

**Maple Broadband**  
**Addison County Communications Union District**

**Monthly Meeting Minutes**

**December 1, 2021**

**5:00 p.m. – 6:30p.m.**

**VIA ZOOM**

**To attend the meeting via your computer or mobile device:**

<https://us02web.zoom.us/j/83053038682?pwd=M1R6K2t6b1h3YkhsSzYzd29Va1Z4UT09>

Meeting ID: 830 5303 8682

Passcode: 164132

Join by phone: +1 646 558 8656

Steve Huffaker, Chair of Maple Broadband welcomed the representatives of the member towns.

**1. Welcome/Introductions/Roll Call.** The following people were present:

Paul Nicholich, Delegate Addison;  
Rick Scott, Delegate Bridport;  
Mike Sheets, Alternate Bridport;  
Magna Dodge, Delegate Cornwall;  
Cy Tall, Alternate Cornwall;  
Steve Huffaker, Delegate Ferrisburgh;  
Kate Mc Gowan, Alternate Lincoln;  
Ross Conrad, Delegate Middlebury;  
Hugh McLaughlin, Alternate Middlebury;  
Ellie de Villiers, Alternate New Haven;  
Howard Hall, Delegate Panton;  
Paul Vaczy, Delegate Salisbury;  
Carl Seibecker, Delegate Shoreham;  
Rich Warren, Alternate Starksboro;  
Shannon Haggett, Delegate Vergennes;  
Spence Putnam, Delegate Weybridge;  
James Nadeau, Alternate Weybridge;

Adam Lougee, Clerk, non-member representing Addison County Regional Planning Commission  
John Frieden, resident of Middlebury

**2. Agenda Approval.** Steve asked for additions or changes to the agenda. Steve noted he had saved a place for Howard Hall of Panton on the agenda under “Other business”. **Magna Dodge moved approval of the agenda. Rick Scott seconded the motion, which passed unanimously by a**

voice vote/show of hands.

3. Approve meeting minutes October 6th and October 15th, 2021. **Magna Dodge moved approval of the minutes from November. Kate Mc Gowan seconded the motion to approve the minutes. All approved the minutes from November's meetings, which passed by a voice vote/show of hands.**
4. Grant Report. Steve reported that Maple Broadband and WCVT are jointly one of two Vermont applicants for an NTIA grant of \$8,000,000 and that we expect to hear that announcement shortly.
5. Treasurer's Report. Cy gave a brief Treasurer's Report. Steve noted that we had amended our budget slightly since it was approved last meeting. Steve noted that he had updated the budget to reflect the fact that the State was only paying ¼ of the preconstruction grant this year. He also noted that he adjusted the VCUDA dues amount to reflect the actual amount. **Magna Dodge moved to approve the amended budget. Carl Seibecker seconded the motion, which passed unanimously by a voice vote/show of hands.**

The discussion regarding the budget then morphed into a conversation regarding the contributions of member communities. Representatives of the Towns of Lincoln, Bridport and Shoreham noted that they were going before their selectboards, or had already presented to their selectboards to request contributions. Several requested information to present to their selectboards. Steve shared information at the meeting. Adam Lougee noted that he had presented to the Vermont League of Cities and Towns on the subject and would send his presentation.

Howard Hall from the Town of Panton chose to speak now rather than under Old Business. Howard noted that Panton was interested in donating \$50,000 to help Maple Broadband. He requested assurances that Maple Broadband would use the money properly. Steve noted the money would be used to pre purchase broadband equipment for the purpose of providing service to unserved and underserved people. He noted that Maple Broadband would take care of compliance for the town. Howard stated that he was satisfied with the assurances and would authorize the payment.

6. Auditor RFP Update. Ellie reported that we have created an RFP and had solicited responses from auditing firms. We received two bids, one from Batchelder and Associates and one from Nathan Weschler. Ellie reviewed the bids in detail for the Full Board. She noted that the Executive Committee had also reviewed the bids at its meeting on Tuesday and recommended that Maple Broadband hire Batchelder and Associates. They are a Vermont firm with good experience and better pricing. **Kate McGowan moved to support the Executive Board's recommendation and hire Batchelder and Associates to perform Maple Broadband's audit for the year ending December 31, 2021. James Nadeau seconded the motion, which passed unanimously by a show of hands/voice vote.**
7. Pre-Construction tasks update. Steve stated that Maple Broadband was moving forward with its pre-construction tasks. VantagePoint Solutions ("VPS"), Maple Broadband's engineering firm, has its design work well underway. Steve, Ellie and VPS will meet with GMP next week. Additionally, VPS will start having crews on the ground in the region to field verify data in January.

8. Executive Session: Steve Huffaker moved to find that premature public knowledge of Maple Broadband's contractual negotiations would clearly place Maple Broadband at a substantial disadvantage in those negotiations. Magna Dodge seconded the motion, which passed unanimously by a voice vote/show of hands.

Steve then moved that Maple Broadband enter Executive Session for the purpose of discussing Maple Broadband's contractual negotiations. Magna Dodge seconded the motion, which passed unanimously by a voice vote/show of hands.

The Board entered executive session at 6:18 p.m.

The Board left executive session at 6:53 p.m.

9. Material Pre-Purchase: After leaving Executive Session the board discussed material pre-purchase.

Magna Dodge moved to authorize the Executive Board to sign any and all documents necessary to procure bank financing pursuant to the terms and conditions discussed in executive session. Rich Warren seconded the motion, which the Full Board approved unanimously by a show of hands/voice vote.

Steve Huffaker moved to authorize the Executive Board to sign any and all documents necessary to participate in the VCUDA consortium to pre-purchase cable pursuant to the terms of the resolution shared with the Full Board. Magna Dodge seconded the motion, which the Full Board approved unanimously by a show of hands/voice vote.

10. Other Business: None.

11. Future Meeting: Our next meeting will be on January 5, 2022 at 5:00 p.m.

12. Adjourn: Magna Dodge moved to adjourn. Paul Vaczy seconded the motion and the members voted unanimously to adjourn at 6:56 p.m.

Respectfully Submitted,

Adam Lougee, Clerk