

November 12, 2025 – 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	2026	P
Mendon	Larry Courcelle, Vice Chair	2026	P
Benson	Steve Murray	2026	P
Sudbury	Mike Small	2026	P
Brandon	Peter Werner	2026	P
Hubbardton	Chris Custer	2027	A
Castleton	Leslie Cadwell	2028	P
Treasurer: Anna-Maria Barucco (RRPC)		2026	A
Guests: Caleb Boone (VPS)			P

- Call to order, verify quorum** - Start recording the meeting - Laura Black (Chair) called the Otter Creek Communication Union Executive Committee meeting to order on November 12th at 5:03 p.m.
- Approval of agenda** - Chair Black noted one minor change to the agenda regarding the review of warrants and invoices, to delete the November warrant report. Leslie Cadwell motioned to approve the agenda with the change, which Peter Werner seconded, and the agenda was approved unanimously.
- Approval of previous meeting minutes – 8.13.2025** - Leslie Cadwell moved to approve the meeting minutes from August 13, 2025, which Laura Black (Chair) presented, noting that they included the AI-generated minutes that they found useful for capturing details. Peter Werner seconded the motion, and the minutes were approved.
- Review of August, September, October 2025 Warrants, invoices.** - Laura Black (Chair) provided a summary of the past three months' warrants, noting that the operational expenses were trending around \$2,500 a month. Black stated the total expenditures for 2025, including a large April invoice (from CCI), were around \$719,000, which keeps the organization below the \$1 million threshold for a single audit under new rules.
- Financial Procedures Policy update.** Chair Black presented the Financial Policy Draft for the Committee's review, noting that it was just received recently from Rutland Regional Planning Commission. **Authorized signers.** The discussion turned to the authorized signers at Bar Harbor Bank and Trust, with Laura Black (Chair) confirming the signers include Devon (Executive Director of Rutland Regional) and David Allair (Vice Chair of the RRPC Board), noting a Bar Harbor branch is available in Rutland. Leslie Cadwell questioned the policy's statement that officers of the Otter Creek Communication Union (OCCUD) cannot be signers due to a conflict of interest, arguing they did not understand the conflict. Leslie Cadwell ultimately suggested removing the explanation about the conflict of interest, which Laura Black (Chair) agreed to discuss with Mary Kay Scaza. **Status of Construction Grant.** On discussion about the status of the construction grant, which Laura Black (Chair)

clarified is not yet closed by VCBB, thus the decision made to remove language suggesting it was closed. Caleb Boone confirmed that they had removed several sections of the policy that were no longer relevant since the construction was completed. Caleb Boone also confirmed that they still need to submit quarterly US Treasury reports, which will continue until the construction grant officially closes. **Operational Expense and Payment Procedures** Leslie Cadwell suggested a minor wordsmithing change to the policy, replacing "has the ability to" with "is authorized" when describing the approval of expenses. Laura Black (Chair) noted that they are carrying a \$40,000 bank balance, making monthly operational expenses easy to manage. They also addressed Mary Kay Scaza's caution against the automatic payment setup for Seward, agreeing that Seward should submit an invoice for review and sign-off like all other service vendors (with invoices over \$100). **Future of Financial Reporting and Audit Requirements** Laura Black (Chair) raised the possibility of discontinuing monthly reports from Seward after 2026 to cut expenses, suggesting that Rutland Regional could handle a QuickBooks reconciliation going forward. **Subrecipient Annual Report** - Caleb Boone noted that Jackie had previously handled the subrecipient annual report, and offered to take it on, though Laura Black (Chair) planned to ask if Rutland Regional should assume this responsibility in future. The Executive Committee then motioned to approve working out the suggested changes to the financial procedures policy and bringing the final draft to the governing board for adoption, which was moved by Peter Werner and seconded by Steve Murray. The motion was approved unanimously.

6. **Bylaw Amendments.** Laura Black (Chair) presented minor amendments to the bylaws, including adding language about "district member towns" and "district non-member towns". Leslie Cadwell suggested capitalizing "Treasurer," "District," and "Board" in the relevant sections. Laura Black (Chair) also replaced "Secretary" with "Clerk" to align with statutory language. Leslie Cadwell moved to present the bylaws to the board for adoption next week, which Peter Werner seconded, and the motion passed unanimously.
7. **Annual Report and Budget** Laura Black (Chair) presented the annual report and budget, which followed the format of the previous year. They mentioned having to add a line confirming the OCCUD is "not seeking to secure additional federal funds," as their universal service plan is complete, a request from VCBB. Laura Black (Chair) plans to send the report out, noting that a public hearing is statutorily required before the next board meeting. Leslie Cadwell thanked Laura Black (Chair) for putting the report together.
8. **Sustainability Committee Report** Laura Black (Chair) reported on the Sustainability Committee, noting they are meeting weekly and decided an interlocal agreement is simpler and less costly than a merger. Peter joined them to meet with insurance experts, and they are ensuring Consolidated's contract includes indemnification for the CUD. The committee is also working on reducing the CUD's operational costs. Also, legal counsel has advised that the OCCUD may not be required to conduct a formal audit under Title 30, suggesting significant cost savings since the organization is not running operations of a telecommunications plant.
9. **CCI Quarterly reports** - Laura Black (Chair) provided an update on the quarterly reports from Consolidated Communications (CCI), which showed good NPS scores and speed/latency.
10. **GNS Quarterly reports** - Reports from Go Net Speed were described as "clunky," with some inconsistent minimum speed numbers, though there have been no terrible reports from constituents,

and Steve Murray, a customer, confirmed the service has been fine. Laura Black (Chair) shared that Go Net Speed is currently working on providing better reports in preparation for their EACAM grant requirements next year which should mean more consistent quarterly reports for OCCUD.

11. **VCUDA report.** Laura Black (Chair) reported that VCUDA is reviewing their budget, as three CCI CUDs are not planning to fund them at the full amount, and one CUD has dropped out. They also noted that two bills, the consumer protection bill and the affordability bill, may be coming up for discussion, with VCUDA already providing comments on the former. Larry Courcelle mentioned that VCUDA has to reexamine its future because it was established with a limited lifespan. **Discussion on Affordability Bill (H121)** Mike Small raised the topic of the affordability bill (H121) and shared its details, explaining that the proposed bill mandates providers offer at least 25 megabits per second download speed for a capped price, such as \$15 a month for 25 megabits and \$20 for 200 megabits, including all taxes and fees. They emphasized that the goal is to improve access for low-income households and disagreed with Laura Black (Chair)'s earlier remark that current CCI services are one of the “most affordable” broadband services offered in Vermont. Laura Black (Chair) agreed with the need for the bill but added information from a sustainability group meeting suggesting that CUDs might be exempted, and they expressed concern over state bills that address some constituents but not all customers in Vermont.
12. **VCBB Report.** Regarding the VCBB report, they mentioned that the VCBB is requesting the annual report, as well as pricing information for services from Fidium. Laura Black (Chair) confirmed that Lamoille (Lisa B.) has already sent the pricing for Consolidated services, and they are obtaining pricing from GoNetSpeed, with the VCBB trying to gather information on pricing and competition, although competition data for Comcast is difficult to find.
13. **Agenda for 11.19.25 OCCUD Governing Board meeting** – Chair Black endeavored to clarify confusion surrounding a recent email intended to cancel a standing meeting, which Leslie Cadwell confirmed appeared as a clear removal from the calendar in their Outlook view. Laura Black (Chair) indicated that she would send a new meeting invite and materials for next week's governing board meeting, after which the meeting was adjourned.
14. Other Business - None
15. Next meeting - 2.11.26
16. Adjournment at 6:10pm