

**Minutes**

 WiredWest Board of Directors Meeting

Online

Wednesday, February 21, 2024, 6:30 pm

**Attending:** Doug McNally, Jim Drawe, Kent Lew, Bob Gross, MaryEllen Kennedy, Bob Labrie, Simon Zelazo, Kathy Soule-Regine, Sheila Litchfield, Don Hall, David Gordon

**Guests:**

**Called to order at:** 6:36pm

**Approval of Warrant #16**

Moved: Kent moves to approve warrant #16 in the amount of $132,642.07

Seconded: Bob G

Discussion:

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

Result: approved unanimously

**Approval of Minutes**

February 7, 2024

Moved: Bob G

Seconded: Kent

Discussion: Sheila

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

Result: approved unanimously

**Vote to approve purchase of crime policy**

Moved: MaryEllen

Seconded: Sheila

Discussion: Bob emailed delegates with the quote from our liability policy (Cabot) which was $1,900. The Traveller’s policy through PURMA looked better at 3 years for $1,129/year, so he recommends the delegate approve that.

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

Result: approved unanimously

**Executive Session**

To approve minutes of previous Executive Session and return to normal business

Moved: Doug

Seconded: Bob G.

Discussion:

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

Result: approved unanimously

Returned from Executive Session at 6:54pm

**Bylaws**

First reading of bylaw changes.

Jim presented the proposed changes. They will be voted on at the next Board meeting. We agree that there should be no reason to impose any financial obligations on the MLPs or towns; there is very low risk that we would need to do this and it would not be practical to ask towns to contribute.

**Approval of 2023 Audit**

Moved: MaryEllen

Seconded: Bob G

Discussion: Kent asked about the use of the term ‘members’ on p10 which seems to be talking about customers. Jim will ask for that to change.

Kent moved to authorize Jim to sign the letter after those changes discussed above have been made, Bob G seconded.

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

Result: approved unanimously

**Operating Agreement**

Discussion of updated agreement

Jim shared the document to show proposed changes. The group has proposed changes and Jim will produce a draft version for discussion and possible vote by the Board at the March 20 meeting. The document should be shared with ML Boards before this meeting. Once the agreement has been approved by the Board, there will be one month for legal review. One possibility is to ask one of our counsels to do a review for all the MLPs, reducing the cost. Jim will send it to Deidre for review on behalf of WiredWest.

**ACP discussion**

There’s a strong possibility that the ACP may be dropped by the FCC. Do we want to subsidize this for our subscribers? Doug’s ML Board felt they did not want to continue. Kent – we have the 25Mb option which could help lower costs. We’re hoping that Congress will vote to continue this. Doug feels that once construction bonds have been paid, we may have funds to subsidize subscribers.

**Accounting Practices**

Passed over

**Finance Report**

No changes in subscriber numbers for all services since last month. Doug is seeing fewer seasonal disconnects. Line break/fix is over budget. WCF submitted bills for repairs in FY2023 in FY2024. Hut electronics costs are over possibly due to battery replacement. Overall (see spreadsheet)

Bob has been working on our Line of Credit. The latest update from GSB (Bob will email).

**Executive Director Update**

Let Jim know if you do have access to the our maps, cutsheets, etc.

**Town updates**

MaryEllen has noticed that some new customers have declined installations. WCF has not informed us so we’re unaware of potential lost customers, and don’t know whether to consider changing our subsidies.

Doug & Don Hall report they have customers who can’t reach some web sites and suspect that WCF is blocking access. Jim says WCF does not filter, but the user’s browser may be blocking access. This problem first appeared after the RRR transition, when customers are now using a new netblock (range of IP addresses).

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

**Confirm next BoD meetings**

March 6, 6:30pm

March 20, 6:30pm

April 3, 6:30pm

Future – every 1st & 3rd Wednesday at 6:30pm

**Adjourn**  9:44pm Kent moved, Doug seconded, approved by voice vote