

Maple Broadband
Addison County Communications Union District

Monthly Meeting Minutes

August 04, 2021

5:00 p.m. – 6:30p.m.

VIA ZOOM with a physical presence at ACRPC's offices at 14 Seminary Street in Middlebury

Join Zoom Meeting

<https://us02web.zoom.us/j/89967836564?pwd=Q1EvT2c0MXFONFZOUXBUN1dTdWNlZz09>

Meeting ID: 899 6783 6564

Passcode: 731802

Join by phone: +1 646 558 8656

Steve Huffaker, Chair of Maple Broadband welcomed the representatives of the member towns, confirmed with Nancy Cornell that a quorum was present, and called the meeting to order at 5:03 p.m.

1. Welcome/Introductions/Roll Call

The following people were present:

- * Mark Sheets, Alternate Bridport
- * Magna Dodge, Delegate Cornwall
- Cy Tall, Alternate, Cornwall
- * Steve Huffaker, Delegate Ferrisburgh
- Arabella Holzappel, Alternate, Treasurer, Ferrisburgh
- Hugh McLaughlin, Alternate Middlebury
- * Ross Conrad, Delegate Middlebury
- * Ellie Hagopian, Delegate New Haven
- * Howard Hall, Delegate Panton
- * Billy Sneed, Delegate Ripton
- * Carl Siebecker, Delegate Shoreham
- * Nancy Cornell, Delegate Starksboro
- Rich Warren, Alternate Starksboro
- * Shannon Haggett, Delegate Vergennes
- * Andrew Martin, Delegate Waltham
- * Spencer Putnam, Delegate Weybridge

* = voting member at this meeting

John Van Hoesen, non-member representing Addison County Regional Planning Commission ("ACRPC")

2. Agenda Approval. Steve asked for additions or changes to the agenda. There were none. Steve Huffaker made a motion to approve the agenda. Nancy Cornell seconded the motion, which passed

by a voice vote/show of hands.

3. Approve meeting minutes June 2, June 17. Magna Dodge moved to approve the meeting minutes and Carl Seibecker seconded the motion. Arabella Holzapfel requested a correction regarding the June 2 minutes, item 4: Bylaws Discussion. The second to last of the first paragraph of item 4 should read:
“We were in error and should change the bylaws to delete the second sentence noted above and hold our annual organizational meetings on the second Tuesday in May as dictated by statute.” The corrected minutes passed by voice vote/show of hands.
4. Grant Report: Steve Huffaker indicated all the paperwork is completed for the current grant. The majority of those funds will be going towards high-level design work. Nancy Cornell indicated we are still waiting on two USDA grants, one for \$50,000 and one for \$150,000. We are also waiting to hear on whether a Walter Cerf grant application for \$5,000 has been approved. Steve Huffaker stated we are still waiting on all the money from Act 71, but we should know soon when the money will be available.
5. High-level Design: Steve Huffaker indicated that the high-level design work is still underway and all the required GIS data has been provided to the engineers. High-level design work should be completed by early next month. After the initial design, Steve Huffaker thinks the next step is to proceed with pole surveys.
6. Treasurer Report: Arabella Holzapfel indicated the balance has dropped to roughly \$24,000. Steve Huffaker indicated that Arabella Holzapfel has requested a leave from the Treasurer and that Cy Tall, Cornwall Alternate, agreed to step into that position. This transition will be taken up for a vote by the Executive Committee. Arabella Holzapfel has agreed to a gradual transition period. Magna Dodge requested anyone with experience with bookkeeping firms to please pass them along. Steve Huffaker made the point that the Executive Committee is trying to build some resilience into the committee to ensure there is continuity of service.
7. Operating agreement update. 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 Arabella Holzapfel. Motion passed by a voice vote/show of hands. 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 Nancy Cornell. Motion passed by a unanimous voice vote/show of hands.
8. **The meeting came out of executive session.** Steve Huffaker asked for a motion to approve execution of the Network Management Agreement with Maple Broadband’s selected provider. Shannon Hagggett made the motion and Carl Siebecker seconded. Nancy Cornell called the roll by town and the motion passed by unanimous voice vote.

Steve Huffaker shared that by all accounts, Maple Broadband’s progress is ahead of many CUDs and that the business plan hasn’t been released yet, but will be after additional information can be finalized to demonstrate to any reader and to the municipal bond market that the network management agreement is a viable model. Steve Huffaker indicated this is still embargoed information until the agreement has actually been signed. There will be a press release when it

becomes official. Billy Sneed offered a thank you to the executive committee for all their work in reaching this milestone.

9. Open Meeting Resolution: Steve Huffaker offered a motion to adopt the open meeting resolution. Shannon Haggett seconded. Steve Huffaker invited discussion. Ross Conrad asked why there wasn't a centrally located place being offered versus each municipality offering one. Steve Huffaker offered that by doing so, although it possibly increases complexity, it isn't running afoul of the open meeting law. Ross Conrad asked why this was initially needed. Steve Huffaker indicated it arose from the statewide CUD meetings which made a central location challenging. Ross Conrad asked if ACRPC indicated they weren't willing to serve as the location. Steve Huffaker shared that they are still willing but that they are not Maple Broadband and would prefer to use them surgically. If the motion doesn't pass, the ACRPC will remain the physical location for governing board meetings and the physical location for Executive Committee meetings will be at the Ferrisburgh Town Office. Nancy Cornell indicated her preference to have a single physical location for each meeting, such as we are now doing, to prevent legal challenges and to stay true to the original intent of the open meeting law. Spencer Putnam asked about physical location, Steve Huffaker clarified that the ACRPC office is currently the location.

Nancy Cornell took the vote by town roll call and the motion passed by a simple majority of 7 to 5.

Yes votes: Gibson, Dodge, Huffaker, Hagopian, Hall, Sneed, Siebecker

No votes: Conrad, Cornell, Haggett, Martin, Putnam

10. Other Business: No other business.

11. Future Meeting: Our next meeting will be on September 1, 2021.

12. Adjourn: **Magna Dodge moved to adjourn, Billy Sneed seconded and the members voted unanimously to adjourn at 6:30 p.m.**

Respectfully Submitted,

John Van Hoesen, ACRPC