



## Minutes

WiredWest Board of Directors Meeting  
Swift River School,  
201 Wendell Rd., New Salem 01355  
Saturday, May 21, 9:30 am

A quorum was achieved and the meeting called to order at 9:40 am.

### Welcome and Introductions

**Approval of minutes** - April 30, 2016 meeting Monica Webb and David Dvore abstained, edited version approved.

**Report from the Chair:** At the Governor's meeting, MBI gave a presentation of its new strategy (<http://broadband.masstech.org/sites/mbi/files/documents/building-the-network/Last-Mile-Program-Update-wGovBaker-2016-05-10.pdf>). New leaders of Last Mile Program are Peter Larkin and Bill Ennen. Public/private partnerships are required; standalone towns prioritized. Will be more expensive to accommodate private provider margins. Attending towns pushed back on wireless. WW has requested a meeting with Larkin & Ennen to formally present our plan. Leslie asked for any tips for towns meeting with them before that. Monica says if plan A2 is approved today, there will be some points that can be used, but prefer to have our plan formally presented by WW.

Six towns chosen for initial build by MBI: Alford, Ashfield, Egremont, Otis, Shutesbury and Wendell. MBI is requiring town financial stress test, approved by DLS. They want to identify which towns can start soon and are viable standalone. MBI may be choosing the smaller regions for towns which they feel can't afford it alone, but it's not clear that a cluster of these small towns would be any more viable.

**Committee Appointments** deferred

**Report from Governor's meeting** discussed above in Report from Chairman

**Plan A2/B updates Town Ownership Issue** Handout distributed for discussion.

Jim Drawe stated WW will be the network manager, not provider and will outsource everything. Will do RFPs for towns, work with vendors to get prices, manage contracts, collect subscriber fees, return excess revenue to towns. Bills to subscribers will be from WW (not town net).

Small regional networks could band as a larger region. Monica said larger, more profitable towns will be reluctant to join small regions since their fees will be less than smaller towns and only a large region would show savings for them.

The impact of not having WW ring would be small financially and it is needed for redundancy. Dave Charbonneau of MBI is aware of dangers of hub and spoke topology (current MBI 123 design).

David Kulp reminded us of the [regionalization document](#) and spreadsheet and his [interactive model](#) which show the small additional cost to bigger towns, but large savings for smaller towns. Jeremy – towns should emphasize this point to the MBI reps. The interactive model allows you to select different parameters, including MBI assumptions.

Legally contract must be signed by MLP, but approval by Town Meeting would help stability. TBD if this will be in the contract.

Using wireless for “end cases” will be a town choice, WW might support if sufficient interest from towns – maintenance costs likely higher than fiber.

If towns approve this document, WW will bring this to MBI to see if they agree, if so, WW will present to our town officials. WW will still be an MLP coop and our counsel has said the LLC is still the correct corporate structure – Jim to forward that finding to Ed Donnelly & Elizabeth Copeland. Bob Labrie asked if Town Meeting votes need to change? A2 is still under the regional coop, so not if we choose that. But if town goes standalone, may need new vote if “regional coop” was in the warrant article.

Deb Burke expressed concern about depreciation as an additional cost to towns. This is the result of MBI mandating town ownership and will be required no matter what option they use. Since towns fund builds, WW should get to breakeven faster and be able to start returning revenue to towns sooner. When town reaches depreciation reserve to equal replacement costs, can petition DTC to stop accumulating. Legal depreciation period is typically less than useful life of equipment.

Jim Drawe is talking to a small cable company who could do billing, customer service, ISP, and provide TV service. Landscape is changing, it may not be cost effective to spend millions of dollars to provide TV. Thinks we should not decide on TV now. Monica notes that a vendor which brings cable services could help with take rates.

It's likely a minimum take rate will no longer be a requirement. Towns with low subscriber rates will receive less revenue. To cover towns with low subscribers but high poll fees, could require that towns have minimum subscriber level and must make up any shortfall in charges for their network.

**Vote:** Doug McNally moved the following: “Resolved that the Board take the present A2 plan to MBI for review.” Seconded by Jeremy Dunn. The vote passed unanimously.

Monica – everyone should talk to their SelectBoards and MBI contact: WW has made changes to support the new MBI model. Towns will be responsible for the network build & ongoing costs, towns are responsible for construction & depreciation. Towns will incur legal fees. Standalone – each town must pass financial stress test – many may fail. Varying services rates for towns. No economies of scale. There will be ongoing legal and administrative costs. Leverett reported a

minimum 15 hours skilled labor/per week to run. 20 hours/week by MLP (4 people) to plan and get to construction.

Bill Ennen has asked for feedback on town profiles and towns should respond. It's Important to state to MBI preference for regional coop model. Press MBI for details of their cost estimates. MBI profiles have a "map" for each town – towns need to see if it looks correct with their knowledge of local conditions. Edge cases will require legal negotiations. Ask MBI to prove the standalone model is sustainable with estimate of charges, and take rate based on costs. WW will be pushing to get details on the MBI model. Jim is not sure of costs under A2 model, because number of customers and service mix is unknown. Jeremy would like conservative estimates – he doesn't expect many people to take higher tiers of service. MBI has to agree to the numbers, but MBI needs to prove their model is achievable & sustainable.

Leslie – town should have a list of points to make and details on the MBI estimates. Monica:

- Let him know if you prefer A2
- Ask for specific info on the readiness tests and assumptions, viability of standalone small town
- Need to know the standalone model is feasible – take rates & charges assumptions

Towns will need to validate the data in the profiles, some have already noted flaws. Jim Drawe will send out datasheet on poles/premises which we sent to MBI. The interactive model also has information on premise counts both WW and MBI's. Towns' DPW have information about road miles, but may include roads with no premises which don't need coverage.

Monica will email notes with talking points on A2. The A2 document handed out today will be updated and on the website soon.

**MBI- the Next Generation** covered above.

### **Committee Reports**

- **Outreach** – The change.org petition has 5,810 signatures as of May 21 am. The WiredWest website (<http://www.wiredwest.net/>) has been redesigned. The wireless primer in progress. Committee members actively working with the press. Bob, Tim & Monica met with Daily Hampshire Gazette editor re lack of coverage there. Tim & Bob appeared on Ch22.  
We are still paying CrowdFiber for registration site, but will soon pull the data to our website and then terminate.

### **Other Director Input**

- Monica will be resigning as chairperson since she is relocating to Canada. Jim is vice-chair and will take over in the interim. There was a prolonged round of applause in appreciation of her valuable work.
- Use of Federal money in place of MBI? USDA has loans, not grants. Current USF gives

\$40M to Verizon, FCC wants to substitute that with CAF funds for Internet – but you need 3 years of auditing as telecomm provider to be eligible. Jim is researching the USDA community facility loan program.

**Confirm and Schedule next BoD meetings** June 25, New Ashford  
Following July 23, Leyden

**Other business which could not be reasonably foreseen within 48 hours of meeting**

**Adjourn** meeting adjourned at 12:45pm