



**LAMOILLE FIBERNET COMMUNICATIONS UNION DISTRICT
GOVERNING BOARD MEETING
November 30, 2022 7:00 pm - 8:00 pm
Online Virtual Meeting Only
APPROVED MINUTES**

7:00 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	V	Sam Lotto	P	Teelah Hall		
Eden	V	Carey Earle				
Elmore	A	Brian Evans-Mongeon	A	Hans de Boer	V	Randy Tomlin
Hyde Park	V	Michael Rooney	P	Carol Fano	A	Jack Wool
Johnson	V	Charlotte Reber	P	Paul Warden		
Morristown	V	Jane Campbell	P	John Meyer		
Stowe	V	Stephen Friedman	A	Scott Weathers		
Waterville	V	Jeff Tilton				
Wolcott	V	Andrew Ross				

Lamoille FiberNet attendees: Mark Schilling (Treasurer), Val Davis, Lisa Birmingham, Fabian Bourgeois

Public/Guests: None



7:03 pm Agenda Changes: Val suggested adding a discussion on the proposed personnel policy relating to paid time off and carrying over unused time. Jane suggested including it after the Treasurer's Report and before the Budget. Randy Tomlin so moved; Jeff Tilton seconded. All in favor; none opposed; none abstained.

7:04 pm Review of Updated Broadband Availability and VCBB Guidance: Staff reviewed some of the significant changes to the County's broadband availability data which was released in November by DPS. Lisa compared the November 2022 information to the Q1 and Q2 data LFCUD had scrubbed and had used for previously approved-business plan, and highlighted town by town changes. Overall, it appeared that broadband availability improved, and that unserved and underserved addresses declined from 5,200 to 4,800, and underserved wireless 25/3 locations increased by roughly 380 passings.

In addition to the new DPS data, Staff also discussed other factors driving changes to the business plan, such as how the VCBB calculated incidental overbuild of total passings. Val further explained that the overbuild must be necessary to get to the unserved areas and the restrictions on using grant dollars for overbuild. The Board discussed the implications of incidental overbuild and the VCBB policy.

7:32 pm Act 71 Construction Grant Application and Updated Business Plan: Stephen Friedman moved that the Board go into executive session for the purpose of discussing the business plan and universal service plan because premature disclosure of factors, judgments and information in that plan would put us at a competitive disadvantage and undermine our ability to conduct our business, and in that session should be Stephen Friedman, Andrew Ross, Carey Earle, Carol Caldwell-Edmonds, Carol Fano, Charlotte Reber, Fabian Bourgeois, Jane Campbell, Jeff Tilton, John Meyer, Lisa Birmingham, Mark Schilling, Michael Rooney, Paul Warden, Randy Tomlin, Sam Lotto and Val Davis. Michael Rooney seconded. Jane requested that late arriving Board members be allowed to join, and Stephen and Michael supported the friendly amendment to the motion and called the question. All in favor; none opposed; none abstained.

8:07 pm End Executive Session.

Stephen Friedman moved to approve the updated business plan, universal service plan and accompanying financial analysis and projections for submission to the State as part of the grant application. Michael Rooney seconded. All in favor; none opposed; none abstained.

Val thanked the Board and noted that the application would be submitted Friday, if at all possible.

8:10 pm PTF Update: Val noted that there was no real update, other than the RFP was pending. Some members asked about the response. Val declined to discuss specifics because the RFP was



still pending. Carol Caldwell-Edmonds noted two documents had different January dates and asked for clarification. Val explained that LFCUD had extended the due date and published an addendum on Bidnet and on the state's website and sent it to everyone on the initial mailing list. Val then provided the updated schedule, postponing the question deadline to November 22, the Q & A responses to December 9, and the bid proposals to January 9, with selection on or before January 22.

8:15 pm Marketing and Communications Committee Update: Val explained to the Board that he had sent Four Nine the updated agreement and had not heard back. Jane noted the committee was working on the ARPA VCCB matching grant program. Jeff noted that he expected an updated website template by the end of the week.

8:16 pm Treasurer's Report: Mark Schilling directed members attention to the report shared earlier in the day which reflected a recent payment of \$895,413.95 (for the preconstruction grant) that was received. He noted additional invoices for two fiber shipments would be processed in the near future. Val noted that a second shipment of fiber had been delivered. Jane asked whether funds expended triggered a single federal audit this year; Mark said he was still working on it.

8:21 pm 2023 Budget: Jane asked for a motion to approve the budget and requested a roll call vote. Michael Rooney moved approval of the October Budget; Randy Tomlin seconded. During discussion, Jane asked whether and if there had been any changes to the budget and if more accurate numbers were available for items such as projected carry-forward, and personnel costs. Val expressed his confidence in the numbers and his concern with revising the budget after presenting it to the Towns in October. Mark Schilling described the Cambridge budget process and said that he was not concerned with minor changes; other members acknowledged that they expected changes. Committee members discussed the budget approval schedule. Lisa offered that the current budget would need to be reconciled in the near term to align with the business plan's revised budget and grant application, but that the grant application did not depend on and was not tied to a specific budget. Under the original schedule, the grant application preceded budget approval, and assumed the budget would reflect the grant application. Jane withdrew her request for a roll call, noting it was her understanding that the organization's budget was not going to be an issue for the VCBB or the grant. There was further discussion of the towns' role and authority over the CUD's budget. Michael Rooney called the question. Jane called the vote. All in favor; none opposed; none abstained.

8:35 pm Personnel Policy (Added to Agenda): Before attending to the Executive Director update and consent Agenda, Val reminded everyone of the personnel policy item added to the agenda. He explained that it was timely to address because it dealt with how much unused Vacation Time employees could carry forward and what the process was for carrying such time forward. The



current policy allowed employees to carry forward up to one week if used prior to March 1. The new policy proposes to allow two weeks of unused Vacation Time to be paid out if the employee proactively requests payment or carry forward by December 10, and in the absence of a request, the employee will have a maximum carry forward of one week. Members discussed the pros and cons of the recommendation and policies with which they were familiar. Jeff Tilton moved to approve the recommended policy; Charlotte Reber seconded. All in favor; none opposed; none abstained. Following the approval, Val committed to informing Assure PayData of the change.

8:45 pm Executive Director Update: The Chair called for any questions on the Executive Director's Update. There were no questions.

8:45 pm Consent Agenda - Approval of October 26, 2022 Minutes: The Chair asked for a motion to approve the minutes. Carey Earle noted that the roll call noted her absent, but she was in attendance and voted. With that correction, Michael Rooney moved to accept the October 26 Minutes; Randy Tomlin seconded. All in favor; none opposed; none abstained.

8:47 pm Other Board Matters and Wrap Up: The Chair noted the carry-forward items for the next meeting, which had been tabled at prior meetings, namely the drop policy, the broadband friendly policy, the laptop and equipment policy, the updated communications plan, and asked that the Board consider how to deal with these items. She then requested a motion to adjourn. Michael Rooney moved to adjourn; Andrew Ross seconded. All in favor; none opposed; none abstained.

8:49 pm Meeting adjourned.

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