

Approved _____, 2026

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Addison County Communications Union District (dba) Maple Broadband

Executive Committee Meeting Minutes

March 23, 2026, 3:30pm - 5:00 pm

**Location: 14 Seminary Street, Middlebury, VT
VIA TEAMS**

PRESENT

Shannon Haggett (Vergennes) - Vice-Chair

Nancy Cornell (Starksboro) - At-large

Zapata Courage (Ripton) - 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. Nancy MOVED / Zapata SECONDED a motion to approve the agenda as distributed. MOTION APPROVED unanimously by show of hands/voice vote.

2. Approval of minutes: March 9, 2026

Zapata MOVED / Nancy SECONDED a motion to approve the minutes as distributed. MOTION APPROVED unanimously by show of hands/voice vote.

3. Public comments - none

4. Vice-Chair Report - Shannon said that on behalf of the nominating committee, he will assume that all members of the Executive Committee wish to continue in their roles for another year, unless he hears otherwise before the end of the business day tomorrow.

5. Executive Director Report

Ellie reported that her recent focus continues to be preparing for BEAD, the 2025 audit, and engineering and spending plans for the remainder of ARPA

funds. She will discuss the details of these items with the committee later in the meeting.

6. Proposed executive session to discuss business strategy

Shannon 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.

Shannon 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 3:35 pm and came out at 4:38 pm. No decisions were made in Executive Session.

7. Calls for decision/key discussions

- a. Bylaws revisions - Shannon has distributed a red-line version of the revised bylaws, including a change suggested by Nancy. After a discussion, including the questions of how the referenced Statute defines a quorum in meetings, Shannon MOVED / Zapata SECONDED a motion to recommend that the Governing Board approve the revised bylaws as presented today to the Executive Committee. MOTION APPROVED unanimously by show of hands/voice vote.

Nancy said she will reach out to the Secretary of State's office to determine if their understanding of statute matches the interpretation discussed in committee. Shannon will present the red-line version of the revised bylaws at the next meeting of the Governing Board.

- b. Conflict of interest and personnel policy - Shannon said that he had begun to draft a conflict of interest policy, when he found out that Maple Broadband already has one. However, some parts of the current policy are not needed, and it's written in legal language. Zapata requested that the policy be written in plain language. Shannon said he would revisit the simpler one he was drafting. All agreed it would be too time intensive to have the full board sign an annual conflict of interest disclosure document, but that it would be reasonable to have the Executive Committee do so.

- c. Drop design engineering - Ellie said there are a group of addresses with buried components that were desktop designed by Vantage Point but never physically scouted. This situation could result in a bottleneck during the short building season and short Long Drop program timeframe. After discussion, Zapata MOVED/ Shannon SECONDED a motion to authorize allocating up to \$249,999.00 in ARPA funds to JSI for engineering of the drops to addresses that have buried components that have not been previously scouted. MOTION APPROVED unanimously by show of hands/voice vote.

8. Updates

- a. Finance Committee - has not met yet. Committee will be meeting to talk about the draft 2025 audit and to review the draft 2026 audit RFP.
- b. 2025 audit -Lynn reported that the auditor has everything she needs and is close to finishing the first draft of the report. Once that 2025 draft audit report is received and the 2026 audit RFP is drafted, the Finance Committee will review them. Lynn added that this audit seems to be going more smoothly than the last two.
- c. Affordability programs
 - Ellie reported that the RFP for conduit installation for the Long Drop program was issued today. In the next day or so, the RFP for services for the Long Drop program (customer coordination, program management, follow ups) will be issued. The bid opening for both RFPs is scheduled for April 13. Awards will take place on April 20, at a short special meeting of the Executive Committee from 3:30-4:00 pm.
 - More households have been determined to be eligible for the Long Drop Program.
- d. BEAD and detailed design
 - Ellie submitted to VCBB and RSM, compliance consultants, Maple Broadband's list of anticipated permits.
 - BEAD area is divided into 4 sections: the northern area of Vergennes, Ferrisburgh, Monkton, and New Haven; the southern area excluding Ripton; WCVT's area; and Ripton. Ellie compiled the list of permits for 3 of those areas and WCVT compiled the list for their area.

- Ellie and Steve determined that Graybar be awarded the bid for enclosures, subject to validation of BEAD requirements, with payment subject to Graybar providing the proper compliance certificates.
- JSI is finishing bills of material that separate out the BEAD and non-BEAD areas. Ellie expects to have those in hand this week. The next step is to start working on the compiled quotation for fiber optic cable and other materials.
- Ellie said that she has been warned that Build America Buy America (BABA) fiber lead times are really, really long as a result of hyper scale data center build outs, and she discussed her plan to manage that issue with the committee.

e. VCUDA and VCBB update

- There was a kick off call with VCBB, WCVT, Syracuse and Mission Broadband last Friday to talk about the closeout inspection for the construction grant. The call also included discussion of how to get Luck Grove, VCBB's contracted inspection company, the information they need to do the inspection, with whom they are going to be collaborating for the field visits.
- We are waiting on the final acceptance of all the splicing and testing results of the last couple of miles of 2025 construction, before those miles can be turned over to active service.
- Ellie and Steve are also talking with WCVT about getting the final as-built written records to VCBB, another grant requirement.
- Once the inspection is completed and records provided to VCBB, Maple Broadband can get the final 8% of construction grant funds related to construction completion of Phase 2.
- At their next Board meeting, VCBB will be looking at a revision of their policy around policy development and plan to have staff members chairing policy committees instead of board members.

f. 2025 construction updates - see previous item

- g. Parking lot - items discussed: #25 Network management policy is close to agreement in principle.

h. Other - none

9. Other business - Zapata asked if the marketing feedback expressed at the latest Governing Board meeting was passed on to LONDONmiddlebury. Ellie replied that she relayed the feedback to LONDONmiddlebury and they have added it to the work plan. Ellie added that she will check on their progress during the biweekly meeting with them tomorrow.

10. Future meetings/ adjourn

- Governing Board: April 14, 2026
- Executive Committee Regular Meetings: April 13 and 27, 3:30 - 5:00 pm
- Executive Committee Special Meeting: April 20, 3:30-4:00 pm

All agreed to adjourn the meeting.
Meeting was adjourned at 5:18 pm.

Submitted by Sharon Tierra, Minute-taker