

Approved May 23, 2024

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

**Executive Committee Meeting Minutes**

**May 9, 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

Ellie de Villiers – Executive Director (ex officio)

Cy Tall - Treasurer (ex officio)

Adam Lougee - Clerk (ex officio)

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: May 2, 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 will wind up her work on the financial model over the weekend.

- Ellie has received the draft DocuSign of the BEAD capacity grant (start date of May 1, 2024 with pre-award expenditures allowed back to the date the VCBB approved the grant in February) and has contacted VCBB for clarification of deliverables. She anticipates signing it when she receives the updated DocuSign.
- Ellie found errors on an insurance certificate (in the legal name and address of Maple Broadband) which have now been corrected. She has also been in communication with WCVT's subcontractors to request that Maple Broadband be named as additional insured on the subcontractor's insurance.

#### 5. Chair Report - Steve H.

- Steve H. discussed a map showing the areas in Phase 2 that are to be built with BEAD funding and ARPA funding.
- Steve described the benefits of having a second central hub. Having two central hubs would tie the two sections of Maple Broadband's network together and would provide resiliency. The concept of a second central hub was first presented in the feasibility study in December, 2020 and was also part of the first business plan. The central hub in Vergennes was overbuilt and expensive, but there is likely a more cost-effective way of building a second central hub. After discussion, the committee was in agreement that Steve continue to explore options for building a second central hub.

#### 6. Calls for decision / key discussion topics

a. WCVT operations - customer communications - Ellie and Steve met with Roger from WCVT on Monday to discuss the customer communications document. The outcome of the meeting was the decision to make a new document with just the high priority items and distribute that to the rest of the WCVT organization. Maple Broadband now has 243 active customers, with 4 more to be active this week, and 15 more the week after that. Steve commented that if the current rate of installations continues through the end of the year, the "take rate" will not come

close to what the business plan states. Ellie added that better reporting from WCVT is needed before the business model can be updated.

b. Bylaws revisions - the committee is in agreement on the changes discussed at the last meeting. Additional changes to the bylaws concerning elections policy are still under consideration. It was agreed to continue discussion at the next meeting and not to bring a recommendation for revision to the bylaws to the governing board meeting in May.

c. Financial model process - Ellie described key parts of the process she went through in her work to update the financial model.

d. Parking lot - issues discussed today:

- ACORD tracking - covered in Director's Report
- Marketing search - Ellie will focus on this after the Annual Meeting
- Leicester hub search - have a couple more candidate locations, including one visited by Steve that seems very promising
- Amend the bylaws - will be on the agenda of the next meeting and listed as elections policy

## 7. Updates

a. Construction status - Two new construction areas in Phase 2 went live this week, as planned - Vergennes 14 and the southern half of Vergennes 10. Railroad flaggers approved and railroad bore is set to take place next week. One of the Orwell serving areas is likely to go live in a couple of weeks, earlier than expected.

## 8. Executive Session

MOTION was made to find that general public knowledge of Maple Broadband's personnel discussion would place Maple Broadband at substantial disadvantage if disclosed to the public. Motion APPROVED by show of hands/voice vote - 3 in favor, 0 opposed, 1 abstained (Steve H).

MOTION was made to enter into executive session, with all of the Executive Committee and the Executive Director present (with the exception of Steve H.) to discuss Maple Broadband's personnel issues under the provisions of Title 1, Section 313, Subsection A of Vermont's Statutes. Motion APPROVED by show of hands/voice vote 3 in favor, 0 opposed, 1 abstained (Steve H). The Committee went into Executive Session at 4:45 pm and came out at 4:55 pm.

MOTION that the Executive Committee recommend a monthly stipend of \$1,000 to our Chair, effective retroactively to April 1, was APPROVED unanimously by show of hands/voice vote.

9. Other Business - none

10. Future meetings/ adjourn

Next meeting: May 23, 2024

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

The meeting was adjourned at 5:00 pm.

Submitted by Sharon Tierra, Minute-taker