

**Minutes**

WiredWest Board of Directors Meeting

Online

Wednesday, August 17, 2022, 6:30 pm

Attending: Doug McNally, Don Hall, Jim Drawe, MaryEllen Kennedy, Bob Gross, David Dvore, Kent Lew, Bob Labrie

Guests: David Gordon for Heath

Called to order at: 6:31 pm

**Approval of the warrant by Executive Committee**

Moved: Bob Gross

Seconded: Kent

Discussion: David noted Rowe & WW have been charged 3 times for same repair. Kent reports that Washington has also been charged again for repairs paid for. This will be worked out with WCF. Jim will ask Jessica to post the repair summary with the warrant and other documents in Dropbox. Kent reported that some of the repairs are being billed at different rates.

Vote to approve the warrant as posted:

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

**Approval of Minutes**

July 20, 2022

Moved: Kent

Seconded: David

Discussion: none

Vote:

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

**Report from the Executive Director**

Jim’s notes were mailed to delegates. Stamper box charge is $16,000, a bit of a surprise, but needed for the FCC CAF II money. Windsor as well as Rowe are seeing speed problems. Doug is still working on how DCR can pay for connections, they must go through Windstream who have the contract for providing ISP services to the DCR sites. Rowe has ordered a 10G circuit for Northern Cluster RRR, Charlemont is expected to order 10G Verizon circuit soon. The Central Cluster cost sharing will be based on number of subscribers with an annual review. WiredWest will do the billing for the Northern cluster (with $10 administration fee), willing to do that for WW towns in other clusters. Jim is willing to do it for all towns, with agreements to ensure payments. The Southern Cluster has started moving, Otis has a new MLP manager. They will likely share costs based on subscribers. Washington is likely to have a connection and will want WW to do billing. Kent has been researching Verizon CLECs, including AccessPlus. Chris Lavertu of WCF will be joining their meeting and will supply an updated design. Jim noted the lead time for circuits and equipment are huge now.

WCF has not updated the costs for emergency retainage yet.

Contract discussions with WG&E scheduled for next week – Jim, Doug and Kent will be attending.

Any towns with microduct? Becket may have some, Windsor will check.

WCF was supposed to credit existing customers for added Ooma charges, but they have been crediting the wrong customers. Jessica is working with them to fix.

**Vote to approve second amendment to our Service Agreement**

Emailed by Jim on August 12. If approved, Jim will send a PDF version for signing.

Moved: Kent made a motion to approve the second amendment to our Service Agreement.

Seconded: David D

Discussion: David G asked about the comment that we won’t have retained earnings, might there be a need for that in the future? Kent - the Investment Subcommittee believes the current amount in the Reserve account is sufficient for all foreseeable emergencies. As we grow, we may need to revisit to see if the formula should change. We will continue to get activation fees from new customers as one way to replenish. David notes that it might require an additional amendment. Doug – the reserve is really for catastrophic events, so it’s likely we won’t be drawing down reserve regularly.

Vote:

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

**Finance Report**

2528 customers in all WW towns 75% take rate, 15% taking 25Mb, Becket has about 200 more customers waiting for installation, Heath 50. Becket expects mostly done about October, 1 area may be delayed until next summer.

Net revenue for July $92,949. Jim posts the financial information in Dropbox.

Jim will cross reference the CRM information with the folks who gave $49 deposits and give towns information on who has not claimed the deposit. He proposes that we escheat remaining deposits 3 years after the town

has completed construction. The towns will send Jim the date of construction completion.

Moved: Kent – moved that towns who are active members of the coop escheat any remaining deposits 3 years after construction has completed.

Second: MaryEllen

Discussion: David asked if the Commonwealth has any rules. Kent – it depends when the account becomes unclaimed. The unclaimed property rules are 3 years. Jim had contacted folks in all towns, using email or USPS. We should wait for Heath and Becket, since they are still connecting people. Bob – we need to report by November 1.

Jim presented the balance sheet.

Bob sent information on new investment policy to several banks to start conversations.

**Town updates**

Windsor – how are towns funding the reserve account? Kent – MLP votes on amount, will deposit in depreciation reserve. New Salem keeps it in the savings account with rest of construction money. Rowe asks accountant to transfer the money to the depreciation reserve account, was just doing the equipment, plans to start including the fiber costs as well. Becket has $9/month MLP fee, for depreciation/debt service. David G – Heath is keeping depreciation reserve spreadsheet, plans $37k/year, from reserve account, remaining state funding and operation income from WW.

What about folks who are delinquent/bad debt? Jim still trying to get that information from WCF. Doug – we had requested that MLP manager be informed before turning off an account. Becket & Heath are getting this information on a monthly basis from Betsy Loiko. Jim will contact her and remind her that all WW towns need this report.

David G – they were checking on who services the A/C for the hut. Checked with the vendor who does that for the town, quoted $2,000/year for a contract. Other towns have no contract. Doug – the hut has a backup fan which can help if A/C fails. David D – John Leary mentioned that it is something we should do. Jim will contact some providers to see if they would service our towns.

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

**Confirm next BoD meetings**

September 21, 2022, 6:30pm

October 19, 2022, 6:30pm

Future - every 3rd Wednesday at 6:30pm

**Adjourn** 8:08pm

Moved: MaryEllen

Seconded: Kent

Vote:

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