

Approved November 18, 2021

Addison County Communications Union District (dba) Maple Broadband

Executive Committee Meeting Minutes

October 14, 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

Adam Lougee, Clerk, Addison County Regional Planning Commission

Cy Tall, Treasurer

2. Approve the Agenda

Dan S. MOVED / Ellie H. SECONDED a motion to approve the agenda as posted. Motion passed on voice vote/show of hands.

3. Previous meeting minutes approval: September30 and October 13

Steve H. MOVED / Ellie H. SECONDED a motion to approve both sets of minutes as drafted. Motion passed on voice vote/show of hands.

4. Financial

a. Grants update - Steve H. reported that at this time, there is no change in the accounting terms for the pre-construction grant. Steve also contacted April at Addison County Regional Planning Commission about the spreadsheet she is maintaining. There have been no changes in this spreadsheet in the past two weeks. She will report again in two weeks.

b. Auditor RFP update - Ellie H. reported that there are now 2 firms that want to bid. She will reissue the RFP with an extended deadline of November 10. On November 11 bids will be opened. On December 3 the Executive Committee will recommend one bidder to the Governing Board for approval.

c. Treasurer's Report - not due this week

d. 2022 Annual Report and Budget - The draft Annual Report and the four financial statements that go with the Annual Report were reviewed and discussed. Magna D. explained the basis of each line item in the four financial statements.

Dan S. MOVED / Steve H. SECONDED a motion to approve the draft Annual Report. Motion passed on voice vote/show of hands. Tomorrow this report will be presented to

the Governing Board for approval prior to a hearing on November 3 with Select Board representatives from member towns. Further changes to the Annual Report can be made during this process.

Steve H. MOVED / Magna D. SECONDED a motion to move the four financial statements on to the Governing Board for review with the Annual Report. Motion passed on voice vote/show of hands.

e. Business plan - is now posted on the website, as a “soft launch.” Committee members are asked to review it for typos and grammar only.

5. Operations

- a. Ellie report - 2 people interested in fiber contacted Maple Broadband (MB) through the website this week.
- b. High level design - drawings have been posted on Teams.
- c. Vantage Point Solutions (VPS) kick off meeting - VPS due to provide package on Friday.
- d. Material pre-purchase update - Steve H. reported that he issued a Request for Quotes (RFQ) yesterday, invited 5 distributors to participate who have been recommended as reputable. Steve H. also filled out credit applications that distributors require. There is a new distributor to the US market for telecommunication materials, that is based in India. Steve H. is seeking names of users in the US who have been customers of this company. Bids will be opened in 2 weeks.

Steve added that there is a proposal from the Vermont Communication Union District Association (VCUDA) regarding purchase of materials on behalf of Communication Union Districts, but details have not yet been finalized. The committee agree to monitor the situation and make a decision on participation if and when satisfactory details are provided.

6. Marketing

Dan S. reported that he is meeting in person with John Freidin today to discuss the newsletter. Dan said he has not made any progress this week on conversations with marketing firms and would appreciate having a deadline. It was agreed that a Request for Proposals draft should be prepared by January of 2022.

7. Other

Benefits of having a tickler reminder system for due dates for the Annual Report, budgeting process, and the Annual Meeting and voting were discussed. Adam L. said he would add this to April's duties, and that she would remind the committee, allowing sufficient time to meet these deadlines.

8. Executive session

Steve H. MOVED / Magna D. SECONDED a motion to find that premature general public knowledge of Maple Broadband's business strategy would clearly place Maple Broadband at substantial disadvantage and risk disclosure of Maple Broadband's pending activities, 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 Maple Broadband's business strategy 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 4:35 pm.

9. Future Meeting: October 28

10. Adjourn - Magna D. MOVED / Steve H. 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