



CVFIBER SPECIAL GOVERNING BOARD MEETING MINUTES

Virtually on MS Teams
June 11, 2024

Minutes Short Summary

The Governing Board approved the minutes for the May 14 and May 30, 2024 meetings as drafted with one abstention. David Mannix notified the Board that the merger finance plan is being worked on for 2024 and 2025, as well as a plan for CVFiber for 2024 and 2025 if the merger does not go through. Jennille Smith reported that the final construction is being done in CL03, and installations in the completed DAs continue at 40/month. Jennille Smith reported that CVFiber now has 341 installed customers. Olivia Kantyka reported the next event is scheduled for Saturday, June 22 at the Worcester Town Hall with a light breakfast at 10-10:30 and a presentation at 10:30-11:15am to celebrate our 300+ customers, and also honor our three founding and retiring delegates: Jerry Diamantides, Linda Gravell, and David Healey. Joint working groups are meeting to foster the merger, and a presentation to the VCBB received positive feedback. Jennille Smith reported that working groups are meeting to formulate their function under the proposed merger for Governing, Finance, Operations, Human Relations, and Marketing.

Present:

Governing Board Delegates:

Jeremy Matt (Plainfield), Tom Fisher (East Montpelier), Ted Barnett (Williamstown), John Reid (Woodbury), Siobhan Perricone (Orange), Henry Amistadi (Duxbury), Allen Gilbert (Worcester), Jared Thomas (Calais), John Morris (Marshfield), R.D. Eno (Cabot)

Alternate delegates: Sybil Schlesinger (Moretown Alternate), David Mannix (Marshfield Alternate), John Russell (Worcester Alternate), Jon Hosford (Plainfield Alternate)

Others Present:

Jennille Smith (Executive Director), Olivia Kantyka (Community Relations Manager), Lucas Stubbs (Operations Manager), ORCA Media

Town Representation on 6-11-2024 (11/21 towns represented)				
Barre City	Barre Town	Berlin	Cabot	Calais
Absent	Absent	Absent	Present	Present
Duxbury	East Montpelier	Elmore (left)	Marshfield	Middlesex
Present	Present	Absent	Present	Absent
Montpelier	Moretown	Northfield	Orange	Plainfield
Absent	Present	Absent	Present	Present
Roxbury	Waterbury	Washington	Williamstown	Woodbury
Absent	Absent	Absent	Present	Present
Worcester				
Present				

Call to order: Board Chair, Siobhan Perricone, called the meeting to order at 6:04PM

Additions or changes to the agenda

- None.

Public Comments

- None.

Meeting Minutes Approval

- MOTION (Jeremy Matt, Second Tom Fisher)
To approve the minutes for the May 14, 2024 and May 30, 2024 meetings as drafted.
 Abstention: R. D. Eno
 Passed.

Treasurer’s Report

- David Mannix reminded the Board that the Treasurer’s Report is not available until the month closes on the 15th.
- David Mannix notified the Board that the merger finance plan is being worked on for 2024 and 2025, as well as a plan for CVFiber for 2024 and 2025 if the merger does not go through.

Construction, Materials, Warehousing, Update and Outlook

- Jennille Smith reported that the final construction is being done in CL03, and installations continue at 40/month. Warehousing has transitioned to NEK Broadband, making this a shared resource. Lucas Stubbs added that splicing is happening in CL03, and the hope is to be live there and ready to install customers by the end of June.

- Tom Fisher asked Lucas Stubbs to define “gig” work, and Lucas said it is a review of construction to pick up what may have been missed and ensure all is complete.

Operations Update and Outlook

- Jennille Smith reported that CVFiber now has 341 installed customers, and installations are taking less time. CVFiber has had positive feedback from our customers.
- John Reid has put out brochures and signs, and Worcester Town officials have ordered CVFiber. John Reid is now an installed customer, and he looks happily at the Starlink satellite on his sawhorse. However, the take rate is still low for Woodbury.
- Olivia Kantyka stressed how crucial delegates are for marketing to talk to neighbors and go to coffee shops and encourage neighbors and residents to sign up.
- Jeremy Matt asked when the 1000th customer might be installed. Jennille Smith noted that if CVFiber signed up all addresses passed, we would have 2,168 customers. We would have 1,000 if we had a 50% take rate. This take rate is not unheard of. So far, we have a 42% take rate. Jennille Smith also noted that at our current installation rate of 40/month, we would need 16 months to reach 1,000.
- Jeremy Matt asked if the merger would make the 1,000 goal more likely, and Jennille Smith said if the merger goes through, reaching 1,000 by the end of the year is highly feasible.
- John Reid noted that Woodbury customers have praised Waitsfield highly.

Marketing Update and Outlook

- Olivia Kantyka reported the next event is scheduled for 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 also 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. The agenda is in the staff report, and the NEK contact is also there to RSVP for lunch.
- Olivia Kantyka noted that about six Board members are coming to the June 22 event in Worcester.
- Jeremy Matt asked if the event was Board members only or should he bring friends and family. Olivia Kantyka said this is a family friendly event, and she will have some non-caffeinated drinks.
- Olivia Kantyka noted that a press release is ready for July. Sign-ups are also trickling in for site surveys. We plan to do a bigger push in July.
- Media coverage is also being prepared for the merger. Olivia Kantyka has been working with Tonya Ozone at NEK. Please let Olivia Kantyka know if there are questions. A public hearing will be scheduled for mid-July.

Preliminary Merger Plan Update

- Jennille Smith said joint working groups are meeting: Construction, Operations, Human Relations, and Finance. All staff met remotely this morning. Christa Shute and Jennille

Smith have reviewed all roles, and they presented at the VCBB meeting; we got their positive feedback. We have been moving forward quickly, efficiently and positively. We expect to have updates to our Board on July 11th, with the public hearing on Tuesday, July 16th, and the final Governing Board vote on August 16th. Jennille Smith believes the process is working; she feels the merger is equivalent to starting a new start up. She also noted that every delegate should reach out with any questions and comments.

- John Reid noted that if the merger is going half as well as Jennille Smith says it is, then our CVFiber staff must be working very hard and doing a great job. As far as governance, he believes that an Executive Committee is not useful with more than 7 members and a Governing Board is not useful with more than 20 members. A 71-member Board cannot get anything done. John Reid suggested a small and nimble Executive Committee, with a broader Governing Board but delegates meeting yearly with representation by population not towns.
- Siobhan Perricone noted that the Governing Board is set by statute and the requirement is one delegate from each of 71 towns. NEK has been managing this by smaller areas meeting more frequently with far less frequent meetings of all members. NEK is worried that our population will overshadow theirs even though their number of towns dwarves ours. However, we have the shared goal of getting internet to everyone.
- R. D. Eno suggested the option of weighted representation. Another option is an intermediary board between the Governing Board and the Executive Committee with small groups of towns electing a single representative.
- Jeremy Matt suggested that some of these fears are going to be smoothed over if we agree that Christa Shute and Jennille Smith work to get internet to everyone in all the towns as quickly as possible. We should think about how the new organization functions, to achieve this goal, not how each former brand is doing. We need to make the best choices for the region as a whole.
- Tom Fisher noted that he and three other CVFiber board members are meeting with four representatives from NEK to work out governance on Thursday, June 13th. We are discussing county representation, for example. Immediately, the Governing Board will be a joint group from both entities.
- Jennille Smith said a Human Resources group is also meeting weekly starting tomorrow to evaluate staff benefits from the merged organization. We are thinking to adopt the CVFiber package, but we need to determine the benefits for both staff retention and budgeting.
- R. D. Eno asked if CVFiber has a relationship with VLCT, and Jennille Smith said CVFiber is a member, and she agreed talking to them would be valuable.
- Olivia Kantyka said a branding working group is also meeting starting tomorrow to look at the strategic benefits of the merged organization.

The Chair adjourned the meeting at 6:40PM.

Respectfully Submitted,
Jeremy Matt, Clerk