

**Minutes**

WiredWest Board of Directors and Executive Committee Meeting

Online

Wednesday, July 15, 2020, 7:00 pm

**Attendees:** Jim Drawe, Kent Lew, MaryEllen Kennedy, Art Schwenger, Bob Labrie, Jeff Piemont, Doug McNally, David

Dvore

**Called to order at:** 7:00pm

**~~Approval of the warrant by Executive Committee~~**

Passed over, warrant to be distributed to EC July 20

**Approval of Minutes** *June 17* 5 minutes

Moved: Doug

Seconded: Kent

Result: passed unanimously

**Report from the Executive Director**  15 minutes

Discussing environmental monitoring and Ooma charges with WG&E. He found FCC changes UCF cost every quarter and is clarifying some charges and whether MA sales tax should be charged for VoIP. Waiting for legal opinion on that. Most other effort was spent closing books and 2021 budget.

**Vote to approve FY2021 budget** 10 minutes

Moved: MaryEllen

Seconded: David

Result: passed unanimously

Jim has expanded the revenue portion of the budget spreadsheet to identify different services. He’s updated take rates for towns who have applications in the CRM. May be underestimated but he prefers to understate revenue. No audit this year, not until we have ? yearly revenue. He expects the WCF 5,000 subscriber (outside of Westfield) threshold to be reached by winter 2020, so our wholesale charge was adjusted for the rest of the year.

David asked if accumulated retainage gets very large, will we still keep reserving funds for contingency? Jim replied that the towns will vote on this in the budget. We should accumulate enough to cover a few large incidents per year. In the future, we may want to buy an IRU for our backhaul. Doug said that we agreed to revisit the 10% retainage after a few years when we have more experience.

**Vote to approve excess funds distribution formula**

Jim revised the formula to include all repairs as WW, not town expense. He has sent it to our lawyer for review, so towns should not sign and return until it has been approved. Please sign 2 copies and send to Jim; he will sign and return one.

Moved: David moved to accept the formula as presented.

Seconded: Art

Result: Passed unanimously

**Webmaster compensation** 10 minutes

Jim proposed webmaster be compensated $100/month, since there’s quite a bit of work done on the site.

Art asked if is this salary or stipend? Jim replied that it’s a salary since it is compensation for some work. If David doesn’t want to do it anymore, will we have to hire someone? Jim – Kent & he could also do this.

We will vote on this at the next board meeting.

**WCF IGAs for Emergency Restoration and Environmental Monitoring** 15 minutes

*Environmental Monitoring* – Jim distributed a clause from our WGE service contract and highlighted that it includes physical monitoring. WW had identified the hut as having many risks, it is a physical component of the network and is included. He is asking John Leary to honor this part of the contract and has asked Deidre to review this. WGE is currently asking towns to pay $1100 for installation and $30 ($60)/month for the monitoring. Jim is willing to pay for equipment if the town will own it.

Moved: Doug moved to authorize Jim to continue negotiations

Second: David

Result: approved unanimously

*Emergency restoration* – Jim has the proposed amendment from John Leary, but rates are not included yet. We agreed to participate, waiting for final numbers. Not sure whether they’ve signed a contract. Jim has asked to review before WGE signs. David – is this only when WCF crews are not available? Jim - yes. David would like to know what the priority for restoration is – the per customer charge for the sparse towns will be highest, but they are likely last to be restored. Jim noted that it depends on when other utilities are done and there will be several crews available for WW towns. David stated that drop cables are more fragile than distribution and more likely to need repair. Jim believes they are included in the contract.

**Washington drop subsidy processing** 10 minutes

Jessica reports she can process credit cards via QB, send bill by email with link to payment portal, towns will cover the credit card fees. We can also collect checks. Kent is concerned about email bills getting lost. The towns will get a spreadsheet with all pending charges.

**Customer payments/ISP portal/data security** 15 minutes

Kent – customers asking to pay by check, but most have accepted. He had thought of proposing accepting checks for a $15 fee, but the group is not interested. Jim – we should monitor the aging reports on the WCF CRM, they had found some folks who didn’t see the email and owed for several months. Jim will send out information on how to check the aging report.

Kent thinks folks are resistant to online payments due to identity theft concerns. He thought that the payment portal used the Stripe API (Stripe does a good job), but found it’s a Sprypoint portal, and is not sure where the customer financial data is held. Jim feels they are storing data in a secure manner.

Jim can monitor overdue accounts and he will inform towns of issues he sees. WW must comply with state law in terms of protecting customer information. Art asked if we are required to periodically notify customers, Jim will confirm.

**Heath drop policy** 15 minutes

Town voted $200,000 to help with drop costs. They are working on a policy for drops to decide on Friday and must report to the ML Board next week. Issue is seasonal drops – 40% of town may be seasonal. The last make ready is done and they expect to kick off construction within a few weeks, TriWire is their construction crew.

**Ooma overseas and other options** 15 minutes

Jim will check on how customers can purchase international calling or other devices.

Some customers in Rowe ordered the phone after the installation, WCF has been shipping the Ooma boxes and helping the customer self-install. David reports WCF will charge customer or town for shipping or a service call if customer can’t install. Doug told WCF that if customers want phone later, they will pay – other towns should inform them.

**Finance Report** 10 minutes

Jim sent both cash and accrual version of the P&L. Bob is working on database of paid checks.

**Town updates** 15 minutes

Doug reports WCF is planning to have TriWire do UG assessment and conduit installs as much as possible before the ground freezes.

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

**Adjourn** 8:59 pm

**Confirm and Schedule next BoD meetings**

August 19

Future - every 3rd Wednesday