



**Lamoille FiberNet Communications Union District**  
**Special Governing Board Meeting**  
**August 16, 2023**  
**Meeting by Video Conference ONLY**

**7:02 pm Call to Order.** Chair Jeff Tilton called the meeting to order, then called the roll.

**7:02 pm Roll Call**

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

Town	P/V	Representative	P/V	Alternate
Belvidere	V	Carol Caldwell-Edmonds		
Cambridge	V	Sam Lotto	P	Matthew McCabe
Eden	A	Carey Earle		
Elmore	V	Randy Tomlin		
Hyde Park	V	Michael Rooney	P	Carol Fano
Johnson	V	Paul Warden	A	Jeff Bickford
Morristown	V	Jane Campbell	P	John Meyer
Stowe	V	Stephen Friedman		
Waterville	V	Jeff Tilton	P	Scott Johnson
Wolcott	V	Andrew Ross	A	Bradley Horstman

**Other Lamoille FiberNet attendees:** Lisa Birmingham, Fabian Bourgeois, Mark Schilling.

**Public/Guests:** Lucy Rogers, VCBB, Elijah Emerson, Esq.

**7:04 pm Agenda Changes and Public Comment.** The Chair called for agenda changes and public comment. There were no agenda changes. Lisa introduced and welcomed Elijah Emerson, LFCUD’s Vermont legal counsel, and Lucy Rogers, VCBB staff.

**7:05 pm** Lisa reviewed the status of LFCUD grant presentation to VCBB and the two outstanding construction grant issues - the CUD’s commitment to adhere to future VCBB policies and a strategic plan for CUD long term sustainability. Lisa recommended a grant condition that committed the CUD to developing a long-term plan, including strategic plan and budgets. As to the future policies, the open question was whether the board was asking the CUD to waive its rights to future policies.

The Board then discussed how to address the future policy issues, and whether an interim letter to the VCBB Board outlining our understanding and commitments would be useful. Members discussed their support for the partnership and the need to act quickly.

The Chair then invited Lucy Rogers to share her thoughts. She explained the process and possible next steps. Several members offered comments and asked questions.

Andy raised the question of the legality of an open-ended policy proposal. Elijah (legal counsel) described generally the legal authority of the VCBB, the spectrum of that authority.

Andy then raised questions concerning the constraints on the VCBB to enact the proposed policies. Lisa discussed how the committees were being formed including the involvement of VCUDA and overall CUD input. Lisa has been contacted and will participate on multiple policy committees including the one discussing potential liens. Michael discussed the risk of not moving forward with CCI and suggested the risks were larger and we should remain with current construction grant proposal and partner CCI.

Lucy described the accountability policy process and how that supports Act 71.

**8:00 pm** Jeff requested a motion to go into executive session to discuss matters which pertain to our contract with CCI, as well as advice from counsel, the premature disclosure in a public setting would be detrimental to our organization. There was a brief discussion of the adequacy of CCI staffing, then Stephen made a motion to enter executive session “to discuss matters involving our application to the VCBB and to discuss contractual matters, the premature disclosure of which would be disadvantageous to the CUD, and in that meeting would be Randy Tomlin, Jeff Tilton, Sam Lotto, Andrew Ross, Lisa Birmingham, Jane Campbell, Scott Johnson, Fabian Bourgeois, Eli Emerson, Micheal Rooney, Carol Fano, Carol Caldwell-Edmonds, Paul Warden, mark schilling, John Meyer, Matthew McCabe, and myself Stephen Friedman.

Paul Warden seconded the motion. All in favor, none opposed, none abstained.

**8:03 pm** Entered Executive Session

**9:08 pm** Resumed Public Session; the Chair asked for a motion resulting from the executive session. Jane Campbell made the following motion:

Authorize Lisa to prepare a letter to the VCBB, as discussed in executive session, to reiterate our support for future VCBB policies, with the understanding that we are not waiving our rights regarding these policies, and to have it include a recommendation for a grant condition that requires the CUD to develop a long-term sustainability plan, as discussed.

Stephen seconded the motion. Hearing no further discussion, the Chair called the question. All in favor; none opposed. The motion passed.

Lisa offered to keep members posted and noted the regularly scheduled meeting next Wednesday.

Randy moved to adjourn; Sam seconded. All in favor; none opposed. Motion passed.

**9:12 pm Meeting Adjourned.**

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