

# Southern Vermont Communication District Board

## Draft Meeting Minutes

August 25, 2021

*Table 1 Roll Call*

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

1. Call to Order

Mark Hyde called the meeting to order AT 6:01 PM.

2. Roll Call

Callie Fishburn conducted a roll call; a quorum of the Board was present.

3. Conflict of Interest

None

4. Additions to or deletions from the agenda

None

5. Public Comments

None

6. Announcements

None

7. Review / Approval of July 28 Minutes

Tim Scoggins moved to accept the minutes from July 28 as amended, seconded by Terrance Dorsey. *Motion passed, unanimously.*

8. Discussion of chair position with possible vote/approval for new chair

Mark Hyde reported he no longer lives in Sunderland, he moved to Manchester so he can no longer represent Sunderland. He added there are a lot of requests from VCUDA and grants to apply for, his situation has changed, and he does not have the time needed to dedicate to the Chair position. Mark stated he stepped up to get through the NTIA process and Southern Vermont CUD applied and received confirmation that has taken place. He opened the floor to see if anyone else would like to be the Chair. Sheila Kearns stated the Board needs someone that can drive the process, stay on top of any necessary contractual arrangements, and have a certain level of business expertise. The Board discussed options for the Chair position, and support staff/executive director. Eric Hatch stated if an executive director support role could be established, he would be willing to step into the chair position.

Terrence Dorsey moved to appoint Eric Hatch as Chair of Southern Vermont CUD, seconded by Sheila Kearns. *Motion passed, unanimously.*

Mark Hyde handed the floor to Eric Hatch to continue the meeting as acting Chair.

9. Budgeting discussion to better align grant money commitments with contract commitments and actual expenditures:

Mark Hyde stated at this time there is not a consolidated balance sheet for grants, commitments and expenditures and it needs to be built out for the Board to have a better view. Mark Hyde added that the bookkeeper, Melanie, has asked to resign from the treasurer role. He added she would help during the transition. Sheila Kearns said structure around record keeping needs to be in place and suggested QuickBooks or other accounting tools to enter transactions and have reporting capabilities. Terrence Dorsey suggested to figure out how much time needs to be dedicated to the treasurer role and possibly advertise for this position. Mark Hyde said accounting firms have been reached out to in the past and no one was interested, it may need to be a paid role. Eric Hatch will reach out to other CUDs for insight. Sheila Kearns asked if BCRC

could support in this role. Callie Fishburn encouraged the Board to talk with Jonathan. Eric Hatch will reach out to Jonathan. Michael Corey reported at the VCBB (Vermont Community Broadband Board) meeting there were discussions around a pool of money for support staff/roles. Michael will forward the minutes from that meeting to Eric. Mark Hyde said VCUDA had also talked about a central treasurer in the past.

10. Update on NTIA grant submission with possible executive session if proprietary information needs to be discussed:

Mark Hyde updated the Board they have worked with BCRC and CCI to get the grant set up. He added everything was submitted on time and confirmation of submission was received. At this time, they have everything they need from Southern Vermont CUD. Sheila Kearns added everything that was submitted was addressed and in line with what was presented to the Board. Sheila said everything is documented if Board members would like access to details of the submission.

11. Formal contract with CCI discussion (plans/approach):

Mark Hyde stated the Board needs to move toward an agreement with CCI. He added a grant response will be given by November, whether granted partial or full funding, and the Board needs to negotiate a formal contract because right now there is only a MOU in place. Mark added the Board could assemble a contract committee or another option is to get an initial contract from CCI and adjust it. The Board will look to BCRC and CTC for support with the CCI contract around: timelines, milestones, deliverables, commitments, and financials. The Board will reach out to CCI for the baseline contract and send it to legal and the consultants for review.

12. All other business:

Eric Hatch will work with Mark Hyde to transition to Chair.

Michael Corey has been attending and will continue to attend VCUDA meetings as well as following the VCBB meetings. Michael added they will be hosting the VCUDA meeting September 1st at the Martha Cranfield Library in Arlington.

13. Adjournment

Tim Scoggins moved to adjourn, seconded by Mark Hyde. *Motion passed, unanimously.* Meeting adjourned at 6:52 pm.