



## GOVERNING BOARD MEETING MINUTES

372 Paine Turnpike N, Berlin, Vermont  
January 14, 2020

**Present:** Governing Board Delegates: Susan Martin (Woodbury), Frank Moore (Williamstown), Ray Pelletier (Northfield), John Russell (Worcester), Siobhan Perricone (Orange), Michael Birnbaum (Plainfield), Andrew Gilbert (Cabot), Jonathan Williams (Marshfield), Tom Fisher (East Montpelier), Ken Jones (Montpelier), Chuck Burt (Moretown), David Healy (Calais), Joshua Jarvis (Barre Town), Philip Hyjek (Middlesex), Jeremy Hansen (Berlin). **Alternate Delegates:** Allen Gilbert (Worcester), Jerry Diamantides (Berlin), Jeremy Matt (Plainfield). **Others:** ORCA Cameraman, and Eun Young Denny of VEDA.

In Jeremy's absence, Philip Hyjek called the meeting to order at 6:00pm. No additions or changes to the Agenda were made and no public comment was given. Seeing our Treasurer was not present the **Treasurer's Report** will be tabled to the next meeting. Jeremy arrived and continued the meeting.

**Clerks Report:** Susan stated that the Secretary of State paperwork was in process and should be completed by our next meeting in February. Susan also spoke of having a PO Box in East Calais with the number 28 (which alphabetically is CV). However, since the Board only approved \$75, she has not reserved the box. The annual cost of the box is \$92 plus \$6 for two keys. Motion was then made and second to approve a new amount of up to \$100. Motion unanimously carried.

**Consultant Status:** We discussed at the last meeting to take on someone from VISTA, discussion followed concerning how we would use this person and their availability. A cost of \$3,500 maybe the amount but not sure if we can use grant money. Jeremy will follow-up with the Department Public Service (PSD). Jeremy stated that he and Nathan visited the VSECU to open an account and sign papers. Since the last report some donations were deposited as well as \$12,500. Jeremy requested a letter from Siobhan for the survey invoices and reminded her that the quarterly report was due January 15, 2020. Jeremy reported that the Contract with Interisle Consulting Group was signed and passed out a few copies of the Statement of Work and proposed Master Consulting Agreement terms. Payments will be paid by milestones, not blocks of hours. They will perform *CVFiber's Development of High Speed Broadband Feasibility Study and Business Plan*. Discussion was held concerning work details and going forward. Jeremy suggested that if

they do not go forward we will stop process and work with the PSD. And if we accept, they will fix. There is nothing confidential in the Agreement, we will withhold makeready and road work as propriety. There will be some information not published to our website, specifically trade secrets.

**Survey Results update:** Middlesex and Calais are still ahead of all other towns. Survey will close down January 26, 2020. The feasibility study is looking good and Siobhan will be doing the fund raising based on the final results. Under the USDA we have money for an outreach program. Not much from businesses, except from an business cluster in Barre Town. It was mentioned that the people in Washington were interested, but no movement from their Select Board. Groton's Select Board meets next week concerning the North East Kingdom and it may be contingent with Peacham and Barnet. Siobhan mentioned that the Town Planner was the contact. A map was created for Town Meeting thanks to Vermont Digger sending it out. Ray placed an article in Northfield's Front Page Forum and due to its Title, that reflected very little interest in CV Fiber, he received many responses.

**Business Development Committee update:** David reported there was no quorum and therefore no meeting.

**Website content and management:** Chuck mentioned that he needs feedback and a Communications Committee would be good for marketing and managing communications for the group. Six people volunteered: Andrew Gilbert, Jeremy Matt, Ray Pelletier, David Healy, Chuck Burt, and Susan Martin. This will give the committee a quorum of three. Chuck said he foresees press releases, testimonials, attending meetings and sending representatives to other meetings in order to bridge any gaps between CV Fiber and others. Chuck made a motion: *"To establish a Communications Committee. The charge of the Communications Committee is to aid CVFiber as an entity, the Governance Board, and other sub-committees in ensuring CVFiber maintains uniform, accurate, and timely messaging with the general Public. Immediate activities would consist of:*

- *Helping draft and distribute Press Releases*
- *Responding to Press Inquiries*
- *Owning website maintenance and content updates*
- *Owning social media updates*
- *Creating "vetted" list of claims to be used across other communications*
- *Establishing contact with and open information sharing with other emerging CUD's*
- *Establish regular communication with PSD on general CUD-related business*

*And any other related future business for which the Governing Board wishes to delegate. Business Development Committee must include a minimum of two people serving on both committees."*

Motion was second by Jeremy and discussion continued about the PSD relationship and the CVFiber Board. After Town Meeting more CUD's will show up. Any positions to the PSD should be from the CVFiber Board. Jean mentioned he was concerned about separation from the BDC. Michael did propose sub-committees as they are intertwined and people are dedicated and there will be lots more activity in the future. Ken made a motion to amend the motion to reflect that the BDC have two people on the Communications Committee, second by Jeremy. Discussion continued concerning the different liaison functions like WEC committee can join. Discussion ended and BDC will have two people on the Committee. Amended Motion was unanimously approved. Chuck will head it up and let the Committee know when they will have their first meeting. Chuck mentioned he was working with Jard and will be

posting meeting dates on our website. The grant policy is on the website too. At this point it was stated that Interisle has insurance that will appease the PSD.

**WEC Report:** No meeting to report. However, Jeremy stated that Fred Goldstein of Interisle wanted to know if WEC poles were different than GMP's. Susan mentioned that electric utilities should be on a replacement program.

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**Mansfield Fiber report back:** Jeremy outreached to VEDA representative, present at meeting and they have loans up to \$4million. Mansfield's interest rate last year was 5%. Interest is only paid in the first two years and is based on cost and risk factors. A VEDA loan is similar to a construction loan as it draws down based on need. Jeremy suggested that during our process we can consider other fundings going forward. Ray mentioned the interest seemed high. More discussion continued about the two step application process and how exceptions are made and the program offers up to 90% of the loan.

**CVFiber 2020 Timeline:** Jeremy stated that there is a two week turnaround with VEDA. He is looking at the end of May for a Business Plan with Interisle. June and July - Ken had questions. We will have input into Interisle's process. There maybe some obstacles we will have to face. Late March to approve contact by PSD. Jerry mentioned that this is a critical conversation and we can't be passive and we need to communicate with them. There is lots of work to be done. We may need legal support from Paul Giuliani's legal firm as we need to start signing up customers and we need customer contracts for services. Susan mentioned she would seek out the PSD's files and find some we could use that were already approved and used by others. There will be different tiers of service, we can use ECFiber's. We do need a timeline for our group. We should share with the Business Community and lock into a higher level of service. Each committee should be submitting a time line. Allen made up a statutory time line. BDC and Communications Committee needs to propose time lines. Michael mentioned that the Interisle Contract has some steps and we need the Excel model. Jean stated that we need to figure out how much money we need and how many customers. Committees formed to show pricing, competition, and we need to concentrate on which towns make the most sense to begin. Jeremy suggested that is what Interisle is being paid to do, we will review rates and level of service, but we need to see what Intersile comes back with. Chuck suggested we can make recommendations and Siobhan suggested that overtime rates will change. Michael mentioned he did a model on all rates in the State by substation, a matrix he will share. Jonathan asked what the next steps will be. Jeremy. BDC will let all know if another meeting is required this month. Next agenda will include a time line. Jonathan recommended using templates.

**Approval of December Meeting minutes:** Jeremy made a motion to approve the minutes. The meeting date will need to be corrected to reflect a December 10, 2019 meeting date. Frank Second the motion, motion passed with one abstention.

**Roundtable:** Philip spoke about all the new satellites being sent into orbit. These were identified as "Leo's" versus "Geo's." Ken mentioned he had a meeting with Public Safety and their role in the

construction side. Jeremy Matt thanked everyone. Jonathan suggested that we needed letters of support from businesses and non-profits. A meeting with Rob Fish was mentioned. The next BDC meeting will be as scheduled. Allen mentioned that the Satellites will make significant changes as it should work better in rural areas. Siobhan suggested we all “buy local!” 42,000 Satellites will impact us. Next BDC meeting will be January 28. Our next meeting will be the second Tuesday in February.

**Meeting Adjourned at 8:00pm**

Respectfully submitted,  
Susan S. Martin, Clerk