



CVFiber Policy Committee Meeting Minutes

Wednesday, Dec. 6, 2023 5:00 PM
Virtual meeting

Present: Allen Gilbert (Worcester), and Siobhan Perricone (Orange); Linda Gravell as guest; and Jennille Smith, executive director, and Olivia Kantyka. **Absent:** John Morris (Marshfield).

- 1. Call to order.** A quorum being present, the meeting was called to order at 5:06 p.m. by Gilbert, chair.
- 2. Changes to agenda.** There were none.
- 3. Public comment.** There was none.
- 4. Approval of Nov. 1 draft meeting minutes.** Perricone moved to approve the minutes of the Oct. 4, 2023 meeting, seconded by Gilbert. Approval was unanimous.
- 5. Continuation of Personnel Policy legal review.** The committee reviewed further suggestions by legal counsel and CPA (Certified Public Accountant) concerning final changes to the Personnel Policy before approval and forwarding to the Executive Committee for its review. Perricone said she had a few comments, but nothing requiring major changes:

Section 2, At-Will Employment. Perricone said she was still uncomfortable with the language concerning state law regarding at-will employment. It sounds “harsh,” she said. She said, though, that she had no alternative language to offer, and acknowledged why the language was there. But she fears it opens the door for bad managers to do bad things. Smith suggested

we add a “statement of policy” that at-will employment will not inhibit best employment practices. Perricone said that would help. Gilbert suggested that one problem is the grammatical construction of the first paragraph; it starts with a club-like dependent clause -- “With the exception of...”, and goes from there. Gilbert said he didn’t think the content needed to be conveyed in this kind of negative language. Smith suggested starting the paragraph with a policy statement such as, “CVFiber is committed to being a fair employer,” and then continuing with a list of the circumstances when someone’s employment with CVFiber can be terminated. All agreed this sounded better.

Section 20: Social Media Use. Perricone wants to eliminate the sentence, “However, the use of social media during work time for nonwork-related reasons is prohibited.” Perricone offered that “This is ammunition in the hands of a bad manager.” Gilbert said he thought we had agreed that “prohibited” should be changed to “discouraged.” Perricone said she, too, thought that was the case. Smith said she saw no reason not to change it; she felt any risk created by doing so is “minimal”. And, she said that she herself had questions about what “work time” is, “since we have such odd hours.” There was consensus to take out “prohibited” and in fact drop the whole sentence. Gilbert questioned whether we wanted to drop the whole sentence rather than just change “prohibited” to “discouraged,” and keep the rest. Perricone argued that the rest of the section addresses and defines misuse of social media and the consequences for doing so. It was agreed to drop the entire sentence, and to smooth the transition from the opening statement of policy to the definitions and sanctions for misuse.

Section 23: Employee Benefits. Perricone questioned the discretion given management regarding the payment of unused vacation time at the end of a worker’s employment. We need that, she said, but she worries about “bad managers who might use this to punish.” Smith said that legal counsel advised it was important to have this clause in our policies, but she felt the language could be altered to ensure that the discretion wasn’t misused. She suggested qualifying language such as “and at the reasonable discretion of management and in compliance with law and these policies.” All agreed to the change, albeit with further discussion on further minor, but not substantial, changes. Smith will consult with legal counsel on any further revisions.

Also in this section, it was affirmed that 30 hours or more is considered “full-time” employment. Any employment under 30 hours is considered “part-time.” Gilbert said he wanted to make sure that by setting the standard at 30 hours that anyone working less than that would not be denied protection offered in federal or state laws because they weren’t working at least, say, 32 hours if that’s the federal and state requirement. Thirty hours is generally considered the federal and state standard, Perricone said. Gilbert said he was

fine with 30 hours then, noting that we could always change this later if we ran into unforeseen issues.

Gilbert asked Perricone if she was comfortable with the Political Activity section (14), since she had earlier raised questions about some conditions that were imposed. She pointed out that many conditions are imposed by the federal Hatch Act, and she is fine with those. The Hatch Act isn't currently mentioned in the policy; it was agreed to add mention of it.

Section 12, Conflicts of Interest. Gilbert pointed out inconsistent presentation of certain "misuses" described in the section, leading to possible confusion. It's a grammatical problem, not a content problem, he said. He suggested language to make the five bulleted points parallel in their construction. He noted a few other confusing phrases, which, all agreed, were actually typos.

Section 13: Whistleblower. Discussion centered around straightening out the uses of "shall," "must," and "may".

Next steps are Smith sending a clean copy of the policy to committee members and moving the policy to the next step. Gilbert moved and Perricone seconded a motion to accept, for approval by the Executive Committee, the Personnel Policy as further revised and conditioned on further review by legal counsel. There was no opposition, and the motion passed. It is hoped the revised draft will be presented to the Executive Committee at its Dec. 19 meeting. Gilbert credited Policy Committee members "for working very hard among ourselves and with staff and with legal counsel to come up with something that is acceptable as a clean document." He said that it's also important to recognize that a policy like this can be revised often, as laws, practices, and other things change. "This is not a static document.... It can be modified if needed," he said. Smith noted that legal counsel has suggested that the policy be reviewed every year.

- 6. Privacy Policy – further discussion on alignment with WVCTelecom policy.** Smith said that we need to review the Waitsfield Privacy Policy and make sure "we're OK with it" and there aren't any red flags. Perhaps that can be done at the next Policy Committee meeting. If there are red flags, we can take our concerns to Waitsfield to see if we can get their policy to line up with ours. If possible, she said, ultimately we should adopt the WVCT policy because "we're dealing with the same privacy [issues] since we have the same customers and they're managing the operations."
- 7. Update on digital equity efforts, including possible Accessibility Policy.** Smith started by saying there has been an important development on this topic. We are now looking at accessibility offered on a state level through the federal

BEAD (Broadband Equity, Access, and Deployment) funding program, which requires creating an accessibility policy. VCBB (Vermont Community Broadband Board) is working with a private contractor to create a digital equity plan that will apply to all CUDs. This is perhaps a good idea, but the application could be proscriptive, Smith said. There's a requirement in the plan that all CUDs must have a low-cost option, and there's been disagreement among the CUDs what a low-cost option should cost. VCBB adopted at its last meeting a ranged \$45-\$75 low-cost policy. Impact to CVFiber would likely be increases in what we charge for our highest plans. Gravell noted the Finance Committee has on its agenda review of our rates. Perricone asked, Where are the subsidies that were supposed to help pay for low-cost policies? Smith said they will come in the form of the federal ACP (Affordable Connectivity Program), which may or may not exist much longer. Then there is hope there might be a mirror state subsidy to make the program more affordable. There's a current study that found a significant number of people in Vermont can't afford broadband if it costs more than \$19/month. VCUDA (Vermont Communications Union Districts Association) is considering putting together an accessibility policy of its own, which CVFiber could potentially lead in the development. Kantyka has been thinking of an advocacy campaign boosting legislative support of a statewide affordability campaign funded by low-interest loans. The program could be funded at its start through these loans until the CUDs are generating enough revenue to support the affordability program. Perricone was thankful that this is becoming a statewide endeavor, not something individual CUDs have to handle on their own.

8. **Board training – further discussion on getting program underway in 2024.** Smith said she's requested some estimates from companies that provide the sort of board training we're looking for, as well as employee training. We're hoping to start these programs this coming year, perhaps as early as January. Gravell expressed the hope we could provide training about running meetings, which she thinks is very important. Smith said she's looking into how that could be provided. She wants more board members to be participating in meetings; there's a need to get more people expressing their thoughts. Perricone said she feels the transition from a volunteer-led to an employee-led organization hasn't been smooth. We need more policies and training to define expectations and responsibilities. Smith agreed, and she's begun working on this issue. Gravell brought up what she sees as a problem in that each committee operates in a silo – one committee doesn't know what other committees are doing, creating a serious information gap. Only if you go to every committee meeting can you be informed, Gravell said. Moving forward, there has to be discussion among committees. Smith says perhaps we should have committee reports like we now have staff reports. Gilbert suggests the information needed for such reports is in committees' agendas and minutes.

9. Other business. This was not taken up due to lack of time.

10. **Adjourn.** The meeting adjourned at 6:15 p.m.

-- *Allen Gilbert*

Approved Jan. 3, 2024