

Approved October 13, 2022

Addison County Communications Union District (dba) Maple Broadband

**Executive Committee Meeting Minutes**

**September 29, 2022**

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

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

**VIA ZOOM**

Recording announced.

1. Call to Order

The meeting was called to order at 3:31 pm by the Chair.

**PRESENT**

Steve Huffaker, Chair, Ferrisburgh

Ellie de Villiers, Vice-Chair, New Haven

Magna Dodge, at large representative from Cornwall

Nancy Cornell, at large representative from Starksboro

Carl Siebecker, Representative from Shoreham

Cy Tall, Treasurer

2. Approve the Agenda

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

3. Approve Minutes - September 1, 2022 and September 15, 2022 - tabled until the next meeting.

4. Public Comments - none

5. Chair Report

- a. Chief Financial Officer Magna Dodge has been spending significant time working on the details of bringing the Executive Director on board. She and the Chair have concluded that the best option is to hire the Executive Director as an employee of Maple Broadband. The next step is to identify and contact a benefits consulting organization. It will also be good to have a benefits plan in place for any future employees.
- b. Steve H. requests that committee members agree to reply to Executive Committee emails by the end of the following business day, and that there is no expectation for a reply on the same day that the email was sent. "Reply" means acknowledgment, not necessarily a full response. A full response may take more time for research, for example. If someone is on medical leave or on vacation,

obviously, they are not expected to reply in this time frame. Everyone agreed to strive to do this, for the sake of efficiency and moving the work along.

## 6. Financial

- a. 2023 budget - the 2023 budget is due to the legislative body of district member towns by October 21. The committee reviewed and discussed a Power Point introduction to the 2023 annual budget prepared by Ellie dV. and the budget in spreadsheet format, prepared by Ellie dV. and Cy T. The introduction includes details on network construction, planning, design make ready and procurement of materials for Phase 2, customer acquisition, operating costs, income categories and assumptions, 2023 cost categories, and cash flow. Members suggested a few changes to the introduction and those changes were made during the meeting.

Concerns about the limited time the members had to review the budget were addressed with a plan for commencement of budget planning in August, 2023. Concerns about the need to have monthly oversight of the budget were addressed by an assurance by Cy T. that , while the annual format is appropriate for presenting for approval by the Governing Board, the working budget for Executive Committee oversight will be in in monthly format, and will include the cash flow report.

MOTION to approve the introduction and budget, with changes made during this meeting, was APPROVED by show of hands/voice vote. The budget and Power Point presentation introduction will be presented at the next Governing Board meeting on October 5. The Governing Board will receive copies prior to that meeting.

- b. 2022 Annual Report - this report is also due on October 21. Steve H. has distributed the draft in the shared drive. Members have begun to add comments. All members are asked to read the draft, others' comments, and make comments as they see fit. Steve H. will finalize the report in the next few days. The Annual Report will be presented at the next Governing Board meeting on October 5. The Governing Board will receive copies prior to that meeting. The Committee expressed appreciation to Steve H. for his work on this comprehensive report of the significant progress and achievements Maple Broadband has made over the past year.

## 7. Operational

- a. Construction grant update - construction is scheduled to begin in Cornwall on October 3 or 4, an important milestone.
- b. Generator task group update - the group now includes Carl Siebecker, Ross Conrad, and Billy Sneed, along with Ellie dV. Ellie said it would be helpful to have one more person in the group.

- c. Executive committee member search -Steve H. said the search is ongoing. He surveyed the members to see if it would be possible to change the day and/or time of the meeting, to accommodate a new member.

## 8. Marketing

With the commencement of construction and (if approved) the news of 1:1 matching funds from Vermont Community Broadband Board (VCBB) for all contributions from municipalities (including all past contributions), Maple Broadband has an even more compelling story to tell to the district member towns.

For the community, Ellie dV. would like to do a joint press release with Waitsfield and Champlain Valley Telecom (WCVT) that includes information about the relationship of Maple Broadband and WCVT and the news of WCVT's award of a construction grant. VCBB will need to approve the press release, as they will want to announce the award of the construction grant to WCVT first.

Dan S. said that he will be sharing the fine work recently done by Pivot in an email to the committee. Dan also said that there will be an RFP process for a new website.

Ellie dV. has been working to get the CrowdFiber system customized for Maple Broadband. Carl S. offered to assist Ellie, as he has relevant experience. Steve H. suggested it would be good to get Carl cross trained, for resiliency of the organization.

9. Governing Board meeting planning - discussed earlier in the meeting

## 8. Executive Session - not needed

## 9. Other

The VCBB matching funds program mentioned above in Marketing, will be NEW money for the CUDs, and will not be subtracted from other funds granted, as it was previously.

Ellie dV. and Steve H. were contacted by Otter Creek CUD with the proposal that Maple Broadband pick up some of the towns that have been assigned to Otter Creek CUD. Ellie and Steve will assess by examining a modified model, and will report back to the committee if this is something worth considering. To be worth considering, it would need to strengthen the Maple Broadband business case.

10. Future Meetings: October 13

## 11. Adjournment

MOTION to adjourn the meeting APPROVED by show of hands/voice vote. The meeting was adjourned at 5:05 pm.

Submitted by Sharon Tierra, Minute-taker