



**LAMOILLE FIBERNET COMMUNICATIONS UNION DISTRICT
EXECUTIVE AND FINANCE COMMITTEE MEETING
December 16th, 2021 at 7:00 p.m.
Location: GMSS, 93 James St, Morrisville, VT
DRAFT MINUTES**

7pm Call to Order: Jane Campbell called the meeting to order.

7:01pm Roll Call:

Town Representatives and Alternates Attending
(V=Present and Voting, P=Present, A=Absent)

Town	P/V	Representative	P/V	Alternate	P/V	Second Alternate
Belvidere	V	Carol Caldwell-Edmonds	A	Kipp Verner		
Cambridge	A	Sam Lotto	V	Teelah Hall	A	Fred Wadlington
Eden	A	Liza Jones	A	Damien Le Clerck		
Hyde Park	A	Michael Rooney	A	Carol Fano	A	Jack Wool
Johnson	A	Charlotte Reber	V	Paul Warden		
Morristown	V	Jane Campbell	A	John Meyer		
Stowe	V	Stephen Friedman	A	Scott Weathers	A	Chris Foran
Waterville	V	Jeff Tilton	P	Lucy Rogers		
Wolcott	A	Bruce Wheeler	A	Mike Davidson		

Other members attending: Larry Lackey

Public/Guests: none

7:04pm Agenda changes & public comment: None

7:04 pm Consent Agenda:

1. Approval of 11/04/2021 Governing Board Minutes

Jeff Tilton moved to approve minutes from 11/4/2021, Paul Warden seconded. Minutes approved unanimously. Jeff made the motion to approve the consent agenda, Teelah seconded. Motion passed unanimously.

7:11 pm NRTC Financial Modeling Contract: Val advised that because of our partnership and MOU with NW FiberWorx CUD that we are contracting with NRTC to do financial modeling. Because NW FiberWorx is already working NRTC which is doing the financial modeling for NW CUD, Lamoille FiberNet should also use NRTC so that we have one cohesive financial model that spans both CUDs. Additionally, NRTC was one of the original respondents to our RFP and scored very highly on our decision matrix. Stephen Friedman made the motion to approve the NRTC Contract not to exceed \$50k. Jeff Tilton seconded the motion. It was unanimously approved.

7:19 pm VCUDA BYLAWS CHANGE:

Paul Warden made the motion to give our voting representatives the authority to approve the bylaws change and also give the voting representatives the authority to approve VCUDA bylaws changes going forward. Stephen Friedman brought up that it might be more appropriate to save it for the Governing board. After reviewing the bylaws and the charter for the Executive Committee and because there was a time concern (VCUDA Meeting on Monday) it was decided that a vote showing support might be appropriate though possibly unnecessary. Stephen Friedman suggested that we might want to address the delegation of powers from the governing board the executive committee. Paul Warden's motion was reinstated, Jeff Tilton seconded. The motion passed unanimously.

7:25pm Wolcott Area Division between NEK BB and LFCUD. Christa Shute attended and discussed the division of the Wolcott area based on electric service areas. VCBB is using mileage to allocate funds for construction. Larry brought up that for LFCUD, Wolcott represents more addresses passed which benefits the CUD and our business plan. Christa will work with Val to determine how the area will be split and will bring the discussion back to the board.

7:43pm Executive Session Stephen Friedman made the motion "that we enter executive session to discuss matters, the premature disclosure of which would put Lamoille FiberNet CUD at a competitive disadvantage and be adverse to the CUDs interests in potential contract negotiations". Paul Warden seconded the motion. It was passed unanimously. Stephen Friedman made the motion that the executive session include all attending board members of the executive committee and the governing board as well as Larry Lackey, Executive Director Val Davis and guest Christ Shute. Paul Warden seconded the motion which passed unanimously.

7:45pm Executive Session Begins

8:42pm. Exited Executive Session

8:45pm Paul Warden moved that we adjourn. Stephen Friedman seconded. The motion passed unanimously and the meeting adjourned 8:46pm.