



## CV FIBER GOVERNING BOARD MEETING MINUTES

GoToMeeting (virtual meeting only)

April 14, 2020

**Present:** **Governing Board Delegates:** Ken Jones (Montpelier), 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), 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

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

**Public comment:** None

**Additions to the agenda:** None

### **Treasurer's report:**

- Jeremy Hansen reported that Nathan stepped down as treasurer
- Jeremy Hansen reported the current balances of the bank account
- Jerry Diamantides: How will we pay Interisle. Jeremy Hansen reviewed the contractually agreed payment process
- Chuck Burt asked about donation tax forms - this is in the works
- Jeremy Hansen asked if anyone wanted this position or knew of anyone who might be interested. No takers.
- Chuck reminded that treasurer cannot be on the board and that we'll want to repost the position. Chuck asked for the previously-used language to be sent to him. He will post to the website and distribute to the board

### **Clerks report:**

- Jeremy Hansen noted that we are still looking for a replacement clerk
- Chuck indicated that we received interest from a community member very recently and will continue trying to reach her.
- Chuck indicated that the position is posted on the website

- MOTION (Ray Pelletier, second Chuck Burt): to increase the amount of the Clerk stipend to \$250/month and re-post the description. Motion passed unanimously as amended.
  - Discussion of yearly budgeted amount for Clerk and Treasurer positions
  - MOTION (Chuck Burt, second David Healy): to amend the motion to set the stipend for the Clerk to \$150/month and the stipend for the Treasurer to \$200/month, with reimbursement for reasonable expenses. Motion to amend passed unanimously
- MOTION (Jeremy Hansen, second Michael Birnbaum): to appoint Jeremy Matt to the vacant Clerk position. Motion to appoint passed unanimously.
- Discussion of how to comply with open meeting requirements
  - Jeremy Hansen will receive a log of any comments in the chat window after the meeting is over and will save that log with the video recording of the meeting

### **Duxbury:**

- Jeremy Hansen reported that two Duxbury residents have expressed interest. Jeremy communicated to them that they are late to join as we have the feasibility study already in progress but is going to have a meeting with them in May to discuss further.
- Brief discussion of the current ISPs in Duxbury (primarily Consolidated Communications (CCI), but also some fiber and cable)

### **Business development committee report:**

- Jerry Diamantides update on consultant progress:
  - Very close to having a DRAFT of the feasibility study from the consultant (expected in a few days).
  - Called for an interim meeting to have Interisle present the DRAFT as waiting a month until the next meeting is not advisable
  - The results look promising. We will be presented with multiple options. Estimated cost (NOTE: already out of date and should be considered ballpark) for one area was around \$1.7million for 65 miles of fiber to serve ~800 households. The costs and households-served for the other areas are likely to be similar.
- Siobhan Perricone provided an update on the State discussions in the Agency of Digital Services (likely cabinet level, but not sure) about possible future funding for broadband. The concern is how to get access for telehealth and for children who need internet for remote learning.
- Michael Birnbaum stressed that this is a reality and provided more details on possible funding/grant opportunities that may become available as part of Federal stimulus spending. The appeal has gone out to companies (Electric Utilities, Telecom providers, ISPs, etc) to do everything possible. However, \$0 are allocated – instead companies should keep track of expenses and will hopefully get reimbursed.
- Michael Birnbaum presented updates on the meeting with WEC
  - President of the WEC board excited about funding possibilities and is seeing other avenues. This a partnership with CVFiber may be a good possibility.
  - Interisle and Velco were at meeting, Interisle showed maps to WEC: WEC was excited by the maps. However, they won't commit to bidding in the reverse auction because they concerned about taking on that much risk at this time.

- WEC gave us blanket permission to set up equipment just outside the fence at any of their substations.
- Jeremy Hansen noted that the legislature is interested in helping CUDs. Jeremy discussed the State helping in terms of money but also in terms of admin support (Clerk, Treasurer, and Grant Writing)
- Ray Pelletier said that we need an Executive Director. Michael Birnbaum asked if the State might have money to pay an Executive Director for CVFiber (possibly to be shared with other CUDs).

### **Communications committee report:**

- Chuck Burt:
  - David Healy and Michael Birnbaum provided updated FAQ content, Chuck Burt posted the FAQ on the website
  - The survey results have been posted for 7 of the 18 towns. Representatives of the other 18 towns have not finished the reports. Called on delegates to complete these reports. Called on delegates to post links to the reports on social media to boost awareness
  - Update on the new “How to Contribute” page and updates to the website to ask visitors to sign up for the newsletter
  - Proposed the idea of delegates using CVFiber-specific email addresses and proposed a standard convention. Noted that this was intended to be a suggestion, not a mandatory requirement
    - John Russell raised privacy concerns related to using Gmail and asked if we will eventually be hosting our own email server. Jeremy Hansen responded that this is typically outsourced, even by larger ISPs.
    - Jeremy Hansen proposed the idea of reaching out to a bigger member town to see if they would be willing to host our @cvfiber.net domains in the short term until we can budget for our own hosting service. Ken Jones indicated that he would reach out to Montpelier to see if they might be willing.

### **Update on promisory note/high-risk investment offering:**

- Philip Hyjek:
  - Had a discussion with the lawyer who did the legal work for ECFiber:
    - There may be existing documents that we can re-use without having to pay for them to be written
    - Lawyer suggested that it is very important that we hire a financial planner specializing in corporate finances to help with setting up the loan structure from individual investors
    - Need language to communicate both the risk and the work done to address the risk associated with investing in ECFiber.
    - Discussed how business may change as a result of COVID stay-at-home orders. Are more people going to continue working from home?
- David Healy asked Philip Hyjek to update the timeline document to include tasks related to fundraising and hiring a financial advisor.
- Ray Pelletier pointed out that \$2Million in VEDA loans will require \$200,000 in matching funds and suggested that the timeline for getting a financial advisor be backed out from when we hope to be applying for VEDA loans

## **Update on Northern Border Regional Commission (NBRC) grants, stimulus funding, and Rural Digital Opportunity Fund (RDOF):**

- David Healy:
  - The deadline for NRBC applications has been moved back to June 15<sup>th</sup>, which is good for us
  - The amount of paperwork required has increased, but he is going to move forward with applying
  - Stimulus Funding:
    - Vermont is getting \$1.2Billion.
    - CVFiber may be able to propose that we can help improve telehealth access and help improve access for children who need to learn remotely.
    - There might be more funding in the next stimulus package
    - Ken Jones noted that the funding will likely be given to the State to distribute (the Federal govt will not be giving money directly to organizations), so awareness at the State level will be important.
    - Personal relationships with people high in the administration will be valuable to make sure that the people distributing the funding (Welsh, Leahy, Sanders) know that we are shovel-ready.
      - Michael Birnbaum knows some people and is willing to give Chuck Burt a warm introduction
      - Frank Moore suggested reaching out to Phil Susmann
  - RDOF funding:
    - Jeremy Hansen pointed out that Starlink is going after the whole pot of RDOF money
    - MOTION (John Russell, Second Ken Jones): The business development committee should be give the authority to pursue other ISPs and organizations (other than WEC) as co-applicants for RDOF funding. Motion passed unanimously.
    - Michael Birnbaum reported that the RDOF application deadline has been moved delayed to July. Michael also noted that every single location in a census block must be served (even if it is already served, is not on the same roads as other locations in the block, on the other side of a mountain, etc.) to get funding for the underserved locations.

## **CVFiber 2020 timeline:**

- David Healy shared the CVFiber Implementation Schedule
- Jeremy Hanson made a plea to the board to sign up for tasks because there is a LOT of work we need to do. Jeremy also noted that people should be feel free to adjust dates as necessary.
- Ray Pelletier suggested that we should put this information in a Gantt chart. Jeremy Hanson and others responded that a Gantt chart would be nice but would also be a lot of work and is something we would have to pay someone to do. As volunteers we are already stretched thin.

## **Approval of the March meeting minutes:**

- Chuck Burt shared the DRAFT text of the meeting minutes with the board
- MOTION (John Russell, second Siobhan Perricone): the text of March meeting minutes should be approved, and Jeremy Hansen should put them on letterhead and correct a few minor spelling mistakes. Motion passed unanimously.

### **Interim meeting:**

- MOTION (Jeremy Hansen, second Chuck Burt): That the board shall hold a special meeting at 6PM on April 28, 2020 to hear Interisle present the DRAFT feasibility study. Motion passed unanimously
  - Jerry Diamantides pointed out that we don't know if Interisle will be available to present at that time. Jeremy Hansen said that we could adjust the meeting time if necessary.

### **Roundtable:**

- David Healy asked people to keep pushing CVFiber awareness on social media
- Ray Pelletier asked people to please finish the community survey reports if they have not yet done so
- Siobhan Perricone noted that she'd gotten a comment from a member of the public that CVFiber needed to do more work to show viability before that person would consider investing. Challenge Accepted!
- Tom Fisher noted that the 25/3 definition of "broadband" is still being pushed in some circles, but that this is outdated and not sufficient for a family where multiple people are trying to use the connection all at the same time.
- Jeremy Hansen asked people to send feedback regarding the GoToMeeting platform and to provide any suggestions for how the meeting could have gone more smoothly.

### **Meeting Adjourned at 8:11pm**

Respectfully submitted,  
Jeremy Matt, Clerk