



June 11, 2019 Governing Board Meeting  
Berlin Elementary School  
372 Paine Turnpike N, Berlin, VT

**Present: Governing Board Delegates:** Greg Kelly (Barre City), Joshua Jarvis (Barre Town), Jeremy Hansen (Chair, Berlin), Andrew Gilbert (Cabot), David Healy (Calais), Tom Fisher (East Montpelier), Jonathan Williams (Marshfield), Phil Hyjek (Vice Chair, Middlesex), Dan Jones (Montpelier), Ray Pelletier (Northfield), Siobhan Perricone (Orange), Michael Birnbaum (Plainfield), Frank Moore (Williamstown), Susan Martin (Woodbury for Skip Lindsay), John Russell (Worcester); **Alternates:** Jerry Diamantides (Berlin), Jared Thomas (Calais), Ken Jones (Montpelier), Jeremy Matt (Plainfield), Allen Gilbert (Worcester); **Other Officers:** Becca Schrader (Clerk and Treasurer); **Other Attendees:** Stephen Knowlton and Barry Bernstein, Washington Electric Cooperative; ORCA camera person

**Absent:** Robert Burley (Elmore), Jon Guiffre (Roxbury),

## Minutes

### 1. Call to order

Meeting was called to order by Hansen at 6:00 PM, and quorum was determined.

### 2. Additions or changes to the agenda

Jarvis requested to add a discussion of captive insurance options. Schrader requested to add a discussion about holding a new member orientation. That will be put into the item on update of rules of procedure.

### 3. Public comment

There was no public comment.

**4. WEC fiber feasibility study, Barry Bernstein and Stephen Knowlton**  
Stephen shared a presentation on what Washington Electric has been working on with regard to investigating feasibility of offering internet service and looking at where CVFiber and WEC overlap service areas and might be able to collaborate and cooperate on efforts, particularly with initial feasibility questions. Discussion included what WEC's needs are, timing of applying for federal funds, and questions about whether. WEC has submitted a grant application to Northern Borders Regional Commission.

**5. Treasurer's Report, Becca Schrader**

As of May 14, CVFiber had \$6,922.80 total, with \$4,560 in checking, \$2,337.82 in Snowball Fundraising online, and \$25.00 in its savings account. There is one donor donating on a monthly basis. In order to match the full Think VT! Grant, we need to have \$12,500.

**6. Update of CVFiber Rules of Procedure, Jeremy Hansen**

Hansen reviewed Rules of Procedure as written and with draft changes. Discussion included about whether it would be possible/desirable to be a 501c3. We are purposefully a municipality, but have considered the possibility of forming an affiliated nonprofit at some point in the future. There was also discussion of holding a new member orientation. Discussion included timing, delivery, need for warning, etc. Consensus was that Schrader would record a video orientation that can be shared with new members as well as potentially used to recruit new members. Schrader will also prepare board member folders that will include orientation materials, contact roster, etc.

**7. Policy on Grant Submissions, Phil Hyjek**

Hyjek gave a report on the Policy Committee's draft proposal for grant policy:  
Any board or committee member may apply for an appropriate grant on behalf of the Central Vermont Fiber Board within these limitations:

- i. Grants for \$10,000 or greater and/or with substantive reporting or compliance requirements require the approval of the full board prior to submission
- ii. Grants between \$1,000 and \$10,000 require executive committee approval prior to submission
- iii. Grants under \$1,000 are largely considered donations and members do not require prior approval to apply

Discussion included concerns about the distinction between dollar amounts, what stage of application needs to be voted on (voting to apply for the grant vs. voting on final language). Comments and feedback should be sent to Hyjek, current contact roster and link to Google drive has been distributed.

#### **8. Website Update, Jared Thomas**

Thomas reported that he has taken over administration of the website and is in the process of creating a new one. Perricone offered to help with the website. Discussion of a list of items to place on the website included agendas, minutes, presentations, list of board members and committee members. Other suggestions can be sent to Thomas.

#### **9. Business Development Committee report back, David Healy**

Healy reported on the BDC's June 4 meeting. Topics included purpose, function, and membership; grant opportunities, feasibility studies, and service priorities. The committee will submit a marketing proposal and budgeting needs at future meetings.

ACTION: Motion by Healy, second by Hansen to confirm that the following people are appointed/reappointed to the Business Development Committee: Jerry Diamantides, David Healy, Dan Jones, Ken Jones, Michael Birnbaum, Jared Thomas, Jeremy Matt, and Skip Lindsay. Vote was unanimous, motion carried.

#### **10. Captive Insurance discussion, Joshua Jarvis**

Jarvis has looked into the possibility of forming our own captive insurance, which would require a down payment of  $\frac{1}{4}$  of the amount of the insurance we would need. He also looked into another company that insures counties, but they do not go down to the municipality level. Russell got information from ECFiber about their provider. Birnbaum also provided information on carriers he has used. Jarvis will take the lead on following up with provided information and other options as available.

#### **11. Review of back burner items, committee assignments and membership**

Finance Committee has not heard back from Bob Klein with regard to whether or not he wants to continue on the committee. The committee could probably use additional people.

There was a question about what the CVFiber Committees are, what they do, how you get on them, etc. Hansen reviewed the various committees and their functions.

## **12. Approval of April and May meeting minutes**

ACTION: Motion by Williams, second by Fisher to approve May 14 minutes as presented. Vote was unanimous with one abstention, motion carried.

ACTION: Motion by Hansen, second by Gilbert (Cabot) to approve April 9 minutes as presented. Vote was unanimous with several abstentions, motion carried.

## **13. Roundtable**

There continue to be concerns about our funding levels, suggestion about using fire alarm cable space for fiber, question about whether some committee functions should be split into more committees, USDA grant app is currently being scored, H513 was passed by House and Senate and allows for loans up to \$4 million (\$10 million total available).

## **14. Adjourn**

ACTION: Motion from Martin, second by Hansen to adjourn. Vote was unanimous, motion carried and meeting adjourned at 8:19 PM.