



Governing Board Meeting Minutes - DRAFT

December 12, 2024

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

Attendees: See attached list.

5:32pm - Meeting was called to order with quorum.

Consent Agenda (including Nov 12, 2024 GB Meeting Minutes)

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

Executive Committee Action Report

Motioned: Jeremy Matt Seconded: Mary Metcalf	For	Against	Abstain
Motion: to approve the Executive Committee Action Report	Passed with no objections		

Public Comment: None

Introducing Our New CFO

Discussion Summary: Christa introduced Chris Fortuna as our new Chief Financial Officer. He came to know NEKCV as the JSI consultant that helped us develop our business

model. He's been in the Telecom business for 15 years, 3 of those years as a CFO of a Rural Telecom company and 12 of those years as a consultant with JSI.

Marjorie Kramer entered at 6:40pm.

Grant Funding and Loan Updates

Motioned: Sally Vallet Seconded: Jeremy Matt	Passed with no objections Passed with objections Failed
Motion: to go into Executive Session under the provisions of 1 VSA §313 with Board Members, staff, and consultants, in order to discuss grant funding and loan updates, finding that premature disclosure could substantially disadvantage the CUD if it were to be made public at this time.	Passed with no objections

Executive session was entered at 5:54pm and ended at 6:17 pm. No action was taken.
Evan Carlson entered at 5:46pm. Sybil Schlesinger entered at 6:02pm.

Vote Regarding ReConnect 5 Loan

Motioned: Evan Carlson Seconded: Jeremy Matt	Passed with no objections Passed with objections Failed
Motion: to authorize the Executive Director to sign the ReConnect 5 Loan offer letter with a budget of \$10,146,081 with a 2% fixed interest rate for 22 years to cover an area across five towns, contingent upon successful negotiation of contract terms with the USDA: to be approved by the Executive Committee before final execution of the loan agreement and promissory note; and authorize the Executive Committee to review such term and act on behalf of the Governing Board to provide to the Executive Director any additional authorizations necessary.	Motion passes unanimously with a voice vote

Budget Approval

Motioned: Jeremy Matt Seconded: Mary Metcalf		Passed with no objections Passed with objections Failed	
Motion: to approve the NEKCV Budget for Fiscal Year 2025.		Motion passes unanimously with a voice vote	
Income		Expenses	
Operations Revenue	\$852,455	Operational Cost	\$378,912
Adm Grant Revenue	\$1,885,621	Adm Costs	\$1,885,621
Capital Grant Revenue	\$36,200,196	Construction Costs	\$36,200,196
Other Revenue	\$0	TOTAL CASH OUT:	\$38,464,729
TOTAL CASH IN:	\$38,938,272	ANNUAL NET CASHFLOW:	\$473,543

Survey, Emails, Mailings

Discussion Summary: Tonya said that a couple of assessments that the Chair will be sending out to Board members are to help us learn more about your professional backgrounds, particularly as it relates to needs we may have related to the BEAD application, and to learn more about the health and structure of the Board. We will also be asking everyone to sign a new NDA now that we are a merged organization. Also, we are moving towards a two factor authentication process to enhance our cyber security, beginning with staff, but that will eventually come to Board members in terms of accessing the Google Drive.

Annual Report and Town Meeting

Discussion Summary: Christa reminded everyone that we update the Annual Report right at the end of the year and get it out immediately to towns to be included in the books that towns put together for their Town Meeting Day. But if towns can't wait, the current Annual Report can be used.

37 NEK towns had information tables staffed by GB Members at Town Meeting Day last year and it really made a difference in our outreach. So, Board members are

encouraged to work with Kitty and Tonya to get what they need to do that outreach again this year.

Maps in Breakout Groups

Discussion Summary: Christa said we are getting better in creating systems to really focus on information about the construction process. The key is that we cannot afford staff time to answer a lot of questions, which is why we are starting a Map Ambassador program. GB members who have volunteered to go over map questions with their fellow GB Members are being trained to be Map Ambassadors. There will be two Chief Ambassadors (not chosen yet) who will, in turn, resource the Map Ambassadors.

Motioned: Mary Metcalf Seconded: Morgan Wade	Passed with no objections Passed with objections Failed
Motion: to go into Executive Session under the provisions of 1 VSA §313 with Board Members, staff, and consultants, in order to review our detailed maps, finding that premature disclosure could substantially disadvantage the CUD if it were to be made public at this time.	Passed with no objections

Executive session was entered at 6:33pm and ended at 6:54pm. No action was taken.
Dave Ghelli and Jack Donnelly left during executive session.

Chair Adjourned the Meeting at 6:55pm.

Drafted by Kitty Ufford-Chase, Clerk

Attendance Summary

Voting Members: 41 (quorum is 36)

Other board members present: 7

Staff: 7

Attendance Details

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Name	Member Town	Type			
				Voting	41
Rob Dewees	Albany	Primary	v	Present	7
Neil Glassman	Barnet	Primary	v	Staff	7
Amanda Gustin	Barre City	Primary			
Jerry Diamantides	Berlin	Primary			
Jeremy Hansen	Berlin	Alternate	v		
Nate Nugent	Bloomfield	Primary		Guest	0
Michael Strait	Brighton	Primary	v		
James Ozone	Brighton	Alternate	p	quorum is 36	
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			
Ann Morgan Wade	Canaan	Primary	v		
Frank Sawicki, Jr	Canaan	Alternate			
John Kellogg	Charleston	Alternate			
Peggy Stevens	Charleston	Primary			
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			
Bob Kelley	Derby	Alternate			
Grant Spates	Derby	Alternate			
Lindsay Brainard	Derby	Alternate			
David Barlow	Derby	Primary	v		
Henry Amistadi	Duxbury	Primary			
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			
Mary Metcalf	Greensboro	Primary	v		
John Stone	Greensboro	Alternate	p		
Mike Gaiss	Groton	Primary	v		
John Orlowski	Guildhall	Alternate			
Richard Schiller	Guildhall	Primary	v		
Paul Fixx	Hardwick	Primary	v		
Ed Brady	Holland	Primary	v		
Andrew Bouchard	Holland	Alternate			
Lynnette Deaette	Jay	Primary	v		
Le-Ann Tetrault	Jay	Alternate			
Tara Morse	Jay	Alternate			
Dana Caspersen	Kirby	Primary	v		
Malcolm Doak	Kirby	Alternate	p		
William Gilbert	Lemington	Primary	v		

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			
David Mannix	Marshfield	Alternate	v		
David Lawrence	Middlesex	Primary	v		
Bruce Stevenson	Middlesex	Alternate			
Dan Jones	Montpelier	Alternate			
Eric Pope	Morgan	Primary	v		
Larry Labor	Morgan	Alternate			
Ben Tilford	Newark	Primary			
Chuck Burt	Moretown	Primary	v		
Sybil Schlesinger	Moretown	Alternate	p		
Karen Horn	Moretown	Alternate			
Mark Whitworth	Newark	Alternate			

Chris Vachon	Newport City	Alternate			
Woodman Page	Newport City	Primary			
David Ghelli	Newport Town	Alternate	v		
Wendy Matthews	Newport Town	Primary			
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	v		
Tyler Pokines	Ryegate	Alternate			
Annie McLean	Sheffield	Alternate			
Nicolas Anzalone	St Johnsbury	Primary	v		
Colleen Morris	St Johnsbury	Alternate			
Steve Pikard	Stannard	Primary			

Johanna Polsenberg	Stannard	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	v		
Seth O'Brien	Walden	Primary	v		
Christopher Shenk	Waterbury	Primary			
Bill Piper	Waterford	Alternate			
Mike Barrett	Waterford	Primary			
Carrie Glessner	Westfield	Primary	v		
Laura Emery	Westfield	Alternate	p		
Ray Lanier	Westmore	Alternate	p		
Donna Dzugas	Westmore	Primary	v		
Linda Michniewicz	Westmore	Alternate			
Eileen Boland	Wheelock	Primary	v		

David Stahler Jr.	Wheelock	Alternate			
Ted Barnett	Williamstown	Primary	v		
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		s		
Jason Stebbins	NEKCV				
Tonya Ozone	NEKCV		s		
Matt Hubbard	NEKCV				
AJ Gonzalez	NEKCV				
Lucas Stubbs	NEKCV				

Chris Fortuna	NEKCV		s	
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