



CVFIBER EXECUTIVE COMMITTEE MEETING MINUTES

Virtually on MS Teams

June 4, 2024

Minutes Short Summary

The Executive Committee approved meeting minutes for the May 7 and May 23, 2024 meetings. Jennille Smith reported that CVFiber has 332 customers as of today. Jennille Smith reported that an additional eight customers are scheduled for installations with another five on the list. Olivia Kantyka reported that preliminary merger notifications have been sent to all towns in CVFiber and NEK's areas, and the media has been notified. Jennille Smith reported that the Finance Committee is working on budgeting tools. Jennille Smith suggested that if the merger goes through, CVFiber likely to move to NEK's model of working groups rather than committees, and that the crucial issue will be to determine the scope of decision-making for staff, staff and working groups, the Executive Committee and the Governing Board. Siobhan Perricone noted that the next significant merger step will be at the July 11th Governing Board meeting prior to the public meetings in July.

Executive Committee Members:

Present:

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

Absent: David Mannix (Marshfield), Christopher Shenk (Waterbury)

Others Present: Jennille Smith (Executive Director), Olivia Kantyka (Community Relations Manager), Lucas Stubbs (Operations Manager), David Lawrence (Middlesex), Sybil Schlesinger (Note taker; Moretown Alternate),

Call to order: Siobhan Perricone called the meeting to order at 5:06pm.

Additions to the agenda:

- None.

Public comment

- David Lawrence's CVFiber is installed and running.

Prior Meeting Minutes

- MOTION (Jeremy Matt, Second Tom Fisher)
Move to approve the minutes for the May 7, and May 23, 2024 Executive Committee meetings as drafted.
Allen Gilbert abstained. Motion passes.

Construction, Materials and Warehousing Update & Outlook

- Jennille Smith reported that NEK Broadband and CVFiber staff met on Monday. NEK Broadband is taking over management of the warehouse. Until construction starts up again, the warehouse will be open one day/week on Mondays unless Monday is a holiday. Wild Blue Yonder is still winding down.
- CVFiber has 332 customers as of today. Conduit is still causing some potential customers to decline service, and we are asking if Waitsfield can address this issue. We want to get ahead of those who need conduit now while the ground is not frozen.
- CL03 is not yet opened up to continue construction.
- Jeremy Matt asked if we are keeping track of those who decline due to conduit costs, and Jennille Smith confirmed that this is the case.
- Olivia Kantyka confirmed that when there's a solution, we can identify who has declined service because of conduit costs. Trying to take this in-house is also not feasible as not even Waitsfield takes this task in-house.
- Allen Gilbert noted that conduit installation could be combined with other work the homeowner needs done to bring down the costs, such as driveway work. He did this himself. Olivia Kantyka pointed out that conduit work does have specific requirements.
- Tom Fisher noted that there may be a grant program to help revamping electrical work and/or weatherizing which might work in tandem with installing conduit.
- Jeremy Matt noted that another way would be to work with neighbors. He is working with his neighbors on both sides as all need conduit.
- Jennille Smith noted that Waitsfield has been talking with CVFiber about working with neighbors. Olivia Kantyka noted that she could email neighbors who all need conduit to let them know they could collaborate without singling anyone out.

Operations Update & Outlook

- Jennille Smith reported that an additional eight customers are scheduled for installations with another five on the list.
- Siobhan Perricone asked why CVFiber has almost the same number of customers as NEK Broadband when earlier they had twice as many customers. Waitsfield said that CVFiber has larger DAs, so NEK has fewer opportunities for installations per miles built.
- Jeremy Matt asked if this could be an emerging risk for the merger. Jennille Smith noted that marketing could be a problem. NEK's take rates are much lower. Jennille Smith agreed that we should have NEK's take rate as we gather this information for CVFiber.
- Tom Fisher asked what he could tell neighbors who are interested about how long it might take to be installed. Siobhan Perricone encouraged Tom Fisher's neighbors to get in the queue as soon as possible.
- Jennille Smith also noted that installations and construction crews are called to respond to weather emergencies, as well, which could negatively impact installations moving forward.

Marketing Update & Outlook

- Olivia Kantyka reported 250 customers in CVFiber's queue, and the take rate is going up for CL03. The Worcester June 22nd event has now been posted in Front Porch Forum. There are 30 RSVPs to date. There is a neighborhood outreach meeting tomorrow to learn what people what to know. Also, on June 22nd at 1pm, lunch will be served at NEK's office building, which is about an hour away from Worcester.
- Lots of CVFiber materials are available, and these have been shared with NEK Broadband's marketing manager.
- Preliminary merger notifications have been sent to all towns in CVFiber and NEK's areas. Media was notified. We want to control the narrative.
- As part of the preliminary merger discussion, Olivia Kantyka is preparing a delegate survey about the evolution of the CVFiber brand and preliminary merger.
- Jeremy Matt pointed out that he regularly wears his CVFiber t-shirts. Siobhan Perricone pointed out there are more CVFiber t-shirts available.
- Tom Fisher asked if he should respond to a customer survey when he is also a Board member. Olivia Kantyka asked him to please respond.
- Olivia has over 100 responses from customers with 89 promoters, which is phenomenally high. Chuck Burt confirmed that this is an industry high, and asked about the eleven who did not respond positively.
- Olivia confirmed there was only one detractor, the other ten were neutral.
- Jeremy Matt if Waitsfield and NEK also measure this and how they compare. Olivia Kantyka said she doesn't know, but she will ask. Olivia noted that customer service is rated 4.7 out of 5, so this is to Waitsfield's credit.

Finance Update & Outlook

- Jennille Smith reported that the Finance Committee is working on budgeting tools.

Committees in Relation to the Merger

- Jennille Smith suggested that if the merger goes through, we are likely to move to working groups rather than committees. We do need to decide which decisions will be staff decisions, staff and working group decisions, executive committee decisions, and/or Governing Board decisions. Allen Gilbert and the Policy Committee will also be examining this issue.
- Siobhan Perricone noted that the working group model does eliminate some overhead, with quorum and minutes for example. Jennille Smith noted that another benefit is working groups can include outside professionals on a volunteer or contractual basis.
- Allen Gilbert asked if NEK relies on volunteers less than CVFiber as they have many more employees. Jennille Smith noted that they do work with more vendors and contractors. Allen Gilbert noted that those who get the work done should be kept. NEK's map is large and daunting. People need to be connected.
- Jennille Smith noted that the task is daunting; this triggers the need to make decisions with good processes.
- Jeremy Matt noted that using staff rather than volunteers might reduce transparency, but certainly has other advantages.

- Chuck Burt is willing to move to working groups, especially involving the Communication Committee, as Olivia Kantyka is doing a great job. Even if the merger does not take place, working groups might be more efficient.
- Tom Fisher noted that there should be a working group to determine who is going to be in the merged Executive Committee. Initially, the first step will be a combined Executive Committee as they stand, with a Chair from one side and Vice Chair from the other side. There should be one non-voting Treasurer and Clerk, a Finance Chair, who would also be on the Executive Committee. NEK has had a requirement that every country have a representative, and the merged CID might want to have the same requirement for our six counties.
- Allen Gilbert asked if the populations were proportional for NEK and CVFiber. Allen Gilbert wanted to ensure that the populations were equitably represented rather than land areas or counties.
- Jeremy Matt asked what happened to the group of volunteers with four from each CUD. Everyone agreed that this group has not yet scheduled a meeting. Jennille Smith will follow up.
- Jeremy Matt asked why the Clerk would become a non-voting member. This was because that is how NEK operates, but Paul Fixx noted he would be willing to change. Jeremy Matt believes that the Treasurer is ex officio and does not vote, but this is not necessarily the case for the Clerk.

Merger Time Frame Update

- Siobhan Perricone noted that there has been no change to the merger time frame. The next significant step will be the July 11 Governing Board meeting prior to the July public hearing. A lot of finance work needs to happen.
- On May 11th the Finance Committee voted to adopt the new steps for financial analysis to the Executive Committee for approval and then to the Governing Board for approval, including inviting Board members to Finance Committee meetings for quarterly reviews.
- Jeremy Matt noted that he is uncomfortable with receiving a stipend, and he would abstain from the vote and also could not make the motion.
- Chuck Burt asked if the Finance Committee has a Vice Chair, and Jennille Smith noted that there is no Vice Chair.
- Siobhan Perricone delayed approval of this motion to the June 11 meeting.

Adjourn at 6:04pm

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

Respectfully submitted,
Jeremy Matt, Clerk