



**Vermont Community Broadband Board Meeting**  
**Monday, June 10, 2024, 12:00pm – 4:00pm**  
**AGENDA**

Meeting is being held at 112 State Street, Montpelier, VT 05620  
Giga Conference Room

[Click here to join the meeting virtually](#)

Join by Phone; [+1 802-828-7667, 570823769#](tel:+18028287667)

*Note: there may be additional executive sessions as needed.*

1.	12:00	Call Meeting to Order, Roll Call, Approval of Agenda
2.	12:05	Introductions
3.	12:15	Minutes Approval – 4/29/24 and 5/13/24
4.	12:25	Public Comment
5.	12:40	Match Proposal – <i>Rob Fish</i>
6.	1:10	Affordability Policy
7.	1:40	NEK/CV Status - <i>Potential Executive Session pursuant to 1 V.S.A. s. 313 (a)(1)(A), which protects information concerning contracts where premature general public knowledge would clearly place the public body or person involved at a substantial disadvantage. – Alexei Monsarrat</i>
8.	2:10	2024 Budget Update – <i>Kristina Sweet and Thomas Malinowski</i>
9.	2:30	2025 Budget (requires a resolution for approval) - <i>Kristina Sweet and Thomas Malinowski</i>
10.	3:00	ARPA Grant Fund Availability Update – <i>Kristina Sweet</i>
11.	3:20	VCUDA (Act 71 related) Update
12.	3:30	Public Comment
13.	3:40	Parking Lot
14.	3:45	Board Review - Executive session - <i>1 V.S.A. s.313(a)(3) (3), authorizing a public body to hold an executive session to consider personnel matters.</i>

Press inquiries: please contact Heryn Herzog, [heryn.herzog@vermont.gov](mailto:heryn.herzog@vermont.gov)

**Vermont Community Broadband Board Meeting  
Special Meeting  
Monday, April 29, 2024, 11:00am to 1:00pm  
Meeting Minutes**

**I. Meeting Call to Order, Roll Call, and Approval of Agenda**

Patty Richards called the meeting to order at 11:04am and completed roll call:

- Patty Richards (Remote)
- Laura Sibilila (Remote)
- Brian Otley (Remote)
- Holly Groschner (Remote - joined at 11:07)
- Dan Nelson (Remote – joined at 11:07 and left at 1:02)
- Christine Hallquist - Staff (Remote)
- Rob Fish – Staff (Remote)
- Toni Clithero – Staff (Remote)
- Herry Herzog – Staff (Remote)
- Alexei Monsarrat – Staff (Remote)
- Teles Fremin, CTC Engineering Advisor - (Remote)

Ms. Richards made a motion to approve the agenda. Mr. Otley seconded. Ms. Hallquist made a clarification that since the time the Board Packet was sent, Northwest Fiberworx has found new financial opportunities and would like to go into executive session to provide the Board the information about the grant application but would like to put off approval until the May 13 meeting. Ms. Richards also clarified that they were not going to take action on the Affordability Policy in this meeting because there were revisions to the version in the Board Packet. The agenda was approved unanimously.

**II. Public Comment**

None

**III. February 12, 2024, Board Meeting Template and Minutes Approval**

Ms. Richards made a motion to approve the February 12, 2024, meeting minutes. Ms. Groschner seconded it. Ms. Groschner said she has no problem with the format but does have a problem with it being eight weeks since they've approved minutes because there are a lot of items in the minutes that require follow-up, so she would like to keep the minutes current. Ms. Groschner noted a duplication of sentences in the 2/12 minutes/typo that should be fixed. She also thinks people should not be referred to by first names in the minutes. She also said there are a number of things in these minutes that should be added to the parking lot. Ms. Richards added that she would like to have the minutes reflect the time Board members arrive and

what time they leave if they leave early, so it shows which Board members took part in which items.

Mr. Nelson suggested circulating the minutes the week after the meetings to give members the opportunity to review, comment, and make corrections before the next meeting.

Ms. Richards' motion passed unanimously.

#### **IV. Northwest FiberworX Grant Application**

Ms. Groschner commented that she forgot to add that she would like to see the statutory basis for all executive sessions noted in the minutes.

Mr. Monsarrat reiterated that they would be hearing a briefing from Northwest on their current plan on how to structure their grant with new information about a new opportunity for them. They are not seeking action from the Board at this meeting but plan to at the next meeting. They would like to go into executive session to discuss it under 1 V.S.A. s. 313 (a)(1)(A), which protects information concerning contracts where premature general public knowledge would clearly place the public body or person involved at a substantial disadvantage.

Ms. Groschner made a motion to go into executive session, and Ms. Richards seconded it. They approved it unanimously.

Howard Weiss-Tisman from Vermont Public made a comment that he would like to hear as much discussion on this topic and with regard to DVFiber in public session as possible, as opposed to executive session. Ms. Richards explained the protocol for when they go into executive session and noted they stay in public session as much as possible. The executive session included all Board Members; Mary Kay Raymond, Brad Lewis, and Zachary Burdick from Northwest; Matt Brown, Fletcher Kitrech, Pablo Parola, Jane Devou, and Tom Cecere from GWI; and Christine Hallquist, Rob Fish, and Alexei Monsarrat from VCBB. They went into executive session at about 11:19 and returned at about 11:56. No action was taken.

Ms. Groschner commented that everyone attending the meeting (virtually) should list themselves with their first and last names, but then said that only applies to the people who go into executive session. Ms. Richards reiterated they went into executive session under the statue because they were discussing contractual matters that could put Northwest at a competitive disadvantage if it were discussed in open session.

## **V. DVFiber Grant Amendment**

Ms. Richards asked Ms. Hallquist to address a comment that was made by Howard Weiss-Tisman that Ms. Richards said was in error. When Mr. Weiss-Tisman commented that he hopes the Board will do as much work in open session as possible, he also stated that the financial analysis included in the Board Packet states that DVFiber's business plan is not viable. Ms. Hallquist said that they always understood that this is a competitive environment, and over time some other companies would come in and cherry pick some of the best areas. DVFiber has a change in its business plan due to other providers coming in and picking up significant parts of their original business plan, which changed their business plan. They are not failing, they have adjusted to the changes that have occurred in their areas, and they have put together a very solid business plan moving forward. They have a request to change the grant conditions with a specific goal of creating a very solid and successful business plan with the changes.

Ms. Richards called for questions on anything that should be public and said they will go into executive session to discuss contractual matters. Gabrielle Ciuffreda, DVFiber Executive Director, requested that they go into executive session. Ms. Richards made a motion that they go into executive session under 1 V.S.A. s. 313 (a)(1)(A), which protects information concerning contracts where premature general public knowledge would clearly place the public body or person involved at a substantial disadvantage. Mr. Nelson seconded. Board Members approved it unanimously.

Ms. Groschner stated she believed they were going to be addressing amendments to an ARPA grant, and asked if the potential funding partners should be included in the executive session. She asked Ms. Ciuffreda to be judicious in who she includes in the executive session, to only include people who are pertinent to contractual matters. Ms. Ciuffreda confirmed she is. They went into executive session at about 12:07 and returned at 1:03. Executive session included all Board Members; Ms. Hallquist, Mr. Fish, and Mr. Monsarrat from VCBB; Ms. Ciuffreda, Ann Manwaring, and Steven John from DVFiber; Matt Brown, Fletcher Kitrech, Pablo Parola, Jane Devou, and Tom Cecere from GWI; Alex Rozek and Elly Vaughan from MacMountain; and Chris Perlitz from Municipal Capital Markets. No action was taken in executive session. Mr. Nelson left the meeting at 1:02.

Ms. Richards decided to move agenda item six Maple Broadband/WCVT Subrecipient Grant Application to the May meeting.

## **VI. VCUDA Update**

Mr. Vietzke said they have a lot going on but that they could wait until the next meeting to give an update since they were out of time in the meeting.

**VII. Public Comment – none**

**VIII. Board Review – Executive Session**

Ms. Richards made a motion to more into executive session to discuss personnel matters under 1 V.S.A. s.313(a)(3) (3), authorizing a public body to hold an executive session to consider personnel matters. She requested that Ms. Hallquist and Ms. Clithero join Board Members. Ms. Groschner seconded. It was approved unanimously (Mr. Nelson was not present).

**Action Items-none**

**Vermont Community Broadband Board Meeting**  
**Monday, May 13, 2024, 12:00pm to 4:00pm**  
**Meeting Minutes**

**I. Meeting Call to Order, Roll Call, and Approval of Agenda**

Patty Richards called the meeting to order at 12:03pm and completed roll call:

- Patty Richards (Remote)
- Laura Sibilia (Remote – left the meeting at 2:44)
- Brian Otley (Remote)
- Holly Groschner (Not Present)
- Dan Nelson (Remote)
- Christine Hallquist - Staff (Remote)
- Rob Fish – Staff (Remote-joined briefly around 2:45)
- Toni Clithero – Staff (Remote)
- Heryn Herzog – Staff (Remote)
- Alexei Monsarrat – Staff (Remote)
- Kristina Sweet – Staff (Remote)
- Lucie Fortier – Staff (Remote)
- Alissa Matthews – Staff (Remote)
- Tom Malinowski – Staff (Remote)
- Clay Purvis – NTIA Federal Program Officer

Ms. Richards noted that the next meeting, June 10, will be in person, but still accessible virtually. The location is TBD. She also reminded everyone that the standing meeting is the second Monday of every month. Ms. Richards made a motion to approve the agenda. Mr. Nelson seconded. Ms. Richards noted one typo in the agenda, that has since been corrected. The agenda was approved unanimously.

**II. Minutes Approval - 3/11/24, 3/25/24, and 4/01/24**

Ms. Richards made a motion to approve the 3/11/24 minutes. Mr. Nelson seconded. It was approved unanimously. Ms. Richards made a motion to approve the 3/25/24 minutes. Mr. Otley seconded. It was approved unanimously. Ms. Richards made a motion to approve the 4/1/24 minutes. Mr. Otley seconded. It was approved unanimously.

**III. Public Comment – none**

**IV. Joanne Hovis, CTC – BEAD and Digital Equity Overview, Q&A**

Joanne Hovis from CTC gave a [presentation](#) and took questions. She also said that Vermont is at the forefront of most of the states in the nation on BEAD and DE, in the first third in terms of how advanced the work is that

Vermont has done and how far along Vermont is in the process, plus a strong, customized process. Ms. Hovis also said that the level of stakeholder engagement in Vermont is as extensive as she has seen anywhere in the country.

Ms. Richards asked if there is a speed requirement in BEAD for service that is not fiber? Ms. Hovis answered yes, it's 100/20. There will be a need to verify in the applications that the design of the networks is sufficient to meet the technical requirements, which is built into the way the program has been designed and into the scoring.

Ms. Richards also asked what if no one bids for an area? Ms. Hovis said that NTIA's answer to that is that is when you can turn to what they call "non-reliable" broadband service – unlicensed fixed wireless and satellite. Built into Vermont's process is the option for VCBB staff to go and negotiate with adjoining areas and/or existing providers so that the satellite option is truly the last resort.

Ms. Hallquist asked Ms. Hovis to speak about the tight NTIA deadlines and the curing process. Ms. Hovis responded that this has been a very heavy lift for all state broadband offices. There are extensive requirements, and the guidance is changing in real time. There are also tight turn arounds for curing from the NTIA. It will get more intense over the coming year. The final decision for approval is in the hands of the federal government.

Ms. Hallquist asked if there is any advice Ms. Hovis could give us before we go into the Digital Equity Capacity Grant approval process? Ms. Hovis said Vermont is at an advantage compared with other states because we have such a clear vision in our Digital Equity Plan and Program.

Ms. Richards asked if Ms. Hovis could comment on how ARPA policies can fit with the BEAD process. Ms. Hovis said she is seeing this question in other states. There is a much heavier federal hand in BEAD than there is in ARPA. She suggests looking at anything we have done for ARPA that we'd like to apply to BEAD, and ask our legal counsel and staff to analyze if it fits into a BEAD context or not. In many cases it probably will not because the federal government has been so proscriptive about BEAD. She gave an example that 75% of the scoring for BEAD was pre-determined by the federal government. In APRA there was almost complete discretion. Another example is the federal rules around the open and competitive bid process.

## **V. Digital Equity State Capacity Grant**

Britaney Watson gave a [Digital Equity Capacity Grant Planning presentation](#). Ms. Richards asked how much Vermont will get in the Digital Equity Competitive Grant program. Ms. Watson answered that is unknown. Alissa Matthews clarified that the state will not be directly applying for the Competitive Grant Program. It will be our partners or a regional collaboration that we might participate in that we think might be competitive against other national projects.

#### **VI. DVFiber Construction Grant Amendment**

Ms. Hallquist said that staff recommends the Board approve the amendment, but they will go into executive session for the Board to discuss the details because the information is confidential from a competitive standpoint. Executive session will include Ms. Hallquist, Ms. Sweet, Ms. Clithero, and Mr. Monsarrat from VCBB staff; Garielle Ciuffreda, Ann Manwaring, and Steven John from DVFiber; Fletcher Kitrech, Pablo Parola, Tom Cecere, and Matt Brown from GWI; and all Board Members present (all except Ms. Groschner). Ms. Richards made a motion to go into executive session pursuant to 1 V.S.A. s. 313 (a)(1)(A), which protects information concerning contracts where premature general public knowledge would clearly place the public body or person involved at a substantial disadvantage. Mr. Nelson seconded. They approved it unanimously (Ms. Groschner was not present). They went into executive session at about 1:28 and returned at about 2:04. No action was taken in executive session.

Ms. Richards made a motion to amend DVFiber's ARPA Construction Grant by redefining funding for 1010 locations which will be identified as BEAD-funded locations that DVFiber will pursue BEAD funding. Mr. Nelson seconded. The motion was approved unanimously.

#### **VII. NW Fiberworx Act 71 Construction Grant Application**

Mr. Monsarrat explained there would be a short segment during public session to define what that request will be and then they will ask to go into executive session to discuss the particulars of the business plan. He turned it over to Mary Kay Raymond from NW Fiberworx, who gave a [presentation about their ARPA Construction Grant Application](#).

Ms. Richards made a motion to move into executive session pursuant to 1 V.S.A. s. 313 (a)(1)(A), which protects information concerning contracts where premature general public knowledge would clearly place the public body or person involved at a substantial disadvantage. Mr. Otley seconded. It was approved unanimously (Ms. Groschner was not present). Included in executive session were: Ms. Hallquist, Ms. Clithero, Ms. Sweet, and Mr. Monsarrat from VCBB staff; Mary Kay Raymond, Brad Lewis, and Zachary Burdick from NW Fiberworx; Matt Brown, Pablo Parola, and Fletcher Kitrech; and all Board Members (Ms. Groschner was not present). They went into



executive session at about 2:13 and came out at about 2:28. No action was taken in executive session.

Ms. Richards made a motion to approve NW Fiberworx's Construction Grant Application in the amount of \$20,200,000. Ms. Sibilina seconded. It was approved unanimously.

#### **VIII. Maple Broadband/WCVT and DVFiber BEAD Subrecipient Grant Application**

These grants designed as a competitive program to support anyone who needs it who wants to apply for these funds. The Maple application is for \$69,800. It will go to support efforts to submit a joint application and will be used for many things required to submit a BEAD application such as data work, optimizing designs, drafting their application, etc. Ms. Richards asked if this would need to have further BEAD approval under the program after their approval. Mr. Monsarrat answered that no, the overall program has already been approved, and we just need Board approval for these grants. She also asked if this application checks all the boxes of what is necessary for this grant. Mr. Monsarrat answered that yes it does. Ms. Richards made a motion to approve Maple Broadband's request for \$69,800 for BEAD funds as presented. Ms. Sibilina seconded. It passed unanimously.

Mr. Monsarrat explained that DVFiber has applied for \$150,000 to support mapping and business plan development to prepare them for the bid and that will involve how to design the network in a way to maximize the grant funds they already have as well as the BEAD funds. Ms. Richards asked if this needs further approval other than the Board's? Mr. Monsarrat answered no. She also asked if this application checked all the boxes in order to receive the grant. Mr. Monsarrat answered yes. Ms. Richards made a motion to approve DVFiber's request for \$150,000 of BEAD funds as presented. Mr. Nelson seconded. It was approved unanimously.

#### **IX. ARPA Funds Update**

Tom Malinowski gave an [ARPA Funds Update presentation](#), the purpose of which was to understand what ARPA funds are remaining so that the Board can obligate them by the deadline at the end of 2024 and not lose them. Ms. Hallquist clarified that their intent was not to ask for a vote, but to educate the Board. Mr. Malinowski said staff is recommending shifting some ARPA funds that will be paid to ECFiber from CPR to SFR. Ms. Richards asked if that would cut anything from any other CUDs. Mr. Malinowski said no. Ms. Sweet clarified that the amounts of allocations to CUDs are not changing, but they might move buckets from which funds are coming, so they can use the SFR funding more quickly. Mr. Nelson asked if this is a back-end financial management issue and not actually taking money from anyone? Ms. Sweet answered yes. Mr. Fish Joined to clarify that this is just moving between different funding sources. Ms. Richards said that is helpful but asked that we

please make the CUDs aware in case there is an issue with moving their funds to a different source. For example, there could be requirements or restrictions on how the money from certain sources is spent. Mr. Otley asked if the federal government audited this, would we have any risk? Ms. Sweet answered that we won't start reporting on the funds until there is a grant agreement for them. Mr. Fish added that where we pull the funds from is our decision. Ms. Richards asked that staff verify with the relevant federal agency that it is permissible to change the funding source from ARPA CPF to SFR. Also, she asked that we get VCUDA/CUDs' reactions to this.

Ms. Hallquist said we will have \$3.12 million left over. Ms. Richards said we want to make sure we spend the money. Ms. Richards asked about the timeline for a recommendation from staff. Ms. Hallquist said they plan to get a recommendation to the Board at the June meeting.

**X. VCUDA Update (Act 71 related)**

Rob Vietzke gave the update that the CUDs filed to intervene on the CCI docket as it is being acquired by a private firm and taken private. The CUDs want to be sure they retain their commitment to their contractual terms, continued attention to make ready, and that the private company is making a commitment to invest in CCI and where that investment will be made. The CUDs would like to meet with the VCBB Board to have input on their Affordability Policy. And the CUDs would like to understand the whole ARPA picture as soon as possible so they can plan for the next 18 – 24 months. Also, CVFiber now has its 250<sup>th</sup> customer and Lamoille is starting construction today.

**XI. Public Comment –**

Irv Thomae commented that if there is extra SFR money, the Board should consider implementing a one-year extension of the ACP within Vermont.

Christa Shute, NEK Broadband, said there are differences between the SFR and CPF funding sources. She also said they welcome other entities and organizations to join their digital equity coalition to apply for the competitive grant that cannot be led by the state.

F. X. Flinn, ECFiber, said that he does not support Mr. Thomae's suggestion to put the unused money toward extending the ACP in Vermont. He would like some of that money to be put toward ECFiber to build out its network because that will have the longest-term ability to reduce the cost of internet services in their district given the fact that they've already borrowed \$70 million. He is asking for a special meeting of the VCBB Board with their Board in two weeks to go over that. He also mentioned that several CUDs have committed to extend the ACP for the month of May.

Lisa Birmingham, Lamoille, FiberNet, echoed Mr. Vietzke's comment that the CUDs need to be able to plan for both kinds of ARPA funds.

Ms. Shute returned to say it would be helpful to have a special meeting in May.

**XII. Parking Lot and Scheduling Special May Meeting**

Ms. Hallquist said they are proposing a special May meeting (held the first week of June) to take a look at the budget and anything else the Board would like to discuss. Ms. Richards said she would like to stick to once a month. Mr. Nelson and Mr. Otley said they both agree.

Ms. Hallquist reviewed the parking lot, which is included in the [Board Packet](#).

Ms. Shute asked if she could have an executive session with the Board. Ms. Richards responded that it can wait until the June meeting.

**XIII. Board Review – Executive Session**

Ms. Richards made a motion to move into executive session to discuss personnel matters under 1 V.S.A. s.313(a)(3) (3), authorizing a public body to hold an executive session to consider personnel matters. Mr. Nelson seconded. It was approved unanimously. (Ms. Groschner and Ms. Sibilina were not present). They went into executive session at about 3:35. They did not come back into public session.

**Action Items-**

- Verify from federal agency that changing funding source from ARPA CPF to SFR is permissible.
- Get VCUDA and CUDs' reactions to that.
- Give Board a recommendation at June meeting for how to spend remaining ARPA funds.



# Deploying Matching Funds to Reduce the Overall Cost to Universal Broadband

Presented by Rob Fish, Deputy Director of the Vermont Community Broadband Board  
(VCBB) Board on June 10, 2024



# Legislative Authority

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(28) \$30,000,000 to the Public Service Department for the Vermont Community Broadband Board to be used to leverage federal dollars and programs, including the National Telecommunications and Information Administration (NTIA) broadband grant (Middle Mile), to reduce the overall cost of universal broadband access as described in 2021 Acts and Resolves No. 71.

**Eligible Recipients:** Act 71 advances community efforts to meet the State’s goal of universal broadband access by providing funding to eligible providers as defined by the Act. See 30 V.S.A. §. 8081. Under the Act, such funding is available to Eligible Providers, defined as Communications Union Districts (CUDs), small communications carriers, and internet service providers working in conjunction with CUDs. See 30 V.S.A. §. 8082(4).

**Eligible Programs to Match:** The purpose of the funding is maximize the amount of federal funding available to the State to achieve universal broadband access in Vermont.

# Definitions

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- **“Eligible Provider”** is defined in Act 71 as follows:(A) a Communications Union District (CUD); (B) a small communications carrier; or (C) an Internet Service Provider (ISP) working in conjunction with a CUD to expand broadband service to unserved and underserved locations as part of a plan to achieve universal broadband coverage in the District or Town.
- **“Small Communications Carrier”** means: (A) a carrier that has elected to be regulated under 30 V.S.A. § 227d (a) or (B) an Internet service provider that operates in not more than five counties.
- **“Act 71 Compliant Business Plan”** means a business plan for the proposed Universal Service Plan. For the purposes of this program, an actionable business plan is a document that a financial institution would find sufficient basis on which to provide financial support. The business plan shall include but is not limited to: high-level engineering and design plans, market analysis, take-rate assumptions, and as relevant, cash flow positive date, loan payoff date, financing models, pro forma financial projections, estimated construction costs, ideal operational models. The plan must also include risk evaluation including labor needs and availability, supply chain contingencies for equipment and materials, make-ready work, and any other relevant capital and operational expenses.
- **“Supplementary Funds”** - Funds from programs other than the \$30M 2024 Match Appropriation that could be used for match. These funds are ARPA CPF funds, General Funds from Act 9 (2020), and other ARPA funds not covered by a grant agreement.

# Program Basics

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- Program will be formula based; non-competitive
- Funds will be contingently obligated in the form of amendments to the existing VCBB construction grant agreements and only invoiceable upon written notice to the VCBB of a federal broadband construction grant award
- The VCBB will use an independent financial model developed by the Vernonburg Group to determine the estimated cost to provide 25% of the estimated funds to serve all eligible broadband serviceable locations within the universal service plan.
- Grant amendments will be executed before the BEAD Subrecipient Process begins.

Scenario:  
\$30M not  
sufficient to  
cover 25%  
of the  
modeled  
costs

- Amounts known by July – modeling will be based on NTIA post-challenge data.
- Supplement as necessary with \$4.8275M:
  - \$1.5M - Broadband Financing Program funds (up to \$400k/CUD) (\$1.5M) - (*Sec. B.11100 FY 2021 One-Time General Fund*)
  - Approximately \$2.7M in unallocated ARPA CPF Fund.
  - “Released” ARPA funds to maximize percentage and amend accordingly.
- If that is not enough, issue grant amendments by July 31 for the maximum percentage available (e.g., 24% or 22% instead of 25%).
- Providers will be responsible for covering remainder via in-kind or loans.



# Scenario: An Awardee of Match Funds is Not Selected

- Funds are not distributed if the grantee is notified its federal grant application is not selected.
- Upon such notice, Staff will reallocate the funds to use any ungranted funds to ensure at least 25% match to all eligible applicants.
- This may include replacing supplementary funds and/or loans secured by a successful applicant to achieve the match with state funds and other actions to maximize the leveraging of federal funds.
- At no time prior to subrecipient selection will the amount of funding provided exceed the 25 percent gating criteria to avoid skewing overall BEAD application scoring.

# Next Steps

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- Board approves program creation and funds issuance.
- Staff emails all Act 71 eligible providers with universal plans to assess interest. Interested parties must file written letters of intent by email no later than July 1, 2024.
- Staff submits BEAD-eligible addresses to the NTIA – June 16, 2024.
- Staff runs the Vernonburg model to determine the 25% amount for each entity and reports back to the board at the July board meeting
- Funding is obligated via an amendment to construction grants no later than July 31. Funds may only be invoiced upon notification of receive a federal award.

# Board Motion to Approve

*Instruct the staff to create and implement a program to provide 25% of the modeled cost of a project to fulfill gating requirements for participation in federal broadband infrastructure programs. Total costs may not exceed the \$30M appropriated by the General Assembly. As necessary, supplementary funds from the Broadband Financing Program - \$1.5M and unallocated ARPA Capital Projects Funds – approximately \$2.7M and any other ARPA fund unallocated for the purpose of providing up to 25% of the modeled match for a federal program.*

*Furthermore, Staff is instructed to model the cost and issue associated contingent grant amendments to eligible applicants on or before July 31, 2024. Staff will report status and amounts at the July VCBB Board Meeting and detail all program expenditures in the VCBB Annual Report issued on January 15, 2025.*

**Vermont Community Broadband Board**  
**Accountability Policy**  
**Affordability of Broadband Service for Grant-Funded Networks**  
**Revised 4-25-24 and May 1, 2024 Post Conference Draft**

**1. Purpose:** The VCBB adopts this policy to fulfill the Legislative directive of affordable universal broadband service and to meet the VCBB's statutory obligation to establish policies that provide broadband planning and construction grant criteria, that among other criteria, provide consumers with affordable broadband service options.<sup>1</sup> The VCBB's policy seeks to balance VCBB's grantees' sustainable business plans with their grant obligations to provide affordable broadband service.<sup>2</sup> While thousands of pages of federal and state statutes and regulations have attempted to address the delivery of affordable broadband service, no clear definition of affordability has emerged as practical and applicable -- especially to the unique service territories, business conditions and populations of rural locations like Vermont. The VCBB does not define affordability as an economic measure at the intersection of the retail price of broadband service and the average disposable income of low-income households. The goal of the VCBB's affordability policy is to establish accountability measures to ensure that grantees periodically evaluate the balance between sustainability and affordability, and to allow the VCBB to evaluate the accountability of grantees to whom it has entrusted public funding to make service on their grant-funded networks economically inclusive.

**2. Affordability Policies:**

**a. Grant Conditions to Include Affordability:** The policy of the VCBB is to include obligations to perform practices and provide service options that promote affordability, as enumerated below, in its grant awards or agreements. Practices and service terms to promote affordability stated in each grant apply to all locations in the grantee's service territory in which grant funds are used for construction.

**b. Construction and Design:** VCBB awards grants for the construction of broadband networks serving all Vermont locations regardless of resident income or property value. Funded network designs must therefore achieve universal service and progress the construction of the grant-funded network without regard to property value or household income.

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<sup>1</sup> The authority of the VCBB for this policy is derived from 30 VSA §8084(a)(6)(F) (the VCBB granted powers necessary and convenient including to "develop policies... that promote access to affordable broadband service plans"). See also 30 VSA §8085(c) (planning grant accountability) and 30 VSA §8086(b) (construction grants shall provide for "affordable service options".)

<sup>2</sup> Federal funding under the Broadband Equity Access and Development Program (BEAD) was authorized by the Infrastructure Investment and Jobs Act of 2021, Division F, Title I, Section 60102, Public Law 117-58, 135 Stat. 429 (November 15, 2021), also known as the Bipartisan Infrastructure Law. By design of the BEAD program, the State of Vermont, through the VCBB, has received approval of a plan for implementation of BEAD in Vermont (VT-BEAD). BEAD's criteria for affordable service and sustainable business practices vary from those described in Act 71. The Board seeks to set an affordability policy that can be met by projects funded under either source. There may also be future funding to which this affordability policy applies if administered by the VCBB.

**i. Inclusive design.** Locations developed as low-income housing will be served by the grantee's construction unless already served. Routes shall not be designed to avoid serving less profitable locations unless no efficient and economically reasonable route is available; overbuilding allowed by the terms of the grant agreement or the Act is not an exception to this policy.

**ii. Prioritizing On-Grid and Year-Round Locations.** The VCBB's affordability policy prioritizes grant investment in serving habitable year-round locations, and with respect to ARPA-funded projects, those that are identified as E911 addresses served by the electric grid.<sup>3</sup> For purposes of this policy, habitable year-round structures are (a) accessible by vehicles licensed for public road use, (b) served by a potable water source, (c) closed to the elements with doors and windows, and (d) served by an operable heat source.

**c. Affordability Planning:** In making grant awards, the VCBB will consider whether the construction plan and business model of the grantee/applicant reflect feasible steps to efficiently build and install broadband service and that minimizes the cost of retail service to the consumer, including but not limited to grantee's network design, bulk cost reductions, revenue reinvestment, and public funding.<sup>4</sup> In order to define affordable service on a grantee basis for the grant-funded network, grantee's business model must document and incorporate the annual income range of consumers in the grantee's service area, project average service pricing and range of pricing, and project grant-funded network take rates and revenues. The construction plan and business model is approved by the board of the VCBB as part of the grant award, and thereafter shall be periodically reviewed for consistency with this policy, the approved model, and for accuracy of the assumptions in the model.<sup>5</sup>

**d. Affordability in Operations:** The affordability best practices described in this subsection 2.d, referred to as Grantee Affordability Initiative (GAI), are to be implemented by the grantee (where necessary, in coordination with the network operator) within twelve months of offering service to any customer on a grant-funded network. The GAI includes grant conditions that promote retention of low income consumers in the grantee's service area, an objective of publicly funded broadband to meet both affordability and digital equity objectives.<sup>6</sup> VCBB GAI grant conditions specifically include:

**i. Cost of Service and Net Income.** Annual evaluation of grantee's cost to provide service on the grant-funded network, the net income, after debt service, and grantee's

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<sup>3</sup> 30 VSA §8082(7).

<sup>4</sup> Under VT-BEAD, subgrantees must demonstrate a commitment to reinvest revenue into increasing efficiency and ensuring that rates remain affordable over the lifetime of the funded network or 20 years, whichever is greater. By way of example, this commitment could be demonstrated through a business plan that limits the network's profit in favor of reinvestment, or through a commitment to a stable or decreasing price for service throughout the life of the funded network or 20 years, whichever is greater.

<sup>5</sup> The standards and review of the construction design are subject to a separate VCBB policy which is meant to be read to be compatible with this affordability policy.

<sup>6</sup> The VCBB does not require grantees to measure or monitor the disposable income of customers or to mandate service selections based on income.

plan to use net proceeds to sustain or lower rates, especially as prudent for income-qualified consumers.

ii. **Digital Equity Plan.** Development of a digital equity plan with a three-year forecast to be updated annually, that reports the average household income and change in population in the service area,<sup>7</sup> the take rate of the grantee's broadband service, and the implementation of a digital education outreach initiative (provided directly or indirectly) for consumers in the provider's service territory or district including, for example, technical skills development, budgeting for digital services, support in useful applications, and advice for safe use of web-based resources.

iii. **Government Subsidy Services.** Prompt enrollment by the grantee or its operator and active participation in any material government-funded subsidy programs that reduce consumer cost of broadband applicable to the grantee's service area, such as costs of installation, service, equipment or devices, including (a) public promotions to qualified consumers of any subsidy programs in which the provider is participating by the most effective means reasonably designed to reach consumers in the funded network service area, (b) coordination with key community institutions and social service agencies to promote affordable and subsidized service plans, (c) training of grantee's customer service representatives to integrate subsidies and low-cost service offerings in all sales communications, and (d) incorporate information regarding public subsidy eligibility in customer late payment notices and service termination communications.<sup>8</sup> For purposes of this subsection 2.d.iii., "material government-funded subsidy programs" are those for which 10% or more of the consumers in the grant-funded network area may qualify, or those that would reduce service or installation cost to current or potential eligible customers by 20% or more.

**3. Annual Report:** It is the policy of the VCBB to monitor grantee's progress of achieving affordable service on networks funded by grants awarded by the VCBB. As a condition of each grant, Grantees will produce for the review of the VCBB a report for each calendar year by or before October 1 that demonstrates performance of the GAI.<sup>9</sup> The annual report must be delivered with a request for confidentiality (to protect proprietary information) and include the information required at subsection 2.c, and 2.d, and the following numeric data for the reporting period for the (wholly or partially) funded network:

(a) the rate tiers offered to consumers,

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<sup>7</sup> Using the most recent income and population statistics used by the State of Vermont (generally based on the most recent U.S. Census Bureau report).

<sup>8</sup> Regarding low-income qualified consumers: The VCBB anticipates that public broadband subsidy programs will identify qualifications for consumers that use existing benchmarks such as federal programs based on household-income qualifications. To reduce risk associated with maintaining confidential consumer information and to ensure equitable treatment among consumers, the VCBB recommends that grantees that choose to develop and implement an income-based subsidy use an objective measure established in an existing subsidy program administered by a third party, such as by proof of participation in specified state or federal low-income subsidies.

<sup>9</sup> Other annual and periodic reporting requirements are the subject of the draft Annual Reporting Policy, with which this requirement is intended to be integrated and compatible.

(b) the total number of customers accessing the funded network in each rate tier during the reporting year and the number of terminations during the period (customer churn),

(c) the number of customers that received subsidized service (if any) during the reporting year, by subsidy program,

(d) the number of customers receiving subsidies, if any, that terminated service during the reporting year (subsidy churn),

(e) the average cost to customers of initiating and installing service with and without any applied subsidization,

(f) the average cost to the grantee (or its network operator), if any, to subsidize or defer customers charges for installation and initiation of service in the reporting year,

(g) the total amount of service subsidy payments received by or due to the provider for the grant-funded network during the reporting year, and

(h) the total documented annual costs to produce the AIM and the GAI.

The numeric reporting measures (a) through (h) are referred to as the “Affordability Impact Measurements” (AIM). Notwithstanding the confidentiality statement, the AIM and the GAI data may be aggregated and used anonymously to demonstrate and report the impact of publicly funded network infrastructure and affordability measures.

**4. Enforcement.** This policy is intended to endure past current Act 71 funding and apply under future funding such as VT-BEAD and other sources administered by VCBB. This policy is intended to be applied to all funded grants except to the extent that a provision of this policy conflicts with the requirements of the funding program (including but not limited to the VT-BEAD affordability requirements). A grant recipient or eligible grant recipient may request the Board determine whether a provision of the policy conflicts, as written or applied, with the requirements of the funding program, and the Board will promptly determine whether the particular provision of the policy conflicts and should either not apply or be modified. If the grant recipient or eligible grant recipient is aggrieved by the Board’s decision, the Board will direct Staff to seek guidance from the National Telecommunications and Infrastructure Administration (NTIA) and, if necessary, conform its decision to that guidance. Among its obligations to review contradictions or conflicts, the Board may determine, on its own initiative or at the request of a grant recipient pursuant to Section 4.a, that the cost of producing the AIM and/or the GAI is an operational expense of such magnitude that it contradicts the purpose of the policy.

The VCBB or its successor may determine, upon review and deliberation, whether a grantee or its provider has failed to meet the obligations of this affordability policy and determine the applicable remedies available under the terms of the grant for the breach of the grant agreement.

**a. Design Review and GAI Administration.** At any time during or after construction of a broadband network funded by a grant awarded by the VCBB, the VCBB, upon its own investigation, or upon a complaint of a third party, may take necessary steps to receive credible information to determine grantee’s compliance with this policy. The Chair of the VCBB or the executive of its successor, may determine whether information of non-compliance is sufficient to hold a hearing before the full board (or its successor) to determine

whether the grantee is in violation of a grant agreement, including but not limited to this affordability policy.

**b. Service Complaints.** The VCBB, upon its own investigation, or upon a complaint of a third party, may receive credible information of the lack of affordability or cost-effectiveness of services offered by a grantee, including but not limited to complaints received by the Vermont Department of Public Service, Consumer Affairs and Public Information Division (CAPI), which is charged with hearing consumer complaints regarding utility services. The Chair of the VCBB, or the executive of its successor, may determine whether such information is sufficient to hold a hearing before the full board to determine whether grantee is in violation of a grant agreement, including but not limited to this affordability policy.

**5. Duration.** This policy applies to all network projects that are the subject of a grants awarded by the VCBB and the conditions of this affordability policy are applicable to each grant for a period from the date of the grant agreement to December 31, 2034, or for ten years after the year in the grant is closed out, ending on December 31 of that year, whichever is longer.



**PRELIMINARY MERGER PLAN**  
**FOR**  
**NORTHEAST CENTRAL BROADBAND**  
**A MERGER OF**  
**NEK COMMUNITY BROADBAND**  
**AND**  
**CVFIBER**  
**PURSUANT TO 30 V.S.A. § 3082a**

The following is a Preliminary Merger Plan (the “Plan”) for NEK Community Broadband (“NEK”), a Vermont Communications Union District (“CUD”), and CVFiber (“CVF”), a Vermont CUD, which are merging together pursuant to Section 3082a of Title 30 of the Vermont Statutes.

This Plan is presented to the Governing Boards of NEK and CVF for approval by a three-quarters vote of a quorum of each Governing Board in accordance with Section 3082a(b)(2). Should the Governing Boards so approve this Plan, then further notices, a public hearing and a vote on a Final Merger Plan will take place over the next few months according to the process described below. After the Final Merger Plan is approved, the Merged CUD will (1) notify the Vermont Secretary of State, and (2) within 90 days of such approval, hold an initial organizational meeting (the “Organizational Meeting”).

Under this plan, and in compliance with the process set forth below, NEK and CVF will merge into one corporate entity, and NEK will be the surviving entity. NEK will continue operating as a Vermont Communications Union District under a new set of Bylaws, a draft of which is attached, and after the merger will do business as “Northeast Central Broadband” through an Assumed Business Name Registration with the State of Vermont. For the purposes of this plan, the merged entity will be referred to as the “Merged CUD.”

The Merged CUD will operate under two separate brands (“Brand Areas”) within the existing NEK and CVF service areas.

To date, the preparatory work to develop the Plan has been as follows:

- (1) Meetings among staff and Executive Committee members of both CUDs to discuss the possibility of and due diligence for a merger of NEK and CVF, including work by five different working groups to review governance, finances, operations, construction and communications.

- (2) Development of a process to merge NEK and CVF in accordance with Vermont law, including the Governing Board votes and public hearing detailed below.
- (3) Development of operating principles and the structure of the Merged CUD to best represent all members of NEK and CVF and address the entire range of their differing needs.
- (4) Due diligence by each of NEK and CVF to enable each organization to understand the finances, operations, assets and liabilities of the other, and best plan for their successful future in serving the needs of their combined service area.
- (5) Signing of a Merger Agreement between NEK and CVF to establish (a) the process for the merger, (b) their respective representations, warranties and covenants, (c) the immediate post-merger structure of the Merged CUD, and (d) the content of this Plan. By approving this Plan, the Governing Boards shall also ratify the Merger Agreement.
- (6) Outreach and planning necessary to call a meeting of each of the Governing Boards of NEK and CVF to vote on whether to approve the Plan.

#### **A. OPERATING PRINCIPLES OF THE MERGED CUD**

The Merged CUD shall conduct its operations in accordance with Vermont law governing the operations of CUDs, and in accordance with the following shared principles:

- (1) The Merged CUD shall be focused on ensuring that high-speed internet is available to every unserved broadband serviceable location in the merged district and public service to its constituent communities on an equitable and affordable basis. By doing so, the Merged CUD will ensure the economic and social prosperity of the counties where it operates.
- (2) The Merged CUD will be a locally managed, employee led, and community driven organization, in which every municipal member of the Merged CUD will have an equal voice in the priorities and decisions of the CUD.
- (3) Honesty, transparency and accountability will be a part of all of the Merged CUDs interactions with its customers and communities.
- (4) The Merged CUD will continue to have a grassroots efforts focus, emphasizing local input to strategy and decision making.
- (5) The Merged CUD's operational focus will be to provide reliable, superior service throughout its service areas and to proactively evolve to anticipate and meet future needs, while balancing affordability, sustainability and fiscal responsibility.

- (7) Digital Equity will be an important mission of the Merged CUD.

## **B. STRUCTURE**

### *Governing Board*

The Merged CUD will combine the 51 municipal members of NEK and the 20 municipal members of CVF into a single group of 71 municipal members, all of whom will be represented on the Governing Board as specified in the Bylaws.

The Governing Board will have ultimate authority for directing the operations of the Merged CUD, although day-to-day operations will be directed by the Executive Committee and Executive Director. However, only the Governing Board will have the authority to do the following:

- (1) amend the articles of incorporation and the Bylaws;
- (2) set the budget;
- (3) make any amendments to the budget exceeding the major purchase limits approved in the procurement policy;
- (4) hire and fire the Executive Director of the District; and
- (5) make major structural decisions, such as decisions that change the way the organization is going to operate, major branding changes, major pricing changes, major staffing changes, incur major unbudgeted debt exceeding the major purchase limits approved in the procurement policy, or vendor partnerships that would take on substantial work on behalf of the CUD.

As required by Section 3082a, the Governing Board shall have the Organizational Meeting within 90 days after the Governing Boards of NEK and CVF approve the Final Merger Proposal. After that, the Governing Board shall meet four times per year: for example, once in May for an annual meeting; once in October for preliminary approval of the budget; once in November for approval of the budget and once in February for a review of the previous year's accomplishments and the plans for the following year.

In addition, sub-sections of the Governing Board may meet to discuss items specific to each Brand Area and efforts to support their communities. For example, sub-sections may meet to discuss how to support town activities prior to Town Meeting Day in March and Election Day in September.

### *Executive Committee*

The Executive Committee of the Merged CUD will work with the Executive Director to manage the day-to-day operation of the Merged CUD in accordance with the Bylaws and an attached Executive Committee Charter. The initial merged Executive Committee will consist of the nine member NEK Executive Committee and seven member CVF Executive Committee, with the members as they exist immediately pre-merger.

The NEK Treasurer will serve as ex-officio member. The Executive Director and Treasurer of the Merged CUD shall attend meetings of the Executive Committee as non-voting members.

The specific individuals to sit on the Executive Committee shall be confirmed by the Governing Board of the Merged CUD at the Organizational Meeting. Afterwards, the composition of the Executive Committee shall be determined at each annual meeting.

The Executive Committee shall meet at least one time per month depending on the needs of the Merged CUD. The Executive Committee shall strive for consensus of all members by ensuring that all members have ample time to voice their opinions and any concerns.

#### *Finance Committee*

The Finance Committee shall be composed of 5-8 members of the Executive Committee, Governing Board, and/or residents of member towns with desired skill sets. The Executive Director and the Treasurer of the Merged CUD shall be members of the Finance Committee as non-voting members. The initial Finance Committee will consist of the four member NEK Finance Committee and the four member CVF Finance Committee. At least one representative from each Brand Area shall be on the Finance Committee. The Finance Committee is responsible for review of the financials on a monthly basis and approval of the financials on a quarterly basis for recommendation to the Executive Committee. The Finance Committee will meet no less frequently than once per month. The Finance Committee shall strive for consensus of all members by ensuring that all members have ample time to voice their opinions and any concerns. The initial Finance Committee shall be composed of the members of each CUDs Finance Committee.

#### *Other Committees and Working Groups*

The Governing Board or Executive Committee of the Merged CUD may authorize additional committees or working groups to address specific issues or policies as needed. The Merged CUD will have the following initial working groups:

- (1) Communication Working Group: Focusing on facilitating and constantly improving communications among the Merged CUD and its users, municipal members, the counties, other governmental entities, and other stakeholders.
- (2) Digital Equity Working Groups as needed: Focusing on ensuring that access to communications services provided by the Merged CUD are provided as broadly and equitably as possible and to maximize accessibility for all users.

### **C. MERGER PROCESS**

Should the Governing Boards of NEK and CVF approve this Preliminary Plan by three-quarters vote of a quorum of the Governing Board of each of the merging districts, the following steps will then take place within the next few months, concluding with the merger of NEK and CVF:

- (1) NEK and CVF will distribute copies of the Plan to the legislative bodies of their respective member municipalities not less than 45 days before holding a public hearing on the Plan.
- (2) NEK and CVF will arrange for notice of the public hearing by distributing such notice to their member municipalities, publicly posting such notice, and publishing notice in local newspapers and other paid media. These notices will be made no later than three days before the public hearing.
- (3) NEK and CVF will each hold a public hearing on the Plan.
- (4) NEK and CVF will schedule a Governing Board vote on the Final Merger Plan no less than 30 days after the public hearing.
- (5) NEK and CVF will distribute notice of the Final Merger Plan to each known creditor of their respective districts no less than 30 days before the vote.
- (6) NEK and CVF will appoint a joint committee to prepare the Final Merger Plan.
- (7) NEK and CVF's Governing Boards will vote on whether to approve the Final Merger Plan.

If the Governing Boards of NEK and CVF approve the Final Merger Plan by a vote of two-thirds of a quorum, the Final Merger Plan shall take effect immediately. At that point, NEK and CVF shall merge into a single Merged CUD. The Merged CUD shall have an Assumed Business Name Registration with the State of Vermont as "Northeast Central Broadband".

Section 3082a requires that the Organizational meeting be held within 90 days after the Final Merger Plan takes effect and that the Governing Board send notice of the merger to the Vermont Secretary of State. The Merger Agreement specifies the composition of the Governing Board, Executive Committee, and Finance Committee to be confirmed at the Organizational Meeting.

After the Organizational Meeting, the composition of the Governing Board, Executive Committee, Finance Committee and other committees shall be determined by the Bylaws of the Merged CUD.

#### **D. EFFECT OF THE MERGER**

After a vote of approval of the Final Merger Plan CVF will cease to be an independent entity, merging into NEK to create the Merged CUD. The Merged CUD shall possess all the rights, privileges, immunities, powers and purposes of each of CVF and NEK and 30 V.S.A. Chapter 82.

Each municipal member of NEK and CVF shall automatically and without further action become a member of the Merged CUD after the merger and shall retain all rights of its membership in a Communications Union District and under the Bylaws, including having a seat on the Governing Board as mentioned above.

The Merged CUD shall succeed to all assets, rights, liabilities, and contracts of NEK and CVF, and shall satisfy or assume all of their obligations. Specifically:

- (1) All assets of whatever kind, owned, claimed, or held by each district shall become vested in and become assets owned by the Merged CUD without any further act, deed, or instrument being necessary. Contract rights possessed by NEK and CVF (and all attendant obligations) shall vest in the Merged CUD without reversion or impairment.
- (2) The Merged CUD shall assume and be obligated to pay or otherwise perform each and every lawful obligation, debt, claim, bonded indebtedness, and other liability of NEK and CVF without any further act, deed, or instrument being necessary.
- (3) The Bylaws attached to the Final Merger Plan shall go into effect as the Bylaws of the Merged CUD.

The following consents and notices are anticipated to be required as a result of the merger, which shall be pursued either before approval of the Final Merger Plan or afterwards, as appropriate:

- (1) Consents by counterparties of CVF contracts and grantors of grants received by CVF, if required to allow for the merger.
- (2) As CVF holds a Certificate of Public Good from the Vermont Public Utility Commission as a non-dominant provider of communications services, post-merger notice within two weeks of approval of the Final Merger Plan.

No other consents from governmental or private entities are anticipated, but it is possible such consents may be discovered after approval of this Plan. If so, such consents shall be obtained before the Governing Boards are asked to approve the Final Merger Plan.

#### **E. MERGER AGREEMENT**

The Merger Agreement in no way obligates either of the Governing Boards or any of their member municipalities to make any specific decision regarding the merger. Rather, it provides a way for NEK, CVF, their Governing Boards, their municipal members, and all other stakeholders to understand their rights and obligations. Specifically, the Merger Agreement provides for the following regarding the effect and process of the merger:

- (1) Agreement by NEK and CVF regarding their respective rights and obligations during the merger process and regarding the effect of the merger as outlined above.
- (2) Representations and warranties by each of CVF and NEK regarding their current status. These representations and warranties allow each of the parties to understand the assets, liabilities and obligations that will pass to the Merged CUD, and provide

a baseline set of assumptions about the status of each party that is a necessary precondition to the merger.

- (3) Covenants by each of them as to how they will (a) cooperate with one another to complete the merger, if approved by the Governing Boards and (b) preserve their operations until the merger is completed.

The Merger Agreement also provides that, after the merger, understanding the post-merger structure outlined above shall be an ongoing obligation of the Merged CUD and, until the first annual organizational meeting of the Merged CUD, may be enforced by any municipal member.

The Merger Agreement may be terminated (1) at any time by mutual written consent authorized by the Governing Boards, (2) by either party if the other party has breached any of the representations, warranties, obligations, covenants or agreements of the Merger Agreement and the breach is not cured within fifteen (15) days after notice, or (3) by either party if the merger has not been completed by October 1, 2024.

## **F. CONTACTS**

Municipal members and other stakeholders will have questions during the process, and during the time this Plan is developed by a joint committee of NEK and CVF into a Final Merger Plan. Members and stakeholders are encouraged to speak amongst themselves, contact NEK and CVF, and provide feedback and ask questions. Please direct all input and questions to the following contacts for NEK and CVF:

CVF:            preliminarymerger@cvfiber.net  
NEK:            preliminarymerger@nekbroadband.org

**ATTACHMENT 1 TO THE PRELIMINARY MERGER PLAN OF  
NEK COMMUNITY BROADBAND**

**AND**

**CVFIBER**

**Revised Bylaws**



# GOVERNING BOARD BYLAWS

## SECTION 1. PURPOSE

Whereas, NEK Community Broadband dba Northeast Central Broadband (the “District”) has satisfied the requirements of said Act to qualify as a Communications Union District (“CUD”), and whereas, in accordance with 30 V.S.A. § 3082a, CVFiber has been lawfully merged into the District, therefore the District Governing Board (the “Board” or “Governing Board”) shall exist for the purpose of carrying out the roles and responsibilities described in said Act or any subsequent amendments.

**SECTION 2. TERMS AND NAME.** The District has submitted an Assumed Business Name Registration with the State of Vermont to do business as Northeast Central Broadband. As used herein, the term Town shall be understood to mean any member Town or City, and the term Select Board shall similarly imply either a Select Board or City Council, as appropriate. The term Brand Area shall refer to the areas originally covered by each of the District’s two brands as depicted at Appendix A to these Bylaws.

**SECTION 3. ORGANIZATION.** The District Governing Board consists of the delegates as appointed by the Select Board of each District member Town. The Select Board of each member Town shall appoint a primary delegate and one or more alternate delegates. Each such duly appointed delegate becomes a member of the Governing Board by presenting a letter of appointment from his or her Town’s Select Board effective upon notification of the appointment being received by the Clerk and accepted by the Board. Each such duly appointed delegate is required to sign a confidentiality agreement and to disclose any known potential conflicts.

**SECTION 4. REGULAR MEETINGS.** The Governing Board shall hold its annual organizational meeting on the second Thursday in May. In addition, the Board will establish a schedule of four regular meetings per year of the Board. The election of Executive Committee members and Officers shall occur at the annual organizational meeting.

**SECTION 5. SPECIAL MEETINGS.** Special Meetings of the Board may be called at any time by the Chair, or shall be called by the Clerk upon written request of members of the Board representing the lesser of either (a) a majority of the member Towns or (b) twenty (20) Towns. Except in case of emergency, each member of the Board shall be given at least 24 hours’ notice of any special meeting in accordance with the Vermont Open Meeting Law.

**SECTION 6. QUORUM.** For the purpose of transacting business, the presence of delegates representing more than 50 percent of the votes then eligible to be cast, shall constitute a quorum.

**SECTION 7. RULES OF PROCEDURE.** Except as otherwise provided by law, or as may be agreed upon by the Board, Robert’s Rules of Order shall govern at all meetings.

**SECTION 8. VOTING.** Each member Town shall be entitled to cast one vote by a delegate present. Except as otherwise provided herein, or in the Enabling Legislation, a majority of the votes cast shall be required to approve any action.

**SECTION 9. TERMS OF OFFICE.**

Governing Board: The member Town delegates who make up the Board shall each be appointed by their Select Boards to serve for one year, from one annual meeting to the next, or until their successor is duly appointed.

Executive Committee: Executive Committee members shall be elected for staggered terms of 3, 2, and 1 years respectively. Executive Committee members shall be eligible to be reelected to successive terms without limit.

Officers: The Chair and Vice Chair shall be elected to such officer position for 1-year terms and are eligible to be reelected to successive officer terms without limit.

**SECTION 10. ELECTION OF EXECUTIVE COMMITTEE AND OFFICERS.** The Board annually shall elect from among its members a Chair, Vice-Chair, and, as needed, at-large members of the Executive Committee. The Chair and Vice Chair shall be from different Brand Areas unless one or the other Brand Area does not put forth a candidate. The Board may also elect other Executive Committee members, as it deems appropriate, for the conduct of its business.

**SECTION 11. CHAIR.** The Chair shall preside at all meetings of the Board and Executive Committee. The Chair shall also perform the entire duties incident to the position and office.

**SECTION 12. VICE CHAIR.** During the temporary absence or inability of the Chair to perform their duties, the Vice Chair shall perform such duties. If the vacancy becomes permanent due to death, disability, resignation or removal, the Vice Chair shall serve as acting Chair until the vacancy is otherwise filled by the Governing Board or until the next annual meeting, and a new acting Vice Chair shall be selected by the Executive Committee to fulfill the duties of the Vice-Chair role on a temporary basis until confirmed at the next Governing Board meeting.

**SECTION 13. CLERK.** The Clerk shall be elected annually by the Governing Board and may be a voting member of the Executive Committee. The Clerk may, or may not, be a member of the Governing Board. The Clerk shall execute all duties assigned to the Clerk by the Enabling Legislation. They shall have custody of the public records of the District and shall record all votes and proceedings of the District, including meetings of the District and meetings of the Governing

Board. The Clerk shall also prepare and warn all meetings of the Governing Board in accordance with Vermont law and shall cause the annual report approved by the Governing Board to be distributed to the legislative bodies of the member municipalities. The Clerk shall also perform all the duties and functions incident to the office of a Clerk or clerk of a body corporate.

**SECTION 14. TREASURER.** The Treasurer shall be appointed annually and as needed by the Executive Committee and shall be an ex-officio, non-voting member of the Executive Committee and Finance Committee. The Treasurer may not be a member of the Governing Board. The Treasurer shall have the custody of the funds of the District and shall be the disbursing officer of the District. When authorized by the Governing Board, the Treasurer shall sign, make or endorse in the name of the District all checks and orders for the payment of monies as may be required to carry out the business of the District, as well as any and all valid contracts to which the District is a party, and pay out and disburse the same.

**SECTION 15. EXECUTIVE COMMITTEE COMPOSITION.** The Governing Board shall elect from its membership an Executive Committee consisting of up to 16 representatives and no less than 9 representatives. The original Executive Committee shall be comprised of the full Executive Committees of each of the Brand Areas. The Executive Committee shall assign from within its ranks two members of the Finance Committee, one from each Brand Area. The Executive Committee may assign from within its ranks two Brand Area ambassadors, one from each Brand Area. The Executive Committee may assign from within its ranks two Digital Equity Champions. Each county with more than one member shall be represented on the Executive Committee by at least one member from the county. In addition, the Treasurer and Executive Director are ex-officio, non-voting members.

At all meetings of the Executive Committee, a majority of the full number of voting members of such Committee shall constitute a quorum. All completed actions by the Executive Committee shall be reported for discussion to the Governing Board at its next meeting succeeding such action. At that meeting, the Governing Board shall affirm receipt and confirm no revision or alteration to such report, or append comments. The actions shall be subject to revisions or alterations by the Governing Board, provided that no acts or rights of third parties shall be affected by any such revision or alteration.

The Executive Committee shall strive for consensus of all members by ensuring that all members have ample time to voice their opinions and any concerns.

**SECTION 16. GOVERNING BOARD AND EXECUTIVE COMMITTEE POWER AND AUTHORITY.** During the intervals between the meetings of the Governing Board, the Executive Committee shall possess and may exercise all the power and authority of the Governing Board (including, without limitation, all the power and authority of the Governing Board in the management, control and direction of the financial affairs of the District) except with respect to those matters reserved to the Governing Board, in such manner as the Executive Committee shall deem best for the interests of the District, in all cases in which specific directions shall not have been given by the Governing Board.

The matters reserved to the Governing Board include the power to (1) amend the Articles of Incorporation and these Bylaws; (2) set the budget; (3) make any amendments to the budget exceeding the major purchase limits approved in the procurement policy; (4) hire and fire the Executive Director of the District; (5) incur major unbudgeted debt exceeding the major purchase limits approved in the procurement policy; and (6) make major structural decisions, such as decisions that change the way the organization is going to operate, major branding changes, major pricing changes, major staffing changes, or vendor partnerships that would take on substantial work on behalf of the CUD.

**SECTION 17. VACANCY.** If the absence or inability of any of the Executive Committee members to perform their duties or exercise his or her powers becomes permanent due to death, disability, resignation or removal, the Board shall elect replacement(s) from among its membership. Executive Committee vacancies shall be filled as soon as practical after proper notice, by election at the next regular or special meeting of the Governing Board.

**SECTION 18. RECORDS.** The conduct of all meetings and public access thereto, and the maintaining of all records, books and accounts of the District shall be governed by the laws of this State relating to open meetings and accessibility of public records. Governing Board members, having an absolute right to access to any District record, shall not be subject to any fee that might otherwise be levied under open meeting regulations. Similarly, any materials deemed to be non-public, with the exception of personnel records, shall be made available to any Governing Board member upon request at no charge.

**SECTION 19. AUDIT.** The Governing Board shall cause an audit of all District accounts to be performed annually by an independent professional accounting firm or a certified public accountant.

**SECTION 20. OTHER COMMITTEES** As provided in the Enabling Legislation, the Governing Board may choose to establish other committees at its discretion for the purpose of advising the Governing Board and Executive Committee. Membership in such committees is not limited to Board members. The Finance Committee shall consist of 5-8 members and be responsible for the audit and review of the District financial statements.

**SECTION 21. REIMBURSEMENT OF OFFICERS.** Any Officer or Member of the Executive Committee shall be reimbursed for documented out-of-pocket expenses incurred in the discharge of their duties hereunder, as may be authorized by policies established by the Governing Board.

**SECTION 22. REMOVAL OF OFFICERS.** Any member of the Executive Committee may be removed by a two-thirds vote of the Governing Board (rounded up to the nearest whole number) whenever, in its judgment, the best interest of the District will be served thereby.

**SECTION 23. CONDUCT OF MEETINGS.** To the fullest extent permitted by law, the Governing Board and all committees shall be allowed to meet, transact business, provide notice and communicate by electronic and telephonic means.

**SECTION 24. INSURANCE AND INDEMNIFICATION.** To the fullest extent afforded by law, including procuring and maintaining insurance through commercial carriers or municipal risk retention groups with limits in such amounts as the Governing Board shall deem sufficient to cover foreseeable risk, the District shall indemnify and defend its Governing Board and its officers from claims allegedly arising out of actions and omissions arising in such capacity.

**SECTION 25. CONFLICTS OF INTEREST.** The Governing Board shall adopt a conflicts of interest policy, which shall be binding upon Governing Board members and all District Officers.

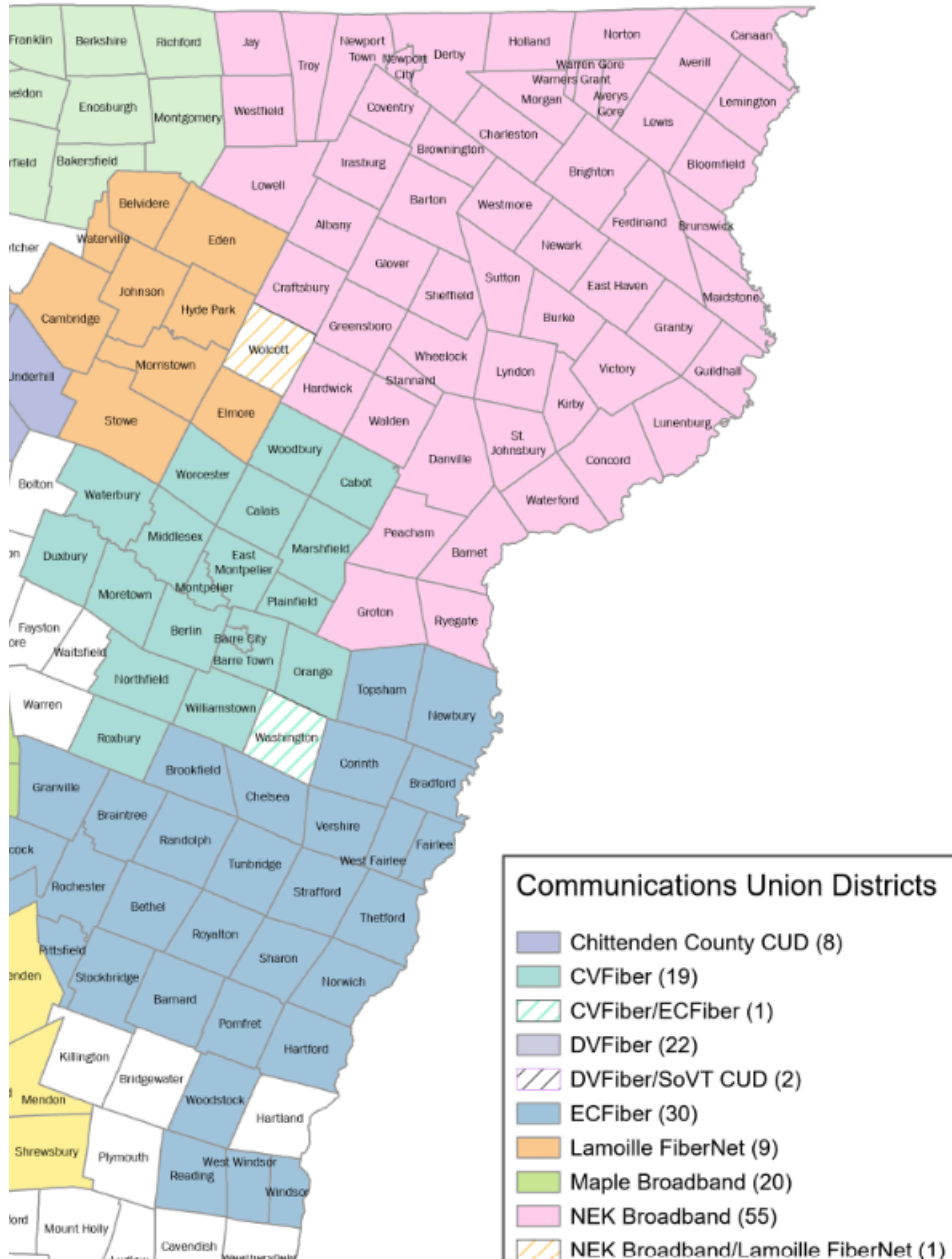
**SECTION 26. AMENDMENT.** Amendments to these Bylaws must be proposed and warned by written notice to all members before or at a regularly scheduled meeting of the Board, and to become effective, must then be adopted by two-thirds of members present and eligible to vote at the next regularly scheduled Board meeting no less than three weeks later.

**SECTION 27. SAVINGS/SEVERABILITY.** If any term or provision of these Bylaws shall be invalidated, such action shall not affect the balance of these Bylaws.

ATTEST: \_\_\_\_\_ Date:

# EXHIBIT A TO GOVERNING BOARD BYLAWS

## BRAND AREAS



## **NEK CV Merger Links for More Information**

[Execution NEK CV MERGER AGREEMENT.docx \(nekbroadband.org\)](#)

[Preliminary Merger Plan & Bylaws \(nekbroadband.org\)](#)

# **Vermont Community Broadband Board (VCBB) Budget Presentation**

**June 2024**



# Outline

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Fiscal Year 2024 operating expenditures

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Fiscal Year 2025 operating budget

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Grants out to date

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State Fiscal Recovery (SFR) ARPA allocations and obligations

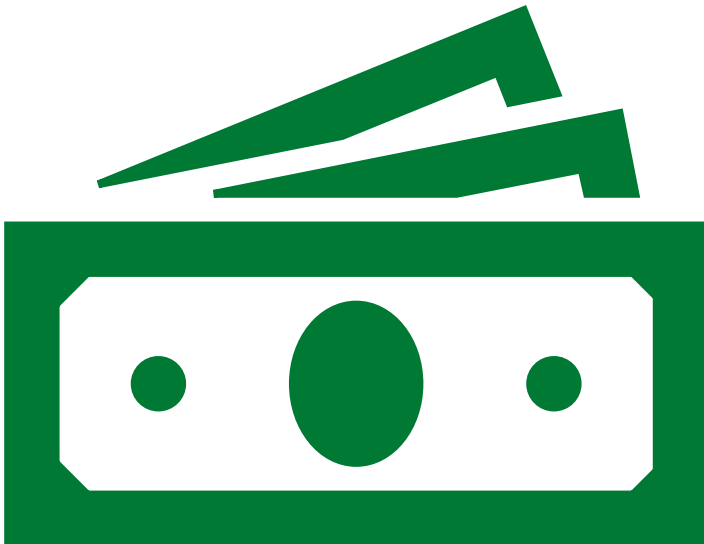
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# FY 2024 VCBB Operating Expenditures

Budget Category	FY 2024 Budget	FY 2024 Expenditures	Percent Expended
Personnel	\$1,468,753	\$1,175,415	80%
Board Costs	\$28,000	\$24,560	88%
Travel & Training	\$42,501	\$30,371	71%
Internal Service Fees	\$162,035	\$58,695	36%
Equipment & Software	\$10,000	\$4,263	43%
Supplies	\$2,000	\$2,274	114%
Miscellaneous	\$5,000	\$4,671	93%
State Contractual	\$1,896,259	\$252,896	13%
Non-State Contractual	\$2,531,039	\$758,906	30%
<b>Total</b>	<b>\$6,145,587</b>	<b>\$2,312,991</b>	<b>38%</b>

# FY 2025 VCBB Operating Budget

Budget Category	FY 2024 Budget	FY 2025 Budget
Personnel	\$1,468,753	\$1,548,436
Board Costs	\$28,000	\$35,000
Travel & Training	\$42,501	\$80,000
Internal Service Fees	\$162,035	\$113,887
Equipment & Software	\$10,000	\$35,604
Supplies	\$2,000	\$1,762
Miscellaneous	\$5,000	\$7,920
State Contractual	\$1,896,259	\$270,000
Non-State Contractual	\$2,531,039	\$3,457,096
<b>Total</b>	<b>\$6,145,587</b>	<b>\$5,549,705</b>



# American Rescue Plan Act (ARPA) Funds Summary

## State Fiscal Recovery (SFR) – \$150,000,000

- Preconstruction Grants
- Materials Allocations
- Construction Grants

## Capital Projects Fund (CPF) – \$95,000,000

- Construction Grants

# ARPA Grants Out

# DRAFT

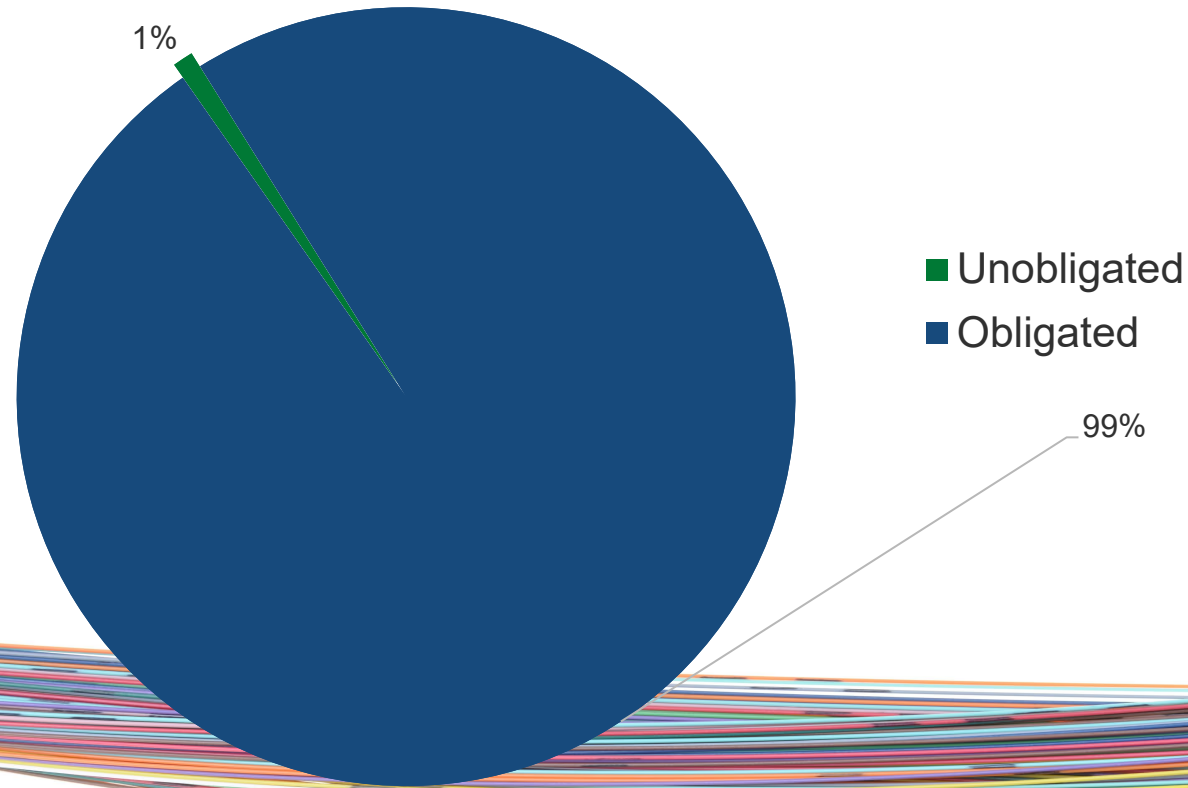
	Allocations & Approvals		Grant Agreements		
	ARPA Allocation	Board Approved	Obligated	SFR	CPF
<b>Chittenden County</b>	\$2,524,436	\$300,000	\$300,000	\$300,000	-
<b>CVFiber</b>	\$23,867,785	\$23,867,785	\$23,867,785	\$23,867,785	-
<b>DVFiber</b>	\$27,395,784	\$27,165,547	\$27,384,399	\$27,384,399	-
<b>ECFiber</b>	\$16,719,894	\$16,068,787	\$16,068,787	\$16,068,787	-
<b>Lamoille Fibernet</b>	\$17,007,251	\$16,377,899	\$16,377,899	\$2,563,363	\$13,814,536
<b>Maple Broadband</b>	\$25,241,754	\$25,241,754	\$25,241,754	\$16,241,754	\$9,000,000
<b>NEK Broadband</b>	\$72,997,164	\$47,658,003	\$47,658,003	\$47,658,003	-
<b>NWFX</b>	\$24,178,586	\$23,778,912	\$24,178,586	\$4,282,556	\$19,896,030
<b>Otter Creek</b>	\$11,880,440	\$9,896,502	\$9,896,502	\$1,349,936	\$8,546,566
<b>SoVT CUD</b>	\$9,704,164	\$9,009,085	\$9,009,085	\$9,009,085	-
<b>WCVT</b>	\$9,194,256	\$8,348,243	\$8,348,243	-	\$8,348,243
<b>Totals</b>	\$240,711,514	\$207,712,517*	<b>\$208,331,043*</b>	<b>\$148,725,667</b>	\$59,605,375

*\*Figures to be confirmed.*

*Note: ARPA Allocation figures include town match.*

# State Fiscal Recovery (SFR) Funds

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# State Fiscal Recovery (SFR) ARPA Allocations & Obligations

# DRAFT

	Allocations & Approvals		Grant Agreements		Planned	
	ARPA Allocation	Board Approved	Total Obligated	SFR Obligated	ARPA Remaining	SFR Remaining
<b>Chittenden County</b>	\$2,524,436	\$300,000	\$300,000	\$300,000	\$2,224,436	\$0
<b>CVFiber</b>	\$23,867,785	\$23,867,785	\$23,867,785	\$23,867,785	\$0	\$0
<b>DVFiber</b>	\$27,395,784	\$27,165,547	\$27,384,399	\$27,384,399	\$11,385	\$11,385
<b>ECFiber</b>	\$16,719,894	\$16,068,787	\$16,068,787	\$16,068,787	\$651,107	\$651,107
<b>Lamoille Fibernet</b>	\$17,007,251	\$16,377,899	\$16,377,899	\$2,563,363	\$629,352	\$281,652
<b>Maple Broadband</b>	\$25,241,754	\$25,241,754	\$25,241,754	\$16,241,754	\$0	\$0
<b>NEK Broadband</b>	\$72,997,164	\$47,658,003	\$47,658,003	\$47,658,003	\$25,339,161	\$0
<b>NWFX</b>	\$24,178,586	\$23,778,912	\$24,178,586	\$4,282,556	\$0	\$0
<b>Otter Creek</b>	\$11,880,440	\$9,896,502	\$9,896,502	\$1,349,936	\$1,983,938	\$559,111
<b>SoVT CUD</b>	\$9,704,164	\$9,009,085	\$9,009,085	\$9,009,085	\$695,079	\$695,079
<b>WCVT</b>	\$9,194,256	\$8,348,243	\$8,348,243	-	\$846,013	\$0
<b>Subtotal</b>	\$240,711,514	\$207,712,517*	\$208,331,043*	<b>\$148,725,667</b>	\$32,380,471	<b>\$2,198,334</b>

Obligated + Planned	\$150,600,052
Admin	\$100,000
Total	\$150,700,052

\*Figures to be confirmed.

Note: ARPA Allocation figures include town match.

# Recommendations

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Allow CUDs to apply for remaining allocated funds for preconstruction, materials, or construction.



Encourage CUDs to apply for remaining funds by no later than August.



#	Priority	Item	Date entered	Assigned to	Resolution and date
67	2	The Board would like an update on the Ookla reporting project at a future meeting	04/01/24	Christine Hallquist	Will present to the Board at the July meeting
63	1	Update from the Digital Equity Officer on what other states are planning to do about affordability now that the ACP is ending.	03/25/24	Britaney Watson	Present to the Board in the July meeting.
62	2	Create cross-referencing between the reporting requirement under the constructions standards and a policy on reporting.	03/25/24	Toni Clithero	
59	1	Prepare a memo that addresses a conflict if one arises between the Board policies and preexisting grant agreements	03/25/24	Toni Clithero	
58	1	Prepare a memo explaining that they intend the Board Policies apply to grant holders over and above whatever standards are applied by the FCC	03/25/25	Toni Clithero	
57	2	Act 71 and BEAD differential list -	03/11/24	Toni Clithero	Providing a presentation at the May 13 Board meeting by Joanne Hovis from CTC and will follow up with document after.
55	1	Present updated information as to ARPA funds remaining (Plan B	03/25/24	Rob Fish	Will include in April 1 Board packet –Board has requested further information in the May 13 meeting. Will close this item at the June Board meeting.

		for ARPA money, verify that changing funding source from ARPA CPF to SFR is permissible, get CUD reactions.)			
51	2	Application scoring criteria policy	11/13/23	Staff	Awaiting approval from the NTIA.
35	1	Patty Richards to lead the Board in a response to the auditor's report	04/10/23	Dan Nelson/Christine Hallquist	Completed response, currently awaiting finalization of Board Policies.
40	1	Develop recoupment policy for the VCBB funded network and components	07/18/23	Holly Groschner/Christine Hallquist	Policy is in revision. Meetings to be scheduled.
53	2	Develop Cross-reference table with definitions	03/25/24	Christine	Will include in May Board meeting packet
54	1	Develop a reporting policy and document w/ schedules	03/25/24	Christine	Completed. Included in the May Board packet.
56	2	Cumulative dashboard for Grants	03/11/24		<a href="https://arcgis.com">Explore VCBB (arcgis.com)</a>
64	1	Is the Board's conditional approval of ARPA funds to CUDs for BEAD match constitute an obligation sufficient under ARPA? (even if the grant is contingent upon BEAD approval?)	04/01/24	Toni Clithero	If in a grant agreement, yes.
52	2	Is Ookla data sold to third parties? Do users have an opt-out?	02/12/2024	Toni	Yes and there is no opt out and all ISPs require some form of speed testing upon installation of service. To address the Board's consumer privacy concerns, Staff declined to proceed with a contract to Ookla. Staff have, however, arranged to

					support the CUDs' requests for this information through its consultant, Stone Environmental.
66	1	Board members would like a statement from CTC about how Vermont is doing on this relative to what they're seeing elsewhere (Joanne Hovis).	04/01/24	Christine Hallquist	Completed (presentation at May 13, 2024 meeting)
68	2	Change lien policy to recoupment policy	04/01/24	Toni Clithero	Name has been changed
60	1	Prepare a redline version of the Grantee Agreement Policy for the Board to consider at the next meeting.	03/25/24	Toni Clithero	Complete. Policy has been approved.
41	1	Policy for certification of Grantee compliance to Performance and Operating Standards	07/18/23	Christine Hallquist	Approval of Construction standards complete. Will have this policy In place by the May Board meeting.
39	1	Develop Grantee agreement that VCBB will operate the system in the event of failure to comply	07/18/23	Christine Hallquist	Completed
37	1	Develop Construction Standards <sup>1</sup>	07/18/23	Dan Nelson/Christine Hallquist	Completed
38	1	Annual Report Submission List <sup>2</sup>	07/18/23	Christine Hallquist	Included in the Board Policy that will be submitted for approval at the 2/12/2024 meeting

<sup>1</sup> Include open architecture policy, safety, reporting process on compliance and detailed description for each attribute. Staff process required for compliance to Board policy.

<sup>2</sup> Identify all criteria, including how to address affordability, geographic diversity, Universal Service, operating standards, and reliability. Staff process required for compliance to Board policy.

48		Policy development Timeline, if needed	11/13/23	Patty	Completed
47		Process for Approval of Working Group Policy drafts	11/13/23	Rob V/ Patty	Completed
44		Letters/memos to House and Senate Appropriations Committees		Christine Hallquist	Completed
42	1	Produce an overlay of the BEAD and ARPA timelines and the grant request timelines in the upcoming work of the Board.	09/11/23	Board	Completed
49		Develop an RFP for Government Affairs to bring on someone prior to January 01, 2024 and determine funding source	11/13/23	Staff	Completed
43	1	Propose strategy for Government Affairs	09/11/23	Christine	Completed- Government Affairs contractor hired – will tailor strategy suited for individual committees
45		Revise September 11 meeting minutes	11/13/23	Staff/	December meeting
46		Create folder on VCBB website for Board Policies, starting with Ex parte Communications	11/13/23	Patty Richards	Patty sent memo to Board members
36	1	Determine what restrictions exist for ex parte communications	07/18/23	CH	Passed policy at 09/11/23 meeting
26	1	Establish policy to address issue of enforceability with any of the partners and the CUDs.	8/22/22	CH	Policy discussion to be held at 4/10/23 meeting. This is now part of the Board Policy discussions related to the Auditor's report.

29		Include placeholder for budget update, dashboards, and policy and goals discussion to all Board Meeting Agendas	11/03/22	CH	Budget and Dashboards addressed at January and February Board Meetings Christine will confirm with Patty what Board expectations are for the policy and goals discussion
24	1	Invite to the Federal Delegation to future Board Meeting	8/8/22	CH	Delegation will be invited to the January Board meeting
22	3	VCBB's approach to mapping and strategy for challenging the FCC.	6/14/22		Presented initial strategy 12/12/22. A Federal Program Officer at the NTIA will be needed to work on this with and that has finally been announced as Clay Purvis from the Public Service Department. He will be invited to January meeting.
28		Finalize subsequent overbuild policy and data policy.	10/31/22		This is addressed in the VCBB Data and Overbuild Policy submitted to the Board for continued discussion at the 12/12/22 meeting.
32		Alignment of VCBB Mission Statement based on Act 71	11/14/22	CH	Patty Richards to lead this 12/12/22.
25	2	Host workshop for the CUDs on Uniform Guidance	8/8/22		Completed December 7th
30		Adjust timing of Board Packet to at least 5 business days before the Board Meeting	11/03/22		Plan to start new schedule in January
33		Create a Communication Procedure Plan for Board notifications of updates from Staff (press releases, legislative presentations,	11/14/22		Completed in the November 28 Board meeting.
34		Discussion regarding development of a separate website			Staff recommends we continue with the current website which follows state protocols.

27		Board requested that a grant agreement template be shared	10/31/22	CH	Item closed – agreement was shared
23	1	Define audit criteria and post award grant reporting and review process for grantees/CUDs	8/8/22	CH	Item Closed - Compliance Recommendation Memo presented October 31 <sup>st</sup> . Additional reporting requirements will be shared once the new form is updated and staff will create a dashboard for tracking.
18	1	Signature Authority of Executive Director	03/28/22	CH	Closed. Approved in July.
19	1	Policy around hiring staff	03/28/22	CH	Closed. Approved in July.
21	1	Invite to Doug Farnum to future Board Meeting	6/14/22	CH	Attended August 8 <sup>th</sup> meeting.
20	3	Recommendation for designation of an entity for Digital Equity & Affordability Office	03/28/22	board	Closed. This is being addressed by the Governor's office per a directive from the NTIA. This falls into the responsibility of the VCBB as a subset of the IJA program.
8	2	Policy on "Material Default" see §8086(c)(2)	11/1/21	CH	Closed. Issue has been resolved through legislation.
5	3	VCBB Dashboard – to be shared monthly to show progress. What are the milestones?	11/1/21	CH	Closed. Stone Environmental has presented its proposal and the software platform meets the needs.
16	1	Provide Board with impact of Commitment letter	02/14/22	CH	Closed with material pre-purchasing proposal.
17	2	Statewide marketing collaboration with VCUDA	02/14/22	CH	Closed. VCUDA is not interested.
15	2	Provide Benchmarks for what telecom companies spend on Marketing	02/14/22	CH	Will research and present back on 3/14/22 Board meeting
1	1	Budget	10/18/21	CH	Completed. 2021 budget approved. 2022 will be presented in March.

2	1	Overbuild – what is the standard (20% of total served?)	11/1/21	CH	Completed. See Construction RFP Definition
3	2	Business Plans – what is the scope? Will they be updated before construction grants?	11/1/21	CH	Completed. The updated business plans will be included in the Construction RFP responses.
6	3	Fiber purchase – VCBB involvement? authorization? Status?	11/1/21	board	Completed
7	1	Make Ready Construction – policy: part of §8085 grants or not?	11/1/21	RF	Policy established. Make ready construction will be part of the construction grant program.
9	2	Revisiting timeline for VCBB – construction RFP & reporting timelines	11/22/21	CH	Completed. Part of the construction RFP. RFP approved by the Board on 01/03/22
10	2	Sequence assumptions for preconstruction and construction & reporting timelines	11/22/21	CH& board (LS)	Completed. Part of the Construction RFP. RFP approved by the Board on 01/03/22
11	2	DPS 2021 Map – Unserved	11/1/21	CH/Legal	Completed
12	1	Confidentiality. Grant Agreement Art 5 (state standard). Is the product of a grant a “public document” – e.g. will we post construction plans?	11/1/21	Board LS/HG	The RFP and construction schedules will be public.
13	2	USP & contiguous CUD construction- policy	11/22/21		Completed. Addressed in the Construction RFP.
14		Legislative Consideration – Purchase of consolidated services/goods	11/29/21		Not needed.

