Approved March 19, 2025

Addison County Communications Union District (dba) Maple Broadband

Executive Committee Meeting Minutes
March 5, 2025
3:30 pm - 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

Jeff Glassberg (Waltham) - At-large

Cy Tall (Cornwall) - At-large

Ellie de Villiers — Executive Director (ex officio)

Lynn Dunton - Treasurer (ex officio)

Adam Lougee - Clerk (ex officio)

1. Call to order / agenda approval
Recording announced. The meeting was called to order at 3:32 pm by the Executive Director. Quorum announced. MOTION to approve the agenda as distributed was APPROVED unanimously by show of hands/voice vote.

2. Previous meeting minutes approval: February 26, 2025
MOTION to approve the minutes as distributed was APPROVED unanimously by show of hands/voice vote.

3. Public comments - none

4. Chair Report - Steve H.

- Steve informed the Executive Committee that at the last meeting of the Governing Board, the Committee promised to provide to the Board, details of a contingency plan. This will be discussed in Executive Session today.

5. Executive Director Report - Ellie dV.

- Closing out the 2023 audit was slowed down a bit because of the ED's recent illness. However the analysis on 2023 is nearly done, and positive feedback has been received from Bonnie regarding the data most recently sent to her.

- Ellie has spoken to Syracuse and they would like to continue working with Maple Broadband.

6. Finance Committee Charter Review

After review of the most recent draft of the Finance Committee Charter document, the following points were agreed upon, and final edits in the document were made:

- The document complies with existing by-laws.
- The Finance Committee is to be a committee of the Board that reports to the Executive Committee, as deliberations of the Finance Committee will inform decisions made at the Executive Committee level, rather than at the Board level.
- The plan is to take the Charter document to the next meeting of the Governing Board, with the request that the Board adopt the Charter and authorize the creation of the Finance Committee.
- The Executive Committee will appoint members to the Finance Committee upon creation and thereafter at their first meeting subsequent to the Board meeting.
- The Finance Committee will have 3-7 members, including the Treasurer. Cy Tall and Jeff Glassberg have volunteered to join Treasurer Lynn Dunton as the first 3 members to be appointed. Additional members will be solicited from the Governing Board and the community.
- The Executive Director will be an ex-officio member of the Finance Committee.

MOTION to go forward with presenting the Charter Document to the Governing Board for authorization was APPROVED unanimously by show of hands/voice vote.

7. Executive Session

a. BEAD and contingency planning
b. NMA

EXECUTIVE SESSION
MOTION was made to find that general public knowledge of Maple Broadband's business strategy would clearly place Maple Broadband at substantial disadvantage by disclosing its activities. Motion APPROVED unanimously by show of hands/voice vote.

MOTION was made 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 3:50 pm and came out at 4:44 pm. No actions were taken in Executive Session.

MOTION to authorize the Executive Director to submit and pay all the necessary fees for pole applications to investigate the costs of potential construction routes as discussed in Executive Session was APPROVED unanimously by voice vote/show of hands.

8. Updates

a. Audit - Lynn praised the significant amount of complex work Ellie has been doing on the audit. Lynn said that she saw Darleen today and told her that she can move forward on her part of the process. Lynn expects that within two weeks everything will be submitted. Ellie added that now that they know exactly what data Bonnie needs and in what formats, the audit process will be smooth and efficient moving forward.

b. VCBB "revolving loan" - Ellie said that the next step is to develop an RFP for fund administration if the VCBB decides to go forward with plans for the fund.

c. Other

- Nancy said that she is about ready to send letters to Town Clerks in the member towns reminding them to send in the form with the names of those who have been appointed to represent their Town on the Governing Board. Ellie added that at the next Governing Board meeting, representatives will be asked to let their Select Board know as soon as possible, if they want to continue or not.

- Shannon reported that Mike Sheets and Justin Boyer are also willing to serve on the Nominating Committee.

9. Other Business - In response to a question, Ellie and Steve reported that WCVT has upgraded their network to support IPv6 in line with global standards. This means that Maple Broadband, in partnership with WCVT, can grow its network without running out of capacity.

10. Future meetings/ adjourn
EC Meeting - March 19, 3:30 pm - 5:00pm

MOTION to adjourn the meeting was APPROVED unanimously by voice vote/show of hands.

Meeting was adjourned at 4:54 pm

Submitted by Sharon Tierra, Minute-taker