

Approved October 7, 2021

## Addison County Communications Union District (dba) Maple Broadband

### Executive Committee Meeting Minutes

September 23, 2021

3:30 PM - 5:00 PM

Location: 14 Seminary Street, Middlebury VT  
VIA ZOOM

#### 1. Call to order

Recording of the meeting was announced and the meeting was called to order at 3:36 pm by the Chair.

#### PRESENT

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  
Cy Tall, Treasurer - elect  
Arabella Holzapfel, Treasurer (ex-officio)

#### 2. Approve the Agenda

Nancy C. MOVED / Dan S. SECONDED a motion to approve the minutes as posted. Motion passed on voice vote/show of hands.

#### 3. Previous meeting minutes approval: September 9

Nancy C. MOVED / Dan S. SECONDED a motion to approve the minutes as most recently drafted. Motion passed on voice vote/show of hands.

#### 4. Financial

- a. Grants update - Vermont Community Broadband Board (VCBB) has come back with some questions about the Act 71 grant Maple Broadband (MB) submitted. MB has provided written answers to those questions. VCBB requires a redacted copy of the agreement with Waitsfield Champlain Valley Telecom (WCVT), which has been approved by MB's legal council. VCBB specifically wants to talk with WCVT at their meeting next week in Executive Session, to answer questions about the application.

Nancy C. reported that the USDA lost MB's application for the \$30,000 grant. She showed proof to them that she submitted and that they did receive it. Meanwhile the USDA has awarded all the funds for this grant. However, MB has been assured that for the next round, this application has been pre-approved and also informed that it scored high on the USDA grants rating system.

- b. Auditor RFP - draft with latest mark ups by Ellie was reviewed along with the timeline. Key dates in the timeline: October 14 for the public opening of bids and November 3 for the final bidder selection. It was agreed that the period for this audit is September 1, 2020 - December 31, 2021. MB purchasing policy does not require that the RFP be posted as a public ad, and all agreed to send out the RFP to the compiled list of bidders and not post as a public ad. It is important that bidders have an invitation and a zoom link for the

October 14 meeting, as some may want to be present for the opening of the bids. Nancy C. MOVED / Dan S. SECONDED a motion to approve the RFP as drafted. Motion passed on voice vote/show of hands.

- c. Treasurer - Arabella H. has one more week as Treasurer. Cy T. reported that she has been working with April, is up and running with Quick Books Online and is ready to assume the role of Treasurer.
- d. 2022 Budget planning - Magna D. reported that no progress has been made as she has focused on the business plan since the last meeting.
- e. Umbrella insurance - Steve H. reported that the move to Telcom Insurance Group is in process.
- f. Business Plan - Magna D. reported that there have been two meetings with Vantage Point Solutions (VPS) regarding the build sequence. The build sequence informs the model. She has asked for one more turn, because a lot of wording needs to be changed in the current draft of the Business Plan. Magna D. stressed that MB's business plan is its "face to the world" and that the language needs to be accessible and clear to its audience - the general public.

#### 5. Operations

- a. Ellie report - website forms are being filled with spam. Dan S. said the issue is not with the website, but rather with Outlook. He advised to mark as spam or junk in Outlook, to filter.
- b. High level design - Magna D. reported that there have been two meetings with Vantage Point Solutions (VPS) regarding the build sequence.
- c. NRTC - Steve H. said he will ask them for names of marketing firms that know the rural broadband industry. Purchasing policy requires minimum of 3 bids.

#### Marketing -

- a. Dan will contact John Freidin to move forward on creating content for the newsletter.
- b. All agreed it would be helpful to interview other marketing firms that know the rural broadband industry, before sending out an RFP. The interviews will inform the RFP.
- c. Dan S. said that a website manager is not needed at this point in time.

#### 7. Other - no items

#### 8. Executive session

Steve H. MOVED / Magna D. SECONDED a motion to find that premature general public knowledge of Maple Broadband's current activities would clearly place Maple Broadband at substantial disadvantage and risk disclosure of Maple Broadband's approaches, if it were to be communicated to the public. Motion passed on voice vote/show of hands.

Steve H. MOVED / Nancy C. SECONDED a motion to enter into executive session to discuss strategic activities related to Maple Broadband's progress under Title 1, Section 313, Subsection A of Vermont's Statutes. Motion passed on voice vote / show of hands.

The Committee came out of Executive Session at 4:40 pm.

9. Future Meeting: September 30

10. Adjourn - Magna D. MOVED / Nancy C. SECONDED a motion to adjourn the meeting. Motion passed on voice vote/show of hands.

The meeting was adjourned at 5:00 pm.

Submitted by Sharon Tierra, Minute Taker