



October 22, 2019 Governing Board Meeting
Berlin Elementary School
213 Paine Turnpike N, Berlin, VT

Present: Governing Board Delegates: Jeremy Hansen (Chair, Berlin), Phil Hyjek (Middlesex), Greg Kelly (Barre City), David Healy (Calais), Tom Fisher (East Montpelier), Jonathan Williams (Marshfield), Ray Pelletier (Northfield), Siobhan Perricone (Orange), Michael Birnbaum (Plainfield), Frank Moore (Williamstown), John Russell (Worcester), Andrew Gilbert (Cabot), Josh Jarvis (Barre Town), Susan Martin (Woodbury); **Alternates:** Jeremy Matt (Plainfield); **Other Officers:** Nathan Hock (Treasurer); **Other Attendees:** ORCA camera person,

Minutes

1. Call to order

Meeting was called to order by Hansen at 6:03 PM

2. Additions or changes to the agenda

None

3. Public comment

There was no public comment.

4. Appointment of Clerk

Martin said that we would need to pay someone a stipend to prepare the minutes. There followed discussion of a stipend for the Clerk. Hock suggested using a template and rotating the responsibility to prepare minutes between Board members. Hansen noted the minutes we've been taking are much more detailed than required by statute and suggested that people could always go back to the ORCA recordings. Martin volunteered to be the Clerk-in-name if responsibility for preparation of minutes will be shared among the Board members.

ACTION: Motion by Hansen seconded by Jarvis to appoint Susan Martin of Woodbury to the Clerk position. Passed unanimously. No discussion.

Hock said that he would send out a minutes template and work on a round-robin schedule of who will be taking minutes.

Fisher asked if we should keep the Front Porch Forum in case we find someone who is interested in taking on all of the Clerk duties.

5. Approval of July, August, and September meeting minutes

Hansen reported that Becca Schrader has not yet sent these minutes so approval of these minutes is tabled.

6. Possible executive session to discuss non-public records

Hyjek said that there are issues around strategy that he thinks are sensitive trade secrets that would put us at a disadvantage if they were public. He said that he has reached out to Jim Barlow, and that his opinion is that we could have a discussion about strategy as it relates to the Feasibility Study and Business Plan RFP.

ACTION: Motion by Hansen second by Hyjek to find that our strategy and Feasibility Study and Business Development plan RFP are trade secrets and not subject to public disclosure. Passed unanimously with one abstention. No discussion.

ACTION: Motion by Hyjek second by Hansen to enter executive session to discuss strategy and the RFP. Passed unanimously. No discussion.

Birnbaum recused himself from the executive session and left the room for this discussion. Matt participated in the discussion as the representative from Plainfield. Board entered executive session.

7. Approve 2020 Strategy, Draft Budget, & Annual Report

Hansen shared the revised DRAFT budget. There followed discussion of the amounts of specific line items in the budget.

ACTION: Motion by Hansen second by Healy to approve the DRAFT budget as presented. Passed unanimously. No discussion.

Hansen shared a DRAFT of the CVFiber annual report and provided a summary of the contents of the report. There followed discussion and wordsmithing of the annual report.

ACTION: Motion by Hansen second by Jarvis to approve the DRAFT annual report with the revisions made during the meeting. Passed unanimously. No discussion.

8. Approve RFP

ACTION: Motion by Healy second by Hansen to approve the RFP for a Feasibility Study and Business plan subject to non-substantive edits and to approve application to the Broadband Innovation Grant to pay for the RFP with Hansen to sign the RFP and grant application on behalf of the Board. Passed unanimously. Birnbaum recused himself from the vote and Matt voted as the representative from Plainfield. Andy Gilbert clarified that the full Board would approve the selection of the winning contractor.

9. Approval of July, August, and September meeting minutes

Hansen said that we are still waiting on the minutes from Becca, so this item was tabled to the next meeting.

10. Roundtable

Williams noted that we need to make certain that our records are both public and accessible.

Jones reported that the Vermont Public Safety Authority is going to put out an RFP to better understand the emergency radio network and that they would appreciate having their work blend in with work being done by CVFiber.

Fisher asked if meetings could be planned more than two weeks in advance. Hansen noted that the next meeting is scheduled for November 12th. There followed discussion of scheduling for a second meeting in November. The consensus is to have meetings every two weeks and to adjust as necessary if meetings conflict with holidays.

Birnbaum reported on CUD progress elsewhere. There may be 2-3 CUDs forming in the Northeast Kingdom and one in Lamoille.

11. Adjourn

Meeting adjourned.