

**Minutes**

WiredWest Board of Directors Meeting

Cummington Community House

33 Main Street, Cummington MA 01026

Wednesday, December 19, 2018, 7:00 pm

Called to order at 7:05

**Welcome and Introductions**

**Approval of Minutes**

 *November 28, 2018*

 Moved: Art Schwenger

Seconded: Kent Lew

Approved unanimously with Jeremy Dunn abstaining

**Report from the Chair**

We’re all trying to finalize drop policies – we should discuss at next meeting; it would be helpful to share what we’ve decided and why. (Jeremy Dunn found Becket’s PDU Planning report has a significant number of premises over $2,000).

Future discussion – MLP fees. WW should supply towns with information on what we need to allocate for depreciation reserves. When we get cost of electronics from procurement, send to Jim Drawe for input into financial plan.

Second Reading of Amended Bylaws

Jim Drawe read the changes to the group. Some changes were read for second time and can be voted on.

At the next meeting we’ll read and vote on the changes proposed by Deidre at tonight’s meeting.

Motion to accept the items that had been previously read.

Moved: David Dvore

Seconded: Art Schwenger

Approved unanimously

Town Agreement Update

Jim distributed an updated version with new changes based on review by Deidre Lawrence and Rowe’s town counsel. Jim read the changes. Jim will send out a clean copy – New Salem will ask KP Law to review as well.

Pricing

To qualify for CAF II, we will need to have a phone only rate Jim is waiting for information on this from WG+E,

We also need a fee for business class, possibly base on WCF’s rate. This is for a best-effort service.

Commercial rate will include a Service Level Agreement (SLA).

Jim will send out rate information (again), for future discussion of business rates.

Jim would like to see a subsidized rate, but delegates are concerned about doing this before we are in operation. We should be able to provide the FCC Lifeline subsidy if people qualify.

CAF II

Doug Mcnally advises that towns don’t base financing on this money. We will not see if for a few years and it’s not guaranteed.

Vote to approve revised Articles of Organization

Jim distributed changes to make the AoO the same as the bylaws, e.g. to remove electric/gas utility powers. It also includes updates to officer information and changes our FY to end on June 30. The SoS office will review the Article 2 changes, but we are not dependent on acceptance of the changes.

Move to approve the revised Article 2 Attachment A changes

Moved: Bob

Seconded: MaryEllen

David Dvore was concerned; this is not common and changing bylaws should be sufficient. Jim – the auditor looked at our Articles of Organization to understand what we do; he feels they should reflect our actual work.

Approved unanimously, with David Dvore & Brenda Arbib abstaining.

Onboarding if time available

Jim distributed the Onboarding document – what will be needed for towns to come online. Asking for feedback on anything missing or unclear. WCF is having 2 ISP meetings for towns – Jan 10 6-8 pm & Jan 22 11 am-1 pm.

Jeremy Dunn proposed we should only supply addresses of habitable premises that are part of the design. Customers will also need to know how much it drops will cost (Jim – will need drop policy from each town prior to advertising in the town). We should explicitly mention porting phone numbers.

Kent Lew will we be able to offer spreading installation costs over a period of time? WCF is developing a new contract with drop installers and it may allow some deferment of payment.

Executive Committee had added items for phone only and MLP fees for customers while service suspended.

Concern about people suspending service just to get the fiber installed, one idea is to limit length of suspension. Another option – requiring a contracted term.

Email any additional suggestions to Jim Drawe. He will share with Rich Carnall.

Outreach if time available

**Town updates**  10 minutes

**Other Director Input** 5 minutes

**Confirm and Schedule next BoD meetings**

January 16 (snow date 23)

February 13 (snow date 20)

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

**Adjourn 9:38 pm**