

Approved April 4, 2024

Addison County Communications Union District (dba) Maple Broadband

Executive Committee Meeting Minutes

March 21, 2024

3:30 pm - 5:00 pm

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

PRESENT

Steve Huffaker (Ferrisburgh) - Chair

Carl Siebecker (Shoreham) - Vice-Chair

Nancy Cornell (Starksboro) - At-large

Shannon Haggett (Vergennes) - At-large

Jeff Glassberg (Waltham) - At-large

Ellie de Villiers – Executive Director (ex officio)

Cy Tall - Treasurer (ex officio)

Adam Lougee - Clerk (ex officio)

Mollie Read

1. Call to order / agenda approval

Recording announced. The meeting was called to order at 3:33 pm by the Executive Director. MOTION to approve the agenda as presented was APPROVED unanimously by show of hands/voice vote.

2. Previous meeting minutes approval: March 7, 2024

MOTION to approve the minutes as presented was APPROVED unanimously by show of hands/voice vote.

3. Public comments - none

4. Executive Director Report - Ellie dV.

- Ellie expressed special thanks to Cy Tall for her hard work on the audit and as Treasurer.
- Ellie is still working on the asset capitalization section of the audit. See 7c for more details on status of the audit.
- VCBB launched the BEAD challenge process on Monday of this week. Ellie had expected to be able to see the challenges of other parties, but this is not the case, so she has had to alter her approach to the challenge process, which ends next week on Friday.

5. Chair Report - Steve H.

- Phase 1 build out is substantially complete.
- Phase 2 - the network in the Vergennes hub shelter is operating correctly, all components of the shelter report back to WCVT as to their status, vendor support is in place, and the generator has been installed and tested. The redundant connection to WCVT should be completed in a few days and then tested. Two serving areas in Phase 2 are expected to light up in the next 2 weeks.
- Overall, Phase 2 construction is moving at a rapid pace. The plan is to use town ARPA funds to build in parts of Phase 2 and Phase 3 areas where other restricted funds cannot be used.

6. Calls for decision / key discussion topics

a. Construction oversight - Ellie reported that Maple Broadband has been thrilled with the high level of quality of the work of Mission Broadband and Matt Hubbard. Matt Hubbard has accepted a new job at a different non-profit telecommunications provider in Vermont and his last day with Mission is April 5. Construction oversight will continue with coverage for Matt for now, and Ellie is waiting to see what Mission will propose for the longer term. Fortunately, Maple Broadband can reach out to Matt Hubbard with questions, if needed, once he moves on.

b. 2024 officer nomination process - Steve H. said this is a two-part issue - what should be done at the May annual meeting, and what should be done longer term. Shannon said he will review the by-laws again, that nominations can come from the floor at the May meeting, and that the Clerk, and all members of the Executive Committee, as well as the whole governing board are up for re-appointment. Steve asked the Clerk and the voting members of the Executive Committee to send him an email indicating whether or not they are willing to continue to serve on the Executive Committee.

c. BEAD RFPs

- Accounting - Ellie has a meeting with BerryDunn, to which Jeff G. and WCVT are invited. Ellie said that VCBB and NTIA are quibbling over language regarding the use of ARPA assets for a match. Until this issue is resolved, starting the accounting work is not advised.
- Legal - Adam reported that he and Ellie met with both legal firms, ArentFox Schiff and Lerman Senter. Adam and Ellie both preferred ArentFox Schiff for their more specific answers to the questions posed. MOTION to award the legal BEAD related work to ArentFox Schiff, bringing them on as a third Maple Broadband attorney, was APPROVED unanimously by show of hands/voice vote.

d. WCVT operations - Ellie reported that WCVT is scaling up a rodding crew to assess the existing conduits of interested customers once the ground thaws. Nancy would like to know where WCVT is doing installations this spring. Current active subscribers in CrowdFiber are over 200.

e. Officer/volunteer internet policy - after discussion, it was agreed that what is needed is a stipend policy. Steve will draft a stipend policy.

f. Parking lot - Issues discussed:

6. Ripton ARPA resolution - Ellie sent, at Ripton's request, documentation related to money spent historically.

17. VCBB documentary - Ellie and Shannon toured the Vergennes Opera House with Julie from the Vergennes Partnership. Pivot is involved in marketing and is producing a pamphlet to be passed out at a housing event at the Opera House to raise awareness for our event. There will be marketing via newsletter, Front Porch Forum and social media. Lu-lu is making a custom flavor for Maple Broadband to serve at the event.

18. Town by Town progress - it would be helpful to have a visual showing when the network is expected to be done, town by town.

7. Updates

a. Construction status - 3 areas in Orwell are almost done with strand placement, and fiber will begin to be laid next week.

b. BEAD - see BEAD issues covered earlier in the meeting.

c. Financial - Ellie said that the audit will not be ready for the annual meeting in May, because of the ongoing work on asset capitalization. The rest of the audit is in good shape. Cy said that she called the Vermont Department of Taxes regarding whether or not Maple Broadband as a non-profit CUD is liable for State sales or other taxes as a provider of phone and internet services. The staff person she spoke with did not know the answer and will research and get back to Cy.

d. MARKETING /VCBB DOCUMENTARY - door hangers are almost done. Pivot needs to get to work on welcome kit revisions. The need for a second pull up banner has been identified.

e. VCBB AND VCUDA - VCBB will hold a special meeting on Monday to consider 3 different draft policies - grantee agreement, construction standards, and consumer protection. VCUDA has been busy with these policies and preparing for BEAD. VCUDA is bringing on a GIS resource person on retainer. Ellie added that she will have her summer intern focus on other tasks aligned with his strengths, as she now won't likely need him for GIS work. Ellie reported that she was at the legislature yesterday testifying about the proposed CUD merger/governance bill.

f. Affordability - it has become clear that the ACP is going away. Nancy said she sent an email to Senator Welch to ask if it is “really dead or just dead for now”. There is a bill currently going through the Vermont legislature that would provide about 3 million dollars in subsidies as a stop-gap measure, and a legislative committee will study the issue over the summer. Ellie said this might be an opportunity to design something better than the ACP. Jeff G. advocated that the qualification process be a statewide function.

8. Other Business - none

9. Future meetings/ adjourn

Next meeting: April 4, 2024

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

The meeting was adjourned at 4:56 pm.

Submitted by Sharon Tierra, Minute-taker