



MINUTES

WiredWest Board of Directors Meeting
March 25, 2015 6:30pm
Old Courthouse, 99 Main Street, Northampton, MA 01060

Meeting called to order at 6:37 pm.

Welcome and Introductions Monica welcomed the delegates and guests and introduced Eric Nakajima, Director of MBI, Elizabeth Copeland, Dave Charbonneau, Christine Hatch and Donna Baron (all MBI). Monica asked the delegates, alternates and guests to introduce themselves.

Approval of minutes from the March 7, 2015 meeting. Tim Newman moved; Jonathan Taylor seconded; no discussion; all in favor with the following abstentions: Bob LaBrie (Goshen) and Ken McInerney (New Ashford).

Report from the Chair – thanked the volunteers who are answering questions on sign ups, noting the group is working very hard; She mentioned we would be hosting 2 meetings on April 10th for financials; noon – 2 pm in Northampton and 4-6 pm in Becket for delegates, selectboards, finance committees and treasurers. Monica overviewed the subscription campaign and offered assistance at town information meetings by members of the EC.

WiredWest/MBI Relationship – Monica introduced Director of MBI Eric Nakajima and Eric indicated how pleased he was to have been invited. He outlined the status of the MBI process. He indicated that the MBI remains committed to a regional fiber network and committed to working well and constructively with WiredWest. MBI is gearing up to hire an Owners Project Manager. He indicated that the funds, which have now been committed by the governor, would be disbursed via a grant application process via either WiredWest or individual towns. He expressly stated that MBI will in no way undercut towns who wish to work with WiredWest. MBI is pleased to work with towns in whatever way they wish to build their network. WiredWest towns will NOT have to apply for funds individually. MBI needs to be able to document due diligence on the part of the cooperative and the towns. He further indicated that the MBI “plain vanilla” warrant article, but that the WiredWest article language is equally legal and towns may use whichever version they choose. Eric further emphasized that the ownership of the network should be determined by the towns themselves, and will require documentation of the towns indicating their preferences for ownership and cash flow. MBI will not make that decision on behalf of the towns. MBI will be scheduling workshops in April on the grant process. The question was asked if MBI would want to retain ownership of the network and Eric stated unequivocally that under no circumstances would MBI own or operate this network. Another question was whether MBI constructing the network would be more expensive than WiredWest or the towns constructing. Elizabeth Copeland felt there would be similar constraints. Jim mentioned that for services, WiredWest would be exempt from 30B, but for construction would have to abide by 30B. Jim feels it will be productive to work with

MBI. Dave Charbonneau spoke about efforts to make this as efficient as possible, utilizing best practices as learned from their experience with the middle mile. Larry Klein asked about non WiredWest towns. Although the majority of the MBI efforts are focused on the regional network, Eric said they would work with all under-served towns, including the towns who choose not to be part of WiredWest. Robbie Lepzer expressed appreciation to Eric for his support of MBI and asked if the MOU could be “put back on the table”. Eric indicated that the issues could not be decided for the towns through the MOU and that the grant process is where these issues will be defined, examined and decided. Dave Charbonneau spoke about publishing a “handbook” that will outline the process and give the towns the confidence that their monies will have sufficient oversight and will be used wisely and efficiently. Question was asked about who is responsible for controlling costs and budget; Dave Charbonneau responded that there would be a joint committee (MBI and WW) overseeing it and that there are things that can be done in design to minimize costs. Detailed engineering and make ready costs will assist in fine tuning the costs. Jim enumerated several reasons he feels the construction will fall within the “not to exceed” numbers. Driveway lengths and premise counts were discussed.

Vote to approve Windsor Municipal Lighting Plant as a new member of WiredWest Municipal Lighting Plant Cooperative -

WiredWest Policy on Distance to Premise Update Monica reviewed the existing wiring policy and indicated that it was developed prior to the realization that taxpayer monies would be used. Monica also reviewed a list of concerns around whether the current estimates will cover the cost of wiring all driveways. David Greenberg spoke regarding the Cartesian numbers and indicated that while we do not know exactly how these estimates were done, an independent survey in Shutesbury was fairly consistent with the Cartesian estimate. Jeremy Dunn indicated that he had spoken with Michael Morgenstern from Cartesian at the Becket meeting in November and Michael had indicated that the variation in cost was lower in our area than the national average. A subcommittee was formed at the last board meeting but has not yet been convened. David Greenberg will be surveying additional towns to verify the estimates and the working group will convene ASAP and a recommendation should be brought to the April 11 board meeting.

WiredWest FAQs – Monica distributed and reviewed the most current version of the FAQ’s. She thanked David Kulp, who collected and edited, as well as provided answers for, many of the questions. There are outstanding questions about TV offerings and pricing.

Fiber Town Subscription Campaign Update - Great progress is being made on the website. There are over 1300 mail in subscriptions yet to be entered. Volunteers who are available from 9 to 4 and have their own laptops may assist. Please let Jim know if you are available to assist. Posters are coming; 1 page summary for town meeting. Signs are available tonight. Social media – like and share facebook and twitter. “Boots on the ground” efforts will be very important over the next month.

Fiber Town Bond Authorizations – Jim reviewed that each town would be responsible for doing its own borrowing, initially with BANs (Bond Anticipation Notes). Steve is in the process of setting up meetings for towns with bond counsel and financial advisors.

Committee Reports

- Cable Towns – Glenn gave an update on progress of cable towns and MBI
- Marketing – covered under Fiber Town Campaign above.
- Governance / Legal / Town Paperwork – Steve wanted to reiterate that the warrant article that we sent out is valid and the towns may use that language in place of the “plain vanilla” language provided by the MBI.
 - Finance – no report
 - Town Liaison – Becky is coordinating EC members schedules and mailings
 - Technology – no report.

Confirm and Schedule next BoD meetings

April 11th in Rowe, exact location TBA.

Meeting adjourned at 9:30 p.m. Jim moved; Glenn seconded; all in favor

DRAFT