

East Central Vermont Telecommunications District (ECFiber)

Executive and Finance Committees: Joint Meeting

5 PM Tuesday Apr 4, 2017

ECFiber Office, 415 Waterman Rd, So. Royalton VT

Call to Order - Irv Thomae, Chair, called the meeting to order at 5:19 PM.

1. Attendance

Attendee	Affiliation	Role	Expiry
x Irv Thomae	Norwich	Chair (annual)	2017
x F.X. Flinn	Hartford	Vice Chair (annual)	2017
Jim Masland	Thetford	Member at Large (3 yr.)	2019
x Dan Childs	Brookfield	Member at Large (3 yr.)	2017
x CJ Stumpf	Randolph	Member at Large (3 yr.)	2018
John Bloch	Montpelier	Member at Large (2 yr.)	2018
x George Sadowsky	Woodstock	Member at Large (2 yr.)	2017
x Marty Blumberg	Thetford	Treasurer	
x Daniel Leavitt	Barnard	Secretary	
Stan Williams	ValleyNet	CFO	
x Carole Monroe	ValleyNet	CEO	
Paul Giuliani		Counsel	
Fred Thomas	ECFiber	Finance Committee	
John Roy	ValleyNet	Chair	

2. (by consent) Accept/Approve minutes of Feb 13 meeting

No corrections, accepted.

3. Treasurer's Report (Final Audit Report)

The 2016 Final audit report is complete. The Auditor reports that the audit committee meeting was very helpful for the process. MCM was pleased that the report was released in a timely manner.

Irv asks whether we should post the audited annual report for the District on the website. Consensus is that, yes, it should be posted. Carole will handle.

4. Construction & Operations Update (Carole)

Carole reports that three RFP responses were received. Discussions were held last week with Eustis Cable. Some items of interest are that they will devote a supervisor exclusively to our job, that they will be bringing additional resources from their Texas office to work in this job and that they would like to have materials drop-shipped to their storage location to help with more efficient deployment. They have been notified of having been selected and we are working on preparing a contract and planning to finalize it in the next week or two.

Our bi-weekly make-ready meetings continue to be constructive. We have lit Quimby Mountain Rd, O'Donnell Rd in Chelsea and we are lighting Central Greens as we go.

The Carto DB Map will be updated tomorrow. CrowdFiber data will be added in a subsequent integration. Our new Administrative Assistant is starting next week.

We have initiated a staff review process and have awarded pay increases to our employees. We have three employees at the New England Telecomm Conference currently and a new installer position was posted on Thursday.

5. Review Conflict of Interest Policy (draft) for possible recommendation to the Governing Board

The Governing Board has requested that a Conflict of Interest be prepared and Attorney Giuliani has provided a draft. Dan Childs suggests adding wording that implies that a member voting for the advantage of their town does not constitute a conflict of interest. FX updated the policy document and emailed it to committee and Giuliani has concurred with the change.

Motion to present Conflict of Interest policy to full board for adoption. (M/Flinn, S/George) – Passed unanimously.

6. Customer-Privacy Policy

Discussion held about how we handle customer data. The answer being that we hold customer subscription data private and we don't collect nor, of course, sell customer browsing data. Carole pointed out wording to that effect on our website and in monthly customer communications.

7. Professional Liability Insurance (for Directors [i.e. GB members] and Officers) renewal

Motion to accept the bid and continue to renew with the current provider in the amount of \$1835. (M/Childs, S/Sadowsky) – Passed unanimously.

Marty will provide a check to the Insurance Company.

8. Review agenda for Governing Board meeting Tues Feb 21

Discussion of what we should add to the agenda. Items will include the Conflict of Interest Policy, Motion to delegate signing of the Construction Contract, discussion of the Privacy Policy and discussion of build-out planning for 2018.

9. Other Business

Discussion about David Webb's subsidized Internet costs idea.

Discussion of subscriber semantics. Consensus is that internal semantics should remain the same but that some changes to the website to make it a bit less intimidating are in order.

George requested that we add discussion of Governance, Committees and Charters to our next month's meeting agenda.

10. Adjournment - Motion to adjourn (M/Flinn, S/Sadowsky) – Passed unanimously at 8:19 PM.

Respectfully Submitted,
Daniel Leavitt, Secretary