



LAMOILLE FIBERNET COMMUNICATIONS UNION DISTRICT

Executive and Finance Committee Meeting

January 04, 2023 at 7:00 pm – 8:30 pm

Draft Minutes

7:00 pm Call to Order: Jane Campbell called the meeting to order and called the roll. Committee members present included: Randy Tomlin, Paul Warden, Michael Rooney, Jeff Tilton, and Treasurer Mark Schilling. Staff present included Val Davis, Fabian Bourgeois, and Lisa Birmingham.

7:01 pm Agenda Changes: – None

7:02 pm Public Comment: – None

7:03 pm Approval of December 7, 2022 Minutes: Michael Rooney moved to approve the December 7, 2022 minutes; Jeff Tilton seconded. All in favor; none opposed; none abstained.

7:03 pm Executive Director Update: In addition to the written report which outlined the status of the Construction Grant application, Val informed the committee that the team was meeting with Lucy Rogers tomorrow to review the dollar amounts and process for the amendment application.

He noted that certain invoices which had been uploaded on December 5th had not yet been paid and that Mark and he were working with Nicole not only on those outstanding invoices, but also the process and timing in general. The committee then discussed the process and timing of coding invoices and specific invoices relating to 3W and Gov connections. Jane and Michael Rooney raised concerns about handling a higher volume of invoices in the near future. Jane asked for an updated report at the next meeting on how the systems are working. Val noted that Mark Schilling would have the updated procedures done and in place by then.

Val reported that he received the Front Porch Forum invoice and recommended that the advertising commitment be renewed. Jane noted that the Marketing Communications Committee had given prior approval.

Referring to the Executive Director's update, Paul Warden requested further information regarding the concerns raised by the VCBB's consultant, CTC. Jane noted that such details involved strategy which could put us in a compromised position. Paul Warden moved to enter executive session to discuss matters relating to the business plan and grant application which if prematurely disclosed could compromise our position. And in that executive session should be



Jane Campbell, Paul Warden, Jeff Tilton, Michael Rooney, Lisa Birmingham, Fabian Bourgeois, Val Davis, and Mark Schilling. Stephen further requested that the motion reflect that if remaining committee or board members joined the meeting, that they too be admitted to the executive session. Randy Tomlin seconded. All in favor; none opposed; none abstained.

7:19 pm Executive Session commenced.

7:47 pm Executive Session ended. No action was necessary because of the executive session. Jane requested an update on the Partnership Task Force. Val reported that the Task Force had met to organize how to evaluate RFP responses. The PTF had agreed to have a Q & A session January 12 to educate members on the criteria, another meeting on January 17, then select a vendor or vendors by January 20.

7:49 pm Financial Update: Mark shared his report, noting the prior discussion of late invoices and that improvements have been made and will continue to be made. Noting the short turn-around of end of month and the first monthly EFC meeting, Mark recommended the Committee move the Treasurer's Report to the second meeting of the month to provide sufficient time to reconcile the month close. There were no objections to moving the Treasurer's Report to the second meeting. He also recommended that an executive session to discuss contractual matters be placed on the next EFC agenda. Mark also reported that he had made substantial headway updating the financial control checklist, a 23 page document with 78 questions, and would likely have a completed draft by the next EFC meeting. He reminded the committee that Batchelder Associates had been selected to do the external audit of 2021 and 2022, and that 2022 was a single federal audit.

Jane asked if our accountant had been notified of the personnel policy changes relating to accrued vacation. Val said he had informed Pay Data and would inform Nicole. Val also noted that an additional fiber deliver was due next week, so an invoice would be following 2-4 weeks after delivery.

Jeff Tilton asked about how invoices were indexed or documented, and whether LFCUD was creating our own numbering system. Mark Schilling said that LFCUD does not have purchase orders, we are using vendor numbers and vendor invoice numbers are referenced on checks. Members then discussed how to accurately and timely track invoices. Mark offered that a purchase order system was not necessary at this time. Again, the committee discussed the likelihood of managing large volumes of invoices when construction begins. Mark reiterated his request for time on the next EFC agenda to discuss the financial controls checklist and contractual matters.

Status of Grant: No need for further discussion.



7:59 pm Advocacy: Committee members discussed several ideas for facilitating deployment and construction of broadband, including encouraging local and state entities to add spare conduit when doing road repairs or new construction as well as ensuring new buildings enabled wiring for fiber services. Jane noted housing legislation was on the Legislature’s agenda in 2023. Val said he would follow up with VCUDA to advance these ideas at the state level; VCUDA had a meeting tomorrow. Michael Rooney said he was planning to attend. Fabian offered that outreach to local road commissioners could be helpful at the local level.

8:06 pm Wrap up and Adjournment: Having no additional business, the committee agreed to put the Financial Report and Financial Controls Check list on the next EFC agenda.

Jeff Tilton moved to adjourn; Paul Warden seconded. All in favor, none opposed, none abstained.

8:08 pm Meeting Adjourned.

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