



## Executive Committee Meeting Minutes (Draft)

February 03, 2022 - 4:00pm -5:30pm

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

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

**Not Present:** Bill Piper (quorum is 5)

### Agenda Review

Motioned: Mike Seconded: Nick	For	Against	Abstain
Motion: to add the ReConnect Resolution and ARPA funding discussion to the agenda	5	0	0

- **Discussion Summary:** Christa would like to add a funding request resolution for the Reconnect Grant, ARPA funds review.

### Updates

- Action Items Check In - Approve Minutes

Motioned: Mike Seconded: Ray	For	Against	Abstain
Motion: to approve the meeting minutes from January 20, 2022	5	0	0

- **Administrative Update:**
  - Rob Dewees would like to contribute to the Governing Board in a larger way and would like to be invited to future EC meetings.

## New Business

### Reconnect Funding Resolution:

Motioned: Mike Seconded: Nick	For	Against	Abstain
Motion: to approve the ReConnect Funding Resolution	5	0	0

- **Discussion Summary:** Christa read the resolution to the committee, the difference chooses the Grant Loan Program and the amount:
- **Resolution:**  
"RESOLVED that NEK Broadband per the Authorized Representative Request of December 22, 2021 is authorized to submit an application with the Rural Utilities Service to request funding from the Rural E-Connectivity program ("ReConnect"). NEK Broadband's application is authorized to request \$20 million through the program's 50% Grant / 50% Loan Category."

### Net Neutrality Resolution

Motioned: Morgan Seconded: Mike	For	Against	Abstain
Motion: to recommend to the Governing Board, the approval of the Net Neutrality Resolution.	5	0	0

- **Discussion Summary:** The EC reviewed the document ahead of time and recommended approval to the Governing Board as the Resolution already fits within the Mission of the NEK Broadband CUD.
- **Resolution:**  
"The Federal Communications Commission (FCC) adopted net neutrality rules on February 26, 2015, that state: (1) Broadband providers shall not block access to lawful content, applications, services, or nonharmful devices; (2) Broadband providers shall not impair or degrade lawful Internet traffic on the basis of content, application, or service, or use of a nonharmful device; and (3) Broadband providers shall not favor some lawful Internet traffic over other lawful Internet traffic in exchange for consideration of any kind.

NEK Broadband commits to supporting net neutrality in its current and proposed broadband networks to align with the FCC's rules and to promote a competitive broadband market. Specifically, NEK Broadband will not take part in or allow the following actions on its networks regarding net neutrality:

1. Block lawful content, applications, services, or non-harmful devices, subject to reasonable network management

2. Impair or degrade lawful internet traffic on the basis of internet content, application, or service, or use of a non-harmful device, subject to reasonable network management
3. Engage in paid prioritization – meaning the management of a broadband provider's network to directly or indirectly favor some traffic over other traffic – including through use of techniques such as traffic shaping, prioritization, resource reservation, or other forms of preferential traffic management, either (a) in exchange for consideration (monetary or otherwise) from a third party, or (b) to benefit an affiliated entity.

This Net Neutrality commitment was voted on by a quorum of the NEK Broadband Governing Board at a duly warned meeting on February 3rd, 2022. "

**RFP Language for Labor RISI/CWA**

<b>Motioned: Mike</b> <b>Seconded: Morgan</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Motion: to approve the RFP Language for Labor with the additions of prevailing wage and union neutral language</b>	6	0	0

- **Discussion Summary:** The new language highlights business standards on how the organizations treat their employees. NEK Broadband has and will continue to support prevailing wage, local workforce, safety training, etc. Christa recommends the language to be included into the RFPs. The Language would also help to provide documentable support for ReConnect. Christa will talk with the State of VT Dept of Labor to get a list of prevailing wages and Add in prevailing wage language and union neutral language, to be presented to the Governing Board.
- **Suggested Language:** Developed by CWA; Shared with Ann Lichter by Nell Gaiser with CWA December 2021

“For applicants to the [Broadband Deployment RFP], preference will be given for high-road employers who can demonstrate that the workforce performing the contract will meet the following criteria:

- High standards of safety training, certification, and/or licensure for all relevant workers, for example, OSHA 10, OSHA 30, confined space, traffic control, or other training, as relevant depending on title and work, and exemplary workplace safety practices;
- Professional certifications and/or in-house training to ensure that deployment is done at a high standard;
- [CITY/COUNTY]-based workforce that supports job pipelines for traditionally marginalized communities;
- Relevant work will be performed by a directly employed workforce or employer has policies and/or practices to ensure that any employees of contractors used meet the criteria as described above;

- No recent violations of Occupational Safety and Health Act, the Fair Labor Standards Act, Title VII of the Civil Rights Act of 1964, and [STATE] Labor and Employment Laws.

Enforcement mechanism for high road employment provisions:

The [ADMINISTERING AGENCY] shall require the winning bidder to provide reports on the commitments made in the bidder’s proposal. At a minimum, the information provided shall include all of the following:

1. The total number of workers disaggregated by job title performing relevant work;
2. A description of safety training, certification, and/or licensure requirements for all relevant workers and copies of policies and procedures related to safety standards;
3. Information on the Professional certifications and/or in-house training in place to ensure deployment is done at a high standard;
4. Documentation of a [CITY/COUNTY]-based workforce that supports job pipelines for traditionally marginalized communities;
5. A description of any open investigations against the recipient for violations of the Occupational Safety and Health Act, the Fair Labor Standards Act, Title VII of the Civil Rights Act of 1964, and [STATE] Labor and Employment Laws within the last two years;
6. A statement of whether any of the relevant work has been performed by contracted companies, and if so, the above information for each of the companies that has performed relevant work as well. ”

Jonathan Baker joined the meeting at 4:18pm (quorum is now 6)

### Staffing Sub Committee

- **Discussion Summary:** The sub-committee would build an organization chart and head up hiring staff. They will decide if we will hire an individual on staff for HR or hiring an HR organization. The committee will be made up of Jonathan, Morgan and Evan. Evan will send out an invite for evening of Next Wednesday.

### Communications and Public Relations Manager Role

Motioned: Jonathan Seconded: Morgan	For	Against	Abstain
Motion: to recommend the approval of the Job Description for Communications and Public Relations Manager.	6	0	0

- **Discussion Summary:** The Job Description was reviewed by the Executive

Committee. We are looking for a local person at a Full Time rate with benefits for the position. The role will be discussed further by the Hiring Subcommittee.

**WCVT Partnership Retail Agreement and Network Operations Agreement**

Motioned: Nick Seconded: Morgan	For	Against	Abstain
Motion: to find that the premature disclosure of the Partnership Retail Agreement and the Network Operations Agreement with WCVT would substantially disadvantage the CUD if disclosed at this time.	6	0	0

Motioned: Nick Seconded: Morgan	For	Against	Abstain
Motion: to enter into Executive Session under 1 VSA 313 with Kal Saffron.	6	0	0

- **Discussion Summary:** as Christa Shute, Kristen Fountain, and Jami Jones are all non-voting members of the Executive Committee they do not need to be included in the motions going forward.

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

- **Discussion Summary:** No action was taken in Executive Session. The Committee left Executive Session at 5:16pm

**WEC Agreement and Notes**

Motioned: Morgan Seconded: Mike	For	Against	Abstain
Motion: to find that the premature disclosure of the WEC Agreement updates would substantially disadvantage the NEK Broadband CUD were it to be made public.	6	0	0

<b>Motioned: Morgan</b> <b>Seconded: Mike</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Motion: to enter Executive Session under 1 VSA 313 with Kal Saffron to discuss the WEC Agreement.</b>	6	0	0

- **Discussion Summary:** no public discussion took place.

<b>Motioned: Nick</b> <b>Seconded: Morgan</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Motion: to exit Executive Session</b>	6	0	0

- **Discussion Summary:** No action was taken in Executive Session. The Committee left Executive Session at 5:32pm

### ARPA Funding Discussion

<b>Motioned: Mike</b> <b>Seconded: Ray</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Motion: to find that the premature disclosure of the ARPA Discussion would substantially disadvantage the NEK Broadband CUD were it to be made public</b>	6	0	0

<b>Motioned: Mike</b> <b>Seconded: Ray</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Motion: to enter Executive Session under 1 VSA 313 with Kal Saffron to discuss ARPA Funding.</b>	6	0	0

- **Discussion Summary:** no public discussion took place.

Evan left the meeting at 5:52pm. Quorum is now 5.

<b>Motioned: Mike</b> <b>Seconded: Nick</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
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<b>Motion: to exit Executive Session</b>	5	0	0
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- **Discussion Summary:** No action was taken in Executive Session. The Committee left Executive Session at 6pm.

## Adjourn

<b>Motioned: Mike</b> <b>Seconded: Nick</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Motion: to adjourn</b>	5	0	0

- **Discussion Summary:** No discussion took place.

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

## Action Items

Action	Assigned to	Deadline
Jami will add Rob Dewees to the EC Meeting.	Jami	2/4/2022
Jami will add the Net Neutrality Resolution to the Website	Jami	ASAP
Christa will talk with the Dept of Labor to get a list of prevailing wages	Christa	2/4/2022
Evan will send out an invite for evening of Next Wednesday for Staffing Subcommittee	Evan	ASAP