

**Minutes**

WiredWest Board of Directors

Meeting

Online

Wednesday, January 19, 2022, 6:30 pm

Attending: Doug McNally, Kent Lew, Jim Drawe, Jeff Piemont, David Dvore, Don Hall, MaryEllen Kennedy, Sheila Litchfield, Kathy Soule-Regine, Robert Gross

Guests: David Gordon, John McElwain, Pauline Clark, Dick Spencer, Bob Labrie

Called to order at: 6:31 pm

**Approval of the warrant by Executive Committee**

Moved: Kent

Seconded: MaryEllen

Discussion: none

Vote:

|  |  |
| --- | --- |
| **Name** | **Vote** |
| Doug | Y |
| David | Y |
| Kent | Y |
| MaryEllen | Y |

Result: Approved unanimously

**Approval of Minutes**

 December 15, 2021

Moved: Sheila

Seconded: Kent

Discussion: none

Result: Approved unanimously

**Report from the Executive Director**

See notes that Jim sent to delegates. Some highlights:

We will get credit for the $28 rate back to last May.

The first auditor who started reviewing our books resigned from the firm, continuing with a new person.

Send police reports of accidents requiring repair to WCF – they will submit to insurance.

Northern cluster decided on fixed percentage for chargeback of shared backhaul. All member towns should start conversation on cost sharing and also who will own the backhaul contracts.

Jim gave WCF a format for estimating the costs of outside plant inspection, now waiting for response.

**Deadline for Warrant Submissions**

What should be the cutoff for submissions so that warrant can be published in advance of the meeting to approve?

Invoices to Jessica by end of business on Friday of the week before warrants.

**RRR Update – latest bill from WCF**

Doug is sitting on the bill he received. WCF will be doing a new design and a new bill will be sent out. They will be meeting with the South & Central clusters soon.

**Hut Security Update**

Installations are starting: Becket and Rowe at least partially installed (some equipment not yet delivered, David reported some confusion about the router), Heath and New Salem are scheduled. Jim to ask WCF to separate the construction (paid for by MLPs) and operational costs (paid for by WW) on the latest proposal.

**WCF contract update**

Jim is expecting to see the contract soon – he provided WG&E with the list of reports we want as the last item. He got no input from delegates about additional reports. Jeff would like to see a stronger clause about the MLPs owning the customer data and that if it’s provided to us, it should be in a usable format. Some data is held in Sprypoint, and we have not had access because there is no read-only option (and towns may not be seperable), we should have access. David – cut sheet and as built should be updated for new installations and changes. We are not sure if they have been changed and have not seen any updates. Jim will ask WCF about maintaining this.

**Dues** 10 minutes

Possible vote to suspend or continue annual dues

The dues are in the bylaws, so Jim will prepare a clause eliminating them, to be read at the next meeting.

**Reconnect Fee** 15 minutes

Vote to amend Section 5 of the WiredWest customer Terms and Conditions.

WiredWest services terminated for non-payment will be restored within 48-hours upon the following conditions:

1. Customer provides payment in full via Credit Card/Direct Debit

2. An administrative Fee will be added to the customer’s account and paid in full via Credit Card/Direct Debit prior to restoration.

3. Reconnection of service must be authorized by the Credit Department.

4. Administrative Fees will be charged as follows: Normal Working Hours $19.95 (Monday-Friday 8 a.m. – 5 p.m.); After Hours/Weekends/Holidays up to $49.95; Truck Roll $75/hourly. After Hours/Weekends/Holidays Truck Roll $100.00/hourly

To

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3. Reconnection of service must be authorized by the Credit Department.

4. Administrative Fees **may** be charged as follows: **Truck Roll $75/hourly. After Hours/Weekends/Holidays Truck Roll $100.00/hourly**

WCF has declared a $30 administrative reconnect fee for FTTH customers. Vote on whether to apply such a fee to WiredWest customers and amount of the charge.

Language needs changing, Jim will rewrite and publish for the next meeting.

**Preventive Maintenance, WCF rideouts**

**Finance Report**

1904 customers based on billing, 75% take rate over all WW towns. Jim showed the updated budget spreadsheet and explained the difference between planned and actual so far.

**Town updates** 15 minutes

David asked about the request to pay Cebula to manage the access cards – is that something the towns sign or WW? Doug is not sure whether the towns should pay for that. Jim – towns pay for the construction/installation and WW pays for operations. So the towns will sign separately, the cost of setting up cards should be on the towns. Doug would like Jim to ask WCF/Cebula to separate the setup costs with the ongoing monitoring cost for WW towns. Towns will sign for the setup, WW will sign for the monitoring.

Jeff asked why we don’t insure drops. Cost to repair a drop is relatively low compared to the deductible. Jeff asked about the cost of insurance for the board, which is going up with our revenues. The MLP managers may be insured by the town, but our staff is not, so this is needed.

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

**Confirm next BoD meetings**

February 16, 2022, 6:30pm

March 16, 2022, 6:30pm

Future - every 3rd Wednesday at 6:30pm

**Adjourn** Jeff moved, adjourned at 8:09pm