

Southern Vermont Communication District Board

Draft Meeting Minutes

March 24, 2021

Table 1 Roll Call

Town Name	Representative Name	Voting = V Present = P Absent = A	Alternate Name	Voting = V Present = P Absent = A	2 nd Alternate Name	Voting = V Present = P Absent = A
Arlington	Cynthia Browning	V	Matt Bykowski	A		
Bennington	Eric Hatch	V	Ron Dubreul	P	Beth Hardesty	
Dorset	Mike Chase	V	Jim Salsgiver	P	Mike Oltedal	
Landgrove	Jim Swartzentruber	V	Susan Lenox			
Londonderry	Jeff Such	V	John Hankin	P		
Manchester	Terrence Dorsey	V	Kathleen James	A		
Pownal	Caitlin Randall	V	Karlan Eberhardt	A		
Peru	Alex Sheets	A	Peter Bradford	V		
Rupert	Bill Meyer	V	Jed Ruben	P	Charles Rockwell	A
Sandgate	Sheila Kearns	V	Betsy Rathbun-Gunn	A		
Shaftsbury	Tim Scoggins	A	Michael Corey	V	James Salerno	A
Sunderland	Mark Hyde	V	Andrew McKeever	A		
Winall	Fred Schwacke	V				
Woodford	Michael Charette	A				

1. Call to order

Jeff Such called the meeting to order at 6:02pm.

2. Roll Call

Sheila Kearns conducted roll call; a quorum of the Board was present:

Also present: Bill Fisk, Treasurer

3. Conflict of interest

Jeff Such asked if there were any conflicts of interest with anything appearing on the agenda. There were none.

4. Minutes

The Board discussed the Google drive, folders, and access to documents. Not all Board members had the ability to review minutes. Mark Hyde suggested to table review of minutes until all Board members have a chance to review. All agreed, unanimous.

5. Public comments

None

6. Announcements: CUD Accelerator, Annual organizational meeting (May 12):

Jeff Such reported the CUD Accelerator is wrapping up, there is one more session next Monday. Jeff encouraged Board members interested in attending that may not have registration links to reach out.

Jeff Such reminded the Board the Annual organizational meeting is coming up on May 12th. Jeff added the main purpose of the meeting is the election of officers. Nominations will be taken on the floor that day, but if anyone has any interest please step forward. Jeff also talked about reappointment of Governing Board members. They will be distributing information to town clerks and select boards about how to complete the appointment of representatives and alternates. Sheila Kearns suggested each Board member to reach out to their towns with the form. Caitlin Randall asked if the Select Board has to vote on this. Jeff Such confirmed appointments must be voted on and in by the end of April, however if they don't vote on it the existing members continue to sit on the Board until that is affirmed.

7. Broadband Innovation Grant: Feasibility study finalized, pivot to business plan:

Jeff Such updated the Board the first half of the broadband innovation grant is complete. The assessment has been changed due to the MOU with Deerfield Valley and ongoing opportunities with Consolidated. The State has received the full study as well as the third-party sign-off and the State approved. Jeff added the feasibility study is done and now the Board will pivot to the business plan. The business plan will be ongoing and cannot be finalized until SoVT CUD has an operating agreement with a private sector entity in mind. BCRC, RiSI and ValleyNet are working on this. Jeff Such answered questions from the Board around the feasibility study, Board work and involvement with the business plan, infrastructure, and planning for unserved addresses.

8. Legislative updates

Jeff Such reported the ARP funding in the amount of \$150 million from the Federal level has been fast tracked and can be used for startup capital for CUDs. They are still waiting for clear guidelines from the State as to how funds will be administered, but they look like they will come in as grants. Jeff also talked about State bills H.315 and H.360. The H.315 will allow \$1.6 million from either CARES money or ARP for capacity building or infrastructure. There will be shorter term smaller amounts of money for the CUDs. The funding is coming it is just a matter of when.

Jeff answered questions from the Board. The Board will continue working on the business plan, capacity building, vendors, to be prepared when money is available.

9. Vendor updates

Jeff Such updated the Board about three long term options for SoVT CUD to move forward with broadband. There are the two options presented in the Broadband Innovation Grant (BIG) Feasibility Study. The first present in the BIG findings is the public-private partnerships with CCI that would try to align the CUD's public interests with the private corporate interests of CCI. The second option outlined in the BIG findings is the 2-county solution that could grow out of partnering with DVFiber (CUD) on a solution that would arise from their RFP process. Through our CUD's Memorandum of Understanding with DVFiber, Jeff, Mark & Sheila have been participating in DVFiber vendor committee meetings to get a understanding of how that partnership might work. A third option that has arisen through discussions with the Otter Creek CUD is the concept of a Route 7 network that would span from Bennington County as far north as Addison County. This network would involve a partnership with the Addison County incumbent provider. Finally, Jeff also brought up the CUD's simultaneous pursuit of short-term solutions to fill in while the long-term efforts are under way. Those include discussions with Space-X and Comcast.

Mark Hyde suggested to enter executive session to continue further discussions around partnerships.

10. Executive Session

Jeff Such moved to enter executive session under Title 1, Section 313, Subsection 1A because premature general public knowledge could place the public body at a significant disadvantage with respect to upcoming contracts, these contracts include NDA with CCI as well as SpaceX dba Starling, seconded by Cynthia Browning. Motion passed, unanimously.

Jeff Such moved for the Southern Vermont CUD Governing Board to enter executive session for the purpose of discussing upcoming contracts which meeting shall include Jeff Such, Mark Hyde, Sheila Kearns, Bill Meyer, Cynthia Browning, Bill Fisk, Caitlin Randall, Eric Hatch, Fred Schwacke, Jed Rubin, Jim Salsgiver, John Hankin, Ron Dubreul, Michael Corey, Mike Chase, Peter Bradford, Terrence Dorsey and Callie Fisburn. The Board entered executive session.

11. Return from Executive Session

The Board returned from executive session at 7:41pm. No decisions were made.

12. SpaceX NDA

Terrence Dorsey moved to execute the NDA with SpaceX, seconded by Fred Schwacke. Motion

passed, unanimously.

13. Community outreach: Front Porch Forum partnership

Jeff Such shared the FPF document online with the Board which outlined, the FPF Custom Access subscription, FPF advertising campaigns, promotions, and partnership details. Terrence Dorsey moved to enter into a partnership agreement with Front Porch Forum, seconded by Jim Salsgiver. Motion passed, unanimously.

14. Cost to obtain services for capacity building: Doug Dawson, CCG Consulting

Jeff Such reported to the Board proposals that were received from consultants. Jeff reviewed services CCG could provide for SoVT CUD and shared the Letter of Intent online with the Board. The Board discussed there already being money budgeted for consulting services and those budgeted funds could be used for these services. Jim Salsgiver moved to approve execution of the Letter of Intent with CCG Consulting, seconded by Mark Hyde. Motion passed, unanimously.

Discussion: Jim Salsgiver noted the expectation that any expenditures for this would fall under the existing budget for consulting

15. Treasurer's update

Jeff Such handed the floor to Bill Fisk to update the Board on finances. Bill Fisk gave an overview the financial reports to the Board. Bill noted there are no outstanding obligations at this time and reviewed expenses, account balances, grant updates, operating expenses, cash position, and budget revenues.

16. Cost to obtain services for IT: Google Workspace

Jeff Such updated the Board they are now using Google Workspace for documents and phone and requested to receive approval to allocate up to \$1,000 from operating expenses. Terrence Dorsey moved to approved \$1,000 for Google and IT expenses, seconded by Eric Hatch. Motion passed, unanimously.

17. ArcGIS Online

Jeff Such updated the Board that SoVT CUD started setting up GIS mapping and requested approval to fund the annual subscription for the ArcGIS Online software. Jeff Such moved to allocate \$500 for ArcGIS Online for the GIS software, seconded by Terrance Dorsey. Motion passed, unanimously.

18. Other Business

Mark Hyde talked generally the potential public/private partnership opportunity to get a sense of what direction the Board would like to go. The Board discussed the general options for this partnership and agreed to continue conversations and discussions around this in future Board

meetings. The Board agreed to put work into public-private partnerships, while exploring other opportunities. The Board will work toward making more formal choices around how Southern Vermont CUD would like to move forward. Terrence Dorsey suggested a proposal of steps for the Board to discuss for a plan moving forward. Mark Hyde will put a proposal together when the Board gets to that point.

19. Clerk's update: Public records, data security/retention

Jeff Such updated the Board to expect an email for access to the secure document area, and public documents. Sheila will reach out to all Board members to point them in the right direction to access public documents. She will also provide means of access to the confidential documents.

20. Adjournment

Mark Hyde moved to adjourn, seconded by Jim Salsgiver. Motion passed, unanimous. Meeting adjourned at 8:17 pm.