

Addison County Communications Union District

Organizational Meeting Minutes

September 9, 2020

4:00 p.m. – 5:00p.m.

VIA ZOOM Join

Zoom Meeting

<https://us02web.zoom.us/j/89422191775?pwd=ZlJlYlVlGSEhEVm4lUUhOSHEpS2YzUT09>

Meeting ID: 894 2219 1775

Passcode: 571606

Join by phone: 1 (646) 558-8656

Adam Lougee, the convenor of the Addison County Communications Union District (“ACCUD”) welcomed the representatives of the member towns and called the meeting to order at 4:00 p.m. He invited all to introduce themselves to the other members and took the roll.

1. Welcome/Introductions/Roll Call

The following people were present:

Nancy Cornell, Representative from Starksboro;
Ross Conrad, Representative from Middlebury;
Stephen Pilcher Representative from Monkton
John McNerney, Alternative from Monkton;
Steve Huffaker, Representative from Ferrisburgh;
Arabella Holzapfel, Alternate from Ferrisburgh;
Billy Sneed, Representative from Ripton;
Ian Albinson, Representative from Bristol;
Andrew Martin, Representative from Waltham.

Adam Lougee, non-member representing Addison County Regional Planning Commission (“ACRPC”)

2. Housekeeping – Request for Contact information: Name, Address, telephone, email. Adam asked all to provide him with contact information so he and other members of the CUD could connect with the representatives of each municipality;
3. Summary of activity to date – Next Adam provided a summary of activity he had undertaken on behalf of and to organize the CUD to date.
 - a. Feasibility Study and Business Plan – Adam stated ACRPC had secured a BIG grant for the Department of Public Service to conduct a feasibility study on behalf of and to create a business plan for the ACCUD. ACRPC had hired Valley.net and Rural Innovations Strategy to conduct the study, which is underway.
 - b. Vermont Community Foundation Funding for ACCUD \$10,000 – ACRPC secured a \$10,000 grant from the Vermont Community Foundation and is holding it for the ACCUD. The grant is for the purpose of forming and seeding the start of the ACCUD.
 - c. DPS Grant funding for ACCUD \$100,000 ACRPC also secured a CARES act grant from

DPS for ACCUD in the amount of \$100,000. That money is also to help the formation of the ACCUD and needs to be spent by the end of the year.

d. Legislative funding for ALL CUDs (+/- \$2,000,000) – Adam also gave a brief update on the legislature’s current efforts to support the start -up of several CUDs.

4. Adoption of Bylaws – Adam presented draft bylaws to the representatives of the CUD prior to the meeting. He asked the group if they were ready to adopt the bylaws. **Steve Huffaker moved to adopt the proposed bylaws of the ACCUD. Stephen Pilcher seconded the motion, all members present voted to adopt the bylaws as the bylaws of ACCUD.**
5. Adoption of Committee Structure – The delegates choose to wait on the Committee structure until it elected officers and will wait for their recommendations.
6. Adoption of Conflict of Interest Statement – Adam presented a draft Conflict of interest statement to the representatives of the CUD with the agenda prior to the meeting. **Ross Conrad moved to adopt the ACCUD Conflict of Interest Statement. Steve Huffaker seconded the motion, which passed unanimously.**
7. Election of Officers – Adam explained that the Bylaws call for an Executive Committee of 5 members composed of a Chair, Vice Chair and three at large members. It also called of a separate Treasurer, who would be a non-voting member of the board. Adam asked for nominations. After some discussion, Ross Conrad moved the following members to serve on the Executive Committee, to choose their officers at their inaugural meeting:
 - a. Nancy Cornell
 - b. Steve Huffaker
 - c. Billy Sneed
 - d. Steve Pilcher
 - e. Ian Albinson

Steve Huffaker seconded the motion, which passed unanimously.

8. Hiring ACRPC to act as clerk/administrator – Next, Adam Lougee, volunteered to continue to act as the clerk of the organization to continue to establish the organization and volunteered ACRPC to serve as the bookkeeper for the organization in the near term. Adam noted that he hoped that the ACCUD would pay ACRPC for his efforts on behalf of the CUD. **Ross Conrad moved to appoint Adam Lougee as Clerk and ACRPC as bookkeeper for the organization. Steve Huffaker seconded the motion. In discussion the group invited Adam to present a contract to the executive committee for both past and future work. The members of ACCUD voted unanimously to Appoint Adam and Clerk and ACRPC as bookkeeper, contingent upon successful contract negotiations with the Executive Committee.**

The Board also authorized Adam in his capacity as clerk to undertake the following activities on behalf of ACCUD:

Establishment of physical address: (ACRPC office, 14 Seminary Street Middlebury offered)
Authorize clerk/Treasurer to open ACCUD bank account
Authorize clerk to secure DUNS number
Authorize clerk to procure insurance for ACCUD for approval by Executive Board
Authorize clerk to send Organizational Meeting letter, Selectboard resolution and draft meeting minutes to Sec of State requesting Certification of ACCUD

9. Future Meeting Schedule Pick dates/times Congressman Welch meeting 9/16 11:00 a.m.
Adam notified the members of a meeting for CUD's with Congressman Welch and encouraged board members to attend.

10. Member Responsibilities – Adam also reviewed a document outlining member responsibilities with the group. Adam will send a Doodle Poll for the next meeting.

11. Adjourn – Ross Conrad Moved to adjourn. Arabella Holzapfel seconded the motion and the members voted unanimously to adjourn at 5:10 p.m.

Respectfully Submitted,

Adam Lougee, Clerk