



LAMOILLE FIBERNET COMMUNICATIONS UNION DISTRICT
EXECUTIVE & FINANCE COMMITTEE MEETING
July 7, 2022, at 7pm – 8:30 pm
AGENDA
APPROVED MINUTES

7:01 pm Call to Order & Roll Call: Jane Campbell called the meeting to order, then called the roll.

Committee Members Attending
(V=Present and Voting, P=Present, A=Absent)

P/V	Representative
V	Teelah Hall (joined at 7:06)
V	Paul Warden
V	Jane Campbell
V	Stephen Friedman
V	Jeff Tilton

Other Lamoille FiberNet attendees: Val Davis, Lisa Birmingham, Randy Tomlin (Board member)
Public/Guests: Mark Schilling

7:02 pm Agenda Changes: The Chair requested suggestions for agenda changes, noting the organizational budget will be discussed but noted voted on during the Executive Director update. Val recommended adding a discussion on developing a Drop Policy. Paul Warden moved to approve adding a discussion on Drop Policy to the end of the agenda; Jeff Tilton seconded. The Chair called the vote; all in favor; none opposed, no abstentions.

7:04 pm Public Comment: Mark Schilling introduced himself as a resident of Cambridge who was interested in the Treasurer’s position and attending the meeting to learn more about the organization. Mark provided a brief overview of his career and interests.

7:06 pm Teelah Hall joined the meeting.

7:07 pm Approve Minutes from June 22, 2022: Jeff Tilton moved to approve the draft minutes of June 22; Teelah Hall seconded. The Chair called the vote; all in favor; none opposed; no abstentions.

7:05 pm Executive Director Update: Val informed the committee that a first draft of the master services agreement from Google Fiber had been received and would be reviewed by counsel. Stephen Friedman noted there were still significant issues to be resolved.

Val noted that the selected Design Build vendor, NRTC, expected to share a draft master services agreement by July 15 and that Stephen and Randy, as members of the partnership Task Force, were developing a list of issues in preparation of negotiation. The list included: expectations for reporting, accountability, governance, and defining the scope of work, which would include a significant level of detail on items such as long drops, underground, pole data and multiple dwelling units. Stephen emphasized the need to have reliable hard data delivered early in the process to update the business plan in anticipation of future financing. Val expected NRTC would have people on the ground doing this work. Randy anticipated that there would be a critical point when a joint meeting of NRTC, LFCUD and Google Fiber engineers and experts would be necessary to make decisions about build schedule, assets locations, and other material items. Val shared that he expected to be paying for the delivery of fiber in August and was still hopeful that construction could begin in late 2022 if all things aligned. Jane asked the PTF to keep the Executive Committee and Board updated on the sequence and schedule of construction and finalization of plans.

Regarding other matters, Val informed the committee that he had been following through with Union Bank to update account services and that the RFP for audit services was also almost ready. Val confirmed that the RFP would be reviewed by legal counsel and have a reasonable lead time. He also confirmed that he and Lisa were determining the appropriate process for securing agreements for legal counsel and bookkeeping.

Jane asked if there were any questions on the CUD's updated mid-year budget, included in Val's written update, and explained the committee would vote on the budget at its next meeting. There was some discussion on budgeting more closely for indirect or direct costs because federal grants cap indirect costs at 10%. Based on feedback provided by Lisa and Nicole, Val reported that the CUD's indirect expenses for 2022 were well under 10%. Lisa said she would confirm with Nicole how the Treasurer's stipend was classified.

Randy asked which committee would be handling the RFP for Operations and Maintenance; Val confirmed that it would be the Partnership Task Force.

7:37 pm Partnership Task Force Update: Noting that the Executive Update covered many of the PTF's contract negotiations, the committee discussed expansions by other providers and the importance of having up-to-date information on available broadband services. Lisa suggested getting guidance from VCBB on whether and how the timing of competitive builds would impact

which addresses were considered served and subject to the 20% overbuild rule. Stephen offered that an additional deliverable for the low-level design was a very precise understanding of what is grant eligible and what is not grant eligible. Val further noted the potential impact of the VCBB's raising the threshold from 25/3 Mbps to 100/100 Mbps.

7:45 pm Drop Policy: Jane reiterated the importance of the drop policy and its impact on the financials. Val recommended that a working group be formed to develop the CUD's drop policy. He recommended Randy and Stephen join and asked for other volunteers. Val said the group would survey the drop policies of ISPs, VEC and other utilities. Randy shared examples of drop installations, their complications and pricing structures. Stephen encouraged the group to consider different options, such as direct bury or conduit, and to appreciate the impact those options could have on take rates. Val, Randy, and Lisa commented on whether and how to structure customer costs, pass-throughs, or subsidies. Jeff Tilton suggested that the CUD not develop a one-size-fits-all policy and recommended the CUD consider need-based requests and potential subsidies; others indicated support for an equity component.

7:55 pm Wrap Up & Other Business. The Chair asked if there were any other thoughts on the working group. Hearing none, Jeff Tilton moved to adjourn; Paul Warden seconded. All in favor; none opposed, none abstained.

8:56 pm Adjournment.