



CVFiber Policy Committee Meeting Minutes

Wednesday, Nov. 1, 2023 5:00 PM
Virtual meeting

Present: Allen Gilbert (Worcester), Linda Gravell (Waterbury), John Morris (Marshfield), and Siobhan Perricone (Orange); and Jennille Smith, executive director.

- 1. Call to order.** A quorum being present, the meeting was called to order at 5 p.m. by Gilbert, chair.
- 2. Changes to agenda.** Smith asked that we add a short discussion about board training, perhaps a policy or guideline that sets board expectations.
- 3. Public comment.** There was none.
- 4. Approval of Oct. 4 draft meeting minutes.** Perricone moved to approve the minutes of the Oct. 4, 2023 meeting, seconded by Gravell. Approval was unanimous.
- 5. Continuation of Personnel Policy legal review.** Smith has discussed with legal counsel changes the committee had suggested to the re-draft of the Personnel Policy. She reported counsel is generally fine with them, but he did have some questions around accrued benefits. Smith said she had contacted our CPA, who suggested we might want to have a 90-day waiting period for benefits to begin for new employees. Perricone said the whole point of having no waiting period was to ensure benefits were available to new employees immediately. A long waiting period before benefits kick in is “painful” to new employees, she said. Smith said counsel’s suggestions were made to avoid complicated

calculations in how personnel systems work. Gilbert said it sounded like we need further committee discussion on this. Smith noted other suggestions from counsel; they included no more than a two-week carry-over of staff vacation time so staff is encouraged to use leave time rather than bank it (it's currently set at 320 hours, or 40 days). Six hours of vacation time every two weeks is an odd amount since it's not "whole week intervals." If we want to do four weeks of vacation time per year, the CPA suggested time accrue at the rate of 160 hours per year, and the system will accrue based on a decimal to 6.15 hours per week; this would be done simply to make things easier from a calculation standpoint. The CPA also felt that staggering hours gets messy. She suggested we might be clearer about what "full-time" and "part-time" are. Smith noted we are waiting on a response from legal counsel about this delineation. From the CPA's view, making things as simple as possible so calculations are in whole numbers is best. Perricone commented that just because calculations may be complicated doesn't mean we have to avoid them. She pointed out that taxes are administratively complicated, but we do them. She said she needs more information about what constitutes "administratively complicated, because where I'm sitting, it's an algorithm you program into something." Being a supervisor is administratively complicated, and I want us to still be a good employer." She wants CVFiber policies to "reflect that support, and the pro-employee stance I want us to take." There was further discussion about how the numbers true up, with some confusion as to what the CPA intended. Gilbert suggested we needed the figures in writing so we can understand whether the CPA's suggestions result in any major change to the total yearly vacation time accrual. He thinks there are likely no such changes, but we need something on paper to ensure this is the case.

Gilbert asked if there were any other significant changes legal counsel and CPA recommended to the draft policy. Smith said no. Gravell said she really liked the idea of limiting yearly roll-over of vacation time to two weeks, because she wants employees to use their vacation time. Perricone said she could go along with that. Gilbert asked how important it was to finish details before moving the draft policy forward. Smith said we want to take the time to make sure things are right. We didn't even think about the calculation problems around accrued benefits, she said. And we do need further clarification around what we think of as "full-time" vs. "part-time." Smith said that we had talked about making 32 hours the dividing line, but it's not clear if that is OK. Perhaps if we can agree that anything less than 40 hours per week is part-time, or if we wanted something around 30 hours, it would perhaps make sense to use a round number, like 30 hours per week, to make it simpler for calculations. Smith said the real question is whether it's OK to have "full-time" be anything other than 40 hours per week, and it appears it is – but we need to make absolutely sure that's the case.

6. Privacy Policy review introduction. Gilbert noted the difference between CVFiber's Privacy Policy Overview and the privacy policy of Waitsfield Champlain Telecom, our contracted service provider. He reminded committee members that CVFiber put its broad Privacy Policy Overview in place at the beginning of this year, with a commitment to provide details as we started to go operational. We're now an operating business, and we're gathering a lot of personal information as people in served areas sign up for connections. WCT has its own privacy policy, and we need to true the two to each other. Gilbert thought our Policy Overview document is actually pretty good – but it's not as detailed as WCT's. He said the WCT document contains a lot of examples to explain privacy protections. He's not sure how much deeper detail we'll need in our CVFiber Policy, but he feels we should be able to make appropriate adjustments. He mentioned a few things in the WCT document that he's not sure apply to CVFiber. He gave as example the Cable Act of 1984, which allows providers to collect personal information. The act may not apply to us directly, but it does indirectly – since it allows our partner to gather a range of private information related to communication. We want to be clear in our privacy policy who can access what, in what form, and in what depth. Smith explained the information is grouped into two categories: PII (personally identifiable information, which we may collect and hold but can't abuse or share with others) and CPNI (customer propriety network information), which includes things like length of your phone calls to different parties. We may have some access to this data. But for either kind of information, we must protect customers' privacy. She noted that on legal counsel's advice, we're planning on adding language to section 19 of our personnel policy regarding all personnel being responsible for safeguarding customers' private information around PII and CPNI issues. Gilbert brought up the use of CPNI by the Bush administration following the 9-11 attacks against the United States in the early 2000s. Perricone says she wants nothing to do with CPNI – we should stay away from that. Smith said that is, in fact, what other CUDs are doing – they are shying away from utilizing CPNI data to share or sell to others, a practice that is common among private providers. We're not in the business of collecting and selling personal data for a fee, she said. "It's a can of worms that we don't need to have a part of." It was noted that any providers planning to utilize CPNI data must undergo rigorous training around how the data may be used.

Gilbert said this was exactly the kind of discussion he'd hope we'd have around privacy -- flushing out some important issues that we want to pay attention to. Gilbert admitted that he's a "privacy nut" and wants us to do our best to give customers the highest levels of privacy protection we can. There are likely other issues we may want to discuss, but he feels we have a good sense of the direction we need to take to ensure the CVFiber Privacy Policy is aligned with WCTs, and that both policies stress the need for strong privacy protections.

- 7. Update on digital equity efforts.** We are applying for ACP (Affordable Connectivity Program) approval so we can offer this FCC-created benefit to low-income customers. She said that she recently met with a group working to develop a digital equity plan; it's been holding listening sessions to understand what others define as a barrier to accessible broadband. The goal is to develop a plan to address broadband availability and, hopefully, draw down federal BEAD (Broadband Equity, Access, and Deployment) funds. Partnerships across the state are being developed through VCBB; it is hoped that this will lead to connections with community groups to identify some of the hardships people face in getting connected to high-speed internet. Gilbert said he feels there's more buzz around digital equity than before; more people are becoming aware of the problem. Smith feels connections to a house, especially underground connections, are impossibly expensive for many people. Gilbert said it's sometimes hard to have conversations with people who insist that they be connected to fast service - - even though they live deep in the woods, far from utility poles where connections are made. Discussion has also come up, Smith said, around discounts for nonprofits. Normally, nonprofits would fall under business rates for subscriptions, not lower residential rates.

- 8. Other business.** Smith explained why we might want to talk about board training. The topic, she said, initially came up after a quarterly meeting with our working partners, such as Waitsfield Champlain Telecom and NRTC. Someone asked the question, "What is expected of your board members? What roll do they play?" We've realized, Smith said, that there could be better expectations set for our board members. She cited Gravell's recent participation at a home connection. Gravell didn't have to join the tech installer and go out to someone's house, she pointed out, but it was a really nice thing for a board member to travel along and be on site for something that to the customer was a big deal. Smith asked, What board member at a private company would go out on such a venture? But she noted that when you start as a board member at CVFiber, you're not given any formal training. Perhaps you're pointed to CVFiber policies. And soon we'll be doing bullying and harassment training for everybody. "It's a requirement now," she noted. She felt it was also probably best to have a general primer on how organizations generally are structured, along with CVFiber-specific policies and expectations. NEK Broadband recently had an all-day Saturday board training meeting, she noted. We could benefit a lot from having a formal training, and setting expectations for board members, maybe annually or whenever new members come onto the board.

Gravell wondered if we might record videos on different HR topics and use them for member training, instead of staff having constantly to bring new members on

board personally. The videos could be tailored to specific activities, showing what we expect from Governing Board members. And maybe, she said, we should cover topics as simple as “Who are we?” Gilbert noted that CUDs have been slow to pick up on board training, likely because the organizations were created out of nothing other than state legislation defining their legal standing, responsibilities, allowable actions, and restrictions. “We’ve sort of invented along the way as to what board members do,” Gilbert said. We really haven’t thought much about that. But now, as we bump up against having a real operating business, with full-time employees, we realize that there are a whole lot of things for which we haven’t gotten any training. It’s an important topic.

Various names for the training were offered. Gilbert asked what our next steps might be. Gravell said delegates, and attorneys, will be important connections to local communities as we build out the CVFiber network. How can they best be engaged to help us with our work? What can we expect them to be able to do? Gilbert suggested we mull all this over before our next meeting, in December. Smith suggested we try to think of what content we might want to include in training – sort of a blueprint, she said, of what we want to empower, or educate, our board members with. “On-boarding,” Gilbert suggested. “And ongoing,” Smith added – which was then smushed into “Ongoing on-boarding.”

Gilbert noted it was time to end the meeting. He offered that this had been a productive session, lots of good discussion, even if a lot of paper wasn’t pushed. Goals for our next meeting include hammering out the final version of the Personnel Policy. Smith said she’ll try to get a redline out of any further comments or suggested revisions from legal counsel so we have those ahead of time for consideration.

9. Adjourn. The meeting adjourned at 5:57 p.m.

-- Allen Gilbert