

Approved December 22, 2022

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

**Executive Committee Meeting Minutes**

**December 8, 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 3:33 pm by the Executive Director.

**PRESENT**

Steve Huffaker (Ferrisburgh) - Chair

Carl Siebecker (Shoreham) - Vice-Chair

Nancy Cornell (Starksboro) - At large

Dan Sonneborn (Bristol) - At large

Shannon Haggett (Vergennes) - At large

Ellie de Villiers – Executive Director (ex officio)

Magna Dodge - Chief Financial Officer (ex officio)

Cy Tall – Treasurer (ex officio)

2. Approve the Agenda - MOTION to approve the agenda as modified by striking Previous Minutes Approval (November 17 already approved) and adding two items to the Financial section: approval of GMP make ready invoice and discussion of preparation for single audit, was APPROVED unanimously by show of hands/voice vote.

3. Public Comments - none

4. Chair Report - Steve Huffaker

a. Steve H. reported that he and Ellie dV. visited Waitsfield and Champlain Valley Telecom (WCVT) yesterday, to discuss several issues. Maple Broadband is working closely with WCVT in preparation for the launch. The Maple Broadband customer service phone line to be answered by WCVT staff is now operational and has been tested. Steve H. shared his screen to show a photo of the Cornwall hub and said it may have been transported already to Cornwall and is in a secure trailer along with the equipment until it's time to install.

5. VCBB status updates - Vermont Communication Union Districts Association (VCUDA) approved the policy changes to be proposed to Vermont Community Broadband Board (VCBB). Ellie dV. said she is hopeful that the issue will be on the agenda at the next VCBB meeting on December 13.

## 6. Operations

- a. Construction update - Syracuse is finished hanging fiber in the current construction zone and splicing is being done now.
- b. Service launch update - the process has been reviewed, a soft opening is planned in about 4 weeks with a small number of beta testers.
- c. Cow Hill Road - the issue remains open, but the good news is that what is owed to Syracuse for the work to bury the cable is significantly less than expected.
- d. Splice enclosure design - recent talks with WCVT regarding their request for a change in design of splice enclosures, and also the price for drops, have resulted in outcomes that will meet the needs of WCVT and at the same time will not have a cost impact of any great concern to Maple Broadband.
- e. Resourcing - the committee briefly discussed the issue of ways to increase volunteer resources - discussion to be continued.

7. Marketing update - Maple Broadband's first newsletter will be going out the middle of next week, to stakeholders and those who requested it through the website. Postcards are ready to send out to households in the initial build area. Ellie dV. will be meeting with Pivot's social media specialist to discuss social media strategies. Ellie will contact Pivot regarding the VCBB "call to action" to Vermont residents to file individual challenges to the FCC broadband maps, for their specific address. Ellie will ask Pivot to draft a post for Front Porch Forum on this call to action, as soon as possible.

## 8. Financial

- a. Business plan update - Ellie deV. reported that the financial model update is almost done and is already a useful tool in doing scenario planning. The business plan update can be done once the financial model update is complete. She added that modeling shows that if funding through the State from the federal Broadband Equity, Access and Deployment (BEAD) Program does not come to Maple Broadband in 2024, it will be a problem. Magna D. said that BEAD funding cannot be relied upon. Maple Broadband needs to have at least 500 subscribers before it can enter the debt market, and the model shows that not happening until 2025, resulting in a funding gap. It is important to seek out any and all resources to close the funding gap. It was suggested that Ellie follow up with Otter Creek CUD, about an idea that Otter Creek CUD mentioned some weeks ago.
- b. Bookkeeper search update - Cy T. checked the candidate's references, which were glowing - without exception. MOTION to authorize Ellie dV. to sign the letter of agreement with the chosen candidate, for 8-10 hours of work weekly at \$35.00 per hour, was APPROVED unanimously by show of hands/voice vote.
- c. Affordability / EAB next steps discussion - discussions with Holly Groschner have continued. It was agreed that more information about the numbers of low income households would be helpful. Carl S. offered to gather publicly available data on numbers of low income residents in each district member town.
- d. Discussion of preparation for single audit - Ellie dV., Nancy C., Cy T. and Magna D. attended the uniform guidance training. Cy T. said

that the single audit is not just a financial audit but also an audit of compliance with the many rules for receiving federal grants. Preparation now involves gathering documentation and putting it in one place for easy access for the auditor. Documentation should include memos for every expense with the details of decision processes and reasons for incurring each expense. Cy T. said these memos can be added in QuickBooks for easy access by the auditor. Steve H. emphasized that emailed memos going to Cy T. as documentation regarding expenses should have a standard subject line.

- e. Approval of GMP make ready invoice for connecting the Shoreham hub - After discussion, MOTION to approve the make ready invoice from GMP in the amount of \$10,489.07 for the purpose of connecting the Shoreham hub, was APPROVED unanimously by show of hands/voice vote.

9. Executive Session - not needed

10. Other Business - Ellie deV. said that pole replacement is an ongoing concern for Maple Broadband and some of the other Communication Union Districts (CUDs). They are working through VCUDA on a process to challenge Green Mountain Power's assessments for pole replacements.

11. Future Meeting: Thursday, December 22, 3:30 pm - 5:00 pm

14. Adjournment - MOTION to adjourn the meeting was APPROVED unanimously by show of hands/voice vote.

The meeting was adjourned at 5:18 pm.

Submitted by Sharon Tierra, Minute-taker