



CVFIBER GOVERNING BOARD MEETING MINUTES

Berlin Elementary School 372 Paine Turnpike N, Berlin, VT
and
Virtually on MS Teams

September 14, 2021

Present:

Governing board delegates: Allen Gilbert (Worcester), Brian Evans-Mongeon (Elmore), Chuck Burt (Moretown), David Healy (Calais), David Lawrence (Middlesex), Henry Amistadi (Duxbury), Jeremy Hansen (Berlin), Jeremy Matt (Plainfield), John Morris (Marshfield), Joshua Jarvis (Barre Town), Katharina Mack (Washington), Linda Gravelle (Waterbury), Raymond Pelletier (Northfield), Tom Fisher (East Montpelier).

Alternate delegates: Christopher Shenk (Waterbury - Alternate), Phil Cecchini (Barre Town – Alternate), Walker Blackwell (Washington Alternate), David Wendt (Duxbury - Alternate).

Others: ORCA, Christian Meyer (CVRPC), Christa Shute (NEK Broadband), Gavin Bodnar (CVRPC), Will Anderson (VCUDA)

<u>Town Representation (14/21 towns represented)</u>				
Barre City	Barre Town	Berlin	Cabot	Calais
Absent	Present	Present	Absent	Present
Duxbury	East Montpelier	Elmore	Marshfield	Middlesex
Present	Present	Present	Present	Present
Montpelier	Moretown	Northfield	Orange	Plainfield
Absent	Present	Present	Absent	Present
Roxbury	Waterbury	Washington	Williamstown	Woodbury
Absent	Present	Present	Absent	Absent
Worcester				
Present				

Called to order: 6:15 PM by Jeremy Hansen via Microsoft Teams

Additions to the agenda:

- Christa asked to move her agenda up as she needs to leave at 7PM

- David Healy noted that ORCA is trying to get into the meeting. Jeremy Hansen keeps trying to admit but it isn't working. ORCA did show up as a meeting participant after a short period of time.

Public comment:

- None

Consent Agenda:

- MOTION (Jeremy Hansen, second Jeremy Matt) *to approve the August 10th, 2021 minutes as presented.* Passed unanimously. Discussion:
 - Jeremy Matt noted that he forgot to add the participation grid to the DRAFT minutes that were sent out and will add them before posting the minutes

Financial report

- Phil Cecchini provided a report on CVFiber's finances, including bills and outgoing checks.

Clerk's Report

- No report

Introductions

- Walker Blackwell introduced himself as the Washington alternate.
- Brian Evans-Mongeon introduced himself as the Elmore delegate.
- Gavin Bodnar introduced himself as an AmeriCorps volunteer with CVRPC and will be taking minutes.
- Will Anderson introduced himself as the first staff member of VCUDA. His role is to coordinate shared services between CUDs.

Project manager's report

- Jerry Diamantides could not make the meeting, and David Healy provided an update on the Project Manager's activities. This included a summary of active grants, a summary of meetings the Project Manager has attended. David Healy provided updates on the pole inventory work for Area A, which has already started.

Committee appointments

- Jeremy Matt will step down from finance committee.
- David Healy nominates Linda Gravell for Planning & Development Committee
- Jeremy Hansen also nominates Linda Gravell for Finance Committee and nominates Christopher Shenk to the Planning & Development Committee. Raymond Pelletier seconds all nominations. There were no objections to these nominations. Linda Gravell was appointed to the Planning & Development Committee and the Finance Committee. Christopher Shenk was appointed to the Planning & Development Committee.

Approve WEC MOU

- MOTION (Jeremy Hansen, Seconded Chuck Burt) *to approve WEC MOU.* Adopted without objection. (Brian Evans-Mongeon and Allen Gilbert abstaining) Discussion:
 - Christa Shute explained that each CUD in the WEC area will sign this MOU to allow WEC to qualify for USDA RUS financing. The MOU is high-level and outlines the basic terms of the agreement. WEC is taking the next step in determining terms of the agreement. It provides an

opportunity to fund a larger proportion of the project with long-term low interest rate financing. It will include financing costs for WEC and project management support. It will be less expensive and will allow for a faster build. WEC requires that an agreement is in place to get the financing approved by the public service board.

Grants update

- No updates beyond what was covered in the project manager's report.

Update on developer/operator

- Two applications are being considered. David Healy believes technical assistance will be necessary complete the reviews. He has contacted CTC technologies, who helped EV Fiber in their selection process. He expects interviews the week of the 27th. The Planning & Development Committee will select preferred applicant by the end of month and will bring it to the Governing Board next month. David Healy anticipates that 12-20 hours of the consultant time will be needed at a rate of roughly \$200 and hour (roughly \$5,000 total). The Executive Committee will take up this discussion on Thursday.

RFP/RFB/contracting updates

- Raymond Pelletier stated that the RFP for accounting services is still open and further proposals are expected. There should be recommendations for the Governing Board at the October meeting.

Town outreach update

- Allen Gilbert updated the Governing Board that Worcester has voted to allocate \$50K of their apportioned ARPA funds to CVFiber. The only remaining obstacle is finalizing the MOU between the town and the CUD. Allen Gilbert strongly recommends that there be one MOU for all agreements otherwise this could be a nightmare.
- Jeremy Hansen let the Governing Board know that the Middlesex Select Board has decided to slow down until the Treasury has published guidance.
- Henry Amistadi stated that Duxbury is interested in a presentation. In response to a question from Henry Amistadi, Jeremy Hansen stated that the final guidance of whether a town can use ARPA funds for specific fiber buildout will come from the Treasury.
- Jeremy Hansen updated John Morris that he was able to meet with the Marshfield Selectboard and that it was productive. Marshfield is interested in buildout and could be a good location for a hub.
- Representatives should reach back out to their town leadership regarding hub locations. Completion of the high-level design will define how many hubs will be necessary.
- Middlesex has a number of viable candidates for hubs.

HLD update

- Vantage Point Consultants are undertaking the mapping for the 3 CUD networks in the WEC territory as well as the remaining non-WEC territory. The two parts will be done together. David Healy expects initial sketches in mid-October. They have been given the locations of all access points from First Net.

2022 Budget

- MOTION (Raymond Pelletier, Seconded Chuck Burt) *to enter executive session to discuss exempt records under 1 V.S.A. § 313(a)(6), specifically financial projections related to CVFiber's strategic planning, and to include alternate delegates as they may be asked to vote on this budget in the future (as amended).* Passed unanimously. Discussion:

- Jeremy Hansen suggested amending the motion to allow the alternate delegates to remain for executive session (accepted by Raymond Pelletier and Chuck Burt).
- In Q4 there will likely be \$1 million in expenditures for pole inventory, high-level design, and the Northfield-Roxbury construction work.
- Enter executive session: 7:10PM
- Exit executive session: 7:48PM
- MOTION (Jeremy Hansen second Jeremy Matt) To approve the budget as presented. Passed unanimously (Brian Evans-Mongeon abstaining). Discussion:
 - Jeremy Hansen noted that only the FY2021 and FY2022 information would be sent to the member towns for review.

Roundtable

- Chuck Burt asked that new members email him their town affiliation, whether they are the alternate or delegate, and their preferred name spelling.

Meeting adjourned at 7:55

Respectfully submitted,
Jeremy Matt, Clerk