

**Minutes**

WiredWest Board of Directors Meeting

Online

Wednesday, June 29, 2022, 6:30 pm

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

Guests: David Gordon (Heath), Dick Spencer (Washington),

Called to order at: 6:31 pm

**Approval of the warrant by Executive Committee**

Result: Passed over – no warrant

**Approval of Minutes**

June 15, 2022

Moved: Jeff

Seconded: Kent

Discussion:

Vote:

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

Result: approved unanimously

**ISP/NO**

Vote on exploring alternatives

Jim suggests we renew the WCF contract for one year, publish an RFP and see if there’s a better option.

Kathy – thinks we should wait until SHELD has been supporting Shutesbury and Leverett for while to see how it is working. WCF is still building, and should be more focused on operations when complete. Jeff – if we chose WCF after an RFP what term of contract would we sign? Jim suggests at least a 5 year contact. Kent would like to know what else is out there, but after an RFP would like to choose a long-term contract. Kathy notes that Gayle did not do an RFP and want confirmation that RFP does not require us to choose the lowest bid (Jim – we can choose our filters). Shutesbury chose SHELD because they didn’t want a commercial provider who might go bankrupt. Doug – customers are happy which is important. He’d prefer to sign a 3 year contract, some concern about SHELD capacity and getting information about the Network Operator (NO), which is different. Kent is not as concerned with cost, very happy with customer service and tech support, but less confident about management. He would like to explore alternatives. Jeff - a one year pause means we’d lose $18/customer per year, and expects the lower prices for longer terms will be available then. David – Rowe paid $34/customer for the first year and still were profitable. His concern is the lack of technical personnel, willing to sign a short-term contract to see if WCF will improve their technical staff. Sheila thinks 1 year – 18 months may be too short to do a good job on the RFP and prepare for transition if needed.

**Moved:** Doug moved for Executive Director to develop an RFP so we can move forward identifying options for ISP/NO.

**Seconded:** Sheila

**Discussion:** Kent would like to move forward, but need to consider the whole RFP process. Doug – the Board will approve the RFP before publication. Jim would like to have an RFP ready for a vote at the July meeting. Doug suggests we discuss Jim’s RFP draft with our boards and send input to Jim in 2 weeks. Kathy – that’s not much time, she feels we should consider where we want to get to first. Kent – propose a sub-group to support Jim in developing the RFP and probably through the process of receiving replies, and negotiations with venders. He’d like to see the RFP include something like a scope of work, that includes more of the items in our current contract. Jim has been cleaning up our current contract for attachment with the RFP. Dick – expects to see metrics included, so respondents will know what will be measured.

Vote:

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

**Result:** approved unanimously

**Discussion of WG&E contract**

Vote on signing of contract as published.

Jim – was notified last Thursday that George Propane is cancelling our service, now connected to Goshen. Jim sent a request to Sertex & WCF for removing our fiber. Sertex responded quickly with a quote, WCF just asked if we’re in a hurry.

Jim – general timeline for RFP, usually give 60 days for responses. If we agreed on the language by end July, responses by end of September, probably choose in 30 days. At earliest, could start transitioning by April. Kent – there will need to be some planning of the transition which will add time.

Jeff would like to see a contract for 2 years, with ability to cancel after a shorter time.

David Gordon – would like to delay the RFP, until SHELD has completed transitioning new towns. Kathy would also like to see how WCF does after construction completed. Doug – all our towns are involved in the cluster builds, we may want to stay with WCF until that completes (18 months?). We don’t have the cost for the NO yet and there may be a concern about capacity. Jim – Sertex expressed interest in an RFP. Kent – there are always “add-ons” with the NO – e.g. truck rolls. We should get prices for that work also. Kent would prefer 2 year contract (or 3 with month-month). David – we’ll have more leverage with WCF when we go out with the RFP.

Moved: Doug moved that we sign a 2 year contract with WCF, and right to extend month to month if we have not transitioned.

Seconded: Kent

Discussion: Jeff - we should work on planning for transition and make sure we are prepared to change vendors. David G asked if issuing an RFP might make other towns interested in using it and possibly joining WW. Jim thinks other towns might want to copy our process, but not sure if it would motivate them to join. Kathy – we should clarify things like customer routers (replacing would be a big impact), our CAF II charges. Kent – Shutesbury can tell us what they are charged for CAF II. Doug – WCF wasn’t charging their customers,

David D – they are still having problems with Stamper boxes, so there may be no CAF II money. The contract doesn’t include going month to month at end of term; Jim will try to include in the 2-year contract.

Vote:

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

Result: carried unanimously

Kent moved that we form a sub-group to help Jim with the RFP. Amended to appoint Doug & Kent as the members.

Doug seconded.

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

Result: carried unanimously

**Approval of Investment Policy**

Kent moved

Jeff seconded

Discussion: Jeff notes that it can be amended later. Bob says if approved, he will share with financial institutions and ask them for proposals.

Vote:

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

Result: carried unanimously

Jim has asked the committee to debate how much to keep in reserves. We had originally projected a 40% take rate, but we have more like 80% so we have more cash than expected.

**Finance Report**

Passed over.

**Town updates**

Jeff – Becket FSA10 expected to be completed end of September, but there may be delays due to make ready issues. When he spoke to Sertex, they were considering an insurance model, paying monthly with all repairs included.

Jim recommended against taking the WCF magnets, since WCF owns the customer service phone numbers. Jeff suggested that WW pursue getting ownership of the numbers.

Sheila – Open meeting law changes expire July 15. Doug – there’s a bill in the House to extend remote meetings until the end of CY2023. It may not be passed before our July 20 meeting. We would need 4 members present at the meeting to meet the quorum.

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

**Confirm next BoD meetings**

July 20, 2022, 6:30pm

August 17,2022, 6:30pm

Future - every 3rd Wednesday at 6:30pm

**Adjourn**

Moved: Jeff

Seconded: Kent

Vote:

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

Result: