



CVFIBER EXECUTIVE COMMITTEE MEETING MINUTES

Virtually on MS Teams

April 16, 2024

Minutes Short Summary

The Executive Committee approved meeting minutes for the April 2, 2024 meeting. Jennille Smith reported 241 miles of fiber completed and \$5.8 million worth of materials in the warehouse. Siobhan Perricone noted that elections must take place in May for Chair, Vice Chair, Treasurer, and Clerk, and all committees need new members. Jennille Smith reported 211 active customers. Olivia Kantyka reported that she plans to map out the installation process for subscribers so they can see the six necessary steps with a door hanger that explains to customers what needs to happen to complete the drop and installation. David Mannix reported noted that he is working on documenting the finance functions to be reviewed at Thursday's April 18 meeting. The Executive Committee found that considering strategic planning and potential coordination with NEK Broadband in open session would put CVFiber at a competitive disadvantage. Following this finding, the Executive Committee moved into Executive Session. No action was taken after exiting executive session.

Executive Committee Members:

Present:

Chuck Burt (Moretown), Jeremy Matt (Plainfield), Siobhan Perricone (Chair, Orange), Allen Gilbert (Worcester), David Mannix (Marshfield), and Tom Fisher (East Montpelier).

Absent: David Healey (Calais)

Others Present: Jennille Smith (Executive Director), Lucas Stubbs (Operations Manager), Olivia Kantyka (Community Relations Manager), Jeremy Hansen (Berlin), Sybil Schlesinger (Note taker; Moretown Alternate), John Reid (Woodbury), Michael Reed (Consultant, NEK/CVFiber)

Call to order: Siobhan Perricone called the meeting to order at 5:01pm.

Additions to the agenda:

- Siobhan Perricone would like to add a reminder about elections next month.

Public comment

- None.

Prior Meeting Minutes

- MOTION (Jeremy Matt, Second Tom Fisher)
Move to approve the minutes for the April 2, 2024 Executive Committee meeting as drafted.
Passed unanimously.

Construction, Materials and Warehousing Update & Outlook

- Jennille Smith reported 241 miles of fiber completed and \$5.8 million worth of materials in the warehouse. The audit accounting is complete.
- Jennille Smith reported that the warehouse management changeover is taking place and some staff may move from Straight Line Broadband to NEK Broadband for a smoother transition.
- We are finishing the last six weeks of construction in CL02 and CL03.
- Jennille Smith introduced Mike Reed, consultant, retained by CVFiber and NEK Broadband.

Mandatory Elections

- Siobhan Perricone noted that elections must take place in May for Chair, Vice Chair, Treasurer, and Clerk. Committees also need members.
- Jennille Smith added that anyone with GIS experience would be a good addition for the Operations Committee. Jeremy Matt noted that he has some GIS experience and asked if this is a replacement for David Healy. Jennille Smith said yes and encouraged Jeremy Matt to begin working with David Healy now if he is interested. Siobhan Perricone also noted that John Reid is willing to learn GIS.
- There followed additional discussion of committee membership

Operations Update & Outlook

- Jennille Smith reported 211 active customers. Lucas Stubbs reported that installations are continuing and the drop crews remain ahead of the installations.
- Siobhan Perricone noted that there needs to be clarity on the timing of installations.

Marketing Update & Outlook

- Olivia Kantyka reported that she plans to map out the installation process for subscribers so they can see the six necessary steps with a door hanger that explains what needs to happen. She hopes this resource will help clarify the installation process.
- Tom Fisher asked what the typical CVFiber sign up process is.
- Olivia Kantyka noted that CVFiber has not yet been able to confirm the installation time. The door hanger now includes if aerial is an option and that the customer needs to reach out to Waitsfield if this is the case. Customers can also reach out to Waitsfield with special requests. She reached out to Waitsfield and noted that there are some special situations which cause installations to take longer, such as the need for conduit or rodding.
Tom Fisher asked if a list exists of all customers who have signed up and if these people have been contacted. Olivia Kantyka noted that 96 customers need conduit which is about 20% at this point. Tom Fisher signed up six months ago, but he is just now getting installed. Non one from CVFiber or Waitsfield communicated with him during that time.

He feels CVFiber is losing customers to Starlinks as a result of this lack of communication. He would like a list of all potential customers and what has been communicated to them so we do not lose them. There followed length additional discussion of this issue and how best to resolve it.

Finance Update & Outlook

- David Mannix reported noted that he is working on documenting the finance functions. These will be reviewed at the Finance Committee meeting. He wants to ask Allen Gilbert how to document this officially. We know by role who will be doing which work, and at the end of each month, an executive summary is produced. This is reviewed by the Executive Committee and Chair. Quarterly, we are going to be working on a financial forecast. This team also does an annual report. We hope to have this process finalized at this week's meeting.
- Allen Gilbert said that he thinks what David Mannix is doing is setting up a procedure to accomplish specific tasks, but David Mannix wants the Executive Committee's approval that these procedures meet the requirements. Allen Gilbert noted that he cannot see the document as presented so he would prefer that he and David Mannix discuss this after he has reviewed a copy.
- David Mannix said the Committee will continue to work on this to ensure that all bylaws of CVFiber are met and the State requirements are met. He will send a more finalized version to Allen Gilbert.
- Allen Gilbert noted that if David Mannix thinks there are legal questions, the lawyer should be brought in as well.
- David Mannix noted that he is working with Jennille Smith and Bonnie Batchelder to confirm the cash flow, particularly the outstanding Eustis bills.

Follow Up on Joint Executive Committee Discussion

- Siobhan Perricone noted that the Executive Committee would like to follow up on the Special Executive Committee meeting on April 11, 2024.
- MOTION (Jeremy Matt, Second Tom Fisher)
Move that the Executive Committee find that considering strategic planning and potential coordination with NEK Broadband in open session would put CVFiber at a competitive disadvantage in accordance with 1 V.S.A. § 313(a).
Passed Unanimously.
- MOTION (Jeremy Matt, Second Tom Fisher)
Whereas the Executive Committee has found that discussion of strategic planning and potential coordination with NEK Broadband in open session would put CVFiber at a competitive disadvantage,

Move that we enter executive session to consider strategic planning and that CVFiber Board members, alternates, executive director, treasurer, and Mike Reed are invited into the executive session as they have information that is needed in accordance with 1 V.S.A. § 313(a)(1)(B) and to go into executive session to discuss personnel matters in accordance with 1 V.S.A. § 313(a)(2).

Passed unanimously.

Enter Executive Session at 5:37pm

Exit Executive Session at 6:39pm

- No action resulted from executive session.

Adjourn at 6:39pm

- **Motion to Adjourn:** Siobhan Perricone.

Respectfully submitted,
Jeremy Matt, Clerk

DRAFT