



**LAMOILLE FIBERNET COMMUNICATIONS UNION DISTRICT  
GOVERNING BOARD MEETING  
23 Aug 2023 at 7:00 p.m.  
Location: Virtual Online Only  
MINUTES - APPROVED 9/27/23**

**7:00 pm Call to Order:** Jeff Tilton called the meeting to order and proceeded with roll call.

**7:01 pm Roll Call:**

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

Town	P/V	Representative	P/V	
Belvidere	V	Carol Caldwell-Edmonds		
Cambridge	V	Sam Lotto	A	
Eden	A	Carey Earle		
Elmore	V	Randy Tomlin		
Hyde Park	V	Michael Rooney	A	
Johnson	V	Paul Warden	A	
Morristown	V	Jane Campbell	P	
Stowe	V	Stephen Friedman		
Waterville	V	Jeff Tilton	P	
Wolcott	V	Andrew Ross		

**Other Lamoille FiberNet attendees:** Lisa Birmingham, Fabian Bourgeois, Mark Schilling  
**Public/Guests:** None

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**7:05 pm Public Comment and Agenda Changes.**  
Public Comment – None



**7:05 pm Agenda Changes** – Jane Campbell suggested the addition of Matt McCabe to the Marketing and Communications Committee. The Chair commented that a GB vote was not required to add a member to a committee; no motion was made.

**7:07 pm Executive Director Update**

Lisa informed the GB that the previously approved letter to VCBB stating LFCUD’s acceptance of their future policies with conditions (i.e., not waiving rights and sustainability provision) was not sent to allow more clarification of VCBB policy and our partners were not ready to move forward. Otter Creek also hit the pause button. The next opportunity to be heard is September 11 and Lamoille must submit materials by the end of next week. Lisa also noted that the status of our contract with CCI and legal counsel’s advice will be discussed in executive session.

Lisa also discussed non-grant related tasks including the schedule for developing the draft budget and annual report in September and the public meeting when we invite towns to attend in October. Also fulfilling Auditor’s requests for materials (see Treasurer’s report).

Lisa also reported that Fabian had attended a Safety Meeting (there have been a few safety issues across the state). Fabian reported that a VELCO representative presented their Safety Standard, a practice of meeting first thing to review assignments and associated safety measures. Line training was also discussed and will generally track OSHA 10 and 30 specifications (VOSHA in Vermont). Fabian commented that safety procedures, including NESC standards, should be included in RFPs. Lisa commented that CCI is in good shape with an existing work force of union employees; safety is understood.

Lisa reported that the VCBB will be awarding the ARPA Match funds through an amendment to the Preconstruction Grant, along with the \$1.3M recently approved on August 14.

**7:25 pm ISP Contract and Grant Application Update and Next Steps – Executive Session.** Lisa suggested that the legal advice regarding contract negotiation and next steps for our grant application should be discussed in executive session. The Chair requested a motion to enter executive session to discuss details of our contract negotiations. Jane so moved and Paul Warden seconded. The Chair recommended amending the motion to include everyone on the call – including myself, Andy Ross, Cameron Kennedy, Carey Earle, Carol Caldwell-Edmonds, Fabian Bourgeois, Jane Campbell, John Meyer, Lisa Birmingham, Mark Schilling, Micheal Rooney, Paul Warden, Randy Tomlin, Sam Lotto, Scott Johnson, and Stephen Friedman, as well as anybody else from the Board that should join after we go into executive session. Jane so



moved; Paul seconded. Hearing no further discussion, the Chair called the question. All in favor, none opposed, it passed unanimously.

**8:33 pm End of Executive Session.** The Chair noted no official action was necessary as Lisa had already been authorized at the prior meeting to continue working with our partners on a previously approved letter to VCBB.

### **8:30 pm Marketing and Communications Report**

Jane reported to the GB that the MCC team had the newsletter prepared and ready to launch when appropriate, that the website was updated to allow visitors to sign up for the newsletter and be automatically added to our contacts and referred the GB members to the excellent Social Media Guide white paper prepared by Cameron Kennedy (our MCC Summer intern). Carol C-E added that the GB packet also included a draft Press Release, which prompted some discussion regarding the timing of release and final language. Scott Johnson noted that Waterville had been omitted from the list of Towns in the PR. Carey voiced the importance of contacting Selectboards and Legislators prior to going public with the PR – general agreement that this is important. It was agreed that Lisa would finalize the Press Release with CCI and review with Jane and Carol C-E and that the final Press Release would be sent to all GB members prior to general release, with notice of the intended release date, to allow GB members at least 48 hours to provide their Selectboards with advance notice.

### **8:40 pm Treasurer's Report**

Mark discussed the "External Audit Report and Timeline" section of his report that was included in the GB packet and the delay experienced due to the difficulties our accountant had sending the requested files to the auditor. The situation finally required the direct involvement of the Chair; in addition, Jane volunteered to work with Jeff and created a spreadsheet to track requested and delivered documents. Jeff and Jane are now meeting weekly with Mark and the accountant to ensure we stay on track. Mark took responsibility for his oversight of the project and reported that although we will not meet our internal deadline of Aug. 30<sup>th</sup>, we should be able to meet the Sept 30 submission deadline. Andy asked whether Batchelder had provided a new projected completion date; Mark said no. Jeff said he has asked and left it open due to the file situation, but that they would firm it up.

### **8:50 pm Governance Schedule: Annual Report, Public Meetings, 2024 Budget and Strategic Plan**

Lisa discussed the busy Sept and Oct ahead and will develop a schedule of tasks.



Lisa suggested the GB form a mini-task force to work on “Governance and Sustainability” with a short term (3-5 years) and long-term plan and said the GB could delegate this to the EFC. After a brief discussion, the Chair asked Lisa if the EFC could make a recommendation ahead of the September Governing Board, to which she said yes.

**8:55 pm Consent Agenda.** Jane moved to accept the Consent Agenda, including the two sets of minutes, and purchasing policy, Randy seconded. No discussion, all in favor, none opposed.

**9:00 pm Adjourn**

Randy moved to adjourn; Paul seconded. No discussion, all in favor, none opposed.

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