



**December 20, 2023 – 5:00 PM**

<https://meet.google.com/iwi-guxi-unz>

**Governing Board Meeting Minutes**

<b>Otter Creek Cud Governing Board Representatives &amp; Alternates:</b>					
<b>TOWN</b>	<b>REP NAME / ALT NAME</b>	<b>P/A</b>	<b>TOWN</b>	<b>REP NAME / ALT NAME</b>	<b>P/A</b>
Benson	<b>Steve Murray</b> / Lynne Bowen	P	Pittsford	David Atherton	P
Brandon	Peter Werner / Bill Moore	P	Poultney	Mark Teetor / Terry Williams	P
Castleton	Tim Munks	P	Rutland Town	<i>No Appointment Received</i>	
Chittenden	Andrew Quint	P	Rutland City	Alex Adams	A
Fair Haven	Tracy Richards	A	Shrewsbury	<b>Laura Black</b> , Chair / Alan Shelvey	P
Goshen	Tyler Davidson-Toman	P	Sudbury	Mike Small	P
Hubbardton	Chris Custer	P	Wells	<b>Eleanor Jones</b> , Secretary / Sharon Corey	P
Mendon	Larry Courcelle, Vice Chair	P	West Haven	Jennifer Book / Kerry Ellis	A
Pawlet	Jessica Van Oort	P	West Rutland	<i>No Appointment Received</i>	
Jackie Savela, OCCUD Treasurer		P			

Other attendees: Caleb Boone - Vantage Point

1. Roll call, confirm quorum: Quorum confirmed.
2. Call to order - Start recording the meeting: Meeting started 5:03 pm.
3. Approval of agenda: Motion by Mark, second by Chris, motion passed.
4. Public input (limited to 3 minutes per presenter): None.
4. Approval of previous (10/18) meeting minutes and (12/05) Special Meeting Minutes.: Motion to approve minutes of 10/18 by Mark, second by Tim, motion passed. Motion to approve minutes of 12/05 by Larry, second by Dave, motion passed.

Operations & Planning:

- Build plan in Otelco Territory:
  - i. **Motion to revise “Dec 20th” date of Agreement in Dec 5, 2023 Special Meeting motion.:** Motion to amend the date on the motion we made Dec 5th for the Otelco Agreement from “by Dec 20th” to “no later than December 27th”. Motion by Chris, second by Mark. Motion passed.
  - ii. Motion to approve legal services agreement.\* : Motion to allow chair to approve legal services agreement made by Tyler, second by Mark. Motion passed.
  - iii. Motion to allow chair to sign legally binding Terms & Conditions and/or Network Construction & Operation Agreement with GNS\*. : Motion by Larry to allow chair to sign legally binding Terms & Conditions and/or Network Construction & Operation Agreement with GNS. Second by Mark. Motion passed.

We are only meeting virtually.

By Video <https://meet.google.com/iwi-guxi-unz>

By Phone: <tel:+1-417-685-1176> PIN:545521485

- Grant Agreement and Contract with CCI.
    - i. Motion to allow chair to sign final contract and grant agreement.\* : Motion to allow the chair to sign the final contract, so moved by Dave, second by Larry. Motion passed. Motion to allow the chair person to sign the final construction grant agreement with VCBB by Mark, second by Dave. Motion passed.
    - ii. Motion to approve shared costs agreement with Lamoille CUD. : Motion to approve the shared cost agreement with Lamoille FiberNet CUD by Larry. Second by Mark. Motion Approved.
  - CUD Operations:
    - i. Motion to allow chair to post RFP for Exec. Director and commence search activity. : Motion to allow chair to put together and post RFP for executive director by Chris, second by Mark. Motion passed.
    - ii. Motion to allow website committee to approve website update and host service proposal. : Response to RFP re: website from Group6, JEG, RC Brayshaw. Motion to allow website committee to award RFP for website update and host services. Motion by Chris, second by Mark. Motion passed.
    - iii. OCCUD.org emails – for officers. : Motion by Mark to provide any Occud officers and board members who want a Occud email address with one. Second Peter. Motion passed.
    - iv. Nominate and elect executive committee member for term ending May 2026. : Motion by Laura to nominate Steve Murray to the executive committee. Larry made a motion to close nominations. Second by Dave to close nominations. Motion passed. Second by Chris for Lauras nomination of Steve to executive committee. Motion passed.
7. Financials (Treasurer) – Review Warrant dated 12/10/2023: No questions on financials; they were approved by executive committee prior to this meeting.
  8. Grant Report for November (Vantage Point) : Approximately \$30,000 in Occud account as of this meeting. All invoices are being sent to VCBB at this point and Occud is starting to draw down on the other 75% of grant. Caleb gets invoices from Jackie and forwards them to VCBB. Jackie will then get a check from VCBB. Jackie forwards the check onto the vendor. Reports of financial activity are made every month. Construction grant agreement is done in January. Laura says that new Occud executive director could draw up financial procedures / policies.
  9. VCUDA update (VCUDA Rep) : Met Dec. 12 and approved VCUDA budget for 2024. Dues for all CUDs \$10,000 each. Chittenden does not support \$10,000 dues because they don't need the same level of services as some other CUDs. Southern Vermont CUD suggests that Chittenden, Lamoille, Occud and Southern Vermont ask VCUDA for reduced dues. There is a final draft of an MOU with GMP for pole make ready and all CUDs are encouraged to sign that agreement. Legislative day is Jan. 31 this year. BEAD and Gap funding discussion continues.
  10. VCBB update (Chair) : Working on BEAD funding. Comments for Digital Equity are due by today or tomorrow. Working on Vermont Make Ready Policy-Rules with GMP.
  11. Other Business : Occud Annual Report is due February 15<sup>th</sup>. Laura would like Occud to post on website information regarding the broadband build (including actual construction schedule) which should facilitate informing the public of build progress. Dave is reaching out to a constituent who has build questions. Laura says we have not yet signed the final agreement with GoNetSpeed.
  12. Set Next Meeting – Jan 17
  13. Adjournment. : Motion to adjourn by Dave, second by Larry. Motion passed. Adjourned @6:02 pm.

\* Executive Session - due to finding that premature general public knowledge would clearly place the public body or a person involved at a substantial disadvantage, per 1 V.S.A. § 313 (1) (A).