

Approved February 9, 2023

Addison County Communications Union District (dba) Maple Broadband

Executive Committee Meeting Minutes

February 2, 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 3:34 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)

Adam Lougee, Clerk (ex officio)

2. Approve the Agenda - MOTION to approve the agenda as modified, with the matter of EAB to be discussed when Nancy C. is present, was APPROVED unanimously by show of hands/voice vote.

3. Previous meeting minutes approval: January 19, 2023 - MOTION to approve the minutes was APPROVED - 2 in favor, 0 opposed, 1 abstained (Carl S.).

4. Public Comments - none

5. Chair Report - Steve Huffaker - regarding the matter of changes to the by-laws, Steve expressed his view that only changes that are absolutely necessary be proposed to the Governing Board, to increase the likelihood of approval.

6. Vermont Community Broadband Board (CBB / Vermont Communication Union Districts Association (VCUDA) status updates

- VCUDA legislative day took place on Tuesday January 31. Ellie and other representatives from CUDs attended and testified before the Senate Finance Committee and the House Energy and Environment Committee. She also attended the Governor's press conference and met with the Lt. Governor. She found that legislators are very supportive of the work the CUDs are doing to bring high speed internet service to unserved and underserved communities in Vermont.
- VCBB staff are going to Washington DC to meet with staff from the National Telecommunications and Information Administration (NTIA) regarding Broadband Equity Access and Deployment (BEAD) funding requirements and restrictions.
- A presentation by a pro-bono consultant to VCUDA is scheduled for two weeks from today. Ellie dV. will send out the link for those who wish to attend.

7. By-laws / Executive Committee Charter Discussion

Ellie dV. sent out the document with changes agreed upon at the last meeting. Some further changes were discussed. Steve H. said that the document to be proposed to the Governing Board should have tracked changes and the reason for each change in the notes. MOTION to approve the by-laws as revised and to submit to the Governing Board at their next meeting was APPROVED unanimously by show of hands/voice vote.

8. Executive Director Performance Review

Shannon H. reviewed models and created a short performance review document. After discussion, Committee members agreed that the scope of this review should not be limited to the Executive Director but should also be looking at the strengths/weaknesses of the organization and staffing needs. Next step: Ellie dV. will provide a self assessment of her

performance and a list of her goals, preferably before she leaves at the end of the month for some time away. Steve H. advised that Ellie's self assessment may help the Committee decide on a format for an evaluation form.

9. Affordability - Equal Access to Broadband (EAB)

After review of the financial proposal from EAB, reports from Dan S. and Ellie dV. regarding their latest meeting with Holly Groschner, and discussion by the Committee, a MOTION to enter into a formal contract with EAB, pending obtaining some additional information, was APPROVED - 4 in favor, 0 opposed, 1 abstention (Steve H.). Next step: Nancy C. will register Maple Broadband with the Affordable Connectivity Program (ACP), with a target of launching the EAB program in mid-April or early May.

10. Operations

- a. Launch update - 7 soft launch customers are now live. Ellie dV. will soon be contacting these customers regarding their experience with the entire process of becoming customers of Maple Broadband. Some delays for some customers were caused by information relevant to their addresses that was in draft form, and not in final form. A strategy is being developed to avoid this problem in the future. The launch group is meeting next week.
- b. Phase 1B/ 1C update - pre-bid meeting has been scheduled with Syracuse regarding the 1B construction contract. Ellie dV. has been working on identifying the the permits needed for 1B. There are 2 railroad crossings in the 1B area. With the master service agreements and previous experience in the 1A area, the process should go smoothly. 1C pole applications were submitted on Tuesday by Vantage Point Solutions. Ellie added that there will be 4 invoices for the Treasurer to pay.
- c. Phase 2 update - work to secure the Vergennes hub continues, with work on the language in the "option" proposal to be submitted to the City Council on February 14. Ellie dV. submitted an RFP for the easement survey, with the bid opening to take place at the February 16 meeting. The plan is to take the easement survey to the March meeting of the Vergennes Development Review Board, along with the project plan and an approved option document from the City Council.

11. Marketing

Dan S. and Ellie dV. meet with Pivot bi-weekly, and are working through the marketing action plan, with some details yet to be determined. On the digital side, is a soon-to-be released newsletter. On the physical side, Pivot is working on a print flyer to be posted in Cornwall and Salisbury. A target Front Porch Forum post is also being planned. Dan S. said that he would like Pivot to be more proactive with Maple Broadband, rather than the other way around, as it seems to be now.

12. Financial

a. Phase 2 materials purchase update - Ellie did the bid leveling of the bids from the four companies that were opened at the last meeting. Based on the amount of one contract, Ellie dV. and Steve H. were authorized to award Power & Tel, as the lowest bidder, the contract for STL cable. Ellie and Steve recommend awarding the contract for splitters and splitter cabinets to Wesco as the lowest bidder. This decision requires a Committee vote, based on the amount of the contract. MOTION to award the contract for splitters and splitter cabinets in the amount of \$113,645.00 was APPROVED unanimously by show of hands/voice vote.

b. GMP pole applications

After discussion, MOTION to approve payment on pole application PA5098482 in the amount of \$9,753.50 and to approve the signing of a tariff rider PA5098488 for an expected cost of \$20,000 was APPROVED unanimously by show of hands/voice vote.

c. Single Audit preparation - Cy T. supplied all remaining requested documents to the Auditor. The audit started yesterday. Maple Broadband should receive the audit no later than March 1, and will have one month to review and approve before presenting it to the Governing Board at the April meeting.

d. Financial policies update - Nancy C., Magna D., Cy T. and Ellie dV. have a meeting scheduled tomorrow afternoon to discuss updating the financial policies.

e. Other - Nancy C. reported that, regarding the USDA grant, there is a different contact person. Nancy hopes that continuity will be assured.

14. Other Business - Celebratory dinner is scheduled for February 16 at 6 pm at Fire and Ice in Middlebury. Ellie dV. will make the reservation once she knows who plans to attend.

145 Future Meeting: February 9, 2023, 3:30-5 pm, February 16 short meeting for bid opening

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

The meeting was adjourned at 5:06 pm.

Submitted by Sharon Tierra, Minute-taker