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| WiredWest Executive Committee |
| January 17, 2018 | 6:30 pm | HCOG |
| Facilitator  | Jim Drawe |
| Minute Keeper | MaryEllen Kennedy |
| Committee Attendees | [x] Jim Drawe [ ] David Dvore [x] Craig Martin [x] Bob Labrie [x] Jeremy Dunn [ ]  [x] Charley Rose [x] MaryEllen Kennedy [ ]   |
| Guest Attendees | Gayle Huntress |
| Approve Minutes from 1/3/2018 [x] Yes [ ] NO [ ] Not Applicable |
| Jeremy Dunn & MaryEllen Kennedy |
| Governance Committee |
| Discussion Notes |  |
| Kimberley’s purpose in proposing a review was to make sure bylaws are fit for when we move into operations. Jim does not feel it will take much face to face meeting time. |
| Decisions/Outcomes |  |
| Jim moved that the Governance Committee be appointed with Charley Rose as chair and Jeremy Dunn, Steve Nelson and Kimberley Longey as members. MaryEllen seconded. Motion passed unanimously. |
| Action Items | Person Responsible | Deadline |
| Send an email to the BoD informing them of the committee and inviting others to join. | Charley Rose | 1/24/2018 |
| Create an email list in Mailman for the committee | MaryEllen Kennedy | 1/22/2018 |
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| Review January 10 Board of Director’s meeting |
| Discussion Notes |  |
| People find the town updates helpful. |
| Decisions/Outcomes |  |
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| Action Items | Person Responsible | Deadline |
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| Regional Broadband Solution |
| Discussion Notes |  |
| a. **Revenue Sharing** – The spreadsheet produced by Jim & Craig shows how the current proposal will work. Gayle feels Leverett expenses are closer to what we’d see. Jim used Leverett numbers in that calculation and rounded up. By including road miles in the calculation, Shutesbury does better. Include only road, or also service poles? Jeremy – drops vs. network extensions – drops can only be 170 feet; additional poles means the MST will be installed at the last pole. He proposes that we include network extension up to the MST. We will likely be responsible for some tree trimming.b. **MOU** –Jim is meeting with Leyden MLP manager on Friday. Planning to return to New Marlborough. Middlefield has applied for the new MBI grant (do as much as possible). Charley has found it hard to schedule a meeting with MBI on the new grant. The group agreed that the operations agreement between WW and the towns should be structured as a contract, not a lease.c. **Insurance update** – Gayle received contact information from David Dvore before he left. He asked her to wait for follow-up until February.d. **Edge cases** – no response from counsel on sample agreements that Jim had sent. Westfield example was one town doing construction for another; Jim feels most agreements will be for IRUs. |
| Decisions/Outcomes |  |
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| Action Items | Person Responsible | Deadline |
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| Westfield Gas + Electric (WG+E) |
| Discussion Notes |  |
| Rich Carnall replied to Jim’s revised version of the contract. 2 open items: * Formula for invoicing us (deposits daily, invoice monthly) for partial month subscribers.
* Retainage fee for the out-of-state backup – how to charge? Jim suggested based on our miles vs theirs. We’ll propose fiber miles to be up the MSTs
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| Decisions/Outcomes |  |
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| Action Items | Person Responsible | Deadline |
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| Committee Updates |
| Discussion Notes |  |
| Finance: Bob Labrie – still working on reconciling escrow account, expecting work party for refunds Jan 28 weekend. No response yet on grant money, he wanted refresh on what grant can cover for a followup letter.Invoices for 2018 – Jim says don’t wait to send them out.Outreach – we’d like an update for town reports, by mid-February. Jim – about 300 words. |
| Decisions/Outcomes |  |
| Invoices for 2018 dues do not need an explanatory note. |
| Action Items | Person Responsible | Deadline |
| Send out invoices for FY2018 dues | Bob Labrie |  |
| Create and distribute WiredWest update for town reports | Outreach |  |
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| Other business which could not be reasonably foreseen within 48 hours ofmeeting |
| Discussion Notes |  |
| Jeremy asked about plans for next BoD meeting on February 7. Will we vote on assessments, revenue sharing? We usually plan closer to the meeting. We should have votes on assessment for FY2019 and revenue sharing next time. Jim will meet with Kent of Shutesbury BB committee to go over the numbers.Karyn Polito came to Worthington recently. Town pushed for Matrix to be considered in awarding grants. Charter expressed interest. Comcast responded to the flexible grant program for Worthington (and other towns). Top options are still for Matrix, or town build. They had response from Crocker, few details, low coverage – Crocker will follow up soon. |
| Decisions/Outcomes |  |
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| Action Items | Person Responsible | Deadline |
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| MEETING WRAP UP |
| Set Next Meeting |
| January 31, 2018 | 6:00 pm | HCOG |
| Agenda Items  | Plan for February 7 BoD meeting |
| Adjourn at [Meeting Time] |
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