

**Minutes**

 WiredWest Board of Directors Meeting

Online

Wednesday, April 3, 2024, 6:30 pm

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

**Guests:** Dave Arney from Rowe

**Called to order at:** 6:31 pm

**Approval of Warrant #19**

Total amount: $17,117.62

Moved: Sheila

Seconded: David

Discussion:

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

Result: approved

**Approval of Minutes**

March 20, 2024

Moved: Sheila

Seconded: David

Discussion: Several clarifying changes were made

Kent moved to approve minutes as amended

Sheila

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

Result:

**Executive Director and Finance Report** 15 minutes

Passed over, this will be a monthly report at the meeting on the third Wednesday.

Jim reports that it will be impractical to handle paying salaries of ML Board and Manager. WW can reimburse the town for making those payments. The MLPs should check with their town if this will work for them. Kathy feels salaries should come from MLP funds. She feels it would be good if all member towns are handling funds consistently. New Salem’s Treasurer is looking for an example warrant article to allow funds to be transferred from MLP to the town. Becket’s MLP is having a legal review of 3 warrant articles to account for various transfers from MLP to the town, despite feeling they are unnecessary. Doug – Windsor has 1 article to allow the town to accept grant funds. Kent Ch 44 Sect 53A – addresses acceptance of grants or other gifts.

David G. reports that Heath pays the MLP Manager, but ML Board approves the transfer of funds just twice a year. Doug thinks it would be simpler if the MLP just pays the salaries.

Jim – Deidre thinks that if the MLP is not covering the debt service, DLS may have some oversight. Kent points out that the town owns the assets and the town voted to incur the debt. Jeremy – the MLP agreed to pay 75% of the debt service. The obligations of the different MLPs to their towns vary.

Kathy asked about presenting a budget to the town when most transactions go through WW. Jim – we only need to present the expenses the MLP will pay directly and the income received from WW. Kent – if we must use Ch44 53 Enterprise Funds, then the MLP would not be eligible to join a cooperative. Jeremy – the Enterprise Fund law lists the services for which an Enterprise Fund can be established – telecommunications is not included.

**WCF service protection plan proposal**

Kent reported that WCF must come back with a proposal after the discussion at the Hilltown partners meeting. He feels the numbers don’t work and it’s overly expensive. He feels Jim’s proposal might mean WW towns would overpay. He feels we pool our risk already, as we pool all resources. Doug feels Tom F is trying to establish an income stream to justify new staffing. Jim feels some towns are pushing back on high cost of some repairs,

**Town updates**

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

Bob L says Line of Credit interest rate will be at the bank’s prime rate (reference rate). Funds would be transferred to the WW bank account. When we have the agreement, Jim will forward it to Tom F at WCF so he knows we will be able to meet our obligations in an emergency. David G asked about whether it can be used like a home equity loan for any purpose. No, it will be restricted to disaster repair. This will require an insurance binder which names Greenfield Savings Bank, WW’s insurance will be used since the towns will send all insurance payments to WW who pays for the repairs.

**Confirm next BoD meetings**

April 9, 6:30pm to approve the Treasurer’s authorization to sign documents for the Line of Credit

April 17, 6:30pm

May 1, 6:30pm

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

**Adjourn** 7:47 Kent moved, Sheila seconded. Approved by voice vote.