

**Vermont Community Broadband Board Draft Meeting Minutes**  
**Meetings are being held virtually.**  
**September 6<sup>th</sup>, 2022**

**I. Call To Order – 5:04pm**

**Roll call completed by**

Dan Nelson (Remote)  
Brian Otley (Remote)  
Laura Sibilila (Remote)  
Patty Richards, Chair (Absent)  
Holly Groschner (Absent)  
Christine Hallquist - Staff (Remote)  
Stan Macel – Staff (Remote)  
Robert Fish – Staff (Remote)  
Alissa Matthews – Staff (Remote)

Christine Hallquist requested an Executive Session be added so that the VCBB Staff could provide an update on the statewide negotiations for the NTIA Middle Mile application. Dan Nelson added this item after the SoVT Construction Grant Application Discussion and made a motion to approve the updated agenda. Brian Otley seconded and the updated agenda was unanimously approved.

**II. Approval of the August 22<sup>nd</sup> draft minutes**

The Board discussed the August 22<sup>nd</sup>, 2022 draft Board Meeting minutes. Dan Nelson made a motion to approve the minutes. Brian Otley seconded and the motion was unanimously approved.

**III. SOVT Construction Grant Application Discussion and Decision**

Christine Hallquist provided an overview of the continued discussion from the August 22<sup>nd</sup> meeting around the public/private partnership in Southern Vermont between the SoVT CUD and Consolidated. Christine Hallquist shared that staff met with the applicants to talk through the remaining questions.

Eric Hatch provided an overview of the additional metrics that SoVT and Consolidated agreed upon around performance standards and consumer protection standards:

- Annual Relational Net Promoter Survey, Net Promoter Scores – to ensure ongoing customer satisfaction, Consolidated will conduct and share the results with the CUD, an Annual Relational Net Promoter Survey and the quarterly Net Promoter Score which is presented after each transaction with the customer. If the Fidium scores for the Southern Vermont CUD fall below the average NPS of other Vermont ISPs in its Annual Relational Net Promoter Survey for more than 2 years in a row, and assuming a statistically significant number of CUD respondents, Consolidated shall have 6 months to demonstrate a significant decrease in the gap in Consolidated's score and the average NPS score of other Vermont ISPs over the same period to avoid default under the Network Operation Contract. For reference, Consolidated uses the Medallia NPS system.
- Minimum Performance Testing – Consolidated will conduct speed and latency tests pursuant to the FCC's RDOF testing standards. These standards prescribe quarterly testing for both speed and latency. The RDOF testing standards specify measurement on 7

consecutive days at peak times (6pm to 12am) to demonstrate that 80% of their speed tests achieve 80% of their offered speeds and that network round trip latency is below 100 milliseconds. Testing results will be shared with the CUD and any failing tests will require Consolidated to remediate within 60 days to avoid default under the Network Operation Contract.

- Customer Service Credits – Consolidated will continue to offer customer credits against their monthly bill for downtime experienced, including weather events. The process will be included in all customer contracts but also will be added to the Fidium website in the FAQ section.
- Affordability – Consolidated participates in the FCC’s affordability program, and will commit to participating in future similar programs, in accordance with Schedule B, Section 3 of the Master Services Agreement.
- Net Neutrality – Consolidated currently shall abide by Vermont’s Net Neutrality Standards and will continue to abide by them, in accordance with Schedule B, Section 7 of the Master Services Agreement.
- Security Breach Notification – As specified in Schedule B, Section 4 of the Master Services Agreement, Consolidated currently abides by and will continue to abide by the applicable sections of Vermont’s Security Breach Notification Law (9 V.S.A. § 2430). Consolidated will notify the CUD (breach@sovtcud.net) of any Security Breach (as defined in Schedule B, Section 4) within the timeline specified in Schedule B, Section 4 of the Master Services Agreement.
- Downtime Notification – Consolidated will provide the CUD email notification (outage@sovtcud.net) whenever there is a material network outage in any part of the CUD’s covered towns, in accordance with Schedule B, Section 4 of the Master Services Agreement. Notification will occur within 12-hours of the outage.
- Public Meetings – Consolidated will attend at least one public meeting per calendar year to address the community and discuss its success, failures and plans for the future, including plans related to affordability. Consolidated will also attend any CUD town’s Selectboard meeting, upon CUD request.
  - Laura Sibilis asked how long Eric Garr will be with Consolidated and if the commitment to attend customer meetings only last as long as Eric is there? Eric Garr responded that it is a company commitment, and he doesn’t intend to go anywhere anytime soon.
- Current and Future Requirements – Consolidated and the CUD will adhere to and adopt any current and future requirements mandated by the VCBB pursuant to Act 71.
- Final Payment – The CUD may hold back 8% of final payment up to 6 months to ensure Consolidated and the CUD mutually agree Phase 2a (as defined in the forthcoming Grant Agreement and the CUD’s application for VCBB Construction Grant Funding) has been completed to the satisfaction of the contract and spirit of the parties’ relationship and consistent with the grant agreement and federal reporting requirements. Should mutual agreement not be met after 6 months, either party may be subject to default as defined

under the Network Operations Contract and will have 60 days to remediate to avoid default.

- Continuity Requirement – In accordance with Section 8 of the Master Services Agreement, Consolidated agrees to pass on these obligations in the event of any transfer of ownership to ensure consistent service for the CUD.

Brian Otley asked SoVT for clarification the severability clause and what happens if it is enacted. Eric Garr responded that they would go to another ISP and solicit service for their addresses, entering into an agreement with Consolidated to connect addresses in Phase 2A to this other ISP. Brian followed up by asking if the CUD would own the fibers, but none of the electronics and none of the drops that Consolidated will install. Eric confirmed that just the fiber would be owned by the CUD.

Laura Sibilia asked SoVT CUD and Consolidated several questions:

- Laura – In the event that the partnership with Consolidated fails, what prevents Consolidated from going back after those customers? Eric Hatch – If the partnership fails then it will be because the customers are not happy with Consolidated.
- Laura – How many service quality investigations have been filed against Consolidated in Vermont in the last 30 years? Eric Garr – in 2010 they had 1,400 Service Quality Complaints, in 2020 that dropped to 600, in 2021 it was down to 400. Laura clarified she was asking about investigations by the State, Eric needed to ask his team, but eventually responded that there have been 2 in the last 10 years.
- Laura – How many CUDs are we awarding funds to that are partnering with a provider that has had a service quality investigation opened by the State? Laura answered her own question, saying there are none.
- Laura – What increased level of public accountability is there for SoVT customers that other Consolidated customers do not have? Eric Garr – Performance reporting in Schedule C is not applied to other customers; Net promoter survey results from these customers will be shared with VCBB. He confirmed NPS is not required by RDOF, but the performance testing is.
- Laura – Where will maintenance be dispatched from? Eric Garr – There are garages in Brattleboro and Bennington.

Stan Macel stated VCBB Staff's recommendation is to award the grant for \$9,009,085.

Laura Sibilia stated she thinks this is a practical solution to a difficult problem but she is not satisfied there is enough accountability from Consolidated in this agreement, and that they have earned extra scrutiny.

After discussion Dan Nelson moved to vote. There were two yes votes from Dan Nelson and Brian Otley, and one no vote from Laura Sibilia. With a majority vote in favor the grant request was approved.

#### **IV. NTIA BEAD Middle Mile Application Update**

Dan Nelson invited the Board, VCBB Staff, and Vermont AOA representative Will Anderson into Executive Session to discuss the specifics of the application as premature general public knowledge would clearly place the public body, or a person involved at a substantial disadvantage (1 V.S.A. § 313(a)1).

Dan Nelson confirmed that no action was taken in Executive Session.

#### **V. Public Comment**

One member of the public provided input:

- Eric Hatch expressed the discouragement that the SoVT Board is feeling in relationship to their project which they felt achieved the priorities of Act 71.

Stan Macel noted that Fred Schwacke sent written comments via email that were forwarded from staff to the board.

Laura Sibia confirmed the next meeting will be September 19<sup>th</sup> and noted she will have a hard stop at 4pm.

Dan Nelson made a motion to adjourn. Laura Sibia seconded, the motion was unanimously approved, and the meeting was adjourned at 6:13pm.