



CVFIBER GOVERING BOARD MEETING MINUTES

Virtually on MS Teams

March 8, 2022

Present:

Governing Committee Delegates:

Allen Gilbert (Worcester), Chuck Burt (Moretown), David Healy (Calais), Henry Amistadi (Duxbury), Jeremy Matt (Plainfield), Jonathan Williams (Barre City - Alternate), Linda Gravell (Waterbury), Raymond Pelletier (Northfield), Tom Fisher (East Montpelier), David Lawrence (Middlesex), Katharina Mack (Washington), Jeremy Hansen (Berlin - Alternate), John Morris (Marshfield), Siobhan Perricone (Orange)

Alternate delegates:

Christopher Shenk (Waterbury - Alternate), David Wendt (Duxbury - Alternate), Sam Rosenburg (Moretown - Alternate), Walker Blackwell (Washington - Alternate)

Others Present:

Christian Meyer (CVRPC), John Walters, ORCA

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

Called to order: Siobhan Perricone called the meeting to order at 6:00 PM

Additions to the agenda:

- Chuck Burt asked to be given the opportunity to introduce the new alternate delegate from Moretown.
- Raymond Pelletier requested a possible action be added under *Contracts Update*.

- Raymond Pelletier also requested an action be added under *Budget Amendment*.
- Christopher Shenk requested a possible action be added under *Executive Director Search Update*

Public comment

- None

New Delegate Introduction

- Chuck Burt introduced Sam Rosenburg, who will serve as an alternate delegate from Moretown.

Meeting minutes approval

- MOTION (Jeremy Matt, SECOND Jeremy Hansen) *Moved to accept the Meeting Minutes from the February 8, 2022 Governing Board meeting as corrected.*
 - Discussion: Clerk read the proposed edits to the February meeting minutes.
 - Motion passed unanimously.

Treasurer's report

- Raymond Pelletier reported that the 2018-2021 Financial Compilation report is expected in April. Last month, CVFiber paid \$74,271 in bills, this included invoices for pole inventory (\$67,840), Accounting services (\$4,000), and other smaller bills. There is \$59,024 in pole inventory invoices pending Executive Committee approval. Raymond Pelletier further reported that there is a balance of \$714,761 in grant funds available and \$2,426,500 in grant funds available upon invoice to the Vermont Community Broadband Board.

Budget Amendment

- MOTION (Raymond Pelletier, SECOND Jeremy Matt) *Moved the Executive Committee recommends that the Board approve a Budget amendment that moves \$17,500 from the Audit account to the Advertising account in recognition that an audit will not be required in 2022 and to address current and future 2022 advertising needs.*
 - No discussion. Passed unanimously.

Front Porch Forum (FPF)

- Chuck Burt explained that CVFiber has negotiated a rate to post directly to all CVFiber municipal FPF sites. This will come down to roughly \$20 per post per community. This will allow CVFiber to send posts, like the monthly newsletter, directly to FPF rather than have delegates independently repost announcements. This is an important part of CVFiber showing its efforts to engage its communities, a requirement of many grant programs. It is also fairly affordably.
- MOTION (Chuck Burt, SECOND Linda Gravell)
 - Whereas CVFiber desires to inform and engage the residents of its 21 member communities regarding CVFiber and the CVFiber Community Network*
 - Whereas CVFiber has determined that the most effective means of communicating with the residents is through the communications platform Front Porch Forum*

Whereas an enterprise agreement has been reached through which CVFiber can publish two communications per month to the residents of the 21 communities simultaneously using Front Porch Forum for an annual fee of \$10,584

It is hereby moved that the Governing Board approve an agreement with Front Porch Forum for \$10,584 for a twelve month period and that the Executive Committee is authorized to oversee and implement the agreement.

- Discussion:
 - Henry Amistadi asked if CVFiber would be obligated for the full year of service or if CVFiber would be able to withdraw midway. Chuck Burt responded that this would be a 12-month commitment. FPF has given CVFiber two posts per month for the price of the one post per month service.
 - Tom Fisher noted that some of the other telecom companies are using FPF to advertise.
 - Linda Gravell highlighted that this would not preclude delegates from posting to FPF on their own.
 - Walker Blackwell has noticed telecoms underwriting VRP as an opportunity to get publicity. Chuck Burt thought this might be an option to consider in the future.
 - Raymond Pelletier noted that the postings to FPF are not marketing for subscribers. CrowdFiber who is included in the Waitsfield Telecom contract, would help with this.
- Motion passed unanimously.

Executive Director Search Update

- Christopher Shenk summarized the work the 6-member selection working group has undertaken. The advertisement was widely posted online and in local press. A candidate tracker was created. During the initial round, 34 candidates' materials were reviewed and documented. Each member of the working group reviewed and ranked the candidates. The top candidates were then screened by email, followed by a 20-minute phone screening. Eventually the top 4 candidates were invited to participate in a 90-minute interview. The candidates were very strong. There have been no objections to the top candidate. The working group is checking references this week. The original process agreed to by the Governing Board had called for the selection working group to make a recommendation to the Executive Committee who could then make a recommendation to the Governing Board for approval. To ensure a candidate is brought on as soon as possible, Christopher Shenk proposed the Executive Committee be delegated the authority to negotiate employment directly with the preferred candidate.
- MOTION (Linda Gravell, SECOND Jeremy Hansen) *Moved that the Governing Board authorize the Executive Committee to approve a candidate, recommended by recruiting working group, for the position of Executive Director, and authorize the Executive Committee to negotiate employment of said approved Executive Director candidate.*
 - Discussion ensued on the importance of the Governing Board being involved in the process to ensure all delegates were given an opportunity to weigh in and to show the new Executive Director that they had the support of the entire Governing Board. A special meeting would have to be called in the following

week for the Governing Board to review and vote on an Executive Committee recommendation. The option of holding a joint Executive Committee and Governing Board meeting was dismissed for logistical issues.

- Based on discussion Linda Gravell withdrew the motion.
- The chair of the Governing Board will schedule a special meeting for the week of the March 14.

Contracts Update

- Raymond Pelletier updated the Governing Board that CVFiber has gone through a procurement process for a network developer and operator. Five teams bid. CVFiber has selected the NRTD, which includes Mission Broadband.
- MOTION (Raymond Pelletier, SECOND Tom Fisher)
Whereas CVFiber issued an RFP on July 21, 2021 for a Network Developer and Operator
Whereas the RFP required services that included (i) Applications for utility make-ready as required; (ii) Pole review with utilities; (iii) Pole make-ready coordination; (iv) Application for pole licensing; (v) Application for highway and railroad permits; and other similar coordination and consulting services.
Whereas proposals were received from five contracting teams
Whereas CVFiber agreed to negotiate agreements with the NRTC Team consisting of NRTC, WCVT, and Mission Broadband Inc (MBI).
Whereas the CVFiber Governing Board approved entering into a Master Services Agreement with NRTC on December 16, 2021
Whereas MBI provides coordination and consulting services including (i) Applications for utility make-ready as required; (ii) Pole review with utilities; (iii) Pole make-ready coordination; (iv) Application for pole licensing; (v) Application for highway and railroad permits
Whereas an agreement has been reached with MBI for coordination and consulting services
It is hereby moved that the Governing Board approve an agreement with Mission Broadband Inc. to perform consulting and coordination services and that the Executive Committee is authorized to manage the agreement and all services to be delivered under the agreement.
 - No Discussion.
 - Motion passed unanimously.
- Raymond Pelletier updated the Governing Board that the Executive Committee had taken action to approve an issuance of work for ROW permitting services. This was completed under the simplified bid provisions of the procurement policy.
- Raymond Pelletier updated the Governing Board of the status of the Waitsfield Telecom agreement. The development of the standards has been concluded. They are working on the fees; this work should wrap up in the next few weeks.
- David Healy updated the Governing Board on the status of the NRTC contract. CVFiber has been holding meetings with them for 2 hours a week to develop the Executable Project Plan. They expect the next tranche of contracts to arrive soon.

- David Healy further updated the Governing Board on the status of the pole inventory contract. Apex has finished work in Plainfield, Roxbury, and Washington and is moving onto the next area. Tilson is working in Orange.
- Vantage Point has submitted the high-level design. This work was completed in cooperation with WEC, NEK Broadband, and ECFiber. NRTC has started reviewing the Vantage Point work. Excess funds have come back from the grants for high-level design. This was unspent grant funding. It is likely to be in the range of \$100,000.

Town ARPA

- Governing Board delegates reported on their efforts to engage their select board members. It seems broadband funding will be competing with town highways for ARPA dollars. VLCT, which has been advising towns to slow down on how they spend the ARPA funds, has also acknowledged the advantage of the VT Community Broadband match offer. Many towns need some documentation and are eager to see the proposed MOU and the appendix of potential services they can dedicate their ARPA funds to support. Raymond Pelletier reported that the documentation was nearly complete.
- Katharina Mack stated that many residents of Washington have voiced interest in knowing how they can support ARPA spending. They want to support CVFiber but need to know how. Linda Gravell had success working in Waterbury over town meeting day where she talked to voters, handed out brochures, and completed a petition. She received 140 signatures to support assigning 5% of the ARPA funds to CVFiber. She is getting a list of underserved residents and will go out knocking on doors next. Christopher Shenk added that the brochure included the names of the members of the Waterbury Select Board, their email addresses, and instructions for what to include in an email. The Waterbury brochure can be edited for other towns. Tom Fisher wondered if there were a way this could be done digitally through FPF and requested the Communications Committee take up the issue.

FAQs

- Allen Gilbert updated the Governing Board on the process of developing a list of FAQs for CVFiber. They have reviewed the FAQs from five other CUDs and VCUDA to assess the range of questions included. The questions are being grouped by their types. Feedback from other committees is needed.
- This has led to other questions about the need to explore digital equity. Even when fiber is available, will residents be able to afford access? Subsidies will be needed and it is not clear the State will be involved to help determine need. If this is the case, how could CVFiber help handle these requests directly. Each CUD may need to be responsible for developing programs and processes. This will be a lot of work and could be expensive. To support this work, CVFiber will need to explain how its user fees are structured to support the subsidies.
 - Jeremy Matt thought the CUDs were not an ideal fit for determining which users need subsidies. Would Equitable Access to Broadband (EAB) be able to support this work? They have a tool to collect data to help qualify individuals. Perhaps one centralized point might be able to work with multiple CUDs.
 - Jonathan Williams reinforced the need to think about digital equity. Urging CVFiber to try not to shift the burden of the paperwork on to the customers. There

are other organizations that have experience with this, such as the Foodbank, which could provide ideas on how to use the different tranches of federal or state funding to optimize assistance. Furthermore, the CUD could keep it simple and have customers self-identify as low and middle income rather than set up a bunch of procedures to verify their status.

- Discussion ensued regarding digital equity
- Returning to the FAQs, Siobhan Perricone thought it was important to have the costs of running conduit for household hookups available. Allen Gilbert noted that ECFiber had well-crafted guidance on hookups.
- Raymond Pelletier added that the engineers will draft policies for CVFiber on conduit. He also anticipates that qualifying individuals for subsidies will not be internalized by the CUDs. He expects it will be statewide.

Website Update

- Linda Gravell updated the Governing Board on the status of the website. The pages have been updated. Now she is trying to get the calendar set up. Adding that there is a FAQ page ready to host additional materials.
- Siobhan Perricone asked if the site was screen reader friendly? Chuck Burt replied that while it is not perfect, it is screen reader accessible.

Construction Planning

- David Healy briefed the Governing Board on construction planning. CVFiber is continuing to meet with NRTC to develop the Executable Project Plan. They have completed a high-level design of the network. The locations for nine cabinets have been identified to connect to the 133-mile backbone, 985 miles of overhead and underground cable, and the 23 distribution areas. Prioritization and efficiencies are still being developed and will be needed for the detailed design.

WEC Partnership

- This item was tabled for a later Governing Board meeting.

Round Table

- Local updates and thanks were expressed by board members.

The Chair adjourned the meeting at 7:39