



## Vermont Community Broadband Board Meeting Monday, September 9, 2024 – 12:00pm – 4:00pm

### AGENDA

This meeting is being held virtually.

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

Join by Phone: [+1 802-828-7667](tel:+18028287667), [7269070#](tel:+18028287667)

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

| No. | Time    | Agenda Item  | Category | Page #'s     |
|-----|---------|--|----------|--------------|
| 1.  | 12:00pm | Call Meeting to Order, Roll Call, Approval of Agenda   |          | 1            |
| 2.  | 12:05   | Minutes Approval – 08.12.2024  |          | 2-9          |
| 3.  | 12:15   | Public Comment – Christine Hallquist   |          |              |
| 4.  | 12:20   | KPI Scorecard Update – Christine Hallquist, Alexei Monsarrat <i>Executive Session pursuant to 1 V.S.A. s. 313 (a)(6), which protects records exempt from the access to the public records law.</i> | ARPA     | Confidential |
| 5.  | 12:45   | Approval of Lamoille FiberNet/OCCUD/SoVT CUD Sustainability plan – Lisa Birmingham   | ARPA     | 10-19        |
| 6.  | 1:05    | Act 71 Grant Amendments: Otter Creek, SoVT – Kristina Sweet  | ARPA     | 20-23        |
| 7.  | 1:25    | NEK CUD Grant – Alexei Monsarrat   | ARPA     | Confidential |
| 8.  | 1:55    | Chittenden County CUD Grant – Alexei Monsarrat   | ARPA     | Confidential |
| 9.  | 2:25    | Priorities for remaining ARPA Funds/Connectivity Initiative – Rob Fish   | ARPA     | 24-29        |
| 10. | 2:55    | Legislative agenda – Christine Hallquist   |          |              |
| 11. | 3:10    | Parking Lot – Ginny Raboin   |          | 30-46        |
| 12. | 3:20    | BEAD Timeline Update – Alexei Monsarrat  | BEAD     | 47           |
| 13. | 3:25    | VCUDA Update – Rob Vietzke   | ARPA     |              |
| 14. | 3:35    | Public Comment – Christine Hallquist   |          |              |
| 15. | 3:40    | Confirm next meeting date October 14, 2024, Virtual  |          |              |
| 16. | 3:45    | Board Review – <i>Executive session pursuant to 1 V.S.A. s.313(a)(3) (3), authorizing a public body to hold an executive session to consider personnel matters.</i>                                |          |              |
| 17. | 4:00pm  | Adjourn  |          |              |

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

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

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

Patty Richards called the meeting to order at 12:02 pm, and completed roll call:

| <b>In Person</b>         | <b>Virtually</b>                             |
|--------------------------|--|
| Patty Richards           | Brian Otley                                  |
| Dan Nelson               | Laura Sibia (Joined @12:03pm, Left @ 2:35pm) |
| Holly Groschner          | Christine Hallquist – Staff                  |
| Rob Fish - Staff         | Herryn Herzog – Staff                        |
| Toni Clithero – Staff    | Ginny Raboin – Staff                         |
| Alexei Monsarrat – Staff |  |
| Kristina Sweet – Staff   |  |
| Alissa Mathews – Staff   |  |
| Lucie Fortier – Staff    |  |

The Chair moved to approve the agenda, seconded by Ms. Groschner and called for discussion. Mr. Fish noted an additional Public Comment on the agenda and suggested removal. Ms. Richards struck item 7 from the agenda. With no other changes or discussion, on a vote of 5-0 the modified agenda was approved.

- 2. Minutes Approval** – The Chair made a motion to approve the minutes of 07.29.2024 Special Board Meeting, seconded by Dan Nelson and called for discussion. Ms. Richards noted all board members were in attendance. With no discussion the minutes were approved unanimously 5-0.
- 3. Public Comment** – Mr. Fish called for Public Comment, with none, Public Comment was closed.
- 4. BEAD Timeline Update** – Mr. Monsarrat shared that Volume 2 was officially approved by the NTIA. With respect to the timeline, he explained it may shift as Staff awaits final approval of the challenge data and cleaning up of the remainder of the ARPA Grants so those addresses can be removed from the BEAD map. The posting of the BEAD RFA will be released next week and Staff is hopeful that will provide ample time for public viewing and comments. A series of trainings will be offered in late August. Staff will be hosting workshops on the requirements of BEAD, reviewing preproposals, and will post the final project area in early November. The full proposal window will open the end of November and stay open approximately six weeks. Mr. Richards asked if the workshops will be dispersed across the State. Mr. Monsarrat advised they would be virtual webinars and scheduled office hours for any

questions that arise. Mr. Monsarrat indicated the role of the BEAD Support consultant will offer staffing support, trainings, sub recipient selection process, mapping and explained as the applications are being reviewed there will be many different scenarios to be reviewed. Ms. Sibilía asked for confirmation that office hours will be held centrally located to reduce travel restraints. Mr. Monsarrat noted there are no requirements for office hours to be in person and that VCBB will host virtual meetings.

**5. Affordability Policy Presentation-** Ms. Hallquist provided a brief introduction and shared her support of this policy. Ms. Groschner noted the work on this policy began in August 2023 and thanked the Board, Staff and Grantees for their patience and support. Ms. Groschner reiterated that the goal of government funding is focused on affordable broadband, and that the VCBB is accountable to evaluate whether the federally funded programs have been able to provide broadband that is affordable for Vermonters. The policy focuses on the balance with sustainable business plans and efforts to implement affordability. This policy seeks to hold the VCBB accountable to continue the conversations on affordability. Ms. Richards remarked that after reading the revised policy she was pleased with the revisions. Ms. Clithero noted there were minor revisions that were raised during the public hearing and brought those revisions forward. Ms. Sibilía noted that affordability is one of seven areas where the board is accountable and shared her support of the current policy. Mr. Nelson noted a further revision on 2 (ii) (c) to remove the word “average” to alleviate driving the average down after discussion the board agreed to the suggested revisions. With no further discussion, Ms. Richards made a motion to approve the affordability policy, (the red lined version with the changes made by the Board), seconded by Ms. Groschner. Ms. Groschner noted for Staff that this is the opportunity to implement the policy by ensuring Board review is looked at carefully to be sure the VCBB is holding itself accountable. She requested that Staff articulate their analysis and shared her appreciation. On a unanimous vote of 5-0 the Accountability Policy for Affordable Broadband Service was approved.

**6. Sustainability Plan- Lamoille FiberNet, OCCUD, SoVT CUD –** Ms. Hallquist opened with thanking the CUDs (Lamoille FiberNet, Otter Creek and Southern VT) for agreeing to participate in the sustainability plan which was a requirement of the grant agreement as well as thanking the cooperative work of Lamoille FiberNet and Consolidate. Ms. Birmingham, Lamoille FiberNet noted all three CUDS worked on this plan in collaboration and explained as a condition of the grant agreement a sustainability plan was created that had four elements: governance and succession planning, compliance and oversight, revenue opportunities and program planning extending over 10 years. Ms. Groschner noted this information is being shared publicly and asked if since it was sent under confidential cover if it should be reviewed in Executive Session. Ms. Clithero advised the information was in draft form with agreements that are not signed thus it was important to deliver the material

under confidential cover. Ms. Richards reiterated the importance of all materials for Board review are sent with the Board packet if not, they risk not being seen. Ms. Birmingham advised her presentation was informing the Board of the Sustainability Plan the CUDs have reached with Consolidated ahead of their request in this meeting for additional funding for the final phase of their Universal Service Plan (USP). To request the remaining ARPA funds the sustainability policy needed to be presented as an underlying condition of the grant to amend it. Ms. Richards welcomed the presentation. Ms. Birmingham continued in the presentation to share the overview of the 10-year strategic collaborative plan that calls for a biennial review of governance and compliance. The approved Master Services Agreement with Consolidated covers change of ownership, asset transfers, defaults and non-renewals through 2044. Lamoille FiberNet executed a MOU with OCCUD and SOVTCUD in 2024, reached an agreement with CCI to fund administration and compliance from 2027 through 2034 and in July 2024 the LFCUD and OCCUD boards approved the 10-year Sustainability Plan. Ms. Birmingham reviewed the 10 Year Sustainability Plan Board in detail. Ms. Groschner responded to the presentation noting the work that went into this plan and recognizing the citizens of the towns are listening to what is promised and ensuring it's delivered. Ms. Groschner noted for the record this plan is sustainability for the CUD and not sustainability of the business plan as part of grant obligations and asked the staff to review sustainability of a business plan consistently. After continued discussion the Board asked the Mr. Dorsey, SoVT CUD and Ms. Black, OCCUD if they objected to discussing the budget in open session, both confirming no objections. Ms. Sibia noted she agreed with Ms. Groschner around the sustainability of business plans and encouraged staff to take that seriously. Ms. Sibia continued stating it is in everyone's best interest to ask CCI to make a onetime payment at the beginning because they had already received the value of the public investment to expand their network. After continued discussion Ms. Richards asked for a spot on the next months agenda to have discussion and questions. Ms. Sibia asked if the Board needed to approve of this plan. Ms. Clithero noted the conditions under the grant agreement have been fulfilled and the Board will need to approve of the Sustainability Plan.

**7. Public Comment – Removed**

**8. VCUDA Update** – Mr. Vietzke shared the work with CCI docket continues, they have a working group focusing on detailed policy work needed around affordability and developing formulas and criteria for consumers, subsidies and providers ensuring all needs and sustainability requirements are met. Mr. Vietzke continued to share they are preparing for future programs for fall and into the winter.

**9. Board Approval for use of DocuSign for per diem expenses** – Ms. Fortier proposed to the Board to consider the process of using DocuSign for invoices to

expedite requests. After brief discussion, recognizing formal Board approval isn't necessary the Board came to the consensus to follow the process as explained.

- 10. Parking Lot Update** – Ms. Raboin updated for the Board the parking lot items completed items 85, 81, 80, 75, 72 and shared the items 87, 62, 59, 58, and 69 that are currently in progress and Staff anticipate addressing in the September Board meeting.
- 11. November 11 – Veterans Day Propose to reschedule 11.04.2024, 11.12.2024 or 11.18.2024** Ms. Raboin noted the November Board meeting is on a holiday and proposed moving the meeting to either November 4<sup>th</sup>, 12<sup>th</sup>, or 18<sup>th</sup>. The Chair confirmed availability of the Board members and moved the November meeting to November 18, 2024, virtually.
- 12. Confirm next meeting date September 9, 2024** – The Chair confirmed the next meeting September 9, 2024, virtually. Ms. Groschner informed the Board she would not be present.
- 13. Public Comment** – Mr. Fish opened public comment. Ms. Sibia noted Mr. Vietzke, VCUDA had indicated earlier wanting to make a comment. Mr. Vietzke, VCUDA complimented the expanded schedule of the BEAD Timeline and noted VCUDA is looking forward to working on some of the detailed questions about the workshops and scheduling items. With no other comments the Chair closed public comment.
- 14. Broadband Grant Amendment Applications: DVFiber, ECFiber & Lamoille FiberNet** – Ms. Sweet noted three applications were received for broadband grant amendments for the CUDs to use the remainder of their ARPA funds allocated to their Universal Service Plan. Ms. Sweet continued to summarize the amendments and request for funds. DVFiber requested \$11,385 to cover administrative and overhead costs, ECFiber requested \$651,107 anticipating the Construction Grant Funding to be exhausted during stage III of the nine-stage project before returning to the bond market and Lamoille FiberNet requested \$629,352 this will allow Lamoille FiberNet to complete their Universal Service Plan by the end of 2025 and will not need to apply for state match or BEAD funding. Lamoille FiberNet will seek to de obligate \$55,570 of their BEAD Subrecipient Support Grant. Ms. Groschner asked if this was all ARPA funding, Ms. Sweet advised it was. Ms. Groschner asked the remainder of the ARPA allocation. Ms. Sweet noted there are other CUDs are applying for their remainder and by the end of September there would be \$0 to obligate under SRF funding and \$2.6 million under the CPF funding. Mr. Fish noted there will be a proposal for the remaining \$2.6 million in the next Board meeting and anticipates that number would increase by a million and a half. Ms. Groschner asked for recommendations from Staff and noted these grant conditions are becoming increasingly a focus. Ms. Sweet advised the grant amendment applications seem

straight forward; Staff is not seeing any red flags. Ms. Groschner noted the Board has not reviewed KPIs. The Chair asked for clarification if this was an update or recommendation. Mr. Otley asked to table this discussion until after the KPI's have been reviewed by the Board in this meeting. The Chair advised she would not act on any information that was provided in the Confidential Information sent out under cover on Friday, Ms. Groschner concurred. With continued discussion the Chair changed the order of the items to review the KPI's prior to acting on the Broadband Grant Amendments. Ms. Sibilia stated she had a conflict and needed to leave at 2:30pm. The Chair asked Ms. Hallquist to move the conversation to KPI.

15. NEK/CV Grant Amendment – *Executive Session pursuant to 1 V.S.A. s. 313 (a)(6), which protects records exempt from the access to the public records law.* Ms. Shute requested the approval of the assignment of all CVFiber VCBB grant contracts to NEK Broadband dba NEKCV. The governing boards made a motion to approve the final merger on August 15 barring any new information. The second part of the amendment request is to be able to transfer up to \$6 million in inventory and make ready work from the construction grant to either the preconstruction or materials grant of the merged CUDs. There is more than 400 miles of inventory that was purchased in the construction grant that is not currently needed. Ms. Groschner asked since preconstruction doesn't involve materials if the request is the amount of dollars allocated for construction to be moved to preconstruction. Ms. Shute noted that make ready work is in the construction grant and moved to the preconstruction grant and advised 95% is complete. Ms. Shute noted they are not merging their construction grants and until or unless they get the BEAD funding because they do not know they have funding for the whole 71 town district. They are keeping the construction grants separate to be sure they are allocating the funds to the service area appropriately as well as utilizing the 400 miles of inventory that is being stored, some of which with warranties that are in process. It is unknown at this point what the BEAD allocation could be and how much inventory will stay in the CVFiber district. Ms. Shute continued this model was a concept that VCBB authorized previously, the ability to move funding from one type of construction to preconstruction or materials as necessary to meet the needs of the CUD, the proposed approach is in alignment with that concept. Ms. Groschner asked if the preconstruction grants are moving. Ms. Shute stated the preconstruction grant will become a 71 Town preconstruction grant under the name NEK Community Broadband dba NEKCV. Ms. Clithero noted for the record the DBAs are three separate Northeast Central, NEK Broadband and CVFiber, not NEK/CV Fiber. Ms. Shute noted the branding process will begin after they have gone through the BEAD process. The DBA will be NEKCV, and they have secured nekcv.org, after BEAD they will proceed with combining the brand. Ms. Groschner referenced CVFiber document stating reduced the remaining number of miles to build to roughly 60 and asked how it impacts universal service in that district. Ms. Shute responded universal service is more achievable together than it was individually, and the original grant provided for 2101 eligible addresses, the current grant provides for 2101 addresses taking areas from the original grant and allowed for other unserved places advising they were able to get to 2101 eligible passings with fewer miles. Ms. Shute continued to note with rural electrification and using the hypotenuse of two

location they saw a 30% reduction in miles. Ms. Groschner asked if independent providers are taking their lines out of the fields and back to the roads how that may impact their plan. Ms. Shute advised GMP is the only entity that's done, which is a small part of the territory. GMP provided the tariff rider credits that CVFiber was able to take advantage of making it easier miles to complete. Ms. Shute noted they do have arrangements with every electric utility that if there is any underground CVFiber is notified and conduit and handholds are placed in the trench while it is open. Ms. Richards asked if there was a request of the Board. Ms. Shute read the motion; CV Fiber and NEK (Community) Broadband seek an amendment to the Construction Grant number 02240-FY-22-Act71Const-03, providing service to the address list of 2,101 Eligible Addresses, to change the grantee name from CVFiber to NEK (Community) Broadband dba NEKCV effective upon an affirmative vote on August 15<sup>th</sup>, under 30 VSA 3052a, by both the CVFiber and NEK (Community) Broadband Communications Union District's Governing Boards to approve the Final Merger Plan and approval to move up to \$6M in inventory and preconstruction amounts in the construction grant to the preconstruction and materials grant of the merged district. After continued discussion Ms. Richards accepted the motions separately. Ms. Groschner made a motion for the VCBB to accept CVFibers request to transfer its grant agreements with the VCBB to NEK (Community) Broadband conditioned on the affirmative vote of the governing boards of CVFiber and NEK Community Broadband on August 15<sup>th</sup> seconded by Ms. Richards, motion carries 4-0. Ms. Shute noted for the Board the second motion for approval is moving funds out of this construction grant and into other grants of the merged CUDs to utilize the inventory. Ms. Hallquist stated it is prudent to use this material before the BEAD program is in place. Ms. Clithero noted Staff does recommend the material transfer along with the grant agreement. Construction grant number 02240-FY22-ACT71Const-03 will be transferred into NEK Preconstruction grant 02240-FY21-ACT71PREC-07. Ms. Groschner made a motion that Construction grant number 02240-FY22-ACT71Const-03 of the total \$12.3M up to \$6M will be transferred into NEK Preconstruction grant 02240-FY21-ACT71PREC-07 seconded by Ms. Richards and asked for discussion. Ms. Groschner noted not having the same staff analysis if the Board had made the preconstruction grant initially. Mr. Monsarrat noted that Staff has conducted the usual review of the material and including both proposed network changes and financials. Ms. Fremin noted reviewing the NEK CVFiber merger information including network design and financials advising their current model does show they would be financially viable under a merger with conservative take rates. Ms. Shute added that as a merged entity they would be able to reduce the rates faster then if they were not merged thereby reaching affordability for more people quicker. Ms. Groschner stated, "It is warranted to say that while this has been a stressful time of reevaluation that these parties are to be commended for their collaboration and their Boards and all the other volunteer work that went into accessing the greater common good, it's really admirable." Ms. Richards concurred and asked for Ms. Groschner's statement to be written into the minutes. With no further discussion, on a vote of 4-0 the motion passed unanimously.

- 16.** KPI Scorecard - Monthly Update – Alexei Monsarrat *Executive Session pursuant to 1 V.S.A. s. 313 (a)(6), which protects records exempt from the access to the public records law.* The Chair made a motion to move into executive session pursuant to 1 V.S.A. s. 313 (a)(6), which protects records exempt from the access to the public records law seconded by Ms. Groschner by unanimous vote the board went into executive session at 1:48pm and returned at 2:41pm. Ms. Sibilia left the meeting at 2:35pm.

The Chair moved back to item 14 and advised the Board would be reviewing these individually.

DV Fiber requested \$11,385; the Chair moved to approve DV Fibers request conditioned on data required to VCBB Staff for KPI compliance, seconded by, Mr. Nelson and opened for discussion. With no discussion, the Chair noted during executive session reviewing the documents and was prepared to take action. On a vote of 3-0 the motion carries with Ms. Groschner abstaining.

EC Fiber requested \$651,107; the Chair made a motion to approve that request conditioned on providing the data required to VCBB staff for KPI compliance seconded by Mr. Nelson and asked for discussion. With no discussion, on a vote of 3-0 with Ms. Groschner abstaining the motion carries.

Lamoille Fiber requested \$629,352; the Chair made a motion to approve the grant request conditioned on providing the data required to VCBB Staff for KPI compliance and VCBB's Boards approval of the MOU as presented today seconded by Mr. Nelson and asked for discussion. Ms. Birmingham noted they had a sustainability plan, and the MOU is a contract between CCI and the three CCI's, which the VCBB Board would not approve. Ms. Birmingham continued it is the plan in compliance with the grant condition they are seeking approval for, which is included in the MOU. The Chair made a motion to amend the second condition to VCBB Boards approval of the sustainability plan as presented today, seconded by Mr. Nelson and asked for additional discussion. With no discussion on a vote of 3-0, Ms. Groschner abstaining the motion carried.

Ms. Groschner noted that the Board is very interested in reviewing the KPI. The Chair reiterated the Board is very interested in the KPI's and is using the information collected to appropriately allocate grant dollars.

- 17.** Board Executive Session 1V.S.A. § 313 (a)(3), authorizing a public body to hold an executive session to consider personnel matter. Prior to going into Executive Session, Ms. Groschner commented the Board has now allocated all ARPA funds. Mr. Fish noted there is remaining unallocated CPF funds stating there is a plan being developed in consultation with CUDs for a drops program. This will assist with the affordability barrier posed by underground and long drops and will be presented



in the September Board meeting. Ms. Groschner noted she would not be available to be part of that conversation in September.

Ms. Richards stated the board was going into Executive session at 3:28pm and did not return to public session.

**18. Adjourn**

DRAFT



To: Patty Richards, Chair, Christine Hallquist, Executive Director  
CC: A. Monsarrat, R. Fish, L. Black, S. Davis, T. Dorsey, J. Tilton  
From: Lisa Birmingham  
Re: 02240 FY24 Act 71 Constr-10-02 LFCUD Amendment Application –  
Sustainability Plan Follow Up  
Date: August 29, 2024

As promised at the August 12, 2024 VCBB meeting, I am following up on two items.

First, I am pleased to inform you that the Southern Vermont Communications Union District Governing Board approved the Sustainability Plan at its August 28 Governing Board meeting. The relevant documents, the three CUD resolution and Memorandum of Understanding with Consolidated (“CCI”), are now fully executed.

Second, we discussed with CCI the possibility of a single upfront payment instead of annual payments for 2027 - 2034. We mutually agreed to annual payments. The arrangement will be documented in a contract between the four parties; we can file a copy with VCBB when executed.

Assuming the responses above are complete, we hope that the Board will schedule a few minutes to review any further questions on our Sustainability Plan and give final approval to LFCUD’s Construction Grant Amendment application.

Thank you for your continued support.



**Otter Creek**  
communications  
union district



Southern Vermont  
Communications Union District

## Tri-CUD Sustainability Plan

### Highlights

1. Addresses 4 elements
2. Funds a 10-year Plan

### Four elements

- ✓ Governance and succession planning
- ✓ Compliance and oversight
- ✓ Revenue opportunities
- ✓ Program planning (e.g., digital equity )

### LFCUD Actions to Date

- ✓ Executed Consolidated master services agreement; contains continuity plan covering change of ownership, asset transfers, default and nonrenewal through 2044. (Jan 2024)
- ✓ Revised administrative budgets to extend Precon06 funds through end 2026 (March 2024)
- ✓ Executed MOU with OCCUD and SOVT (May 2024)
- ✓ Reached agreement with CCI to fund admin and compliance from 2027 through 2034 (July 2024)
- ✓ Approved 10-year Sustainability Plan (July 2024)

# Overview 10-YR Plan

2024-2026

2027-2034

2034

|   |  |   |  |
|---|--|---|--|
| <b>Governance &amp; Succession Planning</b> | <ul style="list-style-type: none"> <li>Each CUD remains self-governing; continue to explore options and contingencies**</li> </ul>   | <ul style="list-style-type: none"> <li>Consider 3-CUD Merger; remaining independent will drive costs</li> <li>Biennial review of governance structures</li> </ul>                                 | <ul style="list-style-type: none"> <li>Finalize next long-term Plan by Q1 2034**</li> </ul>  |
| <b>Compliance &amp; Oversight</b>           | <ul style="list-style-type: none"> <li>Finalize Interlocal Agreement and delegate Triumvirate as POC</li> <li>2026 - Focus on grant close out and Transition to joint compliance administration</li> </ul> | <ul style="list-style-type: none"> <li>Triumvirate (POC) oversees reporting and compliance; shared contractor for admin support</li> </ul>  | <ul style="list-style-type: none"> <li>CCI service quality, network performance and schedule D commitments remain in place through 2044</li> </ul> |
| <b>Revenue (Funding)</b>                    | <ul style="list-style-type: none"> <li>ARPA Funded (Precon); certain costs shared pursuant to MOU (e.g., Legal)</li> </ul>   | <ul style="list-style-type: none"> <li>CCI-funded CUD administration and ARPA compliance</li> <li>Other initiatives independently funded (e.g., grants)</li> </ul>                                | <ul style="list-style-type: none"> <li>Secure additional funding as necessary - depends on program activities; Leverage assets</li> </ul>          |
| <b>Program Planning</b>                     | <ul style="list-style-type: none"> <li>USP Construction-focused</li> <li>Adoption, Affordability, Digital Equity, pursue individually or jointly, based on local needs</li> </ul>                          | <ul style="list-style-type: none"> <li>Close-out Construction and Precon Grants</li> <li>Adoption, Affordability, Digital Equity, pursue individually or jointly, based on local needs</li> </ul> |  |

**\*\* Contingencies:** CUD Statute outlines scope of authority and process for mergers and dissolutions; MSA covers various scenarios (default, assignment, mergers, etc.) through 2044; both should be sufficient to establish strategic alternatives).

**CONFIDENTIAL – REDACTED**  
**Memorandum of Understanding -Sustainability Collaboration**

This Memorandum of Understanding is by and among Lamoille Fibernet Communications Union District, a body politic and corporate, (“LFCUD”), Otter Creek Communications Union District, a body politic and corporate, (“OCCUD”) and Southern Vermont Communications Union District, a body politic and corporate, (“SoVT CUD”), referred collectively as “the CUDs”, and their grant partner, Consolidated Communications Enterprise Services Inc., a Delaware limited liability company based in Mattoon, Illinois (“CCI”), (referred collectively as the “Parties”).

**Annual Sustainability Payment**

1. Beginning in January 2027 through January 2034, CCI shall make a single annual payment to cover administrative, compliance and overhead costs for the benefit of OCCUD, SoVT and LFCUD.
2. Unless mutually agreed, the annual payment shall not exceed [REDACTED] for the first year, or [REDACTED] thereafter. Upon request, the CUDs shall provide to CCI supporting documentation of annual expenses.

**Condition for Reimbursement**

3. If the CUDs, individually or collectively, convey district-owned assets to a third party(not CCI) for value, the CUDs shall reimburse CCI for the value of the annual payments to date. Reimbursement may be in the form of an asset transfer. Otherwise, there is no expectation of or commitment to reimburse CCI for the sustainability payments.
4. Asset Inventory and Value – Pursuant to the MSA and uniform guidance regarding federally funded assets, CCI will maintain an asset inventory of district funded assets.

IN WITNESS WHEREOF, the Parties have set their hands as of July 27, 2024

LAMOILLE FIBERNET COMMUNICATIONS  
UNION DISTRICT

By: \_\_\_\_\_

Name: Jeff Tilton  
Title: Chair, LFCUD

OTTER CREEK COMMUNICATIONS UNION  
DISTRICT

By: \_\_\_\_\_

Name: Laura Black  
Title: Chair, OCCUD

SOUTHERN VERMONT COMMUNICATIONS  
UNION DISTRICT

By: \_\_\_\_\_

Name: Terry Dorsey  
Title: Chair, SoVT CUD

CONSOLIDATED COMMUNICATIONS ENTERPRISE  
SERVICES, INC.

By: \_\_\_\_\_

Name: Sarah Davis  
Vice President, Market Development



**OtterCreek**  
communications  
union district

 Southern Vermont  
Communications Union District

## RESOLUTION

This Resolution dated July 25, 2024, (the “Effective Date”) is by and among Lamoille Fibernet Communications Union District, a body politic and corporate, (“LFCUD”), Otter Creek Communications Union District, a body politic and corporate, (“OCCUD”) and Southern Vermont Communications Union District, a body politic and corporate, (“SoVT CUD”) (referred to together as the “Parties” and individually as a “Party”).

WHEREAS, the Parties are three similarly situated communications union districts pursuant to Title 30, Chapter 82 of the Vermont Statutes Annotated, with the same public mission of establishing broadband networks in their respective service territories;

WHEREAS, the Parties have management agreements (the “Agreements”) with Consolidated Communication, Inc. (“CCI”) for development of broadband network in their respective service territories, which includes, or will include, CUD-owned assets;

WHEREAS, the Agreements have terms of twenty (20) years;

WHEREAS, the Parties have Act 71 grants (the “Grants”) through the Vermont Community Broadband Board (“VCBB”);

WHEREAS, the Parties have reporting obligations through 2034 (the “Requirements”), including reporting obligations to the VCBB through 2026 and pursuant to federal regulations through 2034; and

WHEREAS, the Parties believe it is in best interest to collaborate with each other on developing one or more “Sustainability Plans” to comply with the Requirements and achieve any future individual or common goals of the Parties.

WHEREAS, the Parties have developed the following four elements of a sustainability plan:

1. Governance and succession planning
2. Compliance and oversight
3. Revenue opportunities and
4. Program planning

WHEREAS, the Parties have taken the following actions to date:

1. The Parties Entered into a Memorandum Of Understanding (MOU) to explore collaborative strategies, and
2. The Parties Drafted and/or approved revised budgets for 2025-2026, and
3. The Parties Reached agreement with CCI to fund administrative and compliance costs from 2027 through 2034.

NOW THEREFORE, the Parties resolve to collaborate on a 10-year Sustainability Plan outlined as follows:

1. Agree to **Continue the Working Group** as described by the Memorandum Of Understanding (MOU) signed/dated 5/22/2024, 5/23/2024.
2. Agree to the ten-year **Governance and Succession Plan** by which,
  - a. Each Party remains self-governing at least until Universal Service Plan completed (2026);
  - b. All Parties agree to form an Interlocal Agreement forming an Administrative Triumvirate. The Triumvirate shall consist of one delegate from each CUD designated to oversee contractors and CCI. The Triumvirate shall report to Governing Boards (the cadence based on Federal and state reporting) with support from administrative staff/contractor as needed;
  - c. The Parties shall agree to a biennial review of governance performance and options such as merger versus Interlocal Agreement, based on funding availability, and current version of V.S.A. Title 30, Chapter 82 – Communications Union Districts.
3. Agree to the **Compliance Plan** by which,
  - a. The Triumvirate shall be the point of contact between CCI and each CUDs for oversight and compliance with CCI agreements and grant administration. CCI will generate reports for Triumvirate. Per the Master Services Agreements (MSAs) and Schedule Ds between each CUD and CCI, CCI will also report to each CUD directly at least annually and as necessary.
  - b. A Shared contractor may be hired to support and administer reporting to Governing Boards, Towns, VCBB and federal agencies (e.g., SAMS updates; biannual asset inventories)
  - c. CUD Volunteers shall serve (through subcommittees or as representatives) to support specific issues as they arise.
4. Agree to the **Revenue Plan** described as follows:
  - a. 2025-2026 - Self-Funded
    - Via ARPA Grants, Parties remain self-funded for their business-as-usual expenses. Parties may split shared expenses that support combined oversight.
  - b. 2026-2034 – Funding shall be from CCI and other sources.
    - CCI contribution (fixed amount) to cover necessary cost of grant administration/contract compliance.
    - DE/Adoption Grants - additional post 2026 grants can afford some overhead/administrative costs
    - Last resort: customer assessments per 30 V.S.A. § 3079
5. Agree to **Programming Plan** as follows:
  - a. 2024-2026- Universal Service Plan Completion top priority (if unfinished). (LFCUD - local ARPA match – long drop subsidies until funds exhausted)
  - b. 2024-2044 - Affordability, Digital Equity or Other Policy Initiatives – To the extent that one or more CUDs undertake efforts to address local needs, such as

digital equity, such efforts will be independent of the construction grant compliance and contract oversight, and will require the volunteers of the CUD's Governing Boards' participation in stakeholder outreach and activities; separate programs, separate funding sources.

- 6. This RESOLUTION shall not be assignable without the express written consent by the non-assigning Parties.
- 7. This RESOLUTION shall be governed by the laws of the State of Vermont, without regard to any conflict of laws principles. The Parties shall attempt in good faith to resolve all disputes arising under or with respect to the RESOLUTION promptly by negotiation, as follows. A Party may give the other Parties written notice of any dispute not resolved in the normal course of business. Representatives of the Parties shall meet at a mutually acceptable time and place within fifteen (15) business days after delivery of such notice, and thereafter as often as they reasonably deem necessary, to exchange relevant information and attempt to resolve the dispute.
- 8. NOTWITHSTANDING ANY PROVISION IN THIS RESOLUTION TO THE CONTRARY, NO PARTY SHALL BE LIABLE TO THE OTHER FOR INCIDENTAL, CONSEQUENTIAL, SPECIAL, PUNITIVE, OR INDIRECT DAMAGES, ARISING OUT OF THIS RESOLUTION.

IN WITNESS WHEREOF, LFCUD, OCCUD and SoVT CUD have set their hands as of the Effective Date.

LAMOILLE FIBERNET COMMUNICATIONS UNION DISTRICT

By: \_\_\_\_\_ Name: Jeff Tilton  
Title: Chair, LFCUD


OTTER CREEK COMMUNICATIONS UNION DISTRICT

By: \_\_\_\_\_ Name: Laura Black  
Title: Chair, OCCUD

SOUTHERN VERMONT COMMUNICATIONS UNION DISTRICT

By: \_\_\_\_\_ Name: Terry Dorsey  
Title: Chair, SoVT CUD



Signature: 

Email: [jtilton@lamoillefiber.net](mailto:jtilton@lamoillefiber.net)

Signature: Laura Black  
Laura Black (Jul 29, 2024 13:47 EDT)

Email: [chair@occud.org](mailto:chair@occud.org)

Signature: Terry Dorsey  
Terry Dorsey (Aug 29, 2024 15:36 EDT)

Email: [tdorsey\\_sovtcud@mishu.com](mailto:tdorsey_sovtcud@mishu.com)











# FINAL V4 071824-RESOLUTION CCI CUD Sustainability


Final Audit Report

2024-08-29

|                 |  |
|-----------------|--|
| Created:        | 2024-07-29                                   |
| By:             | Lisa Birmingham (director@lamoillefiber.net) |
| Status:         | Signed                                       |
| Transaction ID: | CBJCHBCAABAA-NN35Q6lydzvNuYbKq9X3pS-cLCsUjxJ |

## "FINAL V4 071824-RESOLUTION CCI CUD Sustainability" History

-  Document created by Lisa Birmingham (director@lamoillefiber.net)  
2024-07-29 - 5:43:38 PM GMT
-  Document emailed to Jeff Tilton (jtilton@lamoillefiber.net) for signature  
2024-07-29 - 5:43:43 PM GMT
-  Document emailed to Laura Black (chair@occud.org) for signature  
2024-07-29 - 5:43:43 PM GMT
-  Document emailed to Terry Dorsey (tdorsey\_sovtcud@mishu.com) for signature  
2024-07-29 - 5:43:43 PM GMT
-  Email viewed by Laura Black (chair@occud.org)  
2024-07-29 - 5:46:46 PM GMT
-  Document e-signed by Laura Black (chair@occud.org)  
Signature Date: 2024-07-29 - 5:47:28 PM GMT - Time Source: server
-  Email viewed by Jeff Tilton (jtilton@lamoillefiber.net)  
2024-07-29 - 5:48:02 PM GMT
-  Document e-signed by Jeff Tilton (jtilton@lamoillefiber.net)  
Signature Date: 2024-07-29 - 5:49:10 PM GMT - Time Source: server
-  Email viewed by Terry Dorsey (tdorsey\_sovtcud@mishu.com)  
2024-07-29 - 6:14:47 PM GMT
-  Email viewed by Terry Dorsey (tdorsey\_sovtcud@mishu.com)  
2024-08-29 - 7:35:48 PM GMT

 New document URL requested by Terry Dorsey (tdorsey\_sovtcud@mishu.com)

2024-08-29 - 7:35:52 PM GMT

 Document e-signed by Terry Dorsey (tdorsey\_sovtcud@mishu.com)

Signature Date: 2024-08-29 - 7:36:38 PM GMT - Time Source: server

 Agreement completed.

2024-08-29 - 7:36:38 PM GMT



August 29, 2024

(Transmitted via Email)

Vermont Community Broadband Board  
112 State Street  
Montpelier, VT 05620-2601

Re: CUD Pre-Construction and Capacity Grant program  
Grant # 02240-FY22-ACT71PreC-08

Dear Vermont Community Broadband Board,

On behalf of the Otter Creek Communications Union District (OCCUD), I am writing to propose an amendment to the previously awarded Broadband Pre-Construction Grant. The Pre-Construction grant total previously awarded is \$1,349,936.17. The end date of that grant is 12/31/2025.

The OCCUD Governing Board is now requesting funding for our operating costs for 01/01/2026 through 12/31/2026. We have developed a budget to cover costs for:

- Operations (website management, google accounts, insurance, banking, public messaging, etc.)
- Reporting:
  - Review of reports from both of our partner-providers
  - Obligatory reporting to the VCBB of grant areas
  - Contracted project management for the above.
- Audits, accounting and bookkeeping services
- Legal services
- Association fees and membership, and a small budget for conferences and events
- Contingency

|   |                     |
|---|---------------------|
| <b>Remaining Pre-Construction OCCUD Allocation:</b> | <b>\$355,507.00</b> |
| <b>Total Request:</b>                               | <b>\$352,000.00</b> |



| <b>Cost Category</b>                     | <b>Budget Estimate</b> |
|--|------------------------|
| Operational Expenses                     | \$20,000               |
| Contracted Project Management, Reporting | \$120,000              |
| Legal Services                           | \$100,000              |
| Audit                                    | \$30,000               |
| Accounting – Bookkeeper and Treasurer    | \$25,000               |
| Association Fees/Membership              | \$15,000               |
| Events & Conferences                     | \$2,000                |
| Contingency                              | \$40,000               |
| <b>TOTAL:</b>                            | <b>\$352,000</b>       |

Sincerely,

*Laura Black*

Laura Black

Chair - Otter Creek Communications Union District



Southern Vermont  
Communications  
Union District  
[www.sovtcud.net](http://www.sovtcud.net)

**Southern Vermont**  
**Communications Union District**

210 South St., Suite 6  
Bennington, VT 05201

Vermont Community Broadband Board (VCBB)  
112 State Street  
Montpelier, VT 05620-2601  
<https://publicservice.vermont.gov/vcbb>

August 26, 2024

Dear Vermont Community Broadband Board,

The Southern Vermont Communication District (SoVTCUD) is pleased to submit this Act 71 broadband grant amendment application. SoVTCUD is requesting \$220,000 in remaining ARPA funds to cover ongoing administrative costs from 2025-2026, including a federal single audit to be performed in 2025 for funds received in 2024. With the completion of its Universal Service Plan, SoVTCUD has transitioned to the ongoing oversight of the fiber network, and planning for sustainability.

The \$220,000 grant of remaining ARPA funds will cover SoVTCUD's administrative expenses for the first two years of its 10-year sustainability plan which has been entered into jointly with Lamoille Fiber and Otter Creek Communications Union District (OCCUD). During the first two years of the plan, each CUD will remain self-governing and complete federal single audits and other grant compliance requirements, but will begin to transition to joint compliance administration.

Beginning in 2027, the SoVTCUD and its partner CUDs will receive annual compliance and administrative funding from their network partner, Consolidated Communications, Inc. (CCI) through 2034. The three CUDs will explore the possibility of merging. The ARPA funds available through Act 71 will bridge the funding gap for the next two years and provide SoVTCUD with the capacity to fulfill long term contracts for administrative, legal, and financial services.

We welcome inquiries from VCBB staff regarding the details of our amendment application.

Sincerely,

*Terrence Dorsey*

Terrence Dorsey  
Chair, Southern VT CUD Governing Board  
[chair@sovtcud.net](mailto:chair@sovtcud.net)

| Scope of Work  | Timeline   | Budget   |
|--|--|--|
| Federal Single Audit: prepare for single audit and engage auditing services through RFP process.   | Begin preparation and RFP process in late 2024. Federal audit to be completed in Spring 2025 | \$40,000 (includes preparation and consultant costs) |
| Legal Services: Engage legal services for the merger exploration process and on an as needed basis.  | January 2025 – December 2026   | \$30,000   |
| Bookkeeping services: Engage a bookkeeper to perform QuickBooks data entry, and process and pay invoices.  | January 2025 – December 2026   | \$20,000   |
| BCRC Services: contract with BCRC to perform regular operational and administrative tasks  | January 2025 – December 2026   | \$60,000   |
| Operational and administrative expenses, including, but not limited to: website maintenance, Google Workspace account, insurance coverage, printing and office supplies. | January 2025 – December 2026   | \$70,000   |
|  | <b>Total:</b>  | <b>\$220,000</b>                                     |

Attachments:

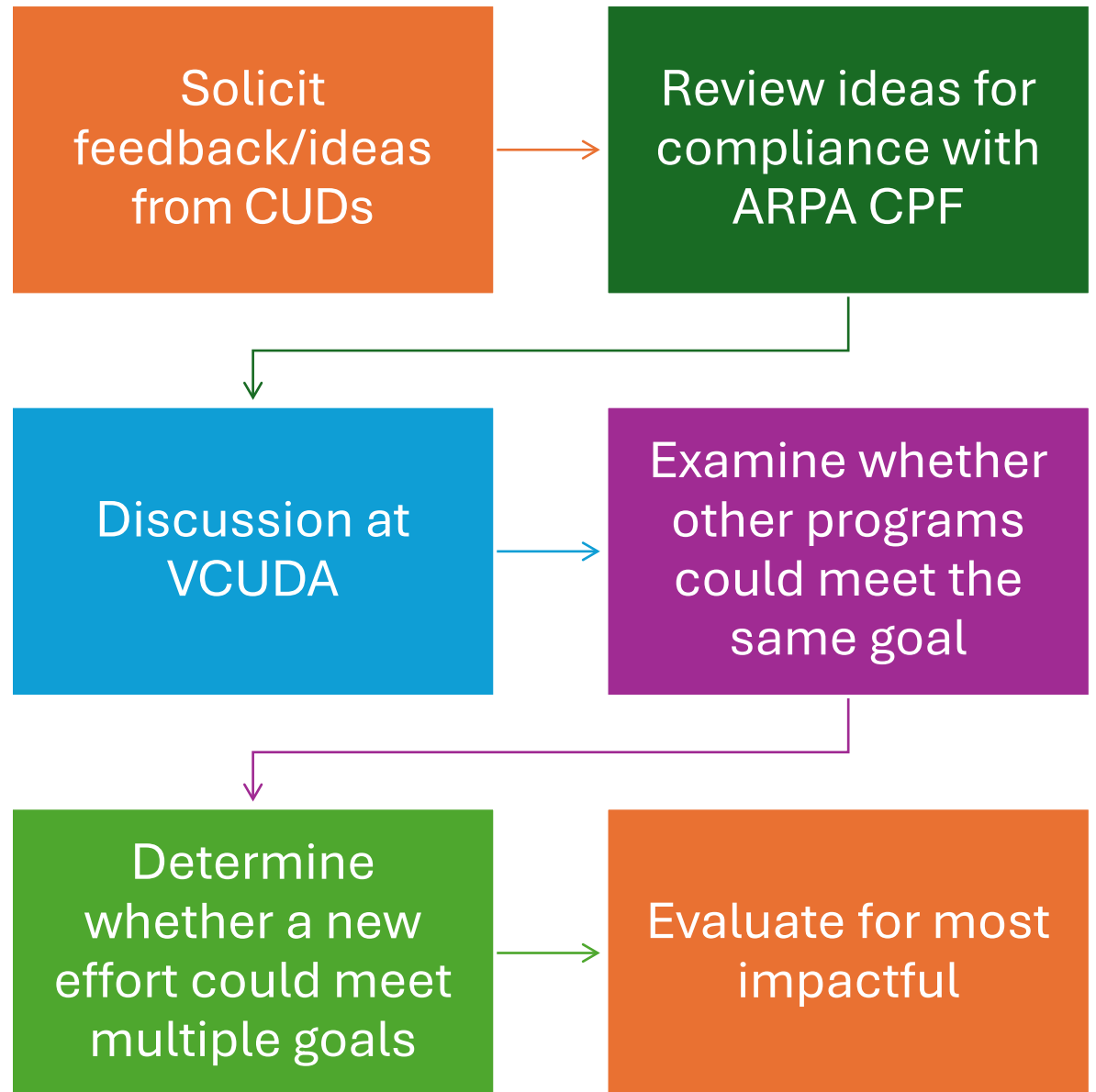
# Use of Remaining ARPA CPF Funds and Connectivity Initiative Funds for Long and Underground Drops

---

Presented to the VCBB Board  
September 9, 2024



# Process the VCBB Used



# Ideas Solicited

---

Long and Underground Drops

---

Federal Match

---

Completing Act Universal Service Plans without the need to seek additional federal funding (BEAD)

---

Operations Funding For CUDs w/o Revenue Streams

---

Workforce/Fiber Installer Training

---

Funds to providers issued Relocate Orders

---

Reducing ECFiber's debt load

# Long and Underground Drop Program

---

Top request

---

Improves business plans

---

Addresses a barrier to access

---

Initially supports operational CUDs that have customers waiting

---

Enables the ability to push best practices for drops and underground

---

Supports the completion of Act 71 Universal Service Plans

# Proposal for up to \$2.5M in ARPA CPF Funding and \$1.2M in Connectivity Initiative Funding

WHEREAS, the Vermont Community Broadband Board (VCBB) surveyed Act 71 Eligible Providers with approved Universal Service Plans (Providers) and determined that concern with respect to the ability to cover the cost of nonstandard long and underground drops (Long Drops) beyond the standard drop is a top priority for most CUDs; and

WHEREAS, Act 71 of 2021 indicates a legislative intent that a broadband project financed under the Broadband Construction Grant Program demonstrate an economically sustainable business model that will ultimately be eligible for financing in the private or municipal bond market; and

WHEREAS, VCBB staff have found that there are nearly 1,000 locations (likely more) along constructed Provider broadband routes where a customer would have requested service, but cannot afford to fund the construction of the Long Drop necessary to do so; and

WHEREAS, Staff anticipate that the alleviation of this affordability barrier will positively impact Provider business plans by increasing take-rates and converting pre-sign-ups to paying customers; and

WHEREAS, Staff expect that covering the cost of Long Drops will bring the State closer to meeting its universal service goals under Act 71 by improving business plans and increasing customer satisfaction; and

WHEREAS, Act 71 expressly authorizes the Board to “develop policies or recommend to the General Assembly programs that promote access to affordable broadband service plans” and requires the Board to prioritize grant applications that “provide consumers with affordable service options” and “support low income or disadvantaged communities (See 30 V.S.A. § 8084(a)(6)(F)” and 30 V.S.A. § 8086, respectively.)

# Proposal for up to \$2.5M in ARPA CPF Funding and \$1.2M in Connectivity Initiative Funding

**NOW THEREFORE, the Board hereby resolves the following:**

1. The extra expense associated with Long Drops is a barrier to affordable service; and that
2. Covering the cost of aerial drops is a best practice that supports the implementation of universal broadband service, is a requirement of upcoming federal programs and should be encouraged and incentivized; and that
3. The Board therefore authorizes Staff to develop a Low-Income Long and Underground Drop Program using up to \$2.5 million in ARPA CPF funding (and the remaining funds in the Connectivity Initiative) for Board approval as soon as possible open to all entities with approved Universal Service Plans (ARPA CPF) and all CUDs (Connectivity Initiative).
4. Furthermore, the Board authorizes staff to further prioritize consideration of funding for the following addresses:
  - Manufactured home communities
  - Pre-signed up customers at eligible addresses who commit to a service contract of at least 6 by December 30, 2024.
  - Low Income Vermonters eligible for other state assistance programs.

State of Vermont  
**Vermont Community Broadband Board**

**PARKING LOT  
STATUS  
REPORT**



# Parking Lot Items Addressed In Today's Agenda and/or Board Packet

|    |   |
|----|---|
| 93 | Ms. Groschner would like a review of the scoring criteria for BEAD.   |
| 87 | Ms. Richards asked Mr. Fish to provide an action suggestion of what to do with the \$2.6 million.                                   |
| 92 | KPIs will be reviewed informally monthly and formally quarterly to the Board.   |
| 94 | Ms. Richards reiterated the importance of all materials for Board review are sent with the Board packet.                            |
| 96 | Ms. Richards asked for a spot on the next months agenda to have discussion and questions. RE: Sustainability Plan Lamoille FiberNet |

# Parking Lot Items Completed

|    |  |
|----|--|
| 58 | Prepare a memo explaining that they intend the Board Policies apply to grant holders over and above whatever standards are applied by the FCC. |
| 59 | Prepare a memo that addresses a conflict if one arises between the Board policies and preexisting grant agreements.                            |
| 62 | Create cross-referencing between the reporting requirement under the constructions standards and a policy on reporting.                        |



# Parking Lot Items In Progress

|    |  |
|----|--|
| 40 | Develop recoupment policy for the VCBB funded network and components   |
| 95 | Ms. Groschner noted for the record this plan is sustainability for the CUD and not sustainability of the business plan as part of grant obligations and <u>asked the staff to review sustainability of a business plan consistently.</u> |
| 97 | Legislative Priorities Discussion item on the Agenda for the October meeting   |

FOR ANY SPECIFIC BOARD REQUESTS PLEASE  
REACH OUT TO ME DIRECTLY AT:  
802.636.7329 OR [GINNY.RABOIN@VERMONT.GOV](mailto:GINNY.RABOIN@VERMONT.GOV)

| #  | Priority | Item   | Date entered                    | Assigned to                             | Resolution and date   |
|----|----------|--|---------------------------------|---|---|
| 97 |          | Legislative Priorities Discussion item on the Agenda for the October meeting   | 09.03.2024                      | Christine Hallquist                     | <b>On proposed Agenda for October Board Meeting</b>   |
| 96 |          | Ms. Richards asked for a spot on the next months agenda to have discussion and questions. RE: Sustainability Plan Lamoille FiberNet  | 08.12.2024                      | Christine Hallquist                     | <b>On 09.09.2024 Agenda for discussion/approval</b>   |
| 95 |          | Ms. Groschner noted for the record this plan is sustainability for the CUD and not sustainability of the business plan as part of grant obligations and <u>asked the staff to review sustainability of a business plan consistently.</u> | 08.12.2024                      | Christine Hallquist                     |   |
| 94 |          | Ms. Richards reiterated the importance of all materials for Board review are sent with the Board packet.   | 08.12.2024                      | Toni Clithero<br>Ginny Raboin           | <b>Board Packet process adjusted to include updated timeline for Staff to submit Board materials including confidential materials for inclusion in Board Packet. Confidential materials will be sent in a subsequent email just after the Board Packet is sent. The Board will then be texted to review the emails. This will be completed the Tuesday the week prior to the Board Meeting. -GR</b> |
| 93 | 1        | Ms. Groschner would like a review of the scoring criteria for BEAD.  | 06.10.2024                      | Toni Clithero                           | <b>Legal Memo in the Board Packet September. -GR</b>  |
| 92 |          | KPIs will be reviewed informally monthly and formally quarterly to the Board.  | <b>From 06.10.2024 meeting.</b> | Christine Hallquist<br>Alexei Monsarrat | <b>Added to Parking Lot and Planner as a reminder to add quarterly to Board Meetings as indicated by the Board 06.10.2024 Board Meeting. Last report 08.12.2024 Board Meeting.</b>  |
| 87 |          | Ms. Richards asked Mr. Fish to provide an action suggestion of what to do with the \$2.6 million.  | 07.08.2024<br>08.12.2024        | Rob Fish                                | <b>In progress - This will be presented at the September Board Meeting. – GR 08.06.2024</b>   |

|    |   |   |            |                                      |  |
|----|---|---|------------|--------------------------------------|--|
| 40 | 1 | Develop recoupment policy for the VCBB funded network and components  | 07/18/23   | Holly Groschner/Christine Hallquist  | Per Toni 08.20.2024-The lien and recoupment policy may be unnecessary given the BEAD/ARPA guidance that came out last summer. <b>Added to the Planner for follow up. - GR Emailed CH/TC to follow up. 08.20.2024 GR</b> Policy is in revision. Meetings to be scheduled. |
| 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   | 03/25/24   | Christine Hallquist<br>Toni Clithero | <b>Completed Issue addressed in policy.</b>  |
| 74 |   | Ms. Groschner asked Ms. Clithero to pay special attention to whether they can have two grant recipients here where their entity has become one, unless you're maintaining two separate organizations. Ms. Groschner said Ms. Clithero should be the one to tell the Board what to do in terms of the new entity taking the grant that belonged to another entity. | 6.10.2024  | Toni Clithero                        | <b>Completed w/Legal Memo 08.12.2024 Board meeting</b>   |
| 59 | 1 | Prepare a memo that addresses a conflict if one arises between the Board policies and preexisting grant agreements  | 03/25/24   | Christine Hallquist<br>Toni Clithero | <b>Completed- Superseded by CUD Sustainability plan. (pending board approval) -GR 08.26.2024</b><br><b>In progress. 6.28.24 GR</b>   |
| 90 |   | KPI scorecard be sent out under confidential cover.   | 07.08.2024 | Christine Hallquist                  | <b>To be sent out as part of the August 2024 Board packet under separate cover.</b><br><b>Sent 08.09.24 -Completed</b>   |
| 85 |   | Clarification in the press in regard to Digital Equity and Affordability  | 07.08.2024 | Herryn Herzog                        | <b>Reviewed by Herryn Herzog and Christine Hallquist - Response to be sent out as part of the August 2024 Board packet. Sent 08.07.24- Completed</b>   |

|    |   |           |                     |  |
|----|---|-----------|---------------------|--|
| 81 | Ms. Sibilía asked if staff has a policy about CUD audits, do they see them?<br>Ms. Sibilía is asking to see the staff policy around that.   | 6.10.2024 | Christine Hallquist | <b>Per Kristina Sweet 08.01.2024:</b> Contracts and Grants Administrator (PSD) ensures grantees are meeting the requirement to have a single audit. Director of Regulatory Compliance (VCBB) reviews single audit reports for compliance issues when received by the state. Director of Regulatory Compliance (VCBB) drafts a decision letter if follow-up action is required. Single audits are also reviewed as part of the risk assessment process prior to issuing a new grant. This is captured in our roles and responsibilities document.<br><b>Completed</b> |
| 80 | Ms. Groschner asked if it's appropriate for the Board to want an audit of its own for the organization. She would like a staff proposal on this.  | 6.10.2024 | Christine Hallquist | <b>Response to be sent out as part of the August 2024 Board packet <a href="#">response to question regarding audits and oversight.docx</a></b><br><b>Sent 08.09.24- Completed</b>   |
| 75 | Ms. Groschner said they would want in approving the transfer of a grant, to know what the status of compliance is, status of the entity, is there remediation that we expect as a condition of the grant transfer. *add to parking lot*   | 6.10.2024 |                     | <b>CV/NEK Merger plan and proposal to be presented at the August 2024 Board meeting</b><br><br><b>Completed</b>  |
| 73 | Ms. Richards said that for the next meeting staff is instructed to model the costs and issues associated with contingent grant amendments to eligible applicants on or before July 31, 2024. Staff will report status of the amounts at the July VCBB Board meeting and detail all program expenditures in the VCBB annual report issued on January 15, 2025. | 6.10.2024 |                     | <b>Completed July Board Meeting &amp; Task added to the Planner to add to the Annual Report. - GR</b>  |

|    |   |   |           |  |   |
|----|---|---|-----------|--|---|
| 72 |   | Ms. Sibilila said she would like the Board to be informed of what amounts the model comes back with for match for interested BEAD applicants even though they are not voting on it.   | 6.10.2024 | Christine Hallquist<br>Alissa Matthews | <b>A presentation was prepared for the July meeting. The Board did not request the information. Mr. Fish provided the information individually to Ms. Sibilila. GR 08.07.2024</b> |
| 69 |   | Prepare a memo accessing whether CV Fiber and NEK Broadband are in compliance with their grant agreements prior to the Boards approval of the merger.   | 6/10/2024 | Christine Hallquist<br>Toni Clithero   | <b>Memo will be emailed out under confidential cover. – GR 08.06.2024<br/>Toni will report in August. GR 7.3.24</b>   |
| 62 | 2 | Create cross-referencing between the reporting requirement under the constructions standards and a policy on reporting.   | 03/25/24  | Christine Hallquist<br>Toni Clithero   | <b>In progress. 6.28.24 GR<br/>Completed</b>  |
| 78 |   | Ms. Richards and Ms. Groschner said they assume this extra contractual help will enable a level of detail of regular reporting on how each grantee is doing. She reiterated they need more reporting to make sure they don't have anybody going awry and they have knowledge into what is happening. We are moving from entrepreneurial to more professional mode and see what is going on and monitor. | 6.10.2024 | Christine Hallquist                    | <b>The intention of the KPI report and monthly meetings is to provide that oversight.</b>   |
| 51 | 2 | Application scoring criteria policy   | 11/13/23  | Christine Hallquist                    | Awaiting approval from the NTIA. <b>Approved</b>  |
| 83 |   | Ms. Groschner asked that it be presented like a scorecard – KPIs – with the metrics that mean the most at the top.  | 6.10.2024 |  | <b>See parking lot item #90</b>   |

|    |  |  |            |  |  |
|----|--|--|------------|--|--|
| 82 |  | Ms. Groschner asked to see at the July meeting what the reports will look like without specific numbers.   | 6.10.2024  |  | See parking lot item #90   |
| 89 |  | *Ms. Richards indicated this motion needed more work, not to be rushed and will be taken up in the July special meeting  | 07.08.2024 | Holly Groschner<br>Toni Clithero<br>Rob Fish | Toni and Rob revised, meeting 07.19.2024 w/Ms. Groschner to review/complete. GR Completed 07.22.2024- GR   |
| 79 |  | Ms. Sibilia asked about a discrepancy in the slide explaining what has been approved and what has been obligated. Ms. Sweet says they are still working to find out the cause of that discrepancy. Ms. Groschner asked that this slide is stamped "draft." Please go back to Board with explanation. | 6.10.2024  | Christine Hallquist<br>Kristina Sweet        | Slide updated 6.14.2024 to reflect "Draft". – GR From the Weekly 08.01.2024: Staff confirmed that the apparent discrepancy between the total of ARPA (American Rescue Plan Act) funds approved by the Board and ARPA funds awarded to grantees as shown during the June VCBB (Vermont Community Broadband Board) meeting was due to the approved materials transfer from Lamoille FiberNet to Northwest Fiberworx. |
| 77 |  | Ms. Groschner said it's helpful to compare our organization to what the cost is for other organizations to manage similar amounts of money. That should be in our annual report.   | 6.10.2024  | Christine Hallquist                          | Planner task created to add to the Annual Report. – GR<br><a href="#">RE Parking LotBoard Assignments AOT Comparison.msg</a>   |
| 84 |  | Ms. Groschner would like a review of the scoring criteria for BEAD. Ms. Sibilia asked if we are doing enough to differentiate between when we're doing BEAD work and when we're doing other work. Ms. Groschner suggested having categories on the   | 6.10.2024  |  | Completed, new category added to the agenda to identify BEAD, USF, Act 71. -GR   |

|    |   |  |            |                     |   |
|----|---|--|------------|---------------------|---|
|    |   | agenda of what kind of work it is.<br>(BEAD, USF, Act 71)  |            |                     |   |
| 88 |   | Ms. Groschner stated that a task needs to be added to the parking lot for Ms. Clithero to address the requirements for merger and have a standard set of things that need to happen at a merger.                   | 07.08.2024 | Toni Clithero       | <b>Duplicate Task #69, in progress. -GR</b>   |
| 76 |   | Ms. Groschner pointed out that the actual expenditure was \$531,000 more than shown. She asked for an asterisk that the number was reduced by the amount of the VDOL grant, especially for the end-of-year report. | 6.10.2024  | Kristina Sweet      | Completed 6.14.2024 <a href="#">VCBB Budget Presentation Jun 2024.pptx</a><br><b>Task added to the planner to add to the Annual Report. – GR</b>  |
| 71 |   | Ms. Clithero draft letter to all Act 71 eligible providers with universal plans to assess interest since interested parties must file written letters of intent by email no later than July 1, 2024.               | 6.10.2024  | Toni Clithero       | Completed.  |
| 70 |   | Include Ms. Clithero’s legal memo on the authority of the Board with regard to affordability in the Board Packet for July.   | 6.10.24    | Toni Clithero       | <b>Completed July 8, 2024, Board Meeting- GR</b>  |
| 55 | 1 | Present updated information as to ARPA funds remaining (Plan B for ARPA money, verify that changing funding source from ARPA CPF to SFR is permissible, get CUD reactions.)  | 03/25/24   | Christine Hallquist | 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.<br><b>Complete per July Meeting Minutes GR</b> |



|    |   |  |            |  |   |
|----|---|--|------------|--|---|
| 67 | 2 | The Board would like an update on the Ookla reporting project at a future meeting  | 04/01/24   | Christine Hallquist<br>Alissa Mathews                | Will present to the Board at the July meeting.<br><b>On Agenda for 7/8/24 meeting. 6.28.24 GR Completed 07.08.2024- GR</b>  |
| 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   | Christine Hallquist<br>Britaney Watson/Toni Clithero | Present to the Board in the July meeting.<br><b>On Agenda for 7/8/24 meeting. 6.28.24 GR Completed 07.08.2024-GR</b>  |
| 57 | 2 | Act 71 and BEAD differential list -  | 03/11/24   | Christine Hallquist<br>Toni Clithero                 | Providing a presentation at the May 13 Board meeting by Joanne Hovis from CTC and staff will follow up with document after. <b>Complete per July Meeting Minutes GR</b>   |
| 91 |   | Poll sent to determine July Special Meeting  | 07.08.2024 | Ginny Raboin   | <b>Doodle Poll sent 07.11.2024- Completed GR</b>  |
| 35 | 1 | Patty Richards to lead the Board in a response to the auditor's report   | 04/10/23   | Dan Nelson/Christine Hallquist                       | Completed.  |
| 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   | TC: 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. <b>Complete</b> |

|    |   |  |          |                                |  |
|----|---|--|----------|--------------------------------|--|
| 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)<br><b>Complete</b>  |
| 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.<br><b>Complete/on Website-GR 08.20.2024</b>  |
| 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. <b>Complete/on Website-GR 08.20.2024</b> |
| 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  |
| 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  |

<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.

|    |   |  |          |                |  |
|----|---|--|----------|----------------|--|
| 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<br>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<br>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.   |



## Estimated BEAD Timeline as of September 4, 2024

(ARPA timeline highlighted in dark grey)

| Start Date               | End Date   | Activity   | Notes   |
|--------------------------|------------|--|---|
|                          | 25 July 24 | NTIA Approved Volume 2                                   |   |
|                          | 3 Sep 24   | VT \$30M Federal Match Program Awards                    |   |
| 14 Aug 24                | 11 Sep 24  | Post draft RFA for public comment                        | Seeking public input on clarity                                       |
|                          | 14 Aug 24  | Post final BEAD-eligible BSL data                        |   |
| <i>31 July 24</i>        |            | ARPA Quarterly Reporting Due                             |   |
| Sep 24                   | Nov 24     | Host Subgrantee Preparedness Workshops                   |   |
| 14 Oct 24                | 28 Oct 24  | Pre-proposal window open                                 |   |
| 29 Oct 24                | 22 Nov 24  | Pre-proposal review and final project area determination | Ensure all unserved locations will be included within a full proposal |
|                          | 25 Nov 24  | Post final project areas                                 |   |
| <i>31 Oct 24</i>         |            | ARPA Quarterly Reporting Due                             |   |
| 17 Dec 24                | 11 Feb 25  | Full proposal window open                                |   |
| 12 Feb 25                | 11 Apr 25  | Subgrantee initial selection and negotiation process     |   |
| <i>31 Jan 25</i>         |            | ARPA Quarterly Reporting Due                             |   |
| Week of 14 Apr           |            | Special Award Condition meeting                          | Review awards with NTIA   |
| No sooner than 28 Apr 25 |            | Present winning bids to Board/announce results publicly  |   |
| Ongoing                  | 13 June 25 | Complete and Submit Final Proposal to NTIA               |   |
| <i>TBD by NTIA</i>       |            | Final Proposal approved by NTIA                          | Remaining subgrantees may begin deployment activities                 |
|                          |            |  |   |