

**Minutes**

WiredWest Board of Directors and Executive Committee Meeting

Online

Wednesday, April 15, 2020, 7:00 pm

<https://global.gotomeeting.com/join/430792053>

(224) 501-3412 Access Code: 430-792-053

Attending: Jeremy Dunn, Jim Drawe, Doug McNally, Art Schwenger, Bob Labrie, David Dvore, MaryEllen Kennedy, Kathy Soule-Regine, Craig Martin, Steve Nelson

Called to order at: 7:03 pm

**Welcome and Introductions**

**Approval of Minutes** March 18 & 25

March 18 – m: Art, DD 2nd result: approved unanimously

March 25 – m: Art, DD 2nd result: approved unanimously

**Report from the Executive Director**

 Jim talked to Diane Belanger of PURMA. California fires caused delay in negotiations. Their policy is now in place. Rates double, deductible is up to $45,000. She recommends going with MIIA. Jim will check on refunds for the membership fee.

John Leary has found Sertex crews for emergency restoration. Jim will remind him of our original plan – we would not pay until after 3 towns are online. He stated that the crew would not restore drops; Jim had expected them to cover all.

Jim spoke to Bob Labrie; they developed list of tasks for Treasurer. Bob is willing to continue as Treasurer, and Jim thinks it would be advantageous to have an outside person, Bob has not proposed compensation. Jim to see if bylaws permit a non-member officer.

Jim sent out financials to delegates. Rowe Profit & Loss sheet is an example of what each town will receive. He needs total distribution mileage from each town. New Salem now has some income. David reminds us that Rowe has been sustaining WW for this past year. We were fortunate to have few repairs. He feels that when a few more towns have been connected, there will be money to return to the towns. Jim is concerned about paying for major repairs until we have more money from activation fees. Jeremy asked how much is in the escrow account – possibly borrow against it in an emergency. There is almost $191,000 in escrow account. WiredWest will plan on how to return more money to folks in non-member towns. Doug asked if we should have a line of credit, Jim thinks we should wait until more towns are up.

Kent asked for minimum number of customers to be revenue neutral – for Washington it’s 33. He is waiting to connect backhaul.

The warrant was distributed for approval by Executive Committee. Approved by Doug, David, Kent, MaryEllen by voice poll. David questions whether we are required to add an EC member. Doug notes the difference between Board and EC is only 1 at this time. We should consider whether we need an EC with such a small group. Jeremy - bylaws state EC is between 3 & 5 members, but it includes Chair, Clerk and Treasurer as members. Doug suggests we either remove EC or scale it back to minimum needed to oversee operations. Jim & Doug to bring a proposal to the next meeting. Send thoughts on this to Doug.

Kent sees that some towns have not paid WW dues, Bob to supply a list of those who have paid; Jessica will send bills.

*Campground business policy*

Classification of business level, suspension of service (longer than 4 months)

Kent felt we had agreed to classify them as large business and see how it goes.

Jeremy moved that we assess campgrounds as large business for the first year, with the right to reevaluate after 1 year. MaryEllen seconded.

David – is this one ONT and 1 entity as customer? Yes.

Jeremy wants to clarify difference between campgrounds and camps. CGs typically seasonal, short term people with tents, campers. Camps e.g. summer for children, don’t supply Internet to all the campers, so should have lower bandwidth requirements. Doug – camps may become more bandwidth intensive.

Result: all in favor (Heath muted)

*Vote on not charging municipal buildings for Internet* 10 minutes

Proposed by David Dvore:

Discuss and vote on the following proposal: “Towns may choose which, if any, of their municipal buildings to charge for service. Any income from municipal buildings will pass through the town’s MLP the same as the optional MLP fee surcharge.”

Jim thinks there is no problem in accounting for this.

Moved: David, Seconded: Doug

Result: all in favor (Heath muted)

*Fiber plant insurance*

Discussed above

*Monitoring and reporting outages*

National Grid advance notice of expected severe storm was a good PR piece. He thinks it will be good for WW to do something similar, unless WCF decides to do the notification. DD – good time to remind people they need UPS to keep service. Kent thinks there should be a notice that we are aware of outage and are working on it. Jim will talk to John Leary to see what they’re doing. Reporting on our website would be helpful.

**Finance Report**

Jeremy wants to know if we are returning money to folks proactively. Jim – we are in year 5, funds in escrow are given to Secretary of State after 7 years. Doug – we can reach out to towns to have them proactively remind residents that they can ask for refunds. Jim – we can send a list of residents who are due refunds to the former delegates and ask them to help.

**Town updates**

Becket: Had asked about residents changing bw (1Gb – 25Mb) – when would the cost change occur or is it prorated? Customer Service says that it would be simpler to have changes happen at the next billing cycle date. Jim will notify Arlene

[Jim – Rowe residents asked Customer Service about suspension – were told it was better to terminate.]

Becket would like information about marketing – who is responsible? He’s like to hear from towns about their experience. Kathy offered to discuss.

Becket looking for photos showing the equipment installed outside & inside a house.

Craig reports Shutesbury has 83-85% take rate. It is 100% operational, with a few temporary connections which will be underground later. $79 for 1Gb + $15 for phone. 3 year contract with Crocker. The lost a GPON card in the hut – some connections moved to other cards within 4 hours, card replaced by end of day. Matt Crocker did all the work.

Jeremy asked if there are any details about how they will do automatic failover or prevent outages like that experienced last week.

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

Emergency Restoration -

**Adjourn**

**Confirm and Schedule next BoD meetings**

May 20 (Jeremy will continue to host when available). Doug – most of Berkshire county is planning on remote meetings through June. If Jeremy can’t host, Doug will set up a Zoom meeting.

Future - every 3rd Wednesday

**Adjourn:** Jeremy moved, MEK seconded – adjourned at 8:36 pm