

Southern Vermont Communications Union District

Draft Meeting Minutes

August 28, 2024

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	A	Jamie Paustian	A	Nick Zaiac	A
Bennington	Eric Hatch	V	Ron Dubreuil	A	Beth Hardesty	A
Dorset	Jim Salsgiver	V				
Landgrove	Susan Lenox	A				
Londonderry	John Hankin	V				
Manchester	Terrence Dorsey	V				
Peru	Jon Mowry	A	Ben Foltz	A		
Pownal	Caitlin Randall	A	Karlan Eberhardt	A		
Rupert	Bill Meyer	V	Jed Rubin	A		
Sandgate	Sheila Kearns	V	Logan Weurslin	P		
Shaftsbury	Tim Scoggins	V	Michael Corey	P		
Sunderland	Andrew McKeever	V	Todd Lawrence			
Winhall	Lissa Stark	A				
Woodford	Arlene Bentley	V				

Also present: Callie Fishburn (BCRC), Lisa Birmingham and Jeff Tilton (Lamoille FiberNet),
 Laura Black (Otter Creek CUD)

1. Call to order
 The chair called the meeting to order at 6:01 PM.
2. Roll call
 Callie Fishburn called roll. 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]
 Terry proposed switching the order of #10 and # 11 on the agenda, to talk about the Act 71 amendment application before the bookkeeping RFP. No objections were raised.

5. Review and Approval of Minutes from July 24, 2024
Motion to approve the minutes with the addition of the meeting attendance information by Jim Salsgiver, seconded by Sheila Kearns.

6. Public comments
None

7. Announcements
None

8. Chair Report

Terry spoke to Rob Fish of VCBB about SoVT CUD's plan for release an RFP to provide service to the remaining unserved addresses. VCBB would prefer that SoVT CUD's remaining unserved addresses be transferred to the statewide list of addresses to be covered by BEAD funding. This would mean that SoVT CUD would no longer be responsible for providing service to those addresses. Terry is waiting on draft language from Rob on transferring the addresses to the BEAD process. Sheila also recommended that the CUD get a written statement from VCBB affirming that it has completed its universal service plan.

9. Review and vote on Sustainability Proposal

The 10-year sustainability plan was drafted by Lamoille FiberNet, but SoVT CUD is signing on to the plan.

Motion to approve the sustainability plan and the resolution by Jim Salsgiver, seconded by Sheila Kearns.

Discussion: Sheila thanked Otter Creek and Lamoille CUDs for leading the development of the sustainability plan. Jim Salsgiver asked what contingencies are in place if a dispute with CCI ever arose, given that the CUDs will become reliant on CCI for funds post-2026. Lisa Birmingham responded that the annualized budget includes funding for legal expenses should that situation arise. The CUDs will work with their legal representatives to draft a contract with CCI that clearly outlines the payment terms. All other provisions in the CUDs' agreements with CCI will remain the same.

Bill Meyer expressed the concern that the compliance and oversight budget is not more fleshed out. Terry responded that the scope of the CUD's oversight is limited to the oversight of the infrastructure paid for with federal funds, and reviewing the regular compliance reports submitted by CCI. If an issue were to arise, the CUD would probably need to raise it with VCBB or the Public Utility Commission. Lisa added that the

three CUDs are going to form a triumvirate for compliance and oversight of CCI which will then report to each of the CUD boards. The sustainability plan also outlines a process for the three CUDs to revisit their governance and oversight structure every two years. This plan was presented at the August VCBB meeting, and it was well received. Jim Salsgiver asked if the dues and subscriptions line item of the budget includes funding for VCUDA dues. Terry said it does, but the decision on whether to remain in VCUDA or not hasn't been made yet. Terry also reminded the board that this budget wouldn't take effect until 2027.

Motion passed unanimously.

10. Review and vote on Act 71 amendment application

Sheila and Callie prepared an Act 71 amendment application to draw down preconstruction funds for operating expenses in 2025 and 2026. Once the application has been approved by the CUD governing board, it will be sent to VCBB for approval at their next board meeting. The CUD is requesting \$220,000 which will cover a single audit in 2025, and legal, bookkeeping, and administrative services for 2025-2026.

Motion to approve the Act 71 broadband amendment application by Jim Salsgiver, seconded by Eric Hatch. Passed unanimously.

11. Review and vote on bookkeeping RFP

The board reviewed the RFP for bookkeeping services drafted by Terry. Terry also recommended that the board reconsider the proposal from Seward and Associates which quoted a monthly price of \$575. This is similar to the monthly amount that the CUD paid its previous treasurer. Terry spoke with Seward last week and they are willing to amend their proposal to include all of the services requested in the CUD's RFP, with the exception of the treasurer responsibilities. Jim Salsgiver recommended that the CUD hire Seward immediately on a monthly basis, and still put out the RFP to hire a treasurer. Sheila noted that Seward's proposal is described as an annual maintenance service and it should be clarified whether their proposal is for an annual or monthly service.

Motion to approve the bookkeeping RFP and the proposal from Seward, subject to the removal of the annual stipulation by Jim Salsgiver, seconded by Bill Meyer.

Tim Scoggins requested that the motions be separated since they are not contingent.

Tim moved to amend the current motion to just hire Seward, seconded by Jim Salsgiver. Amendment passed unanimously.

Motion to hire Seward and Associated for bookkeeping services on a monthly basis, seconded by Jim Salsgiver. Passed unanimously.

Motion to accept the RFP for bookkeeping and treasurer services as circulated by Tim Scoggins, seconded by Sheila Kearns. Passed unanimously.

Bill Meyer expressed concern about the possibility that Seward won't agree to a monthly service. Jim Salsgiver quoted language from the proposal that stated it was a month-to-month service that could be terminated at any time.

12. Committee Updates

None

13. Other Business

None

Motion to adjourn by Bill Meyer, seconded by Arlene Bentley. Meeting adjourned at 6:58 p.m.