



**LAMOILLE FIBERNET COMMUNICATIONS UNION DISTRICT
GOVERNING BOARD MEETING
July 27, 2022 & pm- 8:30 pm
Online Virtual Meeting Only
DRAFT MINUTES**

7:01 pm Call to Order & Roll Call: The Chair called the meeting to order and called the roll. Members present and voting were as follows:

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				
Cambridge	A	Sam Lotto (joined 7:05)	P	Teelah Hall		
Eden	A		A	Freeda Powers		
Elmore	A	Brian Evans-Mongeon	V	Hans de Boer	A	Randy Tomlin
Hyde Park	A	Michael Rooney (joined 7:17)	A	Carol Fano	A	Jack Wool
Johnson	A	Charlotte Reber	A	Paul Warden		
Morristown	V	Jane Campbell	A	John Meyer		
Stowe	V	Stephen Friedman	A	Scott Weathers		
Waterville	V	Jeff Tilton	P	Lucy Rogers		
Wolcott	A	Bruce Wheeler	A	Mike Davidson		

Other Lamoille FiberNet attendees: Val Davis, Lisa Birmingham

Public/Guests: None

7:05 pm Sam Lotto joined.



7:05 pm Agenda Changes & Public Comment: No agenda changes or public comment.

7:06 pm Approval of Minutes: Sam Lotto moved to approve the June 22 and June 29 Special meeting meetings; Jeff Tilton seconded. All in favor; none opposed or abstaining.

7:07 pm Executive Director Update: Val informed the Board that another meeting with NRTC was scheduled for July 28 and a response from Google regarding SLAs (service level agreement) was also expected this week. He also noted that he expected to offer the Construction Project Manager position to a candidate in the coming week.

Jane asked about whether the Strategic Plan also included IT policies as part of the organizational security of organizational information equipment and facilities. Val recalled that a committee had discussed the need for file storage, however at this time, all storage is cloud-based. He also noted the current work with gov. connections. Practices such as computer back-ups and credentials for SharePoint were active. Sam recommended that Val not want to conduct a yearly penetration test to confirm the security and noted the distinction between public facing and internal expectations. Carol Caldwell Edmonds recommended that all laptops be required to be encrypted. Val agreed and noted that as the organization grows the mechanisms - such as firewalls and storage security would need more detail. Jane recapped noting that the organization needed a simple laptop and equipment security policy.

Jane called two items in the Strategic Plan to the board's attention. First, the plan called for professional training and development for board members as well as staff. She asked everyone to complete the TEAMS tutorial (for which a link had been previously provided) by the end of August and to send Carol Fano any lingering questions.

Second, the Plan also included a goal of increasing public awareness. She asked Board members to not only share information, but also ask community members if they would like to be on the mailing list. Carol Caldwell Edmonds will be building and maintaining the contact list for the upcoming newsletter. Board members should send Carol the contact information. Jane further emphasized the importance of being ambassadors for LFCUD.

7:17 Michael Rooney joined.

The Chair asked Val to share an update on expanded broadband coverage in Lamoille. Val shared that Comcast notified LFCUD of additional served addresses and requested the addresses removed from the eligibility list. The list of addresses included roughly 29 Lamoille County addresses. Val noted that CUDs had been instructed to use the DPS data which is updated yearly and that the VCBB would inform LFCUD what was eligible and what was not. Sam recommended



and others agreed that Val thank Comcast for the information and follow guidance from the VCBB.

7:26 pm Treasurer: Val recommended to the Board that it appoint Mark Shilling as Treasurer. Sam Lotto and Teelah Hall both worked with Mark when he was Treasurer of Cambridge. He also knows Nicole Sancibrian as well as QuickBooks. Lucy Rogers supported Mark's candidacy noting that she had worked with him and found him very organized and attentive to detail. Stephen Friedman moved to appoint Mark Schilling as Treasurer at a \$1,000 monthly stipend contingent on verification of references. Jeff Tilton seconded. All in favor; none opposed; none abstained.

The Chair requested a motion to add Treasurer Mark Schilling as a check signer to our Union Bank account and giving him full access to the online banking as well as SharePoint documents and a Lamoille Fiber email. Jeff Tilton so moved; Sam Lotto seconded. All in favor; none opposed; none abstained.

Regarding banking, Jane informed the Board that the Executive and Finance Committee and Val had discussed using ACH banking on a limited basis for monthly recurring expenses such as rent, phone, internet, and employee benefits if two check signers continue to approve. Using electronic banking rather than monthly checks would be more efficient. The chair asked if there were any questions regarding the banking or ACH. Hearing none, the agenda advanced.

7:35 pm Midyear Budget Adjustment: Val called the Board's attention to the updated budget noting the following changes: reduction of \$400,000 from the 2022 makeready budget; \$10,000 added to the 2022 marketing/advertising budget to afford a website upgrade; and the remaining \$390,000 reallocated to 2023 makeready, effectively reducing expenses for 2022. This would put the LCUD in the positive.

Jane noted that the in-kind expense incorrectly shows as \$11,140; it should be \$10,140, if corrected it would flow to the bottom line by \$1000. She asked for a motion to approve the revised midyear budget as reflected in the far-right column with the correction to in-kind. Jeff Tilton so moved. Charlotte seconded. All in favor; none opposed; none abstained.

7:41 pm Partnership Task Force Update: Sam Lotto provided an update on the contract with NRTC, the selected vendor for design build. The Task Force has asked NRTC to tailor the agreement to LFCUD and add more details. Sam noted that the Task Force had also met with Google.

Val noted an additional meeting with NRTC regarding the updated financial model and rework of the high-level design was scheduled for Thursday and that Stephen had developed an executable project plan, which would also be discussed with NRTC. Val also shared that the Google



discussions had focused on SLAs and educating Google on the realities of rural Vermont, and the ability to get from point A to point B quickly. Google hopes to have an agreement to submit for approval by August 15. Members discussed SLAs, travel times, force majeure, and learning from VCBB and other CUDs what they require or use. Val will follow up.

In closing, Sam noted that the PTF will begin focusing on governance and communications structure and developing a policy with a responsibility matrix. He also noted that once negotiations are complete, and new timelines are established, outreach and communication to the community will be important.

Val shared a Vermont-based provider had expressed interest in being an ISP tenant on the network. He will be following up.

8:00 pm Marketing and Communications Committee: The Chair asked if there was any update beyond the website redesign and maintenance already discussed during the Budget discussion. Renewal of Front Porch Forum was discussed and considered the Committee's purview. Jeff Tilton noted that the Committee had discussed how it would collect media for newsletters and website, and the need for a gatekeeper to ensure that privacy and other concerns were properly addressed.

Sam Lotto applauded the Marketing Committee for its great work and recommended a future newsletter or website article could cover the work VCBB, LFCUD, Vermont Technical College and Pat Moulton are doing to recruit and train fiber technicians. It's not only an economic development opportunity helping people get served, but also job opportunity for young people looking for a high-skill career.

8:05 pm Drop Policy: Val informed the Board that he was putting a task force together to develop LFCUD's policy. Randy and Stephen were on board; he wanted Sam and some additional members. Jane suggested it be a working group. Stephen noted that the group would explore public and private entity policies and ensure accurate data is used by NRTC. He noted the equity issues involved with shared expenses, and that much more research, on conduit, underground costs, current practices, etc., was necessary to ensure the financial implications were fully understood. He advocated for two more people on the working group. Sam Lotto and Michael Rooney expressed interest; Val volunteered to reach out to the other Board members.

8:09 pm Other Board Matters and Wrap Up: Jane shared that work with gov.connections on the record retention policy was ongoing; making the labeling system user friendly and compliant with the State Archives' requirements. Files would need to be relabeled and moved. Jane will volunteer to do the initial labeling and help with the transition. There will be more to come. Jane suggested and Val agreed that the Board defer consideration



of new committee structures until later in the year, rather than August as previously suggested.

The Chair requested suggestions for the August Governing Board meeting. Val noted he hoped to be addressing final deals with Google and NRTC. Stephen noted that special meetings may be necessary and recommended that the Governing Board consider both contracts.

Rescheduling the Executive and Finance Committee meetings from Thursday to Wednesday nights was also discussed; it was agreed to get input from the new treasurer before rescheduling. Sam further suggested that the Board consider an in-person meeting in September.

Other items recommended for the August agenda, contingent on the Executive and Finance Committee reviewing relevant items first, included:

- Q4 Schedule for the Annual budget and public meeting be on the August agenda
- IT procedure for laptops and equipment
- PTF's governance and communication policy
- Approval of pending agreements (if ready)

7:24 pm Adjournment: Having completed the Agenda, the Chair requested a motion to adjourn. Sam Lotto so moved; Stephen Friedman seconded. The Chair called the vote. All in favor; none opposed; none abstained.

7:25 pm Meeting adjourned.

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