



## Governing Board Meeting Minutes - DRAFT

November 12, 2024

In-Person Location: None - see note re ACT 78 below.

**Attendees:** See attached list.

5:35 pm - Meeting was called to order with quorum.

### Role Call & Agenda Review

#### Consent Agenda

Motioned: Mary Metcalf Seconded: Jeremy Matt	For	Against	Abstain
Motion: To approve the consent agenda.	Passed with no objections		

#### Executive Committee Action Report

Motioned: Sally Vallat Seconded: Morgan Wade	For	Against	Abstain
Motion: to affirm the receipt and confirmation with no proposed revisions or alterations of the Executive Committee Action Report	Passed with no objections		

No discussion.

**Public Comment:** None

**Appreciation for Jennille Smith**

Many Governing Board members and staff voiced their deep appreciation for Jennille as she moved on from the organization.

### Vote to Approve Finance Committee members

Motioned: Chuck Burt Seconded: Jeremy Matt	For	Against	Abstain
Motion: to approve the proposed slate of Finance Committee Members to serve until the NEKCV Annual Meeting in May 2025.	Passed unanimously		

Motioned: Mary Metcalf Seconded: Jeremy Matt	For	Against	Abstain
Motion: to approve Mike Strait as chair of the Finance Committee	Passed unanimously		

### Vote to Approve Executive Committee members

Motioned: Mary Metcalf Seconded: Christopher Shenk	For	Against	Abstain
Motion: to approve Paul Fixx as County Representative for Caledonia County, Sally Vallet as the County Representative for Essex County, Siobhan Perricone as the County Representative for Orange County, Brian Machesney as the County Representative for Orleans County, Chuck Burt as the County Representative for Washington County, Mike Strait as Chair of the Finance Committee, and Nick Anzalone, Tom Fisher, Ray Lanier, Jeremy Matt, and Mary Metcalf as Members-at-Large to serve on the Executive Committee until the NEKCV Annual Meeting in May 2025.	Passed unanimously		

The Treasurer and Executive Director are ex-officio members of the Executive Committee.

### Vote to Approve Officers

<b>Motioned: Chuck Burt Seconded: Sally Vallat</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Motion: to nominate and approve as Officers of the organization Nick Anzalone as Chair, Siobhan Perricone as Vice-Chair, Jeremy Matt as Clerk, and Denise Sullivan as Treasurer to serve until the NEKCV Annual Meeting in May 2025.</b>	Passed unanimously		

**Discussion Summary:** Christa encouraged those who would like to get further involved to begin by coming to and participating in Executive Committee meetings, and reiterated that prior knowledge about broadband is not critical to serving because each person brings important perspectives from their lives and their towns to the work.

### Preliminary Vote to approve the 2025 NEKCV budget

<b>Motioned: Mary Metcalf Seconded: Jeremy Matt</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Motion: to approve the preliminary NEKCV budget for fiscal year 2025</b>	Passed unanimously		

**Discussion Summary:** Christa said that at the Governing Board meeting in December is when there will be a final vote on the budget that we will be held accountable to for 2025 unless we come back to the Board and ask for modifications if necessary. Based on the Request for Application that was posted by the Vermont Communications Broadband Board and on the fact that we will have a change in administration in Washington, we are currently doing some modifications to decrease construction costs.

Denise noted that the amount for Construction Costs on the Annual Report that was sent out to towns inadvertently included the administrative costs as well. The correct figure for the Capital Grant Revenue (Construction Costs) is \$16,607,798 for what we're projecting through the end of 2024. For next year's proposed budget, Denise noted that we will be generating revenue over and above our expected costs. She also noted that Operations Revenue projected for 2025 based on our customer increase of just over two million dollars and Administrative Grant Revenue covering the administrative costs are 9.26% of the total expenditures which for a construction-based business is remarkable. Operational costs include running the three warehouses that we currently have in place. Our administrative

costs will increase because we plan to ramp up our staffing from 11 to over 20 which will be required for the amount of construction that we plan to do. This will include bringing on some of our own installers and lessening our vendor costs. We still anticipate that our customer revenue will cover our plant operations and our plant expense, not all of our admin, staffing, occupancy, etc. We will make clear to you for the final budget proposal for our December meeting exactly what is shifting.

Forecasting

By end of 2024 - 1245 customers, 665 miles built. (Actual construction costs were less than budgeted this year because of the inability to get makeready licenses in the areas that we had grant funding for.)

By end of 2025 - 2270 customers, and customer revenue of 2,047,769

By end of 2025 - Phone Customers - 360 residential and 40 commercial

By end of 2025 - 577 miles built but number is likely to change depending upon grant funding allocation.

Our overall goal is cost efficiency and prudent expenditures of the funds and making the CUD function at its fiscal best.

Christa noted that we have made an offer to someone for our CFO position who has indicated he will accept it and that we will start our new financial system, Elation, in December. These additional resources will help us bring more consistent information to the Executive Committee and the Governing Board.

### Governing Board 2025 Meeting Schedule

<b>Motioned: Bill Davis</b> <b>Seconded: Jeremy Matt</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Motion: to approve the 2025 Governing Board Meeting Schedule as presented.</b>	Passed with no objections		

**Discussion Summary:** The proposed schedule includes Virtual Open Houses for GB Members in February, a March 13 meeting, a May 8 meeting, Virtual Open Houses for GB Members in July, an Oct. 25 in person meeting, a Nov. 13 Public Hearing on 2026 Budget, and a Dec. 11 Meeting.

After talking with staff and EC members, Christa will put together a proposal for establishing public meeting locations (required after January 1) for our Governing Board, Executive Committee and Finance Committee meetings.

Evan Carlson left at 6:30pm. Jack Donnelly left at 6:36pm. Sybil Schlesinger left at 6:40pm. Brian Machesney left at 6:47pm. Eric Pope left at 6:52pm.

## Email Migration

**Discussion Summary:** Tonya went over the process of moving CVFiber into a Google primary domain. Staff and Exec Committee will have @nekv.org addresses and will be able to have alias to the person's preferred email address. Board members will have addresses that associate with their town and brand. Instructions on how to do that will be emailed out on Thursday for a Friday afternoon cutover. Some members expressed concern about shared email addresses, and asked us to consider giving everyone a dedicated email address and using a different mechanism involving groups for audits on official communication.

John Stone entered at 6:52pm.

## Adjourn

<b>Motioned: Chuck Burt Seconded: Jeremy Matt</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Motion: To adjourn the meeting at 7 pm.</b>	Passed with no objections		

**Drafted by Kitty Ufford-Chase, Clerk**

## Attendance Summary

Voting Members: 43 (quorum is 36)

Other board members present: 4

Staff: 6

Guests: 2

## Attendance Details

Name	Member Town	Type	v=voting p=present
Rob Dewees	Albany	Primary	v
Neil Glassman	Barnet	Primary	v
Amanda Gustin	Barre City	Primary	
Jerry Diamantides	Berlin	Primary	
Jeremy Hansen	Berlin	Alternate	
Nate Nugent	Bloomfield	Primary	
Michael Strait	Brighton	Primary	v
James Ozone	Brighton	Alternate	
Noah Bond	Brighton	Alternate	
Amber Hastings	Brownington	Alternate	
William Davis	Brownington	Primary	v
David Caron	Brunswick	Primary	
Theresa Caron	Brunswick	Alternate	
Patricia Vanderhoop	Burke	Primary	
R.D. Eno	Cabot	Primary	
Seth O'Brien	Cabot	Alternate	

Jared Thomas	Calais	Primary	v
Ann Morgan Wade	Canaan	Primary	v
Frank Sawicki, Jr	Canaan	Alternate	
John Kellogg	Charleston	Alternate	
Peggy Stevens	Charleston	Primary	v
Bill Humphrey	Concord	Primary	
Charles Conn	Coventry	Primary	v
Phil Marquette	Coventry	Alternate	
Rudy Chase	Craftsbury	Primary	v
Brian Machesney	Craftsbury	Alternate	p
Jonathan Baker	Danville	Primary	v
Bob Kelley	Derby	Alternate	
Grant Spates	Derby	Alternate	
Lindsay Brainard	Derby	Alternate	
David Barlow	Derby	Primary	v
Henry Amistadi	Duxbury	Primary	v
David Wendt	Duxbury	Alternate	
Tom Fisher	East Monpelier	Primary	v

Nik Khosla	East Monpelier	Alternate	
Noah Armstrong	Glover	Primary	v
Hadley Piper	Glover	Alternate	
Sheryl Brown	Granby	Alternate	
Sonia Peters	Granby	Primary	v
Mary Metcalf	Greensboro	Primary	v
John Stone	Greensboro	Alternate	
Terrence Curran	Groton	Alternate	v
Mike Gaiss	Groton	Primary	
John Orlowski	Guildhall	Alternate	
Richard Schiller	Guildhall	Primary	v
Paul Fixx	Hardwick	Primary	
Ed Brady	Holland	Primary	v
Andrew Bouchard	Holland	Alternate	
Lynnette Deaette	Jay	Primary	
Le-Ann Tetrault	Jay	Alternate	
Tara Morse	Jay	Alternate	
Dana Caspersen	Kirby	Primary	v
Malcolm Doak	Kirby	Alternate	p



William Gilbert	Lemington	Primary	
Beth Ellingwood	Lemington	Alternate	
Marjorie Kramer	Lowell	Primary	v
Faye Starr	Lowell	Alternate	
Harry Williams	Lunenburg	Primary	
Gary Briggs	Lunenburg	Alternate	
Marty Feltus	Lyndon	Primary	v
Jack Donnelly	Maidstone	Primary	v
John Morris	Marshfield	Primary	v
David Mannix	Marshfield	Alternate	p
David Lawrence	Middlesex	Primary	
Bruce Stevenson	Middlesex	Alternate	
Dan Jones	Montpelier	Alternate	
Eric Pope	Morgan	Primary	v
Larry Labor	Morgan	Alternate	
Ben Tilford	Newark	Primary	
Mark Whitworth	Newark	Alternate	v
Chuck Burt	Moretown	Primary	v
Sybil Schlesinger	Moretown	Alternate	p

Karen Horn	Moretown	Alternate	
Mark Whitworth	Newark	Alternate	v
Chris Vachon	Newport City	Alternate	v
Woodman Page	Newport City	Primary	
David Ghelli	Newport Town	Alternate	
Wendy Matthews	Newport Town	Primary	v
Thomas Davis	Northfield	Primary	
Sally Vallat	Norton	Primary	v
Siobhan Perricone	Orange	Primary	v
Jim Burt	Orange	Alternate	
Jock Gill	Peacham	Primary	
Karen Lewis	Peacham	Alternate	
Jeremy Matt	Plainfield	Primary	v
Jon Hosford	Plainfield	Alternate	
Tim Sullivan	Roxbury	Primary	
Shawn Burroughs	Ryegate	Primary	
Tyler Pokines	Ryegate	Alternate	
Annie McLean	Sheffield	Alternate	
Nicolas Anzalone	St Johnsbury	Primary	v

Colleen Morris	St Johnsbury	Alternate	
Evan Carlson	Sutton	Primary	v
David Tucker	Sutton	Alternate	
Robert Simms	Sutton	Alternate	
Gaston Bathalon	Troy	Primary	
Robert Langlands	Troy	Alternate	
Anthony Soldo	UTGs	Alternate	
David Conley	UTGs	Primary	
Seth O'Brien	Walden	Primary	v
Christopher Shenk	Waterbury	Primary	v
Bill Piper	Waterford	Alternate	
Mike Barrett	Waterford	Primary	v
Carrie Glessner	Westfield	Primary	v
Laura Emery	Westfield	Alternate	
Ray Lanier	Westmore	Alternate	v
Donna Dzugas	Westmore	Primary	
Linda Michniewicz	Westmore	Alternate	
Eileen Boland	Wheelock	Primary	v

David Stahler Jr.	Wheelock	Alternate	
Ted Barnett	Williamstown	Primary	
Bruce Wheeler	Wolcott	Primary	
John Reid	Woodbury	Primary	v
Michael Gray	Woodbury	Alternate	
Allen Gilbert	Worcester	Primary	v
John Russell	Worcester	Alternate	
Christa Shute	NEKCV		s
Danielle Sukkaew	NEKCV		s
Denise Sullivan	NEKCV		s
Kitty Ufford-Chase	NEKCV		s
Erik Townsend	NEKCV		
Jason Stebbins	NEKCV		
Tonya Ozone	NEKCV		s
Matt Hubbard	NEKCV		
AJ Gonzalez	NEKCV		
Jennille Smith	NEKCV		s
Lucas Stubbs	NEKCV		

Roger Nishi	WCVT		
Deb Shannon			g
Orca Media			g

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