

Meeting Information: Regular Meeting of the Board; November 18, 2009

Meeting Description: Monthly Meeting of Eastern Shore of Virginia Broadband Authority	
Date: November 18, 2009	Location: ESVBA Office, Belle Haven
Time: 3:00 – 5:00 pm	Call In Phone no: NA

Participants: (✓ marks present; X marks absent; ☎ a dial-in attendee)

	Name		Name		Name
✓	Katie Nunez	✓	Mike Zodun	✓	Joe Caffrey
X	Steve Miner	✓	Dimitri Plionis	✓	Pat Coady
✓	Cheryl Tyson	✓	Nicholas Pascaretti	✓	Adrienne Granston
	Also attended: Terry Malarkey, Daria Finn (local residents)				

Agenda Topics/Action Items:

Call to order @ 3:05 p.m. by Katie Nunez, Chairman.

<p>1) Public Comment Malarkey asked about the ‘Middle Mile’ loan application (BIP/BTOP). Tyson explained that no new information was available as per the Project Manager status report.</p>
<p>2) Review of Minutes October 14th and November 4th board meeting minutes were reviewed and <i>motioned to be approved as amended by Caffrey, seconded by Zodun, abstained by Plionis and carried unanimously.</i></p>
<p>3) Treasurer’s Report</p> <p>a) Accounts Payable – <i>Motion to approve the accounts payable and financial statements made by Caffrey, seconded by Plionis and carried unanimously.</i></p> <p>b) Financial Statements – Tyson presented for review a Profit & Loss, October 2009 and July through October 2009 (see 3.b.i and 3.b.ii attached). Tyson explained major expenses, i.e. Construction Services (Volt) and Engineering Contracting (mostly Adesta); the EDA monies will be distributed shortly. Site Certificate will be forward this week to Brian Brotherston for review and approval; and recently did a \$500k drawdown with NASA for capital to purchase material, start engineering and bonds. Currently we have in accounts receivable about \$47k from Parksley, Cape Charles and Chincoteague for preliminary engineering and project management services. Tyson also stated that she will distribute checks twice a month on the 15th and last day of the month; and will provide a Check Detail and P & L (fiscal year-to-date) report to the board at meetings.</p>
<p>4) Status Reports</p> <p>a) Agreements Worksheet – (see 4.a attached) Pascaretti discussed the status of each agreement. Exmore Hut: Sent letter to Mr. Miles requesting to be added to December 7th board meeting. LiteWorks: New agreement not added to worksheet. Recently forwarded NDA for review and execution. Upon receipt, will forward MSA. They are interested in providing wired and wireless services and signing an Agent Referral Agreement.</p> <p>b) Project Management – Tyson discussed the status report (see 4.b.i attached). Yellow status indicates changes, which add risks. Nunez requested legal issues re: Volt is discussed in closed</p>

**Eastern Shore of Virginia
Broadband Authority
Board Meeting Minutes**

session. Pole attachment agreements are holding up pre-construction meeting with Lucas Underground about a month. Construction complete on southern portion, working to begin closeout phase, meeting scheduled December 1st. Anticipated completion date for 'The Gap' is January 10, 2010. ARRA Grant received 11,000 challenges to the 2200 applications submitted. Coady reported that Charter Communications (Charter) and Citizens Against Government Waste (CAGW) challenged our application. CAGW sent letters to both Undersecretaries of funding source. They did not file a formal application. We did respond to those letters and have not received a response. Charter's objections are that we overlap their heavy investments on the Shore and there is no process for us to respond. Coady will request letters from both counties to send to Undersecretaries. Members discuss contacting our state officials to make them aware of this issue and reaching out to Aneesh Chopra. Zodun will make an attempt to contact his office. CDBG-R public meeting scheduled for December 2nd. Tyson reviewed the ESVBA Q2-Q4 FY2010 Major Milestone Timeline (see 4.b.ii **attached**). Tyson and Pascaretti working to complete a financial/personnel plan to administer the buildouts.

5) New Business

- a) Dunham, Aukamp & Rhodes, PLC – Financial Audit Resolution – (see 5.a **attached**) Members reviewed the audit. *Motion to accept the financial audit made by Plionis, seconded by Zodun and carried unanimously.*
- b) ANEC Loan Approval – Letter of Commitment Resolution – (see 5.b **attached**) Coady explained the terms. *Motion to approve the terms and authorize Nunez and Coady to execute the ANEC Loan Approval – Letter of Commitment when the collateral is owned by the ESVBA made by Plionis, seconded by Caffrey and carried unanimously.*
- c) Closed Session -
Motion to enter into closed session according to Section 2.2-3711 of the Code of Virginia of 1950, as amended; (A) Paragraph 7: Consultation with legal counsel and briefings by staff members or consultants pertaining to actual or probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the public body; ..., made by Plionis, seconded by Caffrey and carried unanimously.

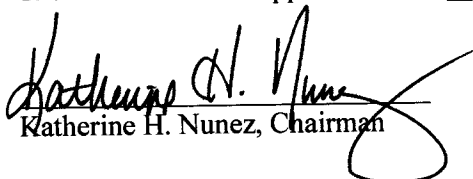
After closed session, the Chairman reconvened the meeting. Motion was made by Zodun, seconded by Plionis, that the Board had entered the closed session for that purpose as set out in Paragraph 7 of Section 2.2-3711 of the Code of Virginia of 1950, as amended. Roll call vote taken – Vote was that no other business discussed than as advised per Paragraph 7. All members present voted affirmative.

6) Next Meeting Date

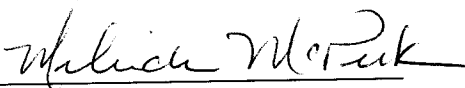
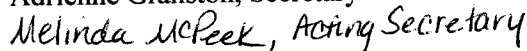
The next regular board meeting is scheduled on December 9, 2009; 3:00 p.m. to 5:00 p.m. at the ESVBA Office, Belle Haven.

Motion to adjourn made by Caffrey, seconded by Zodun and carried unanimously.

These minutes were approved at the Dec 9, 2009 meeting of the ESVBA.


Katherine H. Nunez, Chairman

Copy teste:


Adrienne Granston, Secretary

Melinda McPeck, Acting Secretary