



Governing Board Meeting Minutes (Draft)

April 14, 2022 - 5:30 - 7pm

In-Person Location: None - see note re ACT 78 below.

Attendees: See attached list

Role Call & Agenda Review - 2 Min

Public Comment - 2 Min

No public comment was made.

Consent Agenda - 1 Min

- Approval of Meeting Minutes
- FYI: Committee Minutes

Motioned: Jennifer Barone Seconded: Dale Urie	For	Against	Abstain
Motion: to approve the Consent Agenda.	34	0	0

Updates

Executive Committee Action Review & Affirmation

Motioned: Kathleen Monroe Seconded: Jennifer Barone	For	Against	Abstain
Motion: that the Governing Board affirms receipt and confirmation, with no proposed revision or alteration, of the Executive Committee Actions document.	34	0	0

- **Discussion Summary:** No discussion took place.
- A new member onboarding meeting for those who have joined the CUD in the last 6 months, for Q&A. More information to come.

Updates from Executive Director

- **Discussion Summary:**
- **Funding:** We have been approved through the VCBB in the Preconstruction Grant to receive additional \$1.35 million in funds. The Construction Grant application has been sent for \$16mil to the VCBB. It pays for the first 230 miles of construction and 500 miles of materials. It is scheduled for review one week from Monday. Next steps are to apply for the VEDA Loan. This will help if the CUD needs a match for funds or funding outside of the grants. We have received a letter of support from our congressional delegation. It has been sent to the Secretary of the USDA and the group that will be reviewing the USDA Grant. We look forward to future updates.
- **Resources:** Christa gave an overview of the new hirees/contractors that we will be working with. NEK Broadband will be posting a job description for Grant Manager/ Bookkeeper. There are 2 open seats on the Executive Committee if any board member would like to join. Executive Committee meets on the First and Third Thursdays at 4pm (EST).
- **Construction:** NEK Broadband made the permanent connection between VELCO and Waitsfield. We will start billing next week. We will start servicing those in Concord who are interested and signed up via get.nekbroadband.org. Make-Ready apps have been sent in for new parts of the backbone including the USDA ReConnect area.
- **Materials:** Lead times on equipment extend 6-10 months. We have put out and received RFPs for Network Materials and Construction Materials. The goal remains a 5 year build. The major constraint is labor supply. We have been focusing on Workforce Development and will continue to do so in a long-term perspective.

New Business

Affordability Group Update

- **Discussion Summary:** The Affordability Group has been established. Claire Polfus gave a quick update for the Affordability Group. The Group discussed the definition of "Affordability," the current available assistance, and how to bridge a gap between differing income brackets. The group is looking into possible funding options, i.e. a sliding scale, a universal service fund, and what effect that has on the business model. The group will be meeting on the 2nd and 4th Thursdays of the month at 4pm, and will bring more information at the next board meeting. WCVT has invited the NEK to a presentation on ACP (Affordable Connectivity Program) which will be recorded and uploaded into the "Affordability" folder.

Conflict of Interest Policy

- **Discussion Summary:** Jonathan Baker put together a Conflict of Interest Policy largely derived from another private organization. It was positively reviewed by NEK Broadband's general counsel. There will be edits made to the policy for more clarity. The policy will be revised and reviewed by the Executive Committee to include clarification on "grantees," "independent contractors," possible "Exemption Clause," and "Undivided Loyalty" languages.

Organizational Meeting

- **Discussion Summary:** Tuesday, May 10, 2022 at 5:30pm it will serve as the monthly Governing Board meeting. Rep Reappointments will be selected and Jami/Nedah will send out a Clerk/Selectboard Reappointment email to the Towns. Interest in committees and nominations for official positions can be sent to clerk@nekbroadband.org.

Intro to Nedah

- **Discussion Summary:** Nedah Warstler has been hired as the Community Relationship Manager for the CUD. She gave a short presentation to introduce herself to the board.

Break Out Groups- Community Relations and Conflict of Interest

- **Thoughts on the Conflict of Interest Policy**
- **What do you think are the best ways for the organization to leverage a Community Relations Manager?**
- **What would you like from Nedah for your town?**
- **How do you feel about doing break out sessions with your Town Hall group if hearing from others when all groups report out?**

Group 1: glad for conflict of interest, nedah could be used in the Town meetings

Group 2: Nedah: help all the groups to know how they fit into the bigger picture

Group 3: Town hall groups are good, addressing concerns between towns and people within towns by providing information and communication. Need basic, simple, accurate overviews in the towns

Group 4: Need more information, build trust and confidence in the brand, leveraging database skills, how to reach the clerks, selectboards, and the state reps. Annual face of NEK Broadband.

Group 5: Conflict of Interest: put on the website, also ethics policy as a follow up, meeting groups: easier to ask questions, non-selectboard members: how to we message those who aren't connected and how do we get the messages out? (Libraries?)

Group 6&7: regular news to Selectboards, brand awareness, followup on the surveys, involve Nedah in operational things that are outward facing.

Other Business

Adjourn

Motioned: Jennifer Barone Seconded: Malcolm Doak	For	Against	Abstain
Motion: to adjourn	34	0	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									
Bloomfield	Nate Nugent								
Brighton	Michael Strait	v	v	Jonah Petre					
Brownington	Calvin Page			William Davis					
Brunswick	David Caron	v	v	Theresa Caron					
Burke	Jennifer Barone	v	v	Todd Vendituoli		x			
Canaan	Ann Morgan Wade	v	v	Alfred Buckley			Frank Sawicki, Jr		
Charleston	John Kellogg	v	v	Peter Moskovites					
Concord	Dale Urie	v	v	Bill Humphrey					
Coventry	David Barlow			Phil Marquette					
Craftsbury	Rudy Chase	v	v	Katherine Sims					
Danville	Jonathan Baker	v	v	Sean Frason					
Derby	Karen Chitambar			Bob Kelley			Grant Spates		
East Haven				Kerri Fillion					
Glover	Noah Armstrong	v	v						
Granby	Sonia Peters			Sheryl Brown	v	v			
Greensboro				Mary Metcalf	v	v			
Groton	Mike Gais	v	v	Michael Nahmias					
Guildhall	Susan McVetty			George Blakeslee					
Hardwick	Paul Fixx	v	v	Doug McClure					
Holland	Andrew Bouchard			Ed Brady	v	v			
Irasburg									
Jay	Lynnette Deaette	v	v	Le-Ann Tetrault			Tara Morse		
Kirby	Dana Caspersen			Malcom Doak	v	v			
Lemington	William Gilbert	v	v	Beth Ellingwood			David White		
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	Eric Pope	v	v						
Newark	Ben Tilford	v	v	Mark Whitworth					
Newport City	Woodman Page		v	Chris Vachon			Paul Monette		
Newport Town	Wendy Matthews	v	v	Cameron Thompson			David Ghelli		
Norton	Christina Duffy			Kenn Stransky	x	x			
Peacham	Jock Gill			Harry Vann	v	v			
Ryegate	Shawn Burroughs	v	v	Nelson Elder					
Sheffield	Claire Polfus	v	v	Annie Mclean					
St. Johnsbury	Nicolas Anzalone	v	v	Scott Campbell					
Stannard	Steve Pickard			Johanna Polsenberg					
Sutton	Evan Carlson	v	v	David Tucker			Robert Simms		
Troy	Robert Langlands			Gary Taylor			Mark Sanville		
UTGs	Barb Nolan			Gina Vigneault					
Victory									
Walden	Caro Thompson								
Waterford	Bill Piper	v	v	Fred Saar					
Westfield	Carrie Glessner			Laura Emery	v	v			
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: 4/14/2022

	P	V		
Delegates P/V	27	28	Member Towns	48
Alternates P/V	10	6	Towns Represente	34
Votes total	34		Quorum	Yes
Votes to pass	18			

Members of the Public

Staff in Attendance:

Christa Shute (ED)
Jami Jones (Clerk)
Kristen Foutnain (Treasurer)
Nedah Warstler (CRM)