



## MINUTES

WiredWest Board of Directors Meeting  
Saturday, February 27, 2016, 9:30 am  
Plainfield Safety Complex  
38 N. Central St, Plainfield, MA 01070

**Welcome and Introductions** - Monica Webb (chair) called the meeting to order at 9:38 am, thanked our hosts and asked delegates to introduce themselves. Monica also read the OML public meeting protocol.

**Approval of minutes – Glenn Cardinal** moved to approve the February 6, 2016 meeting, Bob LaBrie seconded. All approved with one abstention (Mark Klitzke).

**Report from the Chair** – Monica reported again regarding the “pause” announced by the Governor and shared what we know about the current situation and cautioned about speculation. Some have asked what they can do. More information in that regard will be presented by the Outreach Committee. Monica reiterated that WiredWest is representing the majority of the towns in the group. Monica announced that Steve Nelson has resigned from the Executive Committee and the Negotiating Team. She highlighted his contributions and thanked him wholeheartedly for his participation. Steve will continue as the town delegate from Washington. Steve then addressed the board and shared his philosophy and his reasons for resigning and indicated he will remain active as a board member advocating for the best interests of the WiredWest member towns.

**Clarification of Roles and Responsibilities of Executive Committee, Negotiating Team, Outreach Committee and Risk Analysis Committee** – Jim reviewed the creation of the NT, & OC and the charge of the EC and conferred with each for clarification purposes and produced a document summarizing more clearly delineated role, duties, and responsibilities. Some questions arose with regard to the Outreach Committee’s role in Marketing.

**Outreach Committee Report** - Bob Labrie reported on the activities of the committee. They have met several times and are currently working on updates to the website (which are not yet public). They are looking at ways to both disseminate and collect information and information will be sent to the board in the coming week(s). Informational updates from the OC are being sent out as needed by Tom Wyatt. Discussion ensued surrounding appointing a specific spokesperson with a back up to be the voice/face of WiredWest (this role has been historically filled by Monica with Steve as a back up).

**Operating Agreement Update** – Steve Nelson explained that Chapter 268A language had been inadvertently left out. It has now been added in Section 10.1. The board needs to ratify this language. Steve made a motion to add the language. David Kulp seconded. Steve read and explained the language. Discussion ensued. All in favor.

Ray DiDomato expressed that Wendell still has issues with ownership: Wendell wants ownership and wants the OA to reflect their preferences.

**Risk Analysis & Financial Report** - Bob Labrie shared the types and number of legitimate risks that have been identified. Committee is now developing and evaluating mitigation strategies. Bob asked for board members to review the risk list and provide input.

Jim distributed a proposed budget for FY 2017 which asks for a membership dues payment. However given the current state of flux non payment of the membership contribution would not remove a town from the cooperative at this time. Jim reviewed the rest of the proposed budget items. **Monica moved that we approve a suggested contribution for FY 2017. Jeremy Dunn seconded.** Discussion ensued. **All in favor** with one abstention (Glenn Cardinal).

**Negotiations Team Report** - Kimberly Longey reported that since February 6<sup>th</sup>, WW NT has been pushing to get back to the negotiating table with MBI. They had been silent up through Eric Nakajima's resignation. Kimberly has had conversations, but no meetings, with Eric's replacement Elizabeth Copeland. The current situation is frustrating and disconcerting. Kimberly has been documenting the discussions she has had. Kimberly thanked Steve for his contributions to the NT. Kimberly discussed the composition of the NT. Jean Atwater-Williams requested that the make up of the team be reflective of the organization as a whole. Doug McNally suggested that it would not be best practice to change the composition of the NT at this time.

#### **Other Director Input –**

Holleran Greenburger updated the board with regard to the Technology Committee and that they continue to work behind the scenes and are also available to be a resource to towns in their planning. They will be meeting again in the next few weeks and will coordinate with Outreach Committee for feedback.

Cable towns expressed concern about the "frozen" aspect of funding is negatively impacting the ability for those towns to move forward. Cable towns are ready to go, but funding is not available. Discussion ensued. Discussion tabled until next board meeting.

Jonathan Taylor raised the issue of refunds being difficult to obtain. Jean volunteered to create a refund request form.

**Confirm and Schedule next BoD meetings: March 26<sup>th</sup> and April 23<sup>rd</sup> exact location TBD**

**David Kulp moved to adjourn. Jean Atwater-Williams seconded. Meeting adjourned at 11:43 am**