

Maple Broadband
Addison County Communications Union District

Annual Meeting Minutes
May 9, 2023 5:00 p.m. – 6:30p.m.
VIA TEAMS and live at ACRPC

1. Call to Order:

Steve Huffaker, Chair of Maple Broadband, opened the meeting at 5:00 p.m. and welcomed the representatives of the member towns and members of the public to Maple Broadband's Annual Meeting. The following people were present:

Paul Nikolich, Delegate Addison;
Rick Scott, Delegate Bridport;
Magna Dodge, Delegate Cornwall;
Steve Huffaker, Delegate Ferrisburgh;
Ross Conrad, Delegate Middlebury;
Hugh McLaughlin, Alternate Middlebury;
Ellie de Villiers, Delegate New Haven;
Howard Hall, Delegate Panton;
Carl Siebecker, Delegate Shoreham;
Nancy Cornell, Delegate Starksboro;
Rich Warren, Alternate Starksboro;
Shannon Haggett, Delegate Vergennes;
Spence Putnam, Delegate Weybridge;

Adam Lougee, Clerk, non-member representing Addison County Regional Planning Commission

Cy Tall, Treasurer Cornwall

Jim Kirby, Guest Middlebury

2. Agenda Approval. Steve asked for additions or changes to the agenda. **Magna Dodge moved to approve the agenda as presented. Nancy Cornell seconded the motion, which passed unanimously by a voice vote/show of hands.**
3. Approve Meeting Minutes from April 11, 2023. **Paul Nikolich moved to approve the April meeting minutes. Magna Dodge seconded the motion to approve the minutes. All approved the minutes, by a voice vote/show of hands.**
4. Public Comments: None.

5. Chair Report: Steve started his chair report. He noted that we are a start-up business and need to focus on our work as a business does. He stated that in our attempts to optimize our build, we have replaced Vantage Point Solutions as our onsite owner's representative with a company from Maine called Mission Broadband (Vantage Point remains as our network engineers). Steve and Ellie are very confident that Mission Broadband will be able to provide improved service and coordination for a lot less money than Vantage Point. They should also help our integration process with WCVT.
6. Officer and Executive Committee Elections: Steve noted the next item of business was the election of officers. He noted that the Executive Committee had discussed it at its last meeting. Steve proposed a slate of officers where each of the members of the Executive Committee would stay in their current roles as follows:

Steve Huffaker, Chair

Carl Siebecker, Vice Chair

Shannon Haggett

Nancy Cornell

Dan Sonneborn

Adam Lougee, Clerk

Steve opened the floor to additional nominations. Hearing none, **Ellie de Villiers moved that Maple Broadband elect the slate of officers as proposed above. Paul Nikolich seconded the motion, which passed unanimously.**

7. Financial:

- a. Single audit report: Cy gave the audit report. She noted it was a clean audit with no adverse findings. **Steve Huffaker moved to adopt the single audit as presented by Batchelder Associates, Maple Broadband's independent auditor. Shannon Haggett seconded the motion, which passed unanimously.**
- b. Dashboard: Cy then proceeded to walk the Board through the financial dashboard. She concluded that Maple Broadband remains in good financial shape with a strong cash flow.
- c. Shelter installation award. Steve provided some background on the design work he performed in his career building large data centers. He wanted people to understand that he is familiar with this work. He then asked the Board to enter an executive session.

Steve Huffaker moved to find that premature public knowledge of Maple Broadband's contractual negotiations would clearly place Maple Broadband

at a substantial disadvantage in those negotiations. Nancy Cornell seconded the motion, which passed unanimously by a voice vote/show of hands.

Steve then moved that Maple Broadband enter Executive Session for the purpose of discussing Maple Broadband's contractual negotiations. Paul Nikolich seconded the motion, which passed unanimously by a voice vote/show of hands.

The Board entered executive session at 5:53p.m.

The Board left executive session at 6:15 p.m.

Upon exiting Executive Session Steve Huffaker moved that the Board authorize the Executive Board to hire Vantage Point Solutions to work on our Central Hub for \$38,500. Paul Nikolich seconded the motion. During discussion Steve explained that Vantage Point has designed our system. He felt this gave them superior knowledge of the entire system and justified sole sourcing the bid to them. He believes their work will yield a better result for the overall system. At the end of discussion Steve asked for a vote. The Board unanimously supported the motion.

8. Service Operations Standards: Ellie noted Maple Broadband continues to hook up new customers to our existing fiber network. Currently, CrowdFiber shows over 100 people in the queue to receive service. She presented a chart comparing Maple Broadband's current metrics with the metrics contained in Maple Broadband's business plan, divided by a third to represent 1/3rd of the way through the year. She noted the comparison is not completely fair since we expect a lot of this year's work to be completed over the summer construction season, and the business plan model presented an inaccurately optimistic set of projections due to its granularity. Therefore, Ellie expects our actual build numbers will accelerate over the summer construction season and be more meaningful later in the year. However, many of the numbers, like the average revenue per unit (ARPU), are encouraging.

Rick Scott thanked Ellie for sharing the metrics and asked if we could ask WCVT to supply something similar so we could gauge their progress in the portion of the region they serve.

Ellie responded that she would ask WCVT.

9. Marketing Report. Ellie delivered the marketing report. She shared one of the pieces Maple Broadband is mailing directly to the Phase 1C build area. It emphasizes we are coming soon, we are local and that we help all citizens in the Addison region connect to broadband.
10. Phase 1 status: Syracuse Utilities is currently building Phase 1B for Maple Broadband. We are happy with their pricing and work. Phase 1C will be built next. Steve Huffaker reminded the Board that Phase 1C consisted of places in Phase 1 where the Vermont Communications Broadband Board rules had previously prohibited Maple Broadband from building, but due to changes, now allow Maple Broadband to build. Steve noted the Executive Board would

like to amend the Phase 1B contract with Syracuse Utilities to include Phase 1C. **Steve Huffaker moved that the Board approve Syracuse Utilities bid of \$644,600.63, (subject to reasonable design changes in the field), to construct Phase 1C of Maple Broadband's network. Nancy Cornell seconded the motion, which passed unanimously.**

Lastly, Ellie concluded her report by noting that GMP licenses for pole applications remain in process. Many have been issued, but GMP remains behind in doing the make ready work on certain lines. She and Steve want the Board to know that this could pose a serious issue for Maple Broadband. If GMP cannot complete its make-ready work, Maple Broadband could be forced to stop construction. Steve assured the Board that he and Ellie were working hard to solve this dilemma, but ultimately, they would need GMP to meet its obligations.

11. Phase 2 status & Vergennes hub: Maple Broadband is in the design phase for Phase 2 of its build. Pole applications are going well with GMP (we put them in early) and the detailed design work should be done in July for an anticipated construction start date in the fall.

Maple Broadband has also made progress on its Vergennes hub as covered in Shelter installation award early.

12. Delegate reappointments and appointments reminder – Leicester and Whiting. Steve asked that members continue to seek out potential delegates from Whiting and Leicester.

13. Other business. None.

14. Next Meeting: June 13, 2023 at 5:00 p.m.

15. Adjourn. **Paul Nikolich moved to adjourn the meeting. Carl Siebecker seconded the motion, which passed unanimously by a voice vote/show of hands at 6:35 p.m.**

Respectfully submitted,

Adam Lougee, Clerk