

# LAMOILLE FIBERNET COMMUNICATIONS UNION DISTRICT

**Organizational Meeting**  
**Tuesday, July 14<sup>th</sup> at 7:00 p.m.**

## MEETING MINUTES

### Town Representatives and Alternates Attending (V=present and voting; P=present)

Town	P/V	Representative	P/V	Alternate	P/V	Alternate
Cambridge	V	Tim Humphrey	P	Sam Lotto		
Hyde Park	V	Michael Rooney	P	Jack Wool		
Johnson	V	Charlotte Reber	P	Doug Molde		
Morristown	V	Jane Campbell	P	John Meyer	P	Carl Fortune
Waterville	V	Jeff Tilton	P	Lucy Rogers		

### Also Attending

Carol Caldwell Edmonds (Belvidere), Larry Lackey (Stowe), Lea Kilvadyova (LCPC), Tasha Wallis (LCPC), Paul Warden (Johnson), Shayne Spence (Johnson)

### Call to Order

Lea Kilvadyova called the meeting to order at 5:03. Lea asked for and received a consensus appointment as Chair pro tem to lead the meeting until officers are elected. She also asked for and received a consensus appointment of Lucy Rogers as acting Clerk.

### Agenda Additions

Lea suggested adding RDOF discussion; Sam Lotto suggested a discussion of risks that may block our work.

### Acceptance of Signed Resolution from Founding Towns

Lea reviewed that Governing Board meetings are open to all primary and alternate members to attend and discuss. Only one member per town can vote. In most cases that is the primary representative, but a different member can be designated to be the voting member. Jane Campbell, Michael Rooney, Charlotte Reber, Jeff Tilton and Tim Humphrey are voting members for this meeting. Jane Campbell moved, Jeff Tilton seconded to accept the 5 resolutions from the founding towns. Vote 5-0-0

### Roll Call of Governing Board

Absent: Carol Fano, everyone else present

### Motion to Declare District Formed

Michael Rooney moved to declare district formed, Jeff Tilton seconded. Vote 5-0-0

### **Election of Officers**

Michael Rooney suggested a discussion about cooperation between LF CUD and LCPC prior to taking up officer elections. Tasha Wallis, LCPC Executive Director, said that in the short term, LCPC has agreed to be the fiscal agent for the \$5,000 Vermont Community Foundation Grant. LCPC is also happy to help in a Clerk or Treasurer capacity or provide staffing support to the Clerk and the Treasurer. In the long term, LCPC is hoping to work with the CUD the way LCPC works with other municipalities in Lamoille County and enter into a contract for LCPC staff time and resources, to be paid for by grant funds obtained by the CUD. Tim Humphrey said he strongly supports working with the LCPC in this fashion. The rest of the group agreed.

Officer election began by a brief introduction of officer roles and responsibilities. Board members interested in official positions gave brief presentations. After a discussion and prior to the vote, Michael Rooney recused himself from voting and asked Hyde Park's alternate Jack Wool to vote. Tim Humphrey moved, Jack Wool seconded to nominate Michael Rooney as Chair, Jeff Tilton as Vice Chair, Tasha Wallis as Treasurer and Lea Kilvadyova as Clerk. Vote 5-0-0

### **Authorizations for Clerk**

Jane Campbell moved to authorize Clerk to file for certificate of formation with the Secretary of State using the LCPC's mailing address, apply for tax identification number with fiscal year starting July 1<sup>st</sup>, and seek quotes for Directors and Officers insurance. Tim Humphrey seconded. Vote 5-0-0

### **Authorizations for Treasurer**

Tim Humphrey moved and Jane Campbell seconded to authorize LCPC to pay for expenses as outlined in the Vermont Community Grant application. Vote 5-0-0. Jane emphasized importance of LCPC reporting back regularly and getting approval if they are varying from the proposed budget.

### **Acceptance of Belvidere and Eden as New Members**

Tim Humphrey moved to pre-accept Belvidere and Eden as LF CUD members, pending written request from the towns, Jane Campbell seconded. Vote: 5-0-0.

### **Acceptance of Bylaws and Conflict of Interest Policy**

Lucy Rogers suggested adding "and Act no.119 of 2020" into the Bylaws in Chapter 1. Tim Humphrey moved to pass Bylaws and Conflict of Interest Policy with the edit adding the Act, Jane Campbell seconded. 5-0-0

### **Regular Meetings of the Board**

Lea suggested to distribute a survey to poll members about their availability. Michael noted that a doodle poll may be more fitting.

## **2020 Priorities**

Lea reviewed the list of suggested 2020 priorities. The suggestions were to: Establish Committees (Executive, Finance), Work on Website, Apply for Covid \$, Look at operating models for CUD, Understand RDOF and Consider joining VCUDA. Tasha suggested adding a review of Open Meeting Law requirements and adoption of financial policies to satisfy requirements of annual audit. Sam suggested considerations of risks that may block our work.

## **RDOF Auction**

Lea provided a brief overview of the RDOF auction and pointed the Board to the one-page flier she had put together. There may be multiple bidders bidding on subsidies offered by RDOF. LF CUD has been given an opportunity to support the bid led by Tilson. Tilson has partnered with VELCO, VPPSA, GMP and several CUDs for RDOF. All partners have been asked to sign a Teaming Agreement. Another bidding group that Lea is aware of is led by the National Rural Telecommunications Cooperative (NRTC). NRTC's partners include the Vermont Electric Cooperative, two CUDs and Washington Electric Cooperative. To be a partner in the NRTC consortium, a financial commitment of 5K is needed from each partner. The Board was under the impression it was too late to join the NRTC partnership, which is why discussion centered around joining the Tilson group. The deadline to file for participating in the auction is July 15, 2020. After a discussion, the group concluded that they did not have enough information or time to make an informed decision.

Jane moved, Jeff seconded to approve July 14 meeting's minutes with typos corrected, as well as clarification in RDOF section that

## **Adjourn**

Jane Campbell moved and Tim Humphrey seconded the motion to adjourn at 9:15. Vote 5-0-0.