

Southern Vermont Communications Union District

Draft Meeting Minutes

July 24, 2024

1. Call to order  
The chair called the meeting to order at 6:05 PM.
2. Roll call  
A quorum of the board was present.
3. Conflict of interest  
None
4. Additions to or deletions from the agenda [1 V.S.A. § 312]  
None
5. Review and Approval of Minutes from May 22, 2024  
*Motion to approve the minutes by Jim Salsgiver, seconded by Tim Scoggins.*  
Tim noted a correction to the Governance Committee report. The intended revision to the requirement for revision of the bylaws should read “2/3 of all board members”, not “2/3 of members present.” *Passed unanimously.*
6. Public comments  
None
7. Announcements  
  
Terry Dorsey told the Board about the tragic loss of Jonathan Cooper's daughter and, with the agreement of all present, said that he would be expressing the sympathy and support of the Board to the Cooper family.
8. Chair Report  
Terry reported that a draft of the RFP for Stage 3 locations has been completed and reviewed and is being shared with Leslie Caldwell to review and finalize for release. Terry also reported that work continues on developing a budget and long term contracts to support application to the Vermont Community Broadband Board for the remainder of funds allotted to the CUD.
9. Review and vote on Sustainability Proposal  
The Board reviewed the draft proposal by because it was not fully distributed to all Board members before the meeting, Terry suggested, and board members agreed to

postpone a vote until the August meeting and Terry distributed to document to all members by email at 6:17 p.m.

#### 10. Review and vote on letter of support for CCI docket

The draft letter was shared on the screen and made available in the shared confidential drive on the CUD's Google workspace. Jim Salsgiver asked if the draft had been reviewed by counsel and Terry reported that it had been reviewed by Eli Emerson.

Questions were raised about the phrasing of the final phrase of the final sentence that read "...provided that the approval does not materially modify the rights and obligations embodied in the agreements between the undersigned CUDs and Consolidated Communications." Terry explained that though this phrase does not really apply to SoVTCUD because the project has reached completion, it does apply to the other two CUD co-signers (Otter Creek Communications Union District and Lamoille County Communications District). After discussion of various ways to make the distinction between SoVTCUD's situation and the other CUD's, this motion was offered by Sheila Kearns:

Motion (Kearns): *to approve the letter of support as written including the final sentence: "The undersigned CUDs support the Commission's approval of the Joint Petition, provided that the approval does not materially modify the rights and obligations embodied in the agreements between the undersigned CUDs and Consolidated Communications," but with the agreement that were the final phrase of the sentence be removed ("provided that the approval does not materially modify the rights and obligations embodied in the agreements between the undersigned CUDs and Consolidated Communications"), the Board's approval would still stand. Seconded by Tim Scoggins. Passed unanimously.*

#### 11. Committee Updates

Audit/Finance: The Finance Committee reported on efforts to engage a bookkeeper and the exploration options to appoint a Treasurer. A proposal for the services of a bookkeeper for annual maintenance was shared and discussed. The discussion of the proposal centered around the fee level being high in relation to the actual services required. Jim Salsgiver suggested the fee level might allow the CUD to include additional services to fill the role of treasurer and agreed to discuss that with the firm making the proposal. A decision on the proposal was postponed awaiting more input from Jim.

No updates from the Governance and Sustainability Committees.

12. Other Business

None

*Meeting adjourned at 7:10 p.m.*