



CVFIBER GOVERNING BOARD MEETING MINUTES

Virtually on MS Teams
February 13, 2024

Minutes Short Summary

The Governing Board approved the minutes for the January 9, 2024, Governing Board meeting. Laurie Beth Putnam reviewed the Treasurer's Report for 2023. Fifteen installations were completed this past week and CVFiber now has 100 customers. Olivia Kantyka reported that Legislation Day was a success both in terms of meeting and informing legislators and working with sister CUDs; and a recap is available on the website. Sybil Schlesinger was confirmed to the Finance and Audit Committee and John Reid was confirmed to the Policy Committee. The Communications Committee would also like to recruit a new member. Jennille Smith reported that on February 23rd, there will be a leadership training followed by a field trip to the Warehouse. A remote training will be required for Board members potentially in the second week of March. CVFiber committees are examining the data on the few residences, which have drops longer than 400 feet to formulate a policy based on this data. On Monday, February 12, CVFiber was awarded \$145,600 from a subrecipient grant program through VCCB. Following an executive session, the Governing Board unanimously approved the motion to direct our Executive Director to sign the MOU as discussed in executive session.

Present:

Governing Board Delegates:

Allen Gilbert (Worcester), Jeremy Matt (Plainfield), Jerry Diamantides (Berlin), Tom Fisher (East Montpelier), Chuck Burt (Moretown), John Morris (Marshfield), Ted Barnett (Williamstown), David Lawrence (Middlesex), Christopher Schenk (Waterbury), R.D. Eno (Cabot), John Reid (Woodbury), Mike Milo (Barre Town)

Alternate delegates: David Mannix (Marshfield Alternate), Jon Hosford (Plainfield Alternate), Jeremy Hansen (Berlin Alternate), David Wendt (Duxbury Alternate), Sybil Schlesinger (Moretown Alternate)

Others Present:

Jennille Smith (Executive Director), Olivia Kantyka (Community Relations Manager), Lucas Stubbs (Operations Manager), Laurie Beth Putnam (Treasurer), ORCA, Bonnie Batchelder (Accountant), Denise Sullivan (NEK Broadband, VCUDA), Christa Schute (NEK Broadband)

Town Representation on 2-13-2024 (12/21 towns represented)				
Barre City	Barre Town	Berlin	Cabot	Calais
Absent	Present	Present	Present	Absent
Duxbury	East Montpelier	Elmore (left)	Marshfield	Middlesex
Absent	Present	Absent	Present	Present
Montpelier	Moretown	Northfield	Orange	Plainfield
Absent	Present	Absent	Absent	Present
Roxbury	Waterbury	Washington	Williamstown	Woodbury
Absent	Present	Absent	Present	Present
Worcester				
Present				

Call to order: Board vice-chair, Tom Fisher, called the meeting to order at 6:02PM

Additions or changes to the agenda

- None.

Public Comments

- None.

Meeting Minutes Approval

- MOTION (Jeremy Matt, second Chuck Burt)
To approve the minutes of the January 9, 2024 Governing Board meeting as drafted with minor revisions suggested by Linda Gravell.
 Passed unanimously. No discussion.

Treasurer’s Report

- Laurie Beth Putnam reviewed the Treasurer’s Report for last year, which all members have received.
- David Mannix discussed CVFiber’s cash position, and Bonnie Batchelder confirmed that we are where we projected in the 2024 budget.

Construction, Materials, Warehousing, and Operations

- Jennille Smith reported that CVFiber’s 100th customer was lit last week and as of today, CVFiber has 113 customers. An additional 15 installations were completed this week. We have 229 miles constructed and have passed 1762 addresses. We are also truing up our numbers for the warehouse audit.
- Lucas Stubbs reported that CVFiber is at the end of the green runway, the pole licenses we have. However, Waitsfield said we are ready to light RS01 and RS02. Olivia Kantyka reported that presubscribers were informed this morning and CVFiber already has a 25% take rate.

- Jennille Smith also reported a 41.9% take rate in CL01 and CL02. The average package is also higher than CVFiber anticipated.
- Jeremy Matt asked if these areas are unusual, but this doesn't seem to be the case. Jerry Diamantides noted that even in areas with more competition, he doesn't expect us to see lower take rates because CVFiber is offering a superior product at a reasonable price.
- Jennille Smith noted that she has reached out to the Public Service Department and their general counsel to let them know we intend to file an official complaint regarding Hardwick Electric by next week. This step is critically important.

Marketing and Community Relations

- Olivia Kantyka reported that Legislation Day was a success. We met with our sister CUDs and our legislators. A recap is on the website. We are aligning our messaging with our sister CUDs. We have also published our statement of values. 40% of our new customers have responded positively to our survey. Many will recommend us. We created a testimonial page on our website. Everyone gets a Wi-Fi magnet to show friends.
- Olivia Kantyka is hoping for an event in Woodbury. Current customers receive a flyer with tips, and we are creating a website resource hub for our customers. For example, some customers have thicker walls, which may negatively affect speed for older computers.

Board and Committee Appointments and Membership

- Tom Fisher noted that the Policy Committee needs at least one additional member. Tom Fisher added that this is an influential committee doing important work.
- John Reid offered to be on the Policy Committee, but he also wished to find out what other committees need members.
- Jeremy Matt offered to serve short term.
- **MOTION** (Tom Fisher, Second Ted Barnett)
- Move that Jeremy Matt and John Reid become members of the Policy Committee.
 - The motion was tabled and then there followed discussion regarding the best number of members for committees and committee membership in general
 - **MOTION** (Allen Gilbert, Second Tom Fisher) Move to return the motion to the floor to add John Reid and Jeremy Matt to the Policy Committee. Passed unanimously.
- Motion to appoint Jeremy Matt and John Reid to the Policy Committee Passed unanimously.
- Jeremy Matt resigned from the Policy Committee in order to avoid having a four-member committee (which can be problematic from a quorum standpoint)
- Chuck Burt noted that the Communications Committee is also in need of at least one additional member. Christopher Shenk suggested that a daytime meeting might be easier for some potential members, and Chuck Burt said he would prefer to meet during the day and will ask the other members if they would agree.
- David Mannix noted that the Finance Committee would like to add Sybil Schlesinger.

- **MOTION** (David Mannix, Second Jeremy Matt)
to add Sybil Schlesinger to the Finance and Audit Committee.
Passed unanimously.
- Ted Barnett suggested a doodle poll be set up to identify delegates' availability to serve on committees.
- Tom Fisher noted that John Reid is a new town delegate for Woodbury with John Gray as the Alternate. Waterbury has also switched Christopher Shenk and Linda Gravell. Christopher Shenk is Vice Chair of the Operations and Planning Committee and Linda Gravell is Vice Chair of the Finance Committee.

Human Resources and Board Training

- Jennille Smith reported there will be a training for the Leadership followed by a field trip to the Warehouse on February 23rd. She hopes a recording will be available if anyone must miss the training. The week following Town Meeting, there will be a recorded Board training from 5:30-8pm, on a Tuesday, Wednesday or Thursday. Jennille Smith, Lucas Stubbs, and Olivia Kantyka will go over frequently asked questions, followed by the responsibilities of Board members.
- Jennille Smith noted that the Personnel Policy was adopted last month. We do not currently offer parental leave, but we looked into short- and long-term disability insurance as a way of offering that benefit. We are reassessing all of our insurances, which need to be renewed in April, to see where we could reduce some insurance to add the disability insurance.

Drops Policy

- Jennille Smith noted that we are waiting on numbers from Waitsfield and NRTC about the costs of drops over 400 feet because they are more than \$1/foot. Jerry Diamantides added that we are looking at the data to see what our subscribers are being charged. Once we have more data, we can make a more informed decision. Jennille Smith added that our policy needs to be clear because for those impacted, it can make a significant difference. Our sister CUDs have the same issue.
- Tom Fisher asked if there is a difference between a drop and an installation. Lucas Stubbs explained that the drop terminates at the outside of the house and the installation is from the drop into the house.

Finance Update and Outlook

- Jennille Smith noted that CVFiber has put in an application for assistance for the BEAD grant. On Monday, February 12, CVFiber was awarded \$145,600 through a subrecipient grant program from the VCCB. Tom Fisher noted that sister CUDs also received similar grants, and we do have the intention to pool some of these resources. Jennille Smith noted that steps to prepare for the application have already been taken.

NEK, MOU and VCCB Grant Amendment

- **MOTION** (Tom Fisher, Second Jeremy Matt)

Move to enter Executive Session under IVSA 313 a 1 to discuss contracts, as premature public knowledge would clearly place CVFiber at a substantial disadvantage; and to invite all CVFiber Staff, Christa Shute and Denise Sullivan, as well as Bonnie Batchelder and Laurie Beth Putnam, to join the meeting, under IVSA 313 b.

Passed unanimously.

- Enter Executive Session: 7:02PM
- Exit Executive Session: 8:32PM
- MOTION (Tom Fisher, Second Chuck Burt)

Move that the CVFiber Governing Board direct our Executive Director to sign the MOU as discussed in Executive Session.

Passed unanimously.

The Chair adjourned the meeting at 8:33PM.

Respectfully Submitted,

Jeremy Matt, Clerk