



Special Governing Board Meeting Minutes - DRAFT

July 11, 2024

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

Attendees: See attached list.

5:35 pm

Role Call & Agenda Review

Update on Merger Analysis

- **Discussion Summary:** Nick explained that this vote to continue the merger process or not needs to happen tonight because of the BEAD application timeline. There are insufficient resources to prepare multiple BEAD applications pending the August vote. The Executive Committee has not met since the latest information has been gathered and synthesized so they don't have a formal recommendation.

Motion to Approve the Continuation of the Merger Process -tabled to enter Executive Session

Motioned: Nick Anzalone Seconded: Mary Metcalf	For	Against	Abstain
Motion: To approve the continuation of the merger process with the understanding that staff is going to proceed as if we are merging in order to work on integration, BEAD preparation, partnerships, negotiations, and other important business. A yes vote indicates that you will be present and voting yes at the final vote on August 15, 2024 barring the presentation of new information.			

Executive Session to Discuss Merger

Entered 5:42 pm

Motioned: Evan Carlson Seconded: Sally Vallat	For	Against	Abstain
Motion: To go into Executive Session under the provisions of 1 VSA §313 with staff, contractors, and Colleen Morris to discuss merger of NEK Broadband and CVFiber, finding that premature disclosure could substantially disadvantage the CUD if it were to be made public at this time.	Passed with no objections	0	0

Jennille Smith entered during executive session at 5:45pm. Mike Gaiss entered at 5:47pm. David Mannix entered at 5:48pm. Paul Fixx entered at 5:48pm Terrence Curran entered at 5:50pm. Laura Emery entered at 6:02pm. During executive session, David Mannix left at 5:49pm. Jennille Smith left at 5:49pm; Peggy Stevens left at 6:13pm. Lynette Deaette left at 6:14pm. Bill Davis left at 6:20pm, and Jonathan Baker left at 6:33pm. Executive Session was exited at 6:34pm.

Motion to Approve the Continuation of the Merger Process

Motion was moved: Rob Dewees Seconded: Sally Vallat	For	Against	Abstain
Motion: To approve the continuation of the merger process with the understanding that staff is going to proceed as if we are merging in order to work on integration, BEAD preparation, partnerships, negotiations, and other important business. A yes vote indicates that you will be present and voting yes at the final vote on August 15, 2024 barring the presentation of new information.	34 See voting record in attendance below	0	0

The following Governing Board Representatives were unable to be present for the Roll Call vote but indicated that they would have voted "yes" - Peggy Stevens, Jonathan Baker, Bill Davis and Larry Labor.

Adjourn at 6:43 pm

Motioned: Mary Seconded: Noah	For	Against	Abstain
	Passed with no objections	0	0

Drafted by Kitty Ufford-Chase, Clerk

Name	Member Town	Type		Roll Call	Time Left		
				6:35 PM		Voting	38
Rob Dewees	Albany	Primary	V	YES		Present	8
Neil Glassman	Barnet	Primary	V	YES		Staff	4
Nate Nugent	Bloomfield	Primary				Guest	3
Michael Strait	Brighton	Primary					
James Ozone	Brighton	Alternate	V	YES		quorum is 26	
Noah Bond	Brighton	Alternate					
Amber Hastings	Brownington	Alternate					
William Davis	Brownington	Primary	V		6:20		
David Caron	Brunswick	Primary					
Theresa Caron	Brunswick	Alternate					
Patricia Vanderhoop	Burke	Primary					
Ann Morgan Wade	Canaan	Primary	V	YES			
Frank Sawicki, Jr	Canaan	Alternate					
John Kellogg	Charleston	Alternate					
Peggy Stevens	Charleston	Primary	V		6:13		
Bill Humphrey	Concord	Primary					
Charles Conn	Coventry	Primary	V	YES			

Phil Marquette	Coventry	Alternate					
Rudy Chase	Craftsbury	Primary	V	YES			
Brian Machesney	Craftsbury	Alternate	P				
Jonathan Baker	Danville	Primary	V		6:33		
Bob Kelley	Derby	Alternate					
Grant Spates	Derby	Alternate					
Lindsay Brainard	Derby	Alternate					
David Barlow	Derby	Primary	V	YES			
Noah Armstrong	Glover	Primary	V	YES			
Hadley Piper	Glover	Alternate	P				
Sheryl Brown	Granby	Alternate					
Sonia Peters	Granby	Primary	V	YES			
Mary Metcalf	Greensboro	Primary	V	YES			
John Stone	Greensboro	Alternate					
Terrence Curran	Groton	Alternate	P				
Mike Gaiss	Groton	Primary	V	YES			
John Orlowski	Guildhall	Alternate					
Richard Schiller	Guildhall	Primary	V	YES			
Paul Fixx	Hardwick	Primary	V	YES			
Ed Brady	Holland	Primary	V	YES			

Andrew Bouchard	Holland	Alternate					
Lynnette Deaette	Jay	Primary	V		6:14		
Le-Ann Tetrault	Jay	Alternate					
Tara Morse	Jay	Alternate					
Dana Caspersen	Kirby	Primary	V	YES			
Malcolm Doak	Kirby	Alternate	P				
William Gilbert	Lemington	Primary	V	YES			
Beth Ellingwood	Lemington	Alternate					
Marjorie Kramer	Lowell	Primary					
Faye Starr	Lowell	Alternate					
Harry Williams	Lunenburg	Primary	V	YES			
Gary Briggs	Lunenburg	Alternate					
Marty Feltus	Lyndon	Primary	V	YES			
Jack Donnelly	Maidstone	Primary	V	YES			
Eric Pope	Morgan	Primary					
Larry Labor	Morgan	Alternate					
Ben Tilford	Newark	Primary	V	YES			
Mark Whitworth	Newark	Alternate	P				
Chris Vachon	Newport City	Alternate					
Woodman Page	Newport City	Primary	V	YES			
David Ghelli	Newport Town	Alternate					

Wendy Matthews	Newport Town	Primary	V	YES			
Sally Vallat	Norton	Primary	V	YES			
Jock Gill	Peacham	Primary	V	YES			
Karen Lewis	Peacham	Alternate					
Shawn Burroughs	Ryegate	Primary	V	YES			
Tyler Pokines	Ryegate	Alternate					
Annie McLean	Sheffield	Alternate					
Nicolas Anzalone	St Johnsbury	Primary	V	YES			
Colleen Morris	St Johnsbury	Alternate	P				
Evan Carlson	Sutton	Primary	V	YES			
David Tucker	Sutton	Alternate					
Robert Simms	Sutton	Alternate					
Gaston Bathalon	Troy	Primary	V	YES			
Robert Langlands	Troy	Alternate					
Anthony Soldo	UTGs	Alternate					
David Conley	UTGs	Primary	V	YES			
Seth O'Brien	Walden	Primary	V	YES			
Bill Piper	Waterford	Alternate	V	YES			
Mike Barrett	Waterford	Primary					
Carrie Glessner	Westfield	Primary					

Laura Emery	Westfield	Alternate	V	YES			
Ray Lanier	Westmore	Alternate	P				
Donna Dzugas	Westmore	Primary	V	YES			
Linda Michniewicz	Westmore	Alternate					
Eileen Boland	Wheelock	Primary	V	YES			
David Stahler Jr.	Wheelock	Alternate	P				
Bruce Wheeler	Wolcott	Primary					
Christa Shute	NEK Broadband			S			
Danielle Sukkaew	NEK Broadband			S			
Denise Sullivan	NEK Broadband						
Kitty Ufford-Chase	NEK Broadband			S			
Tonya Ozone	NEK Broadband			S			
Deb Shannon	Consultant			G			
Jennille Smith	CVFiber			G			
David Mannix	CVFiber			G		5:49	