



CV FIBER GOVERNING BOARD MEETING MINUTES

GoToMeeting (virtual meeting only)

September 22, 2020

Present:

Governing board delegates: Allen Gilbert (Worcester), Michael Birnbaum (Plainfield), Andrew Gilbert (Cabot), Chuck Burt (Moretown), David Healy (Calais), Philip Hyjek (Middlesex), Jeremy Hansen (Berlin), Siobhan Perricone (Orange), Ray Pelletier (Northfield), Tom Fisher (East Montpelier), Henry Amistadi (Duxbury), Tim Sullivan (Roxbury), Frank Moore (Williamstown), Katharina Mack (Washington).

Alternate delegates: Jerry Diamantides (Berlin), Jeremy Matt (Plainfield), John Russell (Worcester)

Others: ORCA, Tim Shea, Sam Rosenberg

Called to order: 6:01PM by Jeremy Hansen via GoToWebinar

Additions to the agenda:

- Jeremy Matt suggested approval of the September 8, 2020 Governing Board meeting minutes
- Jeremy Matt suggested addition of Round Table
- Jeremy Hansen would like to add paying the attorney's invoice to treasurer's report

Public comment:

- None

Treasurer's report and paying of bills:

- Jeremy Hansen doesn't have a formal treasurer's report, but the account status is approximately the same as it was during the previous meeting
- Jeremy Hansen reported that Lee Youngman wants to step down as she has too many commitments now. Jeremy Hansen asked if she could take a break and then jump back in in a few months. She'll get back to us on that. Jeremy Hansen had to cancel the meeting to prepare the budget as a result
- John Morris asked what the time commitment is for the treasurer position. Jeremy Hansen said maybe 5hrs of onboarding and then time to put budget together with executive committee. Not a whole lot, 5-10hrs/week in the short term.
- Siobhan Perricone noted that we did have a stipend approved for the treasurer

- Jeremy Hansen reported that the Feds came back to the State of Vermont with more requirements before the \$100,000 in CARES funding can be given to CVFiber. Jeremy Hansen has submitted the required information.
- Jeremy Hansen reported that the broadband innovation grant managers said that they don't have the invoice for Interisle work (that was submitted months ago), so they don't even have it on the books. This is not good because we need to pay Interisle
- Jeremy Hansen said that unless the Federal government extends the CARES funding deadline, he's not super confident that any of the sort term projects will happen. It's a bit grim.
- Jerry Diamantides noted he's heard a statement that rural broadband is a \$40 million problem trying to be solved by volunteers with nickels. He asked if there might be a legislative perspective that we could go after instead of trying to get the scraps that fall off the table. Not seeing a whole lot of traction, and we barely have a quorum
- MOTION (Ray Pelletier, second Siobhan Perricone) motion to pay the invoice for the attorney. No discussion. Passed by unanimous consent

Project manager's report:

- Tim Shea reported that he has been working on an RFP to cover capabilities and interest request to get an ISP (both fixed wireless and fiber). He has also been observing Senate and House testimony and has attended the VCUDA meetings to get up to speed on what the other CUDs are doing and what partnering opportunities there may be. He will send some information tomorrow about demand aggregation software. He has also worked on a DRAFT fixed wireless schedule that may need to be tossed out (but may be a template for the future) and has worked on some RDOF planning and getting up to speed on the consortium and what CVFiber needs to do as that auction gets nearer. Lastly, he is working on an update to send to Rob Fish about how our grants are proceeding

Policy Committee report back:

- Allen Gilbert reported that he and Ray Pelletier have been working on a policy proposal but that they only started working on the language recently. Therefore, he thinks it makes sense to delay the policy discussion until the next meeting.

Grant/funding update:

- Jeremy Hansen noted that waiting on the CARES funding is a problem and the prospects for executing the funding contracts in a timely manner at the State level is grim. He is not hopeful that we're going to get as much out of it as we thought. That said, the State budget that was passed does have \$3 million allocated for CUDs, including \$1.5 million to provide matching funds for VEDA. This \$1.5 million is in the general fund, not CARES funding. Therefore, our timeline for getting fiber rolling is generally on track. Assuming the budget gets approved, it seems like we will be able to get VEDA matching funds. The remaining \$1.5 million is supposed to be coming out of CARES funds to do more planning stuff. Of this, we would likely get \$300,000. He raised the question of what we would do if we had another \$300k that we need to spend by the end of the year.
- Michael Birnbaum noted that Round 2 announcements of awards for the connect Vermont CARES fund were made yesterday and CVFiber didn't get an award. He said that he expects round 3 will be announced around the beginning of October and he thinks we ought to discuss it.

- Jeremy Hansen asked if we should retract our proposal for fixed wireless. He also asked Michael Birnbaum the money was in hand by Oct 15th, is the project still possible? Michael Birnbaum responded that it is possible, but not easy and there's a chance it might not succeed. He also his own projects may interfere if both the CVFiber and Cloud Alliance projects get funded he would be spread thin. However, his recommendation is that we shouldn't burn the bridge yet – should see if it gets awarded and so some pre-organization in case it gets awarded: the project has the potential to provide some good benefit to our customers.
- Jerry Diamantides said that he thinks pursuing the CARES funding for fixed wireless is a fool's errand and is putting the entire financial viability of CVFiber at risk due to the claw back. What the Fed's have asked us to do is not designed for a CUD, its designed for an organization with very deep pockets. Failure would kill CVFiber.
- Tim Sullivan (CHAT) Has it been decided where the first round of towers/poles would be installed for fixed wireless? Jeremy Hansen responded that it has and that he can send it over. Michael Birnbaum noted that all the poles are in the northern half of the territory
- Jeremy Matt agreed with Jerry Diamantides that the fixed wireless project could be very risky if the CARES deadline isn't extended but noted that there might be a funding extension. He said that he doesn't think that we should spend any more time on the project right now but taking our hat out of the ring now seems premature in case the funding deadline is extended.
- Ray Pelletier asked what the critical path for the wireless project is? Getting the poles? Labor? Equipment? Michael Birnbaum said that we would have to hire contractor who can set poles (IE Washington Cable or Eustis Electric). He thinks either would have poles in stock and would have the capability to install. The big problem is certification of our locations: that's the hard part within the timeframe. He thinks certification will take more than a month. Ray Pelletier asked who does the certifications. Michael Birnbaum responded that we are required to provide the certification, but the process has not been defined.
- MOTION (Jeremy Hansen, second Frank Moore) to withdraw application from round 3 of the CARES funding. Motion passed by roll call vote (11 Aye, 4 Nay):

Member	Vote	Member	Vote	Member	Vote
Allen Gilbert	Aye	Andy Gilbert	Nay	Chuck Burt	Aye
David Healy	Aye	Frank Moore	Aye	Henry Amistadi	Aye
Jeremy Hansen	Aye	John Morris	Aye	Katharina Mack	Aye
Michael Birnbaum	Nay	Phil Hyjek	Aye	Ray Pelletier	Nay
Siobhan Perricone	Aye	Tim Sullivan	Nay	Tom Fisher	Aye

Discussion:

- Henry Amistadi what else would we work on if we withdraw and suggested that we might work on how to spend the \$300,000 that has provisionally been allocated to us. Jeremy Hansen asked if we can get started on getting our ducks in a row for fiber. Jeremy Hansen thinks our time is better spent on that than on the fixed wireless proposal. Henry Amistadi asked if the state-wide pole survey has cleared the Lighthouse barrier. Jeremy Hansen said that the legislature did not agree with the Lighthouse assessment and were considering going forward regardless and noted that small project specific pole inventories have been approved

- Michael Birnbaum said that we also could consider doing an end run around connectivity initiative and use the \$300k to put up a few towers in areas that may be late in our build. He is hoping that Congress will extend
- Jeremy Hansen will send the letter to the Department of Public Service to retract our proposal. He said that if anyone has any suggestions for framing the letter please send him an email
- Michael Birnbaum said that we should take advantage of the opportunity to let the department know why the delays have caused this decision.
- David Healy reported that the RDOF consortium had a good meeting this week. WEC is having a board meeting next week and has received their feasibility study. Progress is being made and we need to get moving on an ISP.
- Siobhan Perricone (CHAT) What is it that is keeping us from deciding on an ISP? Tim Shea responded that we need to understand who is out there and what they're interested in bidding on.

Decisions about new funding:

- Jeremy Hansen reported that we heard from Rob Fish that there may be up to another \$300,000 available to CUDs. What can we spend that on?
- Jeremy Matt asked if there would be a performance requirement for quality of service if we put up the poles for fixed wireless? Michael Birnbaum responded that it appears that using the \$300,000 would avoid the onerous certification process associated with the Connectivity funding. Tim Shea said that he is not sure what the signoff would be, but that there probably would be some reporting requirement.
- Tim Shea said that possible ideas he's thought of are:
 - a small fixed wireless project,
 - spend money on tangible engineering/fieldwork/demand aggregation/etc.,
 - pre-buy materials for Phase 1 build,
 - commission study to find dark fiber,
 - pre-pay for demand aggregation services (there's about a 4-week ramp up) to get better customer data,
 - develop a more mature website, and
 - develop marketing campaigns
- Chuck Burt asked if there is any way we can spin this into VEDA matching? Jeremy Hansen responded that we already should have VEDA match by the end of the year through the \$1.5 million line item in the general fund. Chuck Burt said that he feels that marketing and demand aggregation is premature at this point and that whatever we spend the money on should be directed at moving the Phase I build forward.
- Andy Gilbert (CHAT) Having a hard time understanding how spends that deliver no connectivity would be acceptable but actual wireless connectivity would be subject to testing constraints we are afraid of. Jeremy Hansen responded that the problem is the encumbrances the Federal government has put on the CARES funding
- Michael Birnbaum said that he's not sure what of the suggestions Tim raised will pass muster and that somebody should be checking with legislature or Lighthouse to see what is eligible so we don't end up debating things that aren't going to be allowed anyway. He also noted that companies are stockpiling fiber in the hopes that they'll get RDOF funding. He had to pay 100% over market price to get fiber for

a recent project and he thinks that the inflation is going to increase. We should stockpile fiber if we can find it.

- Tim Shea said that we should bounce the ideas off Rob Fish as a first start to see what may be approved and will check with him tomorrow.
- Henry Amistadi is it worthwhile getting a sense from the Board what the priorities are? He thinks that engineering would be the highest priority assuming it would qualify.
- Michael Birnbaum said he would eliminate item 4 because he doesn't think there's any dark or middle mile fiber available to us.

Approve meeting minutes:

- MOTION (Jeremy Hansen second David Healy) to approve the September 8, 2020 meeting minutes. No discussion. Passed by unanimous consent.

Roundtable:

- David Healy reported that Representative Welch had a meeting and mentioned a rural broadband caucus that might be making progress next year.
- Henry Amistadi asked if we should have a meeting to discuss what direction we want the organization to go when we mature. Jeremy Hansen said that he plans to put this on the agenda for the next meeting
- Jeremy Hansen in terms of the new funds, we need to find out when we're going to have the \$ in hand. Of the possible funds, he is most optimistic about the \$1.5 million for matching funds. He said that the next regular meeting is Oct 13th but that he may warn another meeting if something urgent comes up

Meeting Adjourned at 7:39PM

Respectfully submitted,
Jeremy Matt, Clerk