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

**Executive Committee Meeting Minutes**

**May 5, 2022**

**3:30 pm - 5:00 pm**

**Location: 14 Seminary Street, Middlebury, VT**

**VIA ZOOM**

**1. Call to order**

The meeting was called to order at 3:33 pm by the Chair.

**PRESENT**

Steve Huffaker, Chair, Ferrisburgh

Nancy Cornell, Vice-Chair, Starksboro

Ellie de Villiers, at large representative from New Haven

Magna Dodge, at large representative from Cornwall

Dan Sonneborn, at large representative from Bristol

Cy Tall, Treasurer

Adam Lougee, Clerk, Addison County Regional Planning Commission (ACRPC)

**2. Approve the Agenda**

MOTION to approve the agenda as posted was APPROVED by show of hands/voice vote.

**3. Approve Minutes - April 5 and April 14, 2022**

MOTION to approve both sets of minutes was APPROVED by show of hands/voice vote.

**4. Financial**

- a. Grants - Nancy C. said that she has a sample grant management policy that may be useful as Maple Broadband further develops its policies and procedures for grants management. She feels that a financial manual needs to be developed and suggested that with multiple grants reports and deliverables going forward, Maple Broadband may need to contract out grant administration.
- b. Construction grant application update - the application was submitted to Vermont Community Broadband Board on April 18. The meeting with VCBB on May 9 has been rescheduled to the following week.
- c. Affordable Connectivity Program (ACP) - Nancy C. said that she attended a seminar on the ACP that was held for partners of Waitsfield and Champlain Valley Telecom (WCVT). A prerequisite for participation in the ACP is an FCC registration number (FRN). Steve H. will start the process of obtaining this FRN.
- d. Maple Broadband Audit - the Committee is in the process of reviewing the report and has requested a list of what was broadly stated as "material deficiencies." Adam L. said that he concluded after his review of the audit that the numbers are good and can be reported to the Governing Board with confidence. Cy T. said that the audit showed that areas for

improvement include more internal controls, accounting consistency, and changes in the tracking system. MOTION to approve the audit was APPROVED by show of hands/voice vote.

## 5. Operations

- a. GMP coordination update - 3 more field surveys have been done.
- b. Insurance update - Ellie dV. reported that a property policy is necessary to cover materials in storage, and at this point \$750,000 of coverage is needed. She will find out how much notice Telecom Insurance Group needs to update coverage. At the end of each month, Ellie dV. and Steve H. will review which materials are expected to be delivered in the following month, so that coverage can be updated before the materials arrive.
- c. WCVT secure staging update - Steve H. reported that the semi-trailer that was to be the storage unit suddenly became unavailable, and another plan had to be made. The new plan calls for the use of two 40 foot shipping containers at a cost of \$150/month for each container. The delivery of materials will be slightly delayed until the containers have shelves installed and are in place at WCVT.
- d. Materials pre-purchase update - smooth efficient process with ordering and credit approval.
- e. Phase I Hub locations update - Steve H. said there will be 3 network hubs located across the Phase I area. The process of spotting these hubs is underway. Each hub needs electricity, battery for power during shorter outages, and a generator in the event of longer outages. Magna D. is working on the permitting prong of the process, working with the municipalities where the hubs are proposed to be. Engineering services will be needed in the design and construction of the hubs. Steve H. is heading up the search for the right engineering firm.
- f. Ellie report - 4 people filled out the interested in fiber form. Ellie dV. added that suitable responses need to be developed for inquiries from people who have WCVT as their service provider.

## 6. Marketing

- a. Pivot - lawyer has reviewed the agreement with Pivot. MOTION to approve the one-year agreement with Pivot was APPROVED by show of hands/voice vote. The start date of this agreement is still to be determined, pending confirmation of the construction grant.
- b. CrowdFiber discussion - tabled until a question posed to WCVT is answered.
- c. Intern (Sophia) update - she will start on June 13, remotely at first

## 7. Other

- a. Onsite Project Representative (OPR) - Steve H. explained that this is a technical person who works in the field to ensure overall quality control - for example watching to see that the cabling contractor is doing the work correctly. All agreed that an RFP is needed for this position. Steve H. agreed to draft this RFP by the end of May, and Ellie deV. will help review.

- b. Underground Contractors - Steve H. said that when a subscriber needs to have fiber buried underground to their home, they will be provided with a list of contractors who can do this work, along with a handout that describes the process. The creation of this handout is something that needs to be done at some point, to prepare for the subscription process.

#### 8. Executive Session

MOTION was made 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 they were to be communicated to the public. Motion APPROVED by show of hands/voice vote.

MOTION was made 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 APPROVED by show of hands/voice vote.

The committee came out of Executive Session at 5:10 pm.

10. Future Meetings: May 10 Annual Meeting, May 19

#### 11. Adjournment

MOTION to adjourn the meeting APPROVED by show of hands/voice vote. The meeting was adjourned at 5:11 pm.

Submitted by Sharon Tierra, Minute-taker