



**Governing Board Meeting**  
**July 24, 2024 at 7:00pm**  
**Meeting by Video Conference ONLY**  
**Draft Minutes**

**7:03 pm Call to Order:** Jeff Tilton, Chair, called the meeting to order.

**Board Members Attending**  
 (V=Present and Voting, A=Absent)

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

**Other Lamoille FiberNet Attendees:**

Colette Jurnak, Ex-Officio, Treasurer

**Public/Guests:** None

**7:05 pm Agenda Changes & Public Comment:** Jeff recommended adding (1) CCI/Searchlight CPG support letter discussion after his update; (2) exec. session for personnel discussion in 2024 Budget and administrative updates; (3) Town ARPA fund workgroup discussion after USP Phase 2 Plan (Universal Service Plan construction phase 2) Update.

Jane Campbell moved to change the agenda as per Jeff's suggestions. Michael Rooney seconded. Motion passed unanimously.

**7:06 pm Chair's Update:** Jeff Tilton discussed the following topics:

**Act 133** Regarding new rules pertaining to open meetings and requirements to post recordings that went into effect July 1, 2024. General Governing Board meetings and Executive and Finance Committee meetings will be recorded and recordings posted beginning with this meeting

**Randy Tomlin has stepped down** from his position as Board Member representing Elmore, and he has reached out to the Elmore Select Board to recruit new representatives.

**Our shared accountant/bookkeeper with LCPC has left.** We will continue working with our current accountant. This is a good opportunity to reach out to partner CUDs to work on a shared resource and we should put out RFP with other CUDs.

**Section 13 of the Bylaws** needed to be changed regarding the process of appointing a Treasurer. The Executive and Finance Committee's recommendation for new language was discussed. Jane Campbell moved that the Board adopt a change to Section 13 of the Bylaws to read "...shall be appointed annually and as needed by the Governing Board.." to align with 30 V.S.A. § 3069 and current practices. Carey Earle seconded the motion. Motion carried unanimously.

**7:20 pm CCI (Consolidated Communications, Inc.) is requesting a letter of support** for their CPG (Certificate of Public Good) application, in order for the CPG to remain in effect during and after the change in CCI ownership.

Jane Campbell moved to approve the PUC/CCI Letter of Support for the CCI/Searchlight Transition to include the following language: "The undersigned CUDs support the Commission's approval of the Joint Petition without any conditions." Andrew Ross seconded the motion. No further discussion. Motion passed unanimously.

**7:28 pm Approval of June 26, 2024 Minutes:** Jane Campbell moved to approve the minutes from the June 26, 2024 Governing Board Meeting. Andrew Ross seconded. Motion passed unanimously.

**7:29 pm Financial Update and Treasurer's Report:** Colette Jurnak presented the monthly reports to the board. All invoices were entered and paid on time. Grant reports were submitted to the state on time. Colette will work with Nicole through the upcoming audit in August. Mark Schilling was not present so Colette will check with him about any questions raised.

**Signers on the Lamoille FiberNet Union Bank Account:** Colette requested clarification on who the designated signers are currently for the Lamoille FiberNet Union Bank account. They are: Jeff Tilton, Chair; Andrew Ross, Vice Chair; Colette Jurnak, Treasurer; Jane Campbell, Co-Chair Marketing and Communications Committee; and Paul Warden, Executive and Finance Committee.

**7:39 pm Phase 1 Construction and Operations Update:** Construction is ongoing and on schedule. The flooding in Stowe had a minor impact and will not affect the finish date. Feedback from communities in Stowe and Cambridge is positive.

**7:41 pm USP (Universal Service Plan) Phase 2 Plan and Construction Grant Amendment Update:** Executive Director Lisa Birmingham will submit the phase 2 plan and grant amendment to the Vermont Community Broadband Board Friday 7/26/24. Paul Warden moved to enter into executive session, citing 1 V.S.A. § 313 and specific findings related to contracts, the premature public disclosure of would place the CUD or its partner(s) at a strategic disadvantage. Attendees to include all present Board members (and any who join while in E.S.), plus Colette Jurnak. Jane Campbell seconded. No discussion. Motion passed unanimously.

**7:56 pm Public Session resumed**

As a result of the executive session, Paul Warden moved to authorize Lisa to submit the Phase 2 ARPA Grant Amendment, requesting \$860,000 which, when combined with CCI's capital investments, will complete our Universal Service Plan. Jane Campbell Seconded. No further discussion. Motion carried unanimously.

**7:57 pm Town ARPA Match Working Group Discussion**

Sam Lotto will lead the work group. Five board members expressed interest in participating. The focus for the unrestricted matching funds will be to help cover the costs of non-standard drops in participating towns.

**8:20 pm Sustainability Plan Update and Discussion: Jeff Tilton**

Paul Warden moved to approve the Draft Joint CCI CUD Resolution as presented in the meeting packet with any necessary modifications that do not substantially change the intent of the Resolution that may happen before the next board meeting and after legal review. Michael Rooney seconded the motion. Further discussion to clarify the specific document in the packet that we were voting to approve. Motion passed unanimously.

**8:29 pm 2024 Budget and Administrative Updates: Jeff Tilton**

Paul Warden moved to enter into executive session, citing 1 V.S.A. § 313 and specific findings related to negotiations and employee contracts. Attendees to include all present Board members (and any who join while in E.S.). Jane Campbell seconded. No discussion. Motion passed unanimously.

**8:35 Public Session resumed**

As a result of executive session, Carey Earle moved to change the personnel policy regarding Health Care to read: "For employees working at least 16 hours per week, Lamoille FiberNet will pay 80% of the monthly premiums of the health insurance plan selected by Lamoille FiberNet." and remove pro-rated language. It is understood that this policy will be revisited in January 2025 or should budgetary adjustments become necessary, whichever occurs first. Paul Warden seconded. No further Discussion. Motion passed unanimously.

**8:36 pm Other Business:**

Next steps: put together a joint RFP with partnering CUDs for an accountant. Noon on August 12<sup>th</sup> is the VCBB meeting at which our application for the Universal Service Plan Phase 2 grant amendment application, along with others from other CUDs, will be discussed. Paul thanked the chair for his cohesive leadership at a very busy time for the CUD Board.

**8:39 pm Wrap up and Adjournment:** Jane Campbell moved to adjourn. Sam Lotto seconded. Motion passed unanimously.

###