



Full Governing Board Meeting Minutes

OTTER CREEK FULL BOARD MEETING MINUTES – January 18, 2023, 5:00 PM

TOWN	REP NAME	*	TOWN	REP NAME	*
Benson	John Hill	P	Pittsford	Tony Ferraro, Chair	P
Brandon	Bill Moore	?	Poultney	Mark Teetor	P
Castleton	Tim Munks	?	Rutland Twn	Bill Sweet	A
Chittenden	Andrew Quint	?	Rutland City		A
Fair Haven	Tracy Richards	?	Shrewsbury	Laura Black	P
Goshen	Cassandra Hayes	?	Sudbury	Mike Small	P
Hubbardton	Chris Custer	P	Wells	Eleanor Jones	P
Mendon	Larry Courcelle	P	West Haven		A
Pawlet	Jessica Van Oort, Clerk	?	West Rutland	Mary Ann Goulette	?
Jackie Savela, OCCUD Treasurer		P			
*P=Present, A=Absent, ?=Unknown					

Others Present: none

Note- these minutes were taken from the posted video.

1. Meeting Called to order at/after 5:00. Recording started. Quorum present.
2. Agenda. Motion to approve-Laura B.; Second; John H.; Vote- Unanimously Approved as presented.
3. Approve Minutes of Dec. 14, 2022. Tony F. clarifies that under “Other Business” third bullet, the “offer of support” is for federal grants. No need to amend the minutes.
 - Motion made to approve minutes as written – John H.
 - Second – Mark T.
 - Vote - unanimous, Motion carries.
4. Executive Committee Updates. Tony reports as follows:
 - Warrant was approved for last invoice from Amanda O’Conner for Project Management services. Amanda has been helping out but we are trying not to tax her. Tony asks that members contact him for any needs.
5. VCBB Updates. Tony reports
 - On Data - OCCUD supplied connection speeds information to VCBB. We supplied the town data that we have received to the partner-provider. Thanks to all for the help on this.
6. VCUDA updates. Larry C. provides information.
 - VCUDA met on Jan 17. Discussed Northern Border funding, 2023 Strategic plan, Legislative day.
 - Legislative Day will be held on Jan 31, 2023. All are welcome. Larry shared the time, location, registration info.
 - VCUDA has hired a lobbyist – Nate Cota (same lobbyist for oil distribution).
 - Noting that VCBB challenged 33K unserved/underserved locations.
 - Rob Fish addressed gap funding.
 - Middle Mile grant not yet received.
 - Attending the Legislative Day – Tony said he cannot attend; he will brief anyone who does want to attend. Larry C. can attend.
7. New Business-



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- **Mac Mountain.** Tony says that it would be interesting to have a conversation with Mac Mountain. Mac Mountain is using small cell towers to help BB expand in remote areas. Tony plans to reach out to them. Mike S. is also interested. Laura B. notes that we don't know whether all the "hard to reach" areas are on or off grid; most appear to be off-grid.
- **Project Manager.** Tony describes that we received a response from one company, 'Vantage Point' located in South Dakota. They have well rounded services. Talked about it in the Executive Committee meeting; a subcommittee met with them. Tony feels confident that they can help us. Have discussed with OCCUD's legal consultant. Tony poses that we need to vote to approve hiring Vantage Point for the PM services. John H. notes that some problems identified were addressed in Executive Committee Meeting – they would have liked to hire locally but there were no responses. Tony notes that the sub-committee added language from the RFP to the scope of services, so now their scope is much more comprehensive. There is a question on Terms of Agreement – are we comfortable with a 1-year term? (we have funding available for 18 months). Mike S. asks – is there language to give us opportunity to change the individual assigned? Tony responds – yes, we have a 30 day 'terminate in convenience' clause, to cancel the agreement and he thinks that will work. Jackie asks -can we extend the payment due window to 45 days (from 30 days); we have problems with approving payments on-time at only monthly board meetings, which sometimes don't have quorums.
- **Prompt Pay discussion (following the project manager discussion).** Tony F. asks can we set up a process where a few people are authorized to review and approve payments to a specified/contracted entity? Jackie describes how this is done at her workplace. Tony says- we may have to change the bylaws. Jackie says- we can make a letter to present to the board to request sign-off. Laura says – maybe also amend bylaws to allow the letter to suffice for sign-off. Tony – asks Laura and Jackie to work together on such documents and circulate before next Exec Committee meeting and Board meeting. In meantime, Tony will ask Vantage Point for a 45-day payment due period.
- **Motion to hire Vantage Point.** Tony requests Motion.
 - i. Motion made to hire Vantage Point for project management services that OCCUD issued an RFP for, for a 1-year term, by Larry C.
 - ii. Second by John H.
 - iii. Vote – Ayes are unanimous, motion carries.
- **Data lists of served/ unserved addresses.** Chris C. asks where to send the spreadsheets after working on them (for information corrections). Tony responds to send them to Mike S and Laura B. Discussion about sorting the spreadsheet info to match grand-lists. Eleanor asks if Chris visited all addresses and questions about testing at addresses. Discussion about FCC data. Discussion about 25/3 Mbps service - that data showing 25/3 is typically not anywhere near 25/3, it is unmaintained copper and not viably providing BB service. Tony notes that he has had discussion with the partner-provider about the 25/3 addresses and they plan to add a line item. We don't know how/if VCBB will accept this. Mike S. says that from sitting in on the VCBB meetings it appears that they are fully aware of the legacy services; it would be good to know how they are handling the (FCC) challenge. Further discussion about the FCC data challenge. Tony reminds all that we are not using the FCC maps, we are



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using the Vermont data (spreadsheets sent to every Member representative in December). Tony suggests that the discussion about the FCC challenge continue off-line.

8. Confirm next meeting – February 15 at 5:00 PM.
9. Adjournment - Motion to adjourn made, seconded, and voted unanimously at 5:59 PM.

Respectfully submitted by Laura Black