



Executive Committee Meeting Minutes (Draft)

June 2, 2022, 4-5:30 pm

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

Quorum is 5

Agenda Review

Motioned: Michael Seconded: Ray	For	Against	Abstain
Motion: to amend the agenda to combine Construction RFP and First Light line items.	8	0	0

- **Discussion Summary:** The agenda was full, and items needed to be consolidated due to time constraints.

Updates

Approval of Minutes from 5/5, and 5/6

Motioned: Michael Seconded: Paul	For	Against	Abstain
Motion: to approve the meeting minutes for May 5th and May 6th	8	0	0

- **Discussion Summary:** How are follow-up items brought back to the committee? We will be making a process change to send out the minutes/review the minutes before the Agenda is made for the next meeting. The item is "Loss of Service." The policy is to contact Mike Reed at Mission Broadband if Christa is not available. We are coordinating with WCVT, and have continued negotiations with Eustis, supplementing with our own services. This topic will be added to the next agenda for update.

Communication Update- Nedah

- **Discussion Summary:** Nedah gave a review of her current activities. Her update included the articles, media, and audio on the \$16 million awarded. Nedah has been working with Stride and updating the website. Content will be sent to Stride by the end of next week. A wireframe will be resent to the EC. Nedah has also been creating content for the social

media sites and working with Nick on the Crowd Fiber analytics. We look forward to more data for more accurate and consistent growth in engagement.

Christa’s Update

- **Discussion Summary:** 3 more customers are being added tomorrow for a total of 30. More fiber is being delivered Friday.

New Business

ARPA Funds Discussion

- **Discussion Summary:** Christa has been actively working with interested towns on the ARPA funds. There have been minor modifications to the contracts since the committee last reviewed. They are now being made a reality. Peacham has approved the contract being reviewed. Groton has approved the substance and the proposal, but are awaiting the confirmation of Peacham’s approval. Groton will proceed as planned. A Ryegate proposal and contract is also being made. Walden will be making a decision in June. A proposal is in the works for Hardwick, Holland, Westmore, and Wheelock. Barnet and Waterford decisions are outstanding. Christa proposed that the remaining towns have until the 15th of June to ask for a proposal. The proposals would then be in order for the VCBB Sept deadline.
 - The towns could be given deadlines (signatures from selectboard in by x date) along the entire timeline.
 - The benefit of the proposals has been getting the towns involved.
 - There has been no “formal written offer” to the towns. If we are withdrawing a formal offer, give 30 days. Because we have not given a formal offer, we could withdraw in an informal way. A process should be put in place for communication on the subject so that we do not have to wait for responses until the next board meeting.
 - An update to Governing Board members to indicate- we will continue to work with towns in progress, but will no longer be starting new proposals for towns.
 - Nedah will continue to work on a process for communication to the individual towns

Motioned: Michael Seconded: Morgan	For	Against	Abstain
Motion: to approve the Peacham and Groton Contracts.	8	0	0

- **Discussion Summary:** The website does not indicate 100/100, but 50 & 250. It is inconsistent with the contracts. Our pricing does take into consideration the bond market. The contracts have been vetted by our general legal counsel and the committee. 100/100 has been put into the contract as a network capability related to ARPA, rather than the services that we are actually providing. A lot of factors go into the construction dates and times. Christa tried to be conservative with the timelines to manage expectations. Suggestion for a master timeline to outline the contracts’ deadlines. Other towns will be approved/unapproved as the proposals are presented.

Warehouse, Purchasing, Deliveries

- **Discussion Summary:** about 20 fiber reels have been delivered. More fiber will be delivered Friday and Monday. All of the fiber that we will need for this construction season has either

shipped or will ship imminently and we are not going to be having fiber constraints. The structural engineer will be reviewing the building to confirm that it will take the potential weight load of fiber, strand, anchors, concrete vaults etc. No problem is anticipated because the second floor was a) built for a paper company and b) build to have trucks driving in and out of the second floor.. The warehouse currently meets fire codes. NEK Broadband is a member of the National Rural Broadband Association which gives us access to Telcom Insurance for telecommunication property and liability as well as all of our general business insurance. NEK Broadband is getting quotes on fencing to secure the fiber that can be moved to other locations in the future.

Hiring Authority and Bookkeeper Update

- **Discussion Summary:** We had 8 applicants for the Bookkeeping/Grant Manager position. The options were narrowed down to 1. The candidate was given and passed a bookkeeping exam. Christa is looking into their references. Christa has the authority as Executive Director to hire staff, while keeping the Executive Committee informed of new hires. The Executive Committee will be approving the job positions.

First Light Contract & Construction RFP Updates

Motioned: Michael Seconded: Morgan	For	Against	Abstain
Motion: Enter Executive Session with the NEK Broadband staff, finding that the discussion of the Construction RFP and the First Light Contract would substantially disadvantage the CUD, were it to be made public at this time.	8	0	0

Motioned: Michael Seconded: William	For	Against	Abstain
Motion: to exit Executive Session.	8	0	0

- **Discussion Summary:** No action was taken in Executive Session. The committee left Executive session at 5:12pm.

Motioned: Michael Seconded: Morgan	For	Against	Abstain
Motion: to enter into contract negotiations with First Light and Eustis Cable with the authority to enter into a contract with the finalist at the Executive Director’s discretion.	8	0	0

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

Quarterly Meetings

- **Discussion Summary:** Update on the communication plan for the Governing Board. Nedah will be sending out the EC Agendas to the Governing Board. Communications from Nedah will include the media outlets, newsletters, and will continue to update as the documents are in the works. We will start by providing the Governing Board with information as we consider taking steps to move to a Quarterly Meeting while providing supplemental steps such as newsletters, communications, calls/emails, etc. The deadline for review will be November 2022. Proposed was having meetings where each Board member shares 3 minutes on their town which serves to share information between towns and gives information back to the Executive Committee. This could alternate with a month of town meetings and a typical (fairly top down) Governing Board meeting. There is a need for On Boarding, guidance and instruction for the Governing Board. Town Halls will also continue to be points of contact and communication between the organization and the towns, as well as Christa's office hours. Proposed a formal process to collect and track feedback, reporting it out, and enacting steps to change to address as many concerns as possible.

Governing Board Agenda

- **Discussion Summary:**
 - Christa's update proposed including the number of customers or other statistics to show what we have been doing, a broad sketch with a timeline may be included at the board meeting in July. However, in June we can provide a preview of how we are getting there and help people understand there are many moving pieces before we can get more visual data as far as a timeline is concerned.
 - Construction RFP update
 - Workforce Development Update
 - Affordability Update
 - Quarterly Financial Reports from May
 - Breakout: How should we communicate to the different entities in your town?
 - Preview of Upcoming Events/Attractions-
 - St J office Space (pindrop on Google map), intro to the Bookkeeper
 - "Recap"- GB Feedback

William and Jonathan left the meeting at 5:32pm

Nick left the meeting at 5:53pm

Action Items

- Operational Process for ED, and Staff and Board Members in ED absence
- Minutes sent prior to Agendas
- Items not addressed: In person EC meeting location/Date/Time, Camp/mobile (underground) services
- Wireframes and comms update to EC (Paul Fixx)- Nedah
- Suggestion for a master timeline to outline the contracts' deadlines- Christa
- Update regarding Town ARPA funding to be provided by Christa

- Send EC Agendas to the Board with the link to the website - Nedah
- Send out the Breakout Group notes from the last GB meeting to the EC - Jami
- Reschedule office hours for Christa- Jami (RSVP requests)

Adjourn

Motioned: Evan Seconded: Paul	For	Against	Abstain
Motion: to adjourn.	5	0	0

Respectfully Submitted,

Nedah Warstler, NEK Broadband, Clerk