

Approved _____ 2023

DRAFT

DRAFT

DRAFT

Addison County Communications Union District (dba) Maple Broadband

Executive Committee Meeting Minutes

January 19, 2023

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 3:36 pm by the Executive Director.

PRESENT

Steve Huffaker (Ferrisburgh) - Chair

Carl Siebecker (Shoreham) - Vice-Chair

Nancy Cornell (Starksboro) - At large

Shannon Haggett (Vergennes) - At large

Ellie de Villiers – Executive Director (ex officio)

Cy Tall – Treasurer (ex officio)

2. Approve the Agenda - MOTION to approve the agenda as amended, moving the Executive Session to just before the Chair Report, was APPROVED unanimously by show of hands/voice vote.

3. Previous meeting minutes approval: January 12, 2023 - MOTION to approve the minutes (2nd draft) was APPROVED unanimously by show of hands/voice vote.

4. Public Comments - none

5. Executive Session - Make Ready

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 unanimously 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 unanimously by show of hands/voice vote.

Steve H. stated that all present on the call are invited to attend the session. The committee went into Executive Session at 3:40 pm and came out at 4:19 pm.

MOTION to pay one pole application invoice for \$17,798.16 and to authorized Ellie dV. to sign tariff agreements for the remaining pole application fees totaling \$125,461.46 (total funds - \$143,259.62) was APPROVED unanimously by show of hands/voice vote.

6. Chair Report - Steve Huffaker - covered in Executive Session

7. VCBB / VCUDA status updates

- Vermont Communication Union Districts Association (VCUDA) has hired a lobbyist
- Communication Union District (CUD) Day is planned at the Vermont Legislature on January 31. All are invited, please let Ellie know if you plan to attend.
- VCUDA is working with the Vermont Community Broadband Board (VCBB) on a grant from Northern Borders. The purpose of the grant is to increase the administrative capacity of VCUDA and to hire a financial advisor with the knowledge and experience to assist VCUDA in establishing best practices for CUDs. Nancy C. had a question about the scope of the entire Northern Borders grant. Ellie dV. will follow up with VCBB to get some answers.

8. Operations

- a. Construction update - covered in Executive Session

b. Launch update - soft launch is in progress. Date of full launch is being considered and yet to be determined - anticipate mid-February.

c. 1B / 1C update - Vantage Point Solutions (VPS) has put together the bid package for 1B for Syracuse to consider. 1C and Phase 2 planning and pole applications are in process.

9. Marketing

a. Marketing update - recent call with Pivot focused on tactics. Pivot has provided a template and ideas for the marketing newsletter that will be sent to everyone who has signed up to be on the Maple Broadband mailing list. Main way to get on the mailing list is to sign up through the website.

b. Service launch press event - a press conference is being planned for about two weeks after the full launch, preferably at the Cornwall Town Hall, and including hearing from new subscribers in Cornwall about the difference having high speed internet has made for them.

10. Financial

a. Phase 2 materials purchase update - Maple Broadband now is using four distributors for purchase of materials. This week, RFPs were issued for cable, splitters, and splitter cabinets. Applications are due before the next meeting, where bids will be opened. Make ready planning is in process, with the goal of completing pole applications by the end of January for 1C and Phase 2.

b. Single Audit preparation - Cy T. reported that she is sending one final set of materials to the auditor Bonnie tomorrow. Bonnie has one month to get the audit back, and the Committee has one month to make any needed corrections/clarifications, before the audit is presented to the Governing Board in April.

c. Other

- Cy T. reports that the new bookkeeper is doing a fine job.
- Capitalization schedule was briefly discussed. It may need to be revised in the near future, but not for this audit.

11. Settlement Policy

a. Settlement items discussion - Steve H. proposed language regarding Settlement Authority to be added to the Financial Policy. All agreed to add the language that Steve H. is proposing, without any changes.

12. Governance

a. Executive Committee Charter - after discussion, it was agreed that a change in the by-laws would be a better option than a charter to define the authority and responsibilities of the Executive Committee. Steve H. will send Shannon H. a copy of the by-laws in Word. Shannon will draft language for the Committee to review.

13. Other Business - none

14. Future Meeting: January 26, 3:30 pm - 5:00 pm (includes the bid opening)

15. Adjournment -

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

The meeting was adjourned at 5:00 pm.

Submitted by Sharon Tierra, Minute-taker