

December 11, 2024 – 5:00 PM

## Executive Committee Meeting Minutes

Video call link: <http://meet.google.com/dsx-okxj-foe>

OTTER CREEK CUD EXECUTIVE COMMITTEE MEMBERS			
Town	Name	Term Ends	Present/Absent
Shrewsbury	Laura Black, Chair	2025	P
Mendon	Larry Courcelle, Vice Chair	2025	P
Benson	Steve Murray	2026	A
Sudbury	Mike Small	2025	P
Brandon	Peter Werner	2025	P
Hubbardton	Chris Custer	2025	P
Castleton	Leslie Cadwell	2025	P
Jackie Savela, Treasurer		2025	P

Others: Caleb Boone, Vantage Point

1. *Call to order* at 5:03 and started recording the meeting
2. *Approval of agenda* – motion by Larry, second by Peter. Approved unanimously.
3. *Approval of previous meeting minutes* – 11/13/24. Motion by Larry, second by Peter. Approved unanimously.
4. *Chair Report on OCCUD business:*
  - a. *CUD-Triad Sustainability Committee* – The Sustainability Committee did not meet and will not meet before January 2025.
  - b. *RFP for Single Audit* – Chair presented the Draft RFP for a Single Audit; The draft was developed by Lamoille and Laura edited for Otter Creek. Laura said that Caleb Boone has provided input on what attachments should be included that define the grant requirements; Leslie says she will send some markups and comments on a few minor edits. Discussion ensued on whether Governing Board approval is needed in order to send out the RFP - At end of meeting the Exec Committee agreed that Exec Committee input on the RFP is requested, but an actual Board vote on approval of the draft and its distribution is not needed.
  - c. *Proposed services by RRPC in 2025/26* -Laura presented a list of services that she proposes we request RRPC be contracted to provide including maintaining our physical address, hold our physical locations for board and exec comm meetings, and provide treasurer duties. Laura and Larry plan to meet with the RRPC executive director late in December or early January.
  - d. *OCCUD Member certificate design* – Laura described an option to make certificates, but Larry proposed a simpler solution using his gift card to a graphics

products company in Rutland. Larry will contact Laura to proceed with this awesome option.

- e. *Planning for 2025 – Frequency of meetings, pre-approve invoices, physical meeting locations, other.* Laura proposes that we meet less frequently in 2025. We would need to set ourselves up to pre-approve our regular monthly invoices. Changes will require a change to Bylaws and Financial Policy. Discussion – Leslie asks how the pre-payment approval would work; Laura suggests that we identify the paid entities and the expected dollar value (maybe with =in a maximum amount), and then two board members and treasurer (combination of two of those three would be required to approve the monthly warrant of invoices). Laura suggests that actually drafting the process into our bylaws and finance procedures will be best to get approved. Jackie suggests we describe a “buffer” as the monthly billed amounts vary a little bit. Also, we described that the procedure would include a time period for which the pre-approval would be set for (for the next quarter, for example), as would be approved at each Exec Committee meeting.

*Frequency of meetings –*

Discussed Exec Committee meetings. Larry recommends that the Exec Committee meet every other month. We agreed that we will start with the January 2025 meeting.

Discussed proposal to change frequency of Governing Board meeting to quarterly. Leslie asks whether the VT Legislative session can affect us; Laura responds that No, its more that whatever legislation is formed affects us in the following year.

We will need to make a change to the Bylaws. All agree that January Governing Board meeting will be to approve the changes to the Bylaws for the new meeting schedule as well as the changes to the Financial Procedures. At the December 18<sup>th</sup> Governing Bd meeting we will communicate and discuss the preparation for these changes and the importance of a quorum of the Governing Board on January 15.

- f. *Front Porch Forum service:* OCCUD has received the invoice for another 6-month pre-paid account on Front Porch forum. The cost is \$918 for 6-month period. Discussion – Laura advocates paying for one more 6-month period to post public notices. Mike reminds us that it allows us to post once per month. Mike is willing to manage the posts if he receives input from Board members on messaging to post. Question is - What do we want to communicate to our constituents? Laura says the completion of the GNS area, and message that constituents are welcome to reach out to OCCUD if they are experiencing problems with their interactions with our partner-providers. Leslie says we could post notice of meetings. Laura adds that we could add info about becoming a member a

representative for their towns. Mike reminds us that the Governing Board approved FPF for the first 6-months. Exec Committee will present to the Governing Board, and we will develop some wording for upcoming postings.

- g. We do not yet have the Consolidated invoice which they will send us tomorrow. We agreed to meet at 4:45pm on 12/08/24 to approve the invoice. Laura will send/post the Agenda.
5. *Report on partner-providers: GNS-update. CCI-update.* Nothing to report on CCI as the build-out is complete. GNS has updated schedule on their website and at the KPI meeting GNS reported that they had 232 addresses yet to build the access to. Chris reports that the area he lives in is incomplete even though the area says it was to be finished in November. Chris has concerns that he will not get fiber access until next summer. Laura wants to clarify the difference between OCCUD or GNS reporting on service to homes versus reporting service available on the public road access. Chris will attend the meeting with GNS tomorrow – Laura will request the GNS rep send the invite to Chris. Chris said that the fiber is on the road and technicians are working to complete splicing. We will clarify whether the providers are willing to install temporary service drops to homes where frozen ground doesn't allow a permanent installation.
6. *Warrant and Financials (Treasurer).* Chair presented warrant and requests a motion to approve. Motion by Peter, second by Larry. Approved unanimously.
7. *Grant reports (Vantage Point).* Caleb Boone reports that monthly reports are on track, due the 15<sup>th</sup>, VCBB is changing to (another) new portal for submissions.
8. *Review Agenda Items for upcoming Governing Board meeting:* Chair Report (see above). CCI update. GNS update. Financial report. Grant reports.
9. *VCUDA update (VCUDA Rep).* Larry reports that VCUDA met on Dec 3<sup>rd</sup>, short meeting. BEAD application, VCBB staff report by Rob Fish, VCUDA lobbyist sent letters to legislatures reminding them of Legislative Day on Jan 29, 2025. CUD Press releases should be sent to VCUDA to be posted on their website. Next VCUD meeting is Dec 17.
10. *VCBB update (Chair)* – (Laura did not attend) The Dec 9 agenda consisted of – intro to new staff, KPI monthly update, there is a new mapping interface, a draft annual report, and a Digital Equity presentation.
11. *Other Business*
12. *Next meeting January 8, 2024*
13. *Adjournment.* Motion by Larry, second by Peter. Approved unanimously.

Google Meet joining info:

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