



## **CVFIBER GOVERNING BOARD MEETING MINUTES**

Virtually on MS Teams  
May 14, 2024

### **Minutes Short Summary**

The Governing Board unanimously approved the minutes for the March 12 and April 9, 2024 Governing Board meetings. For the Treasurer's Report, David Mannix emphasized first, better control and visibility of the inventory, the rate of 74 installations in April, and finally the receipt of the matching ARPA funds. Jennille Smith reported construction in CL03 will be completed shortly. Jennille Smith reported that CVFiber now has 286 customers. Olivia Kantyka reported the next event is scheduled on Saturday, June 22 at the Worcester Town Hall with a light breakfast at 10-10:30 and a presentation at 10:30-11:15am. Siobhan Perricone was elected as Chair, Tom Fisher as Vice Chair, Laurie Beth Putnam as Treasurer, and Jeremy Matt as Clerk. The Governing Board entered into Executive Session and no action was taken.

### **Present:**

#### **Governing Board Delegates:**

Allen Gilbert (Worcester), Jeremy Matt (Plainfield), Tom Fisher (East Montpelier), Chuck Burt (Moretown), John Morris (Marshfield), Ted Barnett (Williamstown), John Reid (Woodbury), Siobhan Perricone (Orange), Christopher Shenk (Waterbury), Henri Amistadi (Duxbury), David Lawrence (Middlesex),

**Alternate delegates:** Jeremy Hansen (Berlin Alternate), Sybil Schlesinger (Moretown Alternate), Jon Hosford (Plainfield Alternate), Seth O'Brien (Cabot Alternate), David Mannix (Marshfield Alternate)

#### **Others Present:**

Jennille Smith (Executive Director), Olivia Kantyka (Community Relations Manager), Lucas Stubbs (Operations Manager), Laurie Beth Putnam (Treasurer), Bonnie Batchelder (Financial Manager), ORCA

<b>Town Representation on 5-14-2024 (13/21 towns represented)</b>				
Barre City	Barre Town	Berlin	Cabot	Calais
Absent	Absent	Present	Present	Absent
Duxbury	East Montpelier	Elmore (left)	Marshfield	Middlesex
Present	Present	Absent	Present	Present
Montpelier	Moretown	Northfield	Orange	Plainfield
Absent	Present	Absent	Present	Present
Roxbury	Waterbury	Washington	Williamstown	Woodbury
Absent	Present	Absent	Present	Present
Worcester				
Present				

**Call to order:** Board Chair, Siobhan Perricone, called the meeting to order at 6:02PM

**Additions or changes to the agenda**

- Siobhan Perricone noted that the election of officers was inadvertently excluded from the agenda. This item was added.

**Public Comments**

- None.

**Meeting Minutes Approval**

- MOTION (Jeremy Matt, Second Tom Fisher)

*To approve the minutes for the March 12 and April 9, 2024 Minutes as drafted.*

Passed unanimously. Discussion:

Sybil Schlesinger noted that approval of the March meeting minute was delayed and suggested approval of these minutes as a friendly amendment (accepted by Jeremy Matt and Tom Fisher).

**Treasurer's Report**

- Laurie Beth Putnam reported \$3,655,000 million in the three bank accounts. \$524,148 of the construction grant has been spent.
- Bonnie Batchelder suggested that they are on the agenda to review the March Quarterly Financials. The inventory can now be printed monthly. We are also able to print by DA, which is a big step forward. The Finance Committee will review this on Thursday. The Town ARPA money is being spent on installations in four towns, about \$271,000. There were 74 installations in April. The VCBB matching funds have been approved and are being spent on towns as appropriate or in the bank. The cash flow is as projected.
- David Mannix emphasized first, better control and visibility of the inventory. The rate of 74 installations in April is a second win, and finally receiving the matching ARPA funds.

- Siobhan Perricone asked if the construction cost per mile is known. Bonnie Batchelder said she can get this number. Bonnie Batchelder also noted that make-ready costs are also going down. Jennille Smith added that negotiations with Green Mountain Power, and a refund from WEC for make ready as well, have brought costs down.
- Laurie Beth Putnam added that the auditors are now returning and should finish shortly.

### **Construction, Materials, Warehousing, Update and Outlook**

- Jennille Smith reported that Straight Line's contract ends on May 20<sup>th</sup> and the transition to NEK Broadband will be complete, making this a shared resource. This will also simplify audits.
- No new materials have been ordered, but CVFiber has \$5 million in materials in the warehouse which is more than enough to finish the DAs we are about to complete and plan to start in 2024.
- Construction is close to being complete in CL03 as we now have the licensing through Hardwick. We do anticipate being able to complete most of this DA.

### **Operations Update and Outlook**

- Jennille Smith reported that CVFiber now has 286 installations/customers. On May 5<sup>th</sup> we had 250 so we have increased the number of installations at 10 to 15/week. Waitsfield has hired two new staff to train to grow with us as needed.
- Tom Fisher noted that Starlink is changing their rate structure and charging more for certain high demand areas. These increases likely affect many of CVFiber's potential customers, so this might encourage more to become CVFiber customers.
- David Mannix asked how many are in the queue for installations and Jennille Smith says she thinks 28 customers are scheduled for installations. Olivia Kantyka confirmed 200 customers waiting for installation.
- Allen Gilbert asked about customers delaying service because of needing conduit to be dug. Allen Gilbert asked what triggers the need for new conduit to be dug. Jennille Smith said that 85 need conduit and 25 need rodding as determined by a Waitsfield scout. This might require a second visit because an existing overhead line might enable avoiding conduit. Lucas Stubbs added that if a customer is told they need conduit, if there is an existing aerial drop, it will be used, but if there is already underground conduit, Waitsfield prefer to use it.
- Jeremy Matt asked if there was phone in a conduit, and the customer is willing to take it out, CVFiber can use this. Lucas Stubbs said this could work.

### **Marketing Update and Outlook**

- Olivia Kantyka reported the next event is scheduled on Saturday, June 22 at the Worcester Town Hall with a light breakfast at 10-10:30 and a presentation at 10:30-11:15am. We want to celebrate our 300 customers and honor our three founding and retiring delegates: Jerry Diamantides, Linda Gravell, and David Healey. Our sister CUD NEK is providing lunch at 1pm on the same day. This location information will be in the staff report.

- Olivia Kantyka reported 30 responses to the survey asking why customers are not taking up service and the answer seems to be affordability, particularly around conduit.
- Currently, customers are not contacted between getting the site visit and installation. Olivia Kantyka met with Waitsfield to see if milestone emails could be generated but discovered too many if/then scenarios. As a result, Waitsfield phones every customer who has had a site survey before the installation, along with a follow-up call after the installation. This also gives each customer a primary contact at Waitsfield for questions.
- John Reid wanted to give a shout out to working out this process. He also said the metrics at the beginning of the staff report are very helpful.
- Olivia Kantyka noted that there is an email with key resources following installation and another after four weeks. The open rate is 70%.
- John Reid noted that the open rate might be higher because some customers may have blocked access to the open rate.

### **Election of Officers: Chair, Vice-Chair, Treasurer, Clerk**

- Siobhan Perricone asked if Allen Gilbert would take over the election of the Chair.
- Allen Gilbert noted that it has been moved to nominate Siobhan Perricone as Chair. Passed unanimously.
- Jeremy Matt nominated Tom Fisher as Vice Chair. Passed unanimously.
- Jeremy Matt nominated Laurie Beth Putnam as Treasurer. Passed unanimously.
- Allen Gilbert nominated Jeremy Matt as Clerk. Passed unanimously.
- Siobhan Perricone noted that terms as supposed to be staggered so this will need to be addressed as we do not have a procedure to make this happen yet.

### **Preliminary Proposal Discussion**

- MOTION (Jeremy Matt, Second Tom Fisher)  
*Move that we find that holding a discussion of strategic planning and potential coordination with NEK Broadband would put CVFiber at a substantial competitive disadvantage in accordance with 1 V.S.A. § 313(a)(1).*  
 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 consultants with relevant information are invited into the executive session as they have information that is needed in accordance with 1 V.S.A. § 313(b).*  
 Passed unanimously.

**Enter Executive Session at 6:39pm**

**Exit Executive Session at 7:36pm**

- No action was taken after exiting executive session.

**The Chair adjourned the meeting at 7:37PM.**

Respectfully Submitted,

Jeremy Matt, Clerk

DRAFT