

**Minutes**

WiredWest Board of Directors and Executive Committee Meeting

Online

Wednesday, March 16, 2022, 6:30 pm

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

Guests:

Called to order at: 6:30pm

**Approval of the warrant by Executive Committee**

Moved: Kent

Seconded: MaryEllen

Discussion:

David Dvore moved to amend the warrant, due to excessive MBI charges to Rowe for backhaul. Change the line under backhaul for Rowe to $1,200 making Rowe total $8,178.56, and $87,707.61 the total for the warrant.

Seconded by Kent.

Doug asked if the charges for the secondary were skipped, but David says it is more than that.

Vote:

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

Result: approved unanimously

**Approval of Minutes**

 February 16, 2022

Moved by Sheila, Kent seconded

Approved unanimously

**Report from the Executive Director**

Jim has received a credit for the overcharges by WCF. This will be apportioned to the towns.

Doug reported that we should notify the electric utility if we see any branches hanging over electric lines. He has found Eversource to be responsive.

Jim notes the UPS batteries in the huts have about a 3 year life span. We should set a reminder to replace in that time. David – we were charged for web cards for the battery backup and can be connected to the Cebula monitoring system. We should request that they be connected to the monitoring system.

Revenue & balances are in Jim’s notes sent to delegates before the meeting.

No update on emergency crews, but Jim keeps asking them.

Kathy mentioned that WCF set up the bill for the Cebula connection and combined it with New Salem’s other municipal accounts, which was not what we wanted. Doug is not able to pay this, since Windsor expects that WW pays all operational expenses. Jim will request that WCF just charge the wholesale account without billing the MLPs. Kathy reports that New Salem already handles our town office accounts this way.

WCF has not yet scheduled Asplundh to work in Heath & Rowe; Jim is still pushing for it. David reports it’s now mud season in Rowe, so they will not be able to reach some key spots until things dry up.

Outside plant inspection – we are declining for now. David has reported an issue but it has not been acted on.

Jim is pushing for WCF to send information to DigSafe. He proposed that Becket be uploaded as FSAs are complete rather than waiting for the finish of all construction.

Jim sent update to towns about NJUNS. He has heard from Verizon and National Grid so far.

**RRR Update**

North is still meeting regularly. Tomorrow night they will discuss update to their draft sharing contract after legal review. North & Central will be mesh, South will be a ring, East is only 2 towns. South & East may not need to upgrade equipment. Maintenance contracts likely need to be specific to each cluster. Doug feels WCF should not need to keep a spare for each cluster, rather than 1 for all towns. Spares do not have maintenance contracts and the clusters will have different equipment so 1 spare would not suffice.

Jim & Northern cluster have asked for detailed task lists to understand the prices quoted for engineering, etc. David forwarded the engineering proposal to everyone.

**Hut Security Update**

**WCF contract update**

Still moving slowly. Jim has asked Brian to meet and go over it line by line. The additional reports have been agreed and will be in an appendix. The current contract included a 3-5 year planning document which he will push for.

**Dues:** Second reading of and vote to approve amended bylaw regarding annual dues

Jim sent the updated bylaws to all towns and presented the changes at the meeting.

Moved: Doug moved to adopt the amended document

Seconded: Kent

Vote:

|  |  |
| --- | --- |
| **Member Town** | **Vote** |
| Becket | Y |
| Heath | Y |
| New Salem | Y |
| Rowe | Y |
| Washington | Y |
| Windsor | Y |

Approved unanimously

**Finance Report**

Jim reported on town take rate and income. He presented the current budget showing what is over and under. Projected net revenue is 36% over budget.

Bob Labrie contacted several banks regarding options for investing some of our funds. He proposed we create an investment committee. TD Bank would not invest for us due to risk of loss but offers an annuity. There are a number of options so a group should discuss and then present the preferred option for a vote.

Doug made a motion to create an investment committee composed of our Treasurer and 2 board members with the Executive Director being an ad hoc committee member.

Kent seconded.

Vote:

|  |  |
| --- | --- |
| **Member Town** | **Vote** |
| Becket | Y  |
| Heath | Y  |
| New Salem | Y  |
| Rowe | Y  |
| Washington | Y  |
| Windsor | Y  |

Doug nominated Kent Lew and Jeff to be committee members.

Sheila seconded.

Vote:

|  |  |
| --- | --- |
| **Member Town** | **Vote** |
| Becket | Y  |
| Heath | Y  |
| New Salem | Y  |
| Rowe | Y  |
| Washington | Y  |
| Windsor | Y  |

Motion carried unanimously.

Jim will add some rules to the bylaws about the operation of the committee, first reading at next month’s meeting.

Bob found that TD Bank charges us monthly fees because we are considered a municipal customer, not a business.

**Town updates**

Our towns have seen an increase in real estate activity.

Bob Gross reports Joe Parda is leaving Westfield at the end of this month, and Tom Kolek.

Kent asked how many towns have gotten stamper boxes – Washington, Windsor, New Salem, and Rowe.

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

**Confirm next BoD meetings**

April 20, 2022, 6:30pm

May 18, 2022, 6:30pm

Future - every 3rd Wednesday at 6:30pm

**Adjourn** 8:13 pm

Next month – new reading of bylaws for Investment Committee.