



## CVFIBER EXECUTIVE COMMITTEE MEETING MINUTES

Virtually on MS Teams

April 14, 2022

### **Present:**

**Executive Committee Delegates:** Jerry Diamantides (Berlin), David Healy (Calais), Raymond Pelletier (Northfield), Jeremy Matt (Plainfield), Allen Gilbert (Worcester), Siobhan Perricone (Orange), Chuck Burt (Moretown).

### **Absent:**

**Others Present:** Phil Cecchini (Treasurer), Jennille Smith (Executive Director)

**Call to order:** Jerry Diamantides called the meeting to order at 5:02

### **Additions or Changes to the Agenda**

- Ray Pelletier requested to defer the Financial Control Implementation Guidelines to the next Executive Committee meeting. He also requested that the MBI Work Orders and Financial Consultant Engagement be handled in Executive Session.

### **Public Comment**

- None

### **Prior minutes**

- MOTION (Jeremy Matt second Siobhan Perricone) to approve the March 10, 2022 and March 28, 2022 Executive Committee minutes as drafted with minor grammatical corrections provided by Ray Pelletier. Passed unanimously. No discussion.

### **Treasurer's Report and Bills to Pay**

- Phil Cecchini directed the members to the written report that was sent to members and provided an overview. He noted there are payables of \$134,432 (invoices from contractors) for review and approval. There was discussion of recurring items being on a general approval. There was also discussion that the Tilson work invoice needs final data in its required format in order to process that invoice. The Apex invoice is still under review, and needs confirmation from David Healy as to its status.
- Allen Gilbert advised that the Treasurer's Report is a public document and copies must be maintained. It was confirmed that they are kept on file.

### **Materials Grant Application & RFP**

- Jerry Diamantides provided an overview regarding this pre-construction funds application. There is a plan to purchase 400 miles of materials and because of the long lead-time there will be a purchase now that should cover the next two construction seasons and then they will submit another materials grant application in the future. MBI will be requested to complete the RFP and manage the RFP process to keep it separate from NRTC.

David Healy joined the meeting and Jerry Diamantides requested information regarding the APEX invoice discussed in the financial report. David Healy advised he had not yet seen the invoice and still needed to review it.

### **Financial Controls Implementation Guidelines**

- Tabled until next meeting

### **Construction Grant Eligibility Update**

- David Healy reported that a detailed checklist for the construction grant application is currently being worked on. It was confirmed a financial evaluation of the business plan must also be completed as part of this process.

### **Fiber Delivery Update**

- Jennille Smith reported delivery is likely to be Thursday (4/21).

### **Insurance, DUNS, ACH Update**

- Jennille Smith reported the DUNS has been updated and a new user ID has been obtained for SAM.gov and that an update is underway.
- Jeremy Matt asked if there was an insurance update. Jennille Smith advised they have received one quote and are awaiting a second quote for comparison. She noted they expect an increase in insurance premiums. Ray Pelletier advised that ECFiber pays \$75,000 annually in insurance.

### **CVFiber Project Team Kickoff Meeting**

- Jerry Diamantides reported this meeting is scheduled for April 20<sup>th</sup> and the meeting will be all contractors and will make sure that everyone understands their role and responsibilities moving forward and that lines of communication are open.

### **MBI Work Orders, Kotecki Right of Way Services Work Order, and Financial Consultant Engagement**

- These three items were grouped as they all involve discussions of contracts and potentially involve executive session.
- MOTION (Ray Pelletier second Siobhan Perricone): Move that pursuant to 1 V.S.A. § 313(a)(1)(A) we find that premature public knowledge of our discussions relating to the contract negotiations with Mission Broadband Inc, Kotecki ROW Services, and Stan Williams Consulting would put CVFiber at competitive disadvantage. Passed unanimously. No discussion.
- MOTION (Ray Pelletier second Jeremy Matt): Move that we enter executive session to discuss the contract negotiations with Mission Broadband Inc, Kotecki ROW Services,

and Stan Williams Consulting pursuant to 1 V.S.A. § 313(a)(3). Passed unanimously. No discussion.

- Enter: 5:29
- Exit: 5:45

- MOTION (Ray Pelletier second Jeremy Matt):

*Whereas CVFiber has a consulting agreement with Mission Broadband Inc (MBI) effective March 8, 2022 for a variety of consulting services,*

*Whereas CVFiber desires services for the coordination and submission of pole applications, the management of a materials and supply chain RFP, and negotiations with transport providers,*

*Whereas funds for such services are available through CVFiber preconstruction grants,*

*It is hereby moved that the Executive Committee approves the execution of work orders with MBI for the coordination and submission of pole applications, the management of a materials and supply chain RFP, and negotiations with transport providers. Passed unanimously. No discussion.*

- MOTION (Ray Pelletier second Chuck Burt):

*Whereas CVFiber has a consulting agreement with K. Kotecki Right of Way Services, LLC effective April 1, 2022 for negotiating easements, obtaining right of way permits, facilitating make ready applications, and coordinating make ready completion,*

*Whereas these services often require considerable time to execute and construction may be delayed if not performed in a timely manner,*

*Whereas funds for such services are available through CVFiber preconstruction grants,*

*It is hereby moved that the Executive Committee approves the execution of a work order with K. Kotecki Right of Way Services, LLC for negotiating easements, obtaining right of way permits, facilitating make ready applications, and coordinating make ready completion for the Calais, Rumney, and Marshfield distribution areas. Passed unanimously. Discussion:*

- Allen Gilbert asked why we need Right of Way services as he thought that we could just piggyback on the poles right of way. Ray Pelletier and David Healy responded that we need easements for underground installations, railroads, etc.

- MOTION (Ray Pelletier second Siobhan Perricone):

*Whereas CVFiber could benefit from an independent review of its business, financial, and subscription rate plans, and for its preparation to issue revenue municipal bonds,*

*Whereas twenty hours of consulting are available through a grant from the Vermont Community Foundation to engage Stan Williams, long time CFO of ValleyNet, and associates*

*Whereas additional consulting hours may be necessary for the engagement and are available for a fee, for which there are consulting funds in the 2022 Budget,*

*It is hereby moved that the Executive Committee approves the engagement of Stan Williams, and associates, to consult with CVFiber on its business, financial, and subscription rate plans, and for its preparation to issue revenue municipal bonds. Passed Unanimously. No discussion.*

**Jerry Diamantides Comments**

- Jerry reported he has received the executed NRTC documents and he will share as appropriate.
- Jerry reported that tomorrow morning he plans to be with the CUDs that will be testifying before Legislature.

**Adjourn**

- Adjourned at 5:53 pm.

Respectfully submitted,  
Jeremy Matt, Clerk