

**Minutes**

WiredWest Board Directors Meeting

New Ashford Town Hall, 188 Mallery Road
New Ashford, MA 01237

Saturday, May 13 2017, 9:30 am

Called to order at: 9:31 (quorum reached at 9:39)

**Welcome and Introductions**

**Approval of Minutes:**  Doug McNally moved, Ken McInerny second. Approved unanimously.

 April 15, 2016

**Report from the Chair**

EC has been working on legal stuff – contract with WG+E for operations. Expect to send to counsel in 2 weeks, 1 week for counsel review, then to WG+E – we should have w/in 2 months. Counsel working on draft MOU for towns who want to operate as WW. We will be sending to towns to sign so we will know who has strong interest in WW operation, but non-binding.

Next work on edge cases – homes which can’t be reached exc thru another town. Counsel working on 2 options: 1) transfer subscriber to other town 2) if it’s a larger group, IRU to lease fiber thru neighbor town. We’ll distribute as boilerplate for towns to use.

Next will be the (binding) contract for the towns to operate thru WW.

Ashfield/Plainfield working on contract for towns & WG+E for D/E/C – has come from KPLaw, under review and will be sent to towns.

**Election of new Executive Committee members** Ken McInerny moved, Doug McNally seconded – Approved unanimously (Craig abstained).

* Leslie Rule
* Craig Martin

**Bylaw updates**

Charley distributed proposed bylaw changes. This is the first reading. Steve Nelson – this will take effect as soon as it is voted, so we will defer the vote until a later meeting – probably August, after the MOU and contract have been reviewed by the towns. Wording and intention of the changes discussed. Question of whether an MLP coop can distribute revenue to non-members – to be checked with counsel. Also confirm whether a town w/o MLP can join MLP coop.

We will present changes supplied today and after legal check for reading at the next meeting. Charley will send updated version to delegates when complete.

**Regional Broadband Solution**

Task List handed out last week. Jim sees there is not so much work for operations, proposes that after June we go to quarterly BoD meetings & biweekly EC meetings. Steve proposes bimonthly, instead of quarterly. Outreach committee may need to meet frequently for a while.

Doug M – Aaron Bean emphasized importance of knowing who will be connecting before he starts network design. He also emphasized compatibility of equipment is important.

Several towns, including Williamstown are investigating building a fiber network on their own, due to dissatisfaction with existing cable provider.

Jeremy reported that Becket will vote on Charter vs. town-owned next Wednesday. If they vote against Charter, may affect the non-severable offer. Peru working on greenlight letter, will have non-binding vote on June ballot on what citizens want. Information meeting Monday, May 22 – Charter, WG+E & WW will present. Jim is willing to meet with SB members.

Towns may need to plan to use MB123 until the network builds are complete. WW did plan for this, both in backhaul costs and in the contingency reserves. Currently, can buy links month-month from Axia. For some towns, it may make sense to purchase IRUs if the link will be needed long term.

Leslie – equipment compatibility – would like a spec sheet from WG+E. Asked if any towns are using WG+E for D/E/C but not operating. Jim – proposed contract with WG+E has KPI (key performance indicators) which must be met, will drive choice of compatible equipment.

WW contract with WG+E – we don’t need to publish the entire document. People would like to see a summary, including the KPI to preface the MOU/contract between WW & towns.

**EOHED** **grants**

Several towns approved, no money received yet. EOHED tasked with distributing by end FY17. Charley maintaining status information. Jeremy would like to see status of non-WW towns. Leslie volunteered on behalf of Outreach Committee to gather this information.

Bill Ennen reiterated that towns must have greenlight letters before submitting grant applications (Rowe & New Ashford are excepted).

Charlemont has applied for the EOHED grant. Expects WG+E will be doing the pole survey.

Heath pole survey complete. Bill E & Ed Donnelly are coming to deliver the pole surveys. Heath & Leyden have the highest percentage of red poles. Plainfield had requested info on how poles are rated. Washington got a document from Todd about how Osmose rated, which was shared with WG+E.

If you have pole surveys done, can also request pictures and premise data files from MBI. MBI website also has KMZ file with MB123 data.

Shutesbury has someone who can negotiate with utilities for make ready, Craig will see if he’s willing to support other towns. WG+E can do this. WG+E is willing to do all ‘tasks al a carte’, contracts will respect that. Contract is agreed by WG+E.

**MBI Update**

Still working on last-last mile. So far, looks like a Frontier-type deal.

Monterey pulled out of the 4-town group working with Frontier, contract deadline has been delayed. Proposal requires that towns guarantee payment for all residences, basic subscription is free, people with higher speeds would be charged to cover town expenses.

David – MIIA has found an underwriter for outside plant – they are now ready to insure fiber networks. Towns must contact them individually.

**Reports from Committees**

Outreach – Leslie – will try to get data on all unserved towns’ status. About to send an email to town officials with the D/E/C inter-governmental agreement. which has been approved (by town & WG+E legal). David will be summarizing the differences for the letter. Charley – we are still working on clarifying confusion in some towns re: roles of WW vs. WG+E. Want to target towns specifically. There will be a meeting in Charlemont on June 26, other towns may attend. Outreach also working on privacy policy and net neutrality. Jim – need to specify retention periods, best to limit. Trying to set up a meeting for WW to come to Plainfield, Windsor, Cummington to discuss operations. Windsor planning town informational meeting to discuss broadband & marijuana issues in June.

Finance – Bob is going through the whole signup list, determining what interest is due each one. Making up the credit card shortfall is complicated because we changed providers in the middle of the campaign and each had different charges.

**Other Director Input**

**Confirm and Schedule next BoD meetings**

* June 10 – Washington
* August 12 - Plainfield

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

**Adjourn** 12:03 pm