



Date Approved: August 19, 2021

Addison County Communications Union District dba Maple Broadband

Executive Committee Meeting Minutes

August 5, 2021

3:30 PM - 5:00 PM

Location: 3279 Route 7, Ferrisburgh, VT 05456 and VIA ZOOM

1. Call to order

Steve Huffaker, the Chair of the Addison County Communications Union District (“ACCUD”) dba Maple Broadband, welcomed the representatives of the Executive Committee to the meeting, and called the meeting to order at 3:31 pm.

Steve Huffaker, Chair, Ferrisburgh;
Nancy Cornell, Vice Chair, Starksboro;
Dan Sonneborn, at large representative from Bristol;
Magna Dodge, at large representative from Cornwall;
Ellie Hagopian, at large representative from New Haven;
Arabella Holzapfel, Treasurer, ex-officio representative from Ferrisburgh;
Cy Tall, Bookkeeper;
Fyn Fernandez, Intern;
Robyn King, Minute Taker.

2. Approve the Agenda

Magna Dodge moved to approve the agenda with Dan Sonneborn seconding the motion and the motion passed unanimously.

3. Previous meeting minutes approval - July 29

Dan Sonneborn made a motion to approve the meeting minutes from July 29th which was seconded by Magna Dodge and the motion passed unanimously.

4. Financial

a. Grants

It was explained there were no updates on pending grants, and there was good progress on grants received for the high-level design.

Maple Broadband Member Towns

Addison
Ferrisburgh
Monkton
Ripton
Vergennes

Bridport
Leicester
New Haven
Salisbury
Waltham

Bristol
Lincoln
Orwell
Shoreham
Weybridge

Cornwall
Middlebury
Panton
Starksboro
Whiting

b. Auditor RFP

Ellie Hagopian explained when she had made progress on the RFP she would be sending this to Cy Tall for review. There was consensus that there should be an acceleration of securing an auditing and bookkeeping firm, given current and upcoming responsibilities of Maple Broadband and the potential operating partner. There was discussion of the approach to find bookkeeping firms that would meet Maple Broadband's needs, and the urgency to move forward with this.

c. Treasurer

Magna Dodge made a motion to elect Cy Tall Treasurer, which was seconded by Dan Sonneborn and the motion passed unanimously. There was discussion of the transfer of responsibilities from Arabella Holzapfel to Cy Tall.

5. Operations Report

a. Accounting Policy

It was noted that the document had been finalized and reviewed by Steve Huffaker and would be distributed to the Executive Committee for consideration at the next meeting.

b. Purchasing Policy

There was a discussion of how bids would be processed, as to be drafted in the Purchasing Policy, to comply with Open Meetings Law and standard municipal processes which prioritize transparency. Steve Huffaker committed to modifying the current draft to reflect standard municipal bid opening processes.

c. Public Relations Policy

Magna Dodge made a motion to adopt the Public Relations Policy that had been distributed among the Executive Committee, and the motion passed unanimously.

d. Ellie Report

Ellie Hagopian noted there was one email received from a resident of Vergennes expressing interest in signing up for service. Ellie Hagopian noted there was one submission on the forms expressing interest in the newsletter.

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e. Other

Steve Huffaker noted that there would be a meeting of the VCBB and there was feedback to the organization for discussion during their meeting, touching upon concerns about standardized designs and advanced material purchasing.

Steve Huffaker mentioned that the Open Meeting Resolution had been passed at the Governing Board meeting. Steve Huffaker moved that they selectively adopt the Open Meeting Resolution for the Executive Committee meetings and not the Governing Board meetings, which was seconded by Magna Dodge.

There was discussion of the mechanics of the adoption of this Resolution by the Executive Committee and not the Governing Board, in addition to concerns and benefits of the Resolution. It was expressed that if there is a decision made that was different than what was voted on, it may need a vote and there could be an opportunity to touch base with the Secretary of State. Magna Dodge, Dan Sonneborn, and Nancy Cornell were opposed to the motion.

Nancy Cornell made a motion that the Executive Committee convey the proposed Resolution to the Secretary of State's office and ask for an opinion, which was seconded by Steve Huffaker. It was clarified that the communications would note that this would be an open question, and Dan Sonneborn expressed a concern that the Open Meetings Resolution did not explicitly note that any request for a physical location would be granted. The motion was supported by Nancy Cornell, Dan Sonneborn, and Ellie Hagopian and was opposed by Steve Cornell and Magna Dodge and the motion passed.

Steve Huffaker explained they would continue to implement the adopted Resolution until they hear from the Secretary of State by way of Nancy Cornell.

There was discussion of Nancy Cornell's role in taking attendance at Governing Board Meetings.

6. Marketing Report

- a. Press Release/FAQ/Website/Newsletter/email list/PowerPoint/Other
 Dan Sonneborn explained Steve and Magna had helped with a FAQ outline and with the Press Release with the potential operating partner. Dan Sonneborn noted that there was a contact list being generated, which had been collaborated on with other Executive Committee Members. Dan Sonneborn



explained there would be a mass email per a segmented mailing list with drafts to be sent out to Executive Committee Members within the week. Dan Sonneborn noted that Fyn Fernandez had created a backlog of social media content focusing on introducing Maple Broadband to the public.

There was consensus that given conversations with the potential operating partner, marketing support would be needed and there could be a potential to partner with an external entity for this work. Magna Dodge mentioned a marketing campaign that will be kicking off in Middlebury focusing on new residents, and there could be an opportunity to participate in events to heighten awareness of Maple Broadband. Steve Huffaker noted that there may be opportunities to collaborate with the potential operating partner on upcoming events which may need to be reviewed selectively.

7. Executive Session

Steve Huffaker moved that he found that premature general public knowledge of Maple Broadband’s discussions about the operating agreement would clearly place Maple Broadband at a substantial disadvantage because it risks disclosure of Maple Broadband’s negotiations strategy if it were to be communicated to the public, the motion was seconded by Magna Dodge and all members present consented to the motion.

Steve Huffaker moved to enter into Executive Session for a discussion regarding the operating agreement and other confidential matters under Title 1, Section 313, Subsection A of the Vermont Statutes which was seconded by Magna Dodge and all members present consented to the motion.

8. Future Meeting: August 12th

9. Adjourn

The meeting was adjourned by consensus at 5:00 pm.

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