



CV FIBER GOVERNING BOARD MEETING MINUTES

GoToMeeting (virtual meeting only)

May 26, 2020

Present:

Governing board delegates: John Russell (Worcester), Michael Birnbaum (Plainfield), Andrew Gilbert (Cabot), Chuck Burt (Moretown), David Healy (Calais), Joshua Jarvis (Barre Town), Philip Hyjek (Middlesex), Jeremy Hansen (Berlin), Greg Kelly (Barre City), Siobhan Perricone (Orange).

Alternate delegates: Allen Gilbert (Worcester), Jerry Diamantides (Berlin), Jeremy Matt (Plainfield)

Others: ORCA, Katharina from Washington, Tim Wheatley (?)

Called to order: 6:03PM by Jeremy Hansen via GoToWebinar

Public comment: John Russell noted that he met with a representative of Mansfield Fiber, and they got their network completed in about 2 years

Additions to the agenda:

- Discussion of Washington joining CVFiber

Discussion of Washington joining CVFiber:

- Siobhan Perricone was approached by a resident of Washington about the possibility of joining CVFiber. Apparently Washington is weighing their options of either joining CVFiber or ECFiber. A couple of items came up in this discussion: first, the resident was under the impression that Washington residents would be required to purchase CVFiber services (this is not true) and second, that ECFiber does not use wireless, but that CVFiber would. Siobhan responded that ECFiber does not, but that CVFiber, while committed to fiber to the home, may use wireless points to provide service to a few hard-to-reach locations.
- Katharina (Washington Resident) asked for a description of the wireless towers and asked for talking points to bring to the Select Board. Jeremy Hansen offered to have himself or Siobhan Perricone attend the next select board meeting. Katharina was also concerned about wireless signal safety

- Michael Birnbaum described the wireless installations (basically telephone poles with a few antennas on them) and discussed the safety issue. He noted that the antennas CVFiber may use are lower power (short range) and mid-range frequency (higher power and higher frequency increases the potential risk).

Reports back about recent meetings

- Jeremy Hansen reported on the following meetings:
 - VELCO is very interested in working with us as a collaborative partner. Included the possibility of cooperative designs and trading of transmission capacity.
 - Jeremy Hansen met with representatives of the Economic Development Agency about a possible grant application. The takeaway was that the best bet would be for all CUDs to get together and go for a state-wide grant. ECFiber might be willing to put their name on the consortium. Michael Birnbaum noted that EDA has already built fiber in Vermont.
 - The oversight board to the Public Service Board had a discussion of the Emergency Broadband Plan, but it didn't seem like any action would come of this meeting
 - House Energy and Technology committee had a long meeting and is very interested in moving broadband forward. They're trying to figure out how to put the Emergency Broadband Plan into legislation. Action on this is likely on the "weeks" scale, as they will want to get something out the door before recess.
- David Healy reported on the following meetings:
 - David attended a meeting of all existing CUDs in the state and a few almost-CUDs to discuss forming a state-wide "super CUD". This is in the works. Also at this meeting there was discussion of CUDs forming a consortium and bidding on RDOF for the whole State. ECFiber and ValleyNet are possible leaders. Rob Fish noted that he is putting in a Northern Border Regional Commission grant application "for all CUDs".
 - Discussion with Bonnie Wanniger at the RPC: she won't sign an NDA to get a copy of the feasibility study. She has a copy of the redacted feasibility study
- Michael Birnbaum provided additional details on the VELCO meeting. They indicated that they would be willing to give CUDs a better lease rate on fibers and that lease would be long-term. They also are discussing the possibility of organizing the electric utilities to bid on RDOF and building everything themselves.

Update/discussion about private fundraising/loans

- Philip Hyjek had a discussion with Stan Williams at ECFiber regarding loan offerings to private investors. Stan said that in his opinion this should be an option of last resort. He thinks there is potentially a lot of grant money floating around due to COVID-19, and that CVFiber would be better off with grants if possible.
- Chuck Burt reported on the following meetings:
 - He had a conversation with Louisa Schibli of MilkMoney regarding options for servicing high-risk, high-interest loans if CVFiber has to go that route. One possibility is an offering where they manage all the reporting and we manage the marketing.
 - He had a meeting with Simeon Chapin, Community Impact Officer, VSECU. In the past VSECU has set up a CD for organizations wishing to raise money: any money from purchase of

the CDs is would be made available to CVFiber as a loan. It is unclear if this will be an option for CVFiber however.

- Chuck noted that he has a meeting scheduled with Chelsea Lewis of Vermont Community Foundation, a Middlebury-based organization that helps raise capital for VT non-profits and coops.
- Louisa Schibli also advised CVFiber to make contact with Eli Moulton, a Burlington-based attorney who specializes in helping ventures explore various fundraising paths. Michael Birnbaum pointed out that he knows Mr. Moulton and can endorse his work.

RDOF Partnership update

- David Healy sent a new letter asking potential partners to sign an NDA. Not much response so far. ValleyNet has signed and VTEL has responded. David also talked to WEC, who are still mulling it over. They're moving in a positive direction, but David thinks they are moving too slow. They did not attend the consortium meeting that VELCO organized to discuss having the electric utilities bid on RDOF.
- Jeremy Hansen asked for discussion on the possibility of joining a "super CUD" and going after RDOF on a state-wide basis:
 - Michael Birnbaum noted that it wasn't a "slam dunk", but that it was worth looking into if someone like ValleyNet could be convinced to be the bidder. He also noted that size doesn't really matter as bidding is on a block-by-block basis
 - Greg Kelly noted that the State might be willing to provide the letter of credit
 - Jerry Diamantides noted that he didn't see how ValleyNet would be willing to take on that risk
 - Jeremy Hansen responded that if the State provides a letter of credit, they would be underwriting a portion of the risk.

Northern Borders Regional Commission grant application

- David Healy reported that the application is requesting \$600,000, which would provide the match for the VEDA loan. David also noted that it might be possible to "recycle" some of the forms for other applications.
- MOTION (Jeremy Hansen, second Siobhan Perricone): to authorize David Healy and Jeremy Hansen to finalize and submit the grant application to the Northern Borders Regional Commission. No Discussion. Motion passed by unanimous consent.

Feasibility Study Update

- Jeremy Hansen reported that the DRAFT Feasibility Study is under review by the public service board, and that the results of the review are due in a few days, at which point we will hopefully get the green light to move forward with the business plan. Jeremy also noted that Interisle appears to be moving forward with the business plan.
- Jeremy Hansen reported that Stan Williams at ValleyNet re-committed to helping with the financial portion of the business plan.
- With regard to timing, David Healy noted that we expect to hear about the Northern Borders Regional Commission grant by late August. With regard to potential VEDA funding, he noted that the VEDA application asks for stuff we just don't have. Jeremy Hansen responded that we can just put down "NA" for items that are not applicable.

Public Records Request Update:

- Jeremy Hansen reported that the person who requested the “Interisle deliverables” (see the May 12, 2020 minutes for further discussion of this request) appealed our denial. The appeal was denied by the reviewing authority. The requester may choose to file a motion with the court to get the matter adjudicated
- Jeremy Hansen reported that he received another Open Records request from another party, and that he’s working on redacting the final Feasibility Study in a manner consistent with the redaction of the DRAFT.
- MOTION (Jeremy Hansen, second Michael Birnbaum): to authorize David Healy to release those portions of the Feasibility Study which are required by the Northern Borders Regional Commission if NRBC will not or cannot agree to keep the Feasibility Study confidential. Discussion:
 - Allen Gilbert noted that we need to be very careful to make sure that we’re treating all entities equally. He also noted that Jeremy Hansen has been the contact person with regards to release of information, and that it is typically better to have a single person fill that roll
 - Jeremy Hansen indicated that if he was going to take on the roll of deciding what to release, he wanted formal approval from the Board
 - MOTION (Michael Birnbaum, second Siobhan Perricone): to amend the motion under discussion to read as follows:

To authorize David Healy to recommend to the Chair what if any portions of the Feasibility Study need to be provided within the application for a grant from the Northern Borders Regional Commission. To authorize the Chair to decide how to act on David Healy’s recommendation with the understanding that the Chair will consult with the Project Team members if the Chair is uncertain of the best course of action. No discussion. Motion passed by unanimous consent.
 - No further discussion. Motion passed by unanimous consent as amended.

Approval of meeting minutes

- MOTION (David Healy, second Siobhan Perricone): to approve the May 12th, 2020 meeting minutes. No Discussion. Motion passed by unanimous consent.
- Chuck Burt pointed out that a reference in the April 28th Governing Board meeting minutes to the “April 12th” meeting should actually be a reference to the “May 12th” meeting
- Jeremy Hansen pointed out that his last name had been mis-spelled in a few locations
- MOTION (Jeremy Hansen, second Chuck Burt): to approve the April 28th, 2020 meeting minutes pending correction of the errors noted above. No Discussion. Motion passed by unanimous consent (Siobhan Perricone abstaining as she was not present).

Roundtable:

- Many, many thanks to David Healy for putting in a ton of effort on the Northern Borders Regional Commission grant application and to everyone who has been attending all of the meetings relating to broadband development.
- Jeremy Hansen noted that we now have a post office box

- Michael Birnbaum noted that he is providing comments on the Emergency Broadband Plan. He also reported that he is hoping to get COVID-19 money to upgrade his towers to 25/3, and that this work would be in CVFiber territory

Meeting Adjourned at 7:39PM

Respectfully submitted,
Jeremy Matt, Clerk