



CVFiber Policy Committee Meeting Minutes

In-person meeting, Worcester Town Hall

Virtual meeting via MS Teams

Thursday, Oct. 28, 2021 5 p.m.

Present: Committee members Allen Gilbert (Worcester), Linda Gravell (Waterbury), John Morris (Marshfield), Phil Cechinni (Barre), Ray Pelletier (Northfield), and Siobhan Perricone (Orange).

The meeting was called to order at 5 p.m. by Gilbert, chair.

Changes to the agenda. There were none.

Public comment. There was none.

Approval of minutes. The draft minutes of the Sept. 30, 2021 Policy Committee meeting were approved unanimously.

Continue discussion of broadband equity issues – Rep. Theresa Wood of Waterbury, guest. Gravell reported that Wood was not able to join the meeting because of an unexpected legislative commitment. Gilbert said we'll try again at the committee's next meeting to have her join us.

Procurement Policy draft – review. Gilbert offered a quick synopsis of the efforts to develop what originally in 2019 was called a "Purchasing Policy" and now is titled a "Procurement Policy." He turned the meeting over to Pelletier for details on the current effort. Pelletier said the draft is based on Northeast Kingdom Broadband's policy, which was itself based on a model Vermont League of Cities and Towns purchasing policy. Attached to it – but not part of the policy – is an additional document from VLCT offering background on the policy and sources of the state and federal requirements mentioned in the policy. Pelletier explained the different sections of the policy and noted that the state Vermont Community

Broadband Board requires that all communications union districts have such a policy in place. Gilbert noted that not having one in place will likely slow our ability to access state and federal funds.

Discussion ensued. Cechinni said the guidance document (and therefore the policy) closely follows federal guidance on purchases by agencies and organizations receiving federal funds. Perricone raised the question of whether it would be proper to favor businesses owned by women or minorities if bids appear equal. Pelletier said this is a difficult area; favoritism itself is not permitted. Gravell said experiences she's had in her work show that inserting a clause for special consideration for women- or minority-owned businesses doesn't work. But it was agreed that there is often an additional value to bids from such businesses because they have a diversity of employees whose skills and experiences may be important to the work being bid on. It will be important to make sure we encourage bids from such businesses when proposals are sought. Gilbert pointed out that the VCBB has a majority of women on its board, and that both the chair and the executive director are women. It's a sign of greater inclusion among the people focusing on broadband build-out in the state. Morris had earlier noted the "value" statement in the "Purpose and Authority" section of the policy: "Value does not mean lowest price. Value includes, but is not limited to, consideration of such factors as cost, experience, quality, and timeliness of service." He asked if we needed to make sure that the statement is not used against anyone's bid in a discriminatory fashion. It was agreed that this is a difficult area but that the notion of "value," in a broad sense of the word, is important.

After more discussion, Pelletier moved, and Gravell seconded, that the Policy Committee endorse the adoption of the CVFiber Procurement Policy dated Oct. 25, 2021 and forward it to the Executive Committee for its review, consideration, and further endorsement to the Governing Board. There was additional discussion around whether the Policy Committee should add specific language to the current draft regarding the need for inclusion in seeking and awarding bids. Cechinni said he is worried about our not having a Procurement Policy in place; it's important. Gilbert agreed, saying he would like to see committee approval to continue moving the policy along, even though it might not be perfect. He noted Cechinni had said the policy can always be amended as we move forward with our work and that he agreed. Gilbert then suggested that a friendly amendment be added to Pelletier's motion, the addition being the phrase "with observations," so that the motion reads "that the Policy Committee endorse, with observations, the adoption of the CVFiber Procurement Policy dated Oct. 25, 2021 and forward to the Executive Committee for its review, consideration, and further endorsement to the Governing Board." Gilbert explained that appropriate sections of the draft minutes of this meeting can be noted and sent to the Executive Committee to indicate the Policy Committee's strong interest in ensuring that we do our work, including during bid processes,

with inclusion a top priority. The amendment was accepted, and the amended motion was approved unanimously.

Gravell left the meeting at 5:40 p.m.

Earlier in the discussion, Morris had asked a question about whether the specific dollar figures attached to bid levels in the Purchasing Policy might be a bit high. Pelletier and Cechinni explained that these are federal levels. While we can change them, it may be easiest to stick to the federal standards. There was also discussion about the “Procurement Code of Conduct” section of the policy, largely around the definition of “conflict of interest,” which includes “apparent” as well as “real” conflicts of interest. Pelletier pointed out that the CVFiber Governing Board’s “Policy on Conflicts of Interest” does not include “appearances” of conflicts. He said the federal requirement in terms of purchasing goods and services with federally provided funds is that both be included. He said he feels that the Governing Board policy should be changed to this broader requirement, but that he understands the Governing Board had struggled with this issue when it originally drafted and discussed the policy and had decided not to include “appearances.” Gilbert suggested that in order to keep the draft Purchasing Policy moving along, the Policy Committee endorse the broader definition of conflicts in the document, especially since it is the federal standard. He agreed with Pelletier that the CVFiber Board should perhaps look again at its “Conflicts of Interest” policy, but that should be a separate task outside of the current consideration of the draft Purchasing Policy.

Vice chair vacancy. No volunteers stepped forward to fill the post. Gilbert said we’ll continue to try to fill the position.

Other business. None

Adjourn. The meeting adjourned at 5:50 p.m.

-- Allen Gilbert

Approved at Policy Committee meeting Jan. 27, 2022