



Governing Board Meeting
 April 24, 2024, at 7:00pm
Location: Virtual Only
Approved May 14, 2024

7:00 pm Call to Order and roll call: Jeff Tilton called the meeting to order, recording was started.

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	V	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	A	Andrew Ross		

Other Lamoille FiberNet attendees: Lisa Birmingham, ED; Mark Schilling, Ex-Officio, Treasurer
Public/Guests: Pamela McKenna

7:03 Agenda Changes

ARPA matching funds task force report will be given at the end of the meeting.

Public Comment - none

Approval of March 3/27/24 Minutes

Jane Campbell moved to approve the updated minutes as presented, Stephen Friedman seconded, motion passed unanimously.

Chair's Remarks – Jeff Tilton

- No additions to content in the packet

- Reminder that emails went out to board members who need to submit reappointment letters.

7:04 Treasurer's report and financial update—Mark Schilling

- See report.
- Discussion about details in the balance sheet—submission dates for timely reporting will be coordinated between the bookkeeper and treasurer in the future; Birmingham is working on changes due to new state law which removed certain exemptions concerning unemployment withholding.

7:10 Other financial matters

- Two interviews are scheduled for candidates for treasurer.
- Discussion about pre-approval of recurring and budgeted items which would enable the bookkeeper to process invoices as they are issued. This in turn will align with the timing of quarterly invoicing for recurring budgeted expenses by the VCCB. Questions were raised about costs that are budgeted but may vary month to month.
- Jane Campbell moved to authorize the bookkeeper to process and pay invoices for recurring general and administrative monthly expenses based on the approved budget and consistent with purchasing policy, subject to monthly reconciliation on a quarterly basis, Sam Lotto seconded, motion passed unanimously.

7:25 Marketing and Communication Committee update—Jane Campbell/Carol Caldwell-Edmonds

- See report
- A “cheat sheet” for using SharePoint will be emailed to all Board Members, not just new members, soon.
- Emails to the general mailbox and the construction engineer whose position was eliminated are set to autoreply with links to information on our website. Brief discussion about including LFCUD board members’ email addresses in the autoreply; no objections.
- Jane will work with Carol Fano to update the autoreply and remove any auto forwarding to unused addresses.

7:30 Stephen Friedman left the meeting.

Operations and Executive Director update—Lisa Birmingham

- See report—no additions made.
- There will be a special meeting of the VCCB Monday 4/29 to consider new grant applications (for allocated funds only) and to consider a draft affordability policy which requires participation in any new state programs, and therefore may be problematic for contracts already underway. Brief discussion about enforceability of policies by non-regulatory bodies.
- Birmingham has not received a final address list and cost estimates from CCI to date. She will update board members when she receives them.

7:40 Agenda amended to complete discussion of other business in open session for the benefit of our guest from the public before entering executive session to discuss the Sustainability Task Force update.

Other Business

- May 14 Organizational Meeting
 - Date is statutorily designated; the board will vote on officers for the next year and discuss committees and assignments.
 - Send nominations for officer positions to Lisa Birmingham.

- The organizational meeting is hybrid with in-person meeting space at the Lamoille County Planning Commission offices in Morrisville.
- The Executive and Finance Committee will meet immediately after the organizational meeting to prepare for the May 22nd regular board meeting.
- The regularly scheduled Governing Board meeting will be on May 22.

- ARPA Matching Funds Task Force—Sam Lotto
 - See report.
 - Sam highlighted options discussed at the task force meeting to enable the ARPA matching funds to benefit as many people as possible in donating towns.

7:58 Sustainability Task Force update—Randy Tomlin

Jane Campbell moved to enter into executive session, after making specific findings involving legal advice and contract negotiations, the premature disclosure of which would place the CUD or its partners at a substantial disadvantage, and to include in that executive session all present and voting members (Campbell read out all names listed in the roll call table above), and any board members who join or return to the meeting after entering executive session, Paul Warden seconded, motion passed unanimously.

7:59 Pam McKenna left the meeting.

8:17 Back in public session

Paul Warden moved to authorize Lisa Birmingham to execute a Memorandum of Understanding with Southern VT CUD and Otter Creek CUD to advance the Sustainability and Strategy Plan as discussed in the meeting and outlined by general counsel, Sam Lotto seconded, motion passed unanimously.

Wrap Up and Adjournment

Sam Lotto moved to adjourn, Jane Campbell seconded, motion passed unanimously.

8:20 MEETING ENDED

Respectfully submitted, Carol Caldwell-Edmonds