funds. The Policy aligns with the FCC, RUS, and IRS guidelines. The policy will be revised to reference the FCC and IRS guidelines directly in the document.

Front Porch Forum

Discussion Summary:

- The NEK Broadband qualifies for custom access. We would be able to make area wide posts (for up to 3000 characters). Twice a month is \$190, once a month is \$150. We are awaiting a Communications Hire. Discussion ended with approval, no motion made.

Communications/Technology Committees

Discussion Summary

- It was suggested that the Communications Committee and the Technology Committee consider becoming ad hoc groups of the general governing board. The committees currently do not take many voting actions in their meetings and or do not often meet quorum. If the committees wish to dissolve, they will need to hold meetings with a vote in accordance with their charters. This will enable advisory conversations with the Executive Director, giving the Executive Director more agility. The item will be reviewed at the next committee meeting. No immediate action was taken.

Chart of Accounts, P&L, Balance Sheet

Discussion Summary:

- There is a new chart of accounts that the NEK Broadband is using. Kristen and Christa intend to work on a more detailed budget in February for presentation at the beginning of March.

FCC Update and State Backstop

Discussion Summary:

- Jonathan submitted a comment to the FCC on behalf of himself. The Executive Committee will be more timely in reviewing future draft comments to determine if NEK Broadband wishes to modify and or sign onto a comment themselves.
- VCBB discussed modifications to Section 7 of Act 71 regarding transfer of state assets. NEK Broadband has already completed and is pleased with the transfer as it stands, without revision. VCBB discussed modifications to 30 VSA 8086(c)(3). Christa Shute on behalf of NEK Broadband spoke with Christine Hallquist after the meeting. She took no opinion but recommended to Hallquist that she speak with the municipal bond company and USDA to see if the language is a problem.

WEC and the USDA ReConnect Grant

Motioned: Nick Seconded: Ray	For	Against	Abstain
Motion: to find that the premature disclosure of the Reconnect Grant and WEC strategy would substantially disadvantage the CUD and the parties involved.	6	0	0

Motioned: Nick Seconded: Ray	For	Against	Abstain
Motion: go into Executive Session under 1 VSA 313 to discuss contract negotiations.	6	0	0

Discussion Summary:

- No preliminary discussion took place.

Motioned: William Seconded: Nick	For	Against	Abstain
Motion: to exit Executive Session	6	0	0

Discussion Summary: No action was taken in Executive Session.

There was some confusion on the start time of the meeting. The Executive Committee meetings will be moved to 4pm for future meetings. The next meeting will be February 3, 2022 at 4pm (EST).

Adjourn

Motioned: Nick Seconded: William	For	Against	Abstain
Motion: to adjourn	6	0	0

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

Action Items

Action	Assigned to	Deadline
Evan will send an email regarding the Subcommittee for Hiring	Evan	1/21/2022
Move Executive Committee meeting to 4pm	Jami	1/20/22
Add ad-hoc/committees discussion for 2/3. Ray will discuss the item with the Tech Committee	Jami, Ray	2/1/2022