

WiredWest Executive Committee Meeting Agenda

Date / time: Wednesday, October 24, 2018 6:00 PM

Location / address: Hampshire Council of Governments, 99 Main Street, Northampton, MA

Conference Telephone Number: **(712) 432-6293** Conference Number: **318515**

Called to order 6:04pm

Members: Doug McNally, Bob Labrie, David Dvore, MaryEllen Kennedy, Craig Martin

Executive Director: Jim Drawe

1. Approve minutes of previous meetings –*October 11*

Bob moved, David seconded – approved unanimously

1. MLP Accounting - Doug asked if anyone has gotten information on MLP accounting similar to what DLS has provided for general and Enterprise funds. Jim said Tom Scanlon does not audit MLPs and has no information. David – Sean Cronin does not have any knowledge of MLPs but is concerned about tax rate. Debt must appear on the tax recap in any case. Doug is concerned about town members of the coop using an Enterprise fund – would that cause a problem – Jim says no. David feels we should have a statement for member towns of how they should be operating as an MLP. Doug think it’s dangerous for towns who are not really operating as an MLP; they may have a conflict if signing MLP-MLP contracts. Jim – the MLP assets are owned by the town through the MLP, even if the town owes the debt incurred for the build. MIIA had informed us that, if MLP is incorporated separately, it should have its own tax ID. David explained that the laws governing Enterprise funds are different than those governing MLP. We should distribute information for the towns.

We should discuss MLP accounting on Nov 28.

1. Charlemont refunds – Bob Handsaker – town may go with Charter and asked about getting refunds returned. Bob Labrie would like to first return refunds to the towns who have already withdrawn. Bob is still trying to match up his records of electronic payments and is concerned about validating addresses and sending town clerks with money WW has been entrusted with.
2. Towns not attending Board meetings – MaryEllen will notify the towns per bylaws.

Do we know which towns have MLP boards? David stated that Rowe voted at Town Meeting to have Selectboard act as the MLP board. Shutesbury and Cummington have elected MLP boards (& Worthington).

1. Regional Broadband Solution
   1. Westfield Gas & Electric contract signed
2. Agenda for Nov 7 Board of Directors meeting – Doug will remind folks that we will be updating the bylaws again after service agreement approved, so only major objections should be voiced.

Plan for review of Service agreement: Bob capturing final edits. We’ll start with section 4.2.4 and review the rest for changes before presenting to the Board. David is concerned that towns won’t sign a contract for a long time. But Westfield are encouraging towns to engage an ISP sooner. If a town does not want to build to premises which are not signed up, it must do the signup before construction. David – towns can use their page on WW website to gather information from potential subscribers as well as post project updates.

Doug – we should add an agenda item for Nov 7 – timeline for makeready, construction contract, ISP contract. Suggest that towns must consider when they want things done, better to have construction contract before make ready completes. And get ISP signed up early to start signing up customers.

Jim notes that even if only Rowe & New Ashford are members, the towns would be profitable.

Should rates be included in the agreement? Doug proposes we take rates out of the agreement but publish the rates before towns sign the contract. EC agrees to remove rates from agreement.

Jim will make sure the Executive Summary matches changes made to the Service Agreement V9 at the meeting.

Nov 28 BoD meeting –Vote for the final version of agreement include debate for rates. Nov 7 meeting – ask folks to bring arguments and business case for their side.

1. Committee Updates
2. Review other ongoing work, including meetings, conference calls
3. Other business which could not be reasonably foreseen within 48 hours of meeting
4. Set next EC meeting - November 14 – 6 pm
5. Craig moved, Dave seconded, adjourned at 8:15 pm