Approved October 29th, 2025

Addison County Communications Union District (dba) Maple Broadband

Executive Committee Meeting Minutes
October 9, 2025
3:30pm - 5:00 pm
Location: 14 Seminary Street, Middlebury, VT
VIA TEAMS

PRESENT

Steve Huffaker (Ferrisburgh) - Chair

Shannon Haggett (Vergennes) - Vice-chair

Nancy Cornell (Starksboro) - At-large

Zapata Courage - (Lincoln) - At-large

Cy Tall (Cornwall) - At-large

Ellie de Villiers — Executive Director (ex officio)

Lynn Dunton - Treasurer

Adam Lougee - Clerk

1. Call to order / agenda approval

Recording announced. The meeting was called to order at 3:33 pm by the Executive Director. Quorum announced. Nancy MOVED / Shannon SECONDED a motion to approve the agenda as amended, with a short Executive Session added instead of the Chair Report. MOTION APPROVED unanimously by show of hands/voice vote.

2. Approval of minutes: September 19, 2025 and September 22, 2025

Shannon MOVED / Nancy SECONDED a motion to approve both sets of minutes as presented. MOTION APPROVED 3 in favor, 0 opposed, 2 abstained (Cy and Zapata) by show of hands/voice vote.

3. Public comments - none

4. <u>Executive Session</u>
Steve MOVED / Nancy SECONDED a motion to find that premature general public knowledge of Maple Broadband's business strategy would clearly place Maple Broadband at substantial disadvantage and risk disclosure of Maple Broadband's pending activities, if they were to be communicated to the public. Motion APPROVED unanimously by show of hands/voice vote.

Steve MOVED / Nancy SECONDED a motion to enter into Executive Session to discuss Maple Broadband's business strategy related to Maple Broadband's progress under Title 1, Section 313, Subsection A of Vermont's Statutes. Motion APPROVED unanimously by show of hands/voice vote.

The Committee went into Executive Session at 3:36 pm and came out at 3:47 pm. No decisions were made in Executive Session.

5. <u>Executive Director Report</u>

- Ellie will send the draft annual budget and draft annual report to the Governing Board tomorrow for review before the October meeting.
- Ellie will refine the financial model to incorporate the Long Drop program.
- Focus in the next two weeks is the analysis part of the Corrective Action Plans (CAPs) to send to Darlene.
- Ellie will also focus on Long Drop preparation and will send the E.C. some materials by email for the next meeting.
- Steve and Ellie had a call with Eileen and Roger from WCVT today and were able to resolve some outstanding issues and make significant progress in the process of revising the network management agreement.

6. <u>Calls for decision/key discussion</u>

a. 2025 Projection and Annual Budget - Committee reviewed and discussed with Ellie. Ellie said she is still revising some details, including the map to make clearer which areas are served directly by WCVT and which by Maple Broadband (in partnership with WCVT). The draft 2025 Projection and draft Annual Budget need to be distributed to the member towns by the end of October, with the final updated versions to be distributed at the end of the year.

b. 2026 Draft Budget - the Committee reviewed and discussed with Ellie. Ellie explained how numbers were calculated, and pointed out the narrative details. Adam noticed that a break-even milestone may have been achieved. Ellie replied that the final numbers at the end of the year will show if this milestone has been reached or not.

c. Buried Drop - more work needs to be done to define the user journey. Ellie recommends launching the program now in November and using the winter to focus on intense marketing, getting a pipeline of customers, and putting easements and contracts in place. The RFP for construction work would be issued in March when the number of customers in the pipeline is known. Installations would then be scheduled throughout the spring and summer. Steve said he would like a chart to be able to track all the moving pieces. Ellie said she recommends outsourcing the coordination of the program. There are VCUDA working groups discussing the Long Drop program and Ellie has an RFP from another CUD to look at. Before launching this program, all the details need to be finalized.

d. JSI - The JSI proposal totals $222,600 and includes preliminary scouting. After discussion, Steve MOVED / Shannon, Nancy and Cy SECONDED a motion to approve JSI's proposal of $222,600 for work associated with BEAD. Motion APPROVED unanimously by show of hands/voice vote. This work is funded with pre-construction funds. Having JSI do the scouting will mean that WCVT will not have to do it.

e. Legal counsel - Ellie advised that the legal expertise needed for the revision of the network management agreement falls in two areas: 1) familiarity with federal grants and grant compliance and 2) a high level of skill regarding corporate contract law. Two different lawyers could be engaged who have these areas of expertise. Adam will assist Ellie in defining the specific legal expertise needed for revising the network management agreement.

f. Cybersecurity - Ellie said that BEAD grantees and also all CUDs are now more likely to be targets of cyber attacks. Ellie has noticed an increase in spam since Maple Broadband's award as provisional BEAD recipient. She recommends having a cybersecurity audit done by CISA and considering sharing information with the FBI - specifically network logs that indicate that a bad actor is trying to penetrate our system. Zapata cautioned how important it is to be clear what is being shared with the FBI and what is not being shared. Ellie replied by saying that customer search data or any other confidential customer specific data will never be shared. The purpose in sharing network logs is to prevent a network attack. Having a cybersecurity audit done and tightening up anything that needs tightening, would reassure us that our assets are being protected.

7. Updates

a. Old Town Road - progress continues slowly. The west side of the infrastructure has conduit installed. Different equipment may be used for the east side, as progress has been slower than expected using the big trenching machine. GMP is 100% in charge of the pace on this project. Steve said he expects a progress report in a week.

b. Finance Committee - next meeting is November 5.

c. BEAD / Affordable Long Drop - no update on BEAD, Long Drop covered earlier in the meeting.

d. 2025 construction updates - some pole licenses have been approved. There is one large pole license in Ferrisburgh that is urgent, and Lee Willette from Mission is in constant communication with GMP about it. Two railroad directional bores and a couple of private roads are in the permitting process. Ellie is working on completing these final sets for Syracuse to come back to Vermont in November for construction work.

e. Parking lot issues discussed:

- #21 Draft Personnel Policy - Shannon and Cy met to sharpen up some details.
- #25 Network Management Agreement - next meeting with WCVT is October 23.
- #29 GMNF permitting - Steve and Ellie had a call with a representative from Green Mountain National Forest to understand the permitting process. Ellie now has materials to review. Ellie said that she attended

an NTIA permitting seminar and that NTIA has some tools on their website to make the whole permitting process easier to understand, but we are still waiting on the VCBB to finalize details of how exactly federal permitting will work as part of the VT-BEAD process.

8. Other business - none

9. Future meetings/ adjourn
Governing Board: October 14, 2025
Executive Committee: October 29, 2025
Finance Committee: November 5, 2025

All agreed to adjourn the meeting.
Meeting was adjourned at 4:55 pm.

Submitted by Sharon Tierra, Minute-taker