

**LOUISA COUNTY BROADBAND AUTHORITY  
BOARD OF DIRECTORS  
LOUISA COUNTY OFFICE BUILDING  
1 WOOLFOLK AVENUE  
LOUISA, VIRGINIA  
March 1, 2017 7:00 P.M.**

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Present: Melvin Burruss, Steve Duren, Bernie Hill, Mary Johnson, Mark Luttner, Brian Sullivan, Garth Wermter

Others Present: Christy Monolo, Assistant County Attorney; Stephanie Koren, Mineral District Supervisor; Fitzgerald Barnes, Patrick Henry District Supervisor (arrived at 7:57 p.m.); and Bob Hardy, Louisa County Information Technology Director

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**CALL TO ORDER**

Mr. Wermter called the March 1, 2017 regular meeting of the Broadband Authority (BBA) Board of Directors to order at 7:00 p.m.

Mr. Wermter led the Pledge of Allegiance.

**ADOPTION OF THE AGENDA**

Mr. Wermter suggested re-ordering the agenda for transitional purposes.

Mr. Wermter also asked that “Committee Updates” be added to the agenda as a discussion item under “New Business”.

On the motion of Mr. Hill, seconded by Mr. Luttner, which carried by a vote of 7-0, the Board voted to adopt the March 1, 2017, agenda.

**APPROVAL OF MINUTES**

On the motion of Mr. Hill, seconded by Mr. Sullivan, which carried by a vote of 7-0, the Board approved the January 4, 2017, minutes.

**NEW BUSINESS**

**Discussion- Scope of Work for Fast- Track Tower Construction**

Mr. Bussing requested that once approved, the drafted letter to be sent to potential service providers. He stated that this would open discussion and allow potential providers to offer feedback on the proposed sites.

Mr. Bussing stated that Wide Open Networks was currently finalizing a construction RFP. He

expected that at the next LCBBA meeting, a full draft RFP, recommendations for bid dates and a timeline for advertisement would be available.

Mr. Wermter inquired as to how discussions with Louisa County Public Schools were progressing. Mr. Bussing stated that LCPS was waiting on a draft proposal. He stated that they had engaged an engineering firm, Eden & Associates, from Blacksburg, Virginia, to go through the conditional use permit process as well as draw up engineered site plans. He stated that once those items were complete, he would include Ms. Monolo on the proposed lease. He stated that this information along with the letter to LCPS were to be presented to Mr. Outten, LCPS Director of Information Technology and the Louisa County School Board.

There was brief discussion on the lease parties involved. Ms. Monolo said that currently, it would be difficult to list the parties as either LCBBA or the County of Louisa until the full wording for the RFP was included.

Mr. Bussing stated that he would forward sample leases to the Authority for review.

There was discussion on the tower site change location from Thomas Jefferson Elementary School to Moss- Nuckols Elementary School. Mr. Bussing stated that based on their feedback at the Moss- Nuckols site, he believed the plan would remain a free-standing tower design.

Mr. Bussing stated that he still needed the Authority's approval to continue working on the scope of services. Mr. Wermter stated that a motion was not necessary but that Mr. Bussing definitely had the Authority's approval to continue.

Mr. Wermter asked if the Authority had any concerns with the RFP. Mr. Sullivan stated that there were two different versions of the RFP scope, one from the March 1, 2017, staff report that was different than the one that was included in the current board packet. Mr. Wermter stated that the most current version of the RFP was included in the packet that Mr. Bussing had passed out.

Mr. Bussing stated that in the scope for the RFP, three school site towers had been identified. There was still discussion on the site design for the tower proposal at the Holly Grove location. Mr. Bussing stated that the RFP language had a section included for unit pricing for various aspects of the network construction. He stated that they would receive pricing from the contractors before the finalization of the Holly Grove site. Mr. Bussing stated that Wide Open Networks requested feedback on that particular site before moving forward and was under the impression that Mr. Sullivan was going to reach out to the fire department at Holly Grove.

There was a brief discussion on the potential Holly Grove site or the Ruritan Club site in the same vicinity. Mr. Bussing stated that an RFP and scope of work would allow them to remain flexible.

Ms. Johnson inquired about the details listing chain-link security fences around all tower proposal sites and referenced telecom ordinance 86-491-D1D, which stated that the fences must be constructed of wood, rod iron, or masonry materials. Mr. Wermter asked whether landscaping around the chain link fence was an alternative. Ms. Johnson stated that landscaping had to be done around the fence regardless but that a lot of it had to do with whether the fence

could be seen from a public road. It was mentioned that this discussion was brought up at a previous meeting. Ms. Johnson stated that she would continue to look back at previous meetings in order to provide clarification on this matter to Wide Open Networks.

Mr. Hardy stated that he had talked to a Louisa County firefighter recently who had stated that there was not as much land at the fire station as there was at the rescue station at Holly Grove. He stated that there was a five (5) acre lot at the Holly Grove Rescue station that might be an optimal location to put the tower on. Mr. Hardy mentioned that the rescue captain, Susan Anderson, would be the point of contact regarding the inquiry. Mr. Hardy stated that he would obtain her contact information. Mr. Wermter stated that he would contact Ms. Anderson directly regarding this inquiry.

There was further discussion on the amount of space at the gravel lot at the Holly Grove Rescue Station.

Mr. Wermter stated that it would be beneficial to have a fourth site identified to provide more concrete information in the RFP. He stated that more certainty could ideally lower bid prices.

There was discussion regarding the strategy and refiguring of radio equipment. Mr. Sullivan asked for clarification regarding the language in the RFP for wireless backbone equipment and the number of sites. It was stated that the process would be easier to do in two bids.

Mr. Hardy advised including language in the RFP that stated that radio alignment would be included with tower installation at the fast-track sites. He advised putting a quote in for the price on additional tower locations.

Mr. Hardy discussed the lighting of monopoles and lattices and the potential for a new lighting federal law. He stated that he was unsure if the project would be grandfathered in and lights might have to be added at a later time. He stated that the equipment would most likely be cheap to buy but expensive to maintain.

Mr. Wermter requested that Mr. Bussing research the potential federal lighting law and determine additional costs associated with the law. Mr. Bussing agreed that Wide Open Networks would notify the Authority of any additional costs involved.

Ms. Koren stated that she thought the law was already in effect. Mr. Bussing stated that he would determine if it was already in effect or would be.

### **Discussion- Draft Letter to Potential Service Providers**

There was discussion on several grammatical changes to the letter to potential service providers and the inclusion of a due date. Mr. Wermter clarified that the purpose of the letter was to identify providers' interest in the project.

Mr. Wermter suggested the following addition at the end of the letter: "To receive full consideration, we respectfully request that you respond to [broker] indicating your interest by

March 31, 2017.” Mr. Sullivan asked whether the request was a recommendation or a firm deadline and if the actual RFP would follow the letter. Mr. Wermter stated that it would depend on the approval of the RFP at the next LCBBA meeting. There was further discussion on the projected interest of potential service providers.

Mr. Wermter asked the Authority if March 17, 2017, was a preferred deadline date. It was advised that an earlier date such as the one suggested was preferred. The additional sentence would state as follows: “To receive full consideration, we respectfully request that you respond to Mr. Bussing, indicating your interest by March 17, 2017.”

On the motion of Mr. Wermter, seconded by Mr. Hill, which carried by a vote of 7-0, the Board voted to add the aforementioned date and sentence to the draft letter to be sent to potential internet service providers.

On the motion of Mr. Wermter, seconded by Mr. Hill, which carried by a vote of 6-1, with Mr. Sullivan opposing, the Board voted to modify the approved draft letter to be sent to potential internet service providers.

On the motion of Mr. Sullivan, seconded by Mr. Hill, which carried by a vote of 7-0, the Board voted to approve the letter to be sent to potential internet service providers.

Ms. Koren asked for clarification on which ISPs the letter would be sent to. Mr. Bussing stated that he would talk to Dr. Cohill in more detail, but thought that it might be detrimental to invite four or five more ISPs to the conversation. Several individuals of the Authority did not agree. Mr. Bussing stated that he would put together a list of additional ISPs to reach out to if the Authority thought it would be beneficial.

#### **Discussion- LCBBA Letter to the LCPS School Board**

It was asked what the intent of the letter to the LCPS School Board was. Mr. Bussing stated that the letter would go to the LCPS Superintendent and Mr. Outten to be taken to the Louisa County School Board in order to get approval. Discussions would follow, provided that the letter was approved.

Mr. Sullivan advised that the letter include the request for the LCBBA to be present at the school board meeting. Mr. Hardy advised several LCBBA members to attend the meeting in order to address any questions the school board might have regarding the project.

There was further discussion regarding the information that would be available to the Louisa County School Board for any questions they might have.

On the motion of Mr. Hill, seconded by Mr. Wermter, which carried by a vote of 7-0, the Board voted to approve the LCBBA letter to be sent to the Louisa County School Board.

Ms. Koren requested that all necessary information be provided to Mr. Outten before the school board meeting to be held in March.

### **Discussion- Candidate Sites for Second Round of Tower Construction**

Mr. Wermter stated that there were several factors which included political, technical, and individual availability for second round sites. He stated that for the LCBBA meeting in April, preparation of potential sites for the second round of tower construction and lists of potential WISPs were necessary.

Mr. Bussing recommended that an email be sent that included other necessary sites and each site locations' priority ranked. He stated that it would be helpful for the Authority to include coordinates, parcel numbers, or addresses of those sites. He stated that Wide Open Networks would take that information and look at the wireless coverage for that area and the initial in-office evaluation of the site.

Mr. Hill stated that this was in no way an official ranking or voting. He stated that the ranking would be open to the Louisa County Board of Supervisors' input as well.

Mr. Bussing stated that he would send out the aforementioned information through the LCBS emails.

Mr. Hardy stated that the letter's language suggested that the Authority might use existing towers. He stated that the Authority needed to decide the best course of action for phase 1b of the project as to whether the focus was on greater coverage, constructing five to six towers, etc. Ms. Koren agreed with the statement.

There was further discussion regarding the next phase in the project.

### **Discussion Item- Potential Impact of Electric Cooperatives' Broadband Partnerships on the LCBBA Plans for a Wireless Broadband Infrastructure in Louisa County**

Mr. Hill asked Mr. Bussing if Wide Open Networks was aware of any potential impact of electric cooperatives' broadband partnership. Mr. Bussing stated that in other parts of Virginia where there were other electrical cooperatives, cooperatives were getting interested in broadband with respect to fiber.

Mr. Hill stated that he had heard that interest was not strictly limited to fiber but any available options. Mr. Hill asked if Mr. Bussing was aware of any concerns. Mr. Bussing stated that he could speak with Dr. Cohill about reaching out to local cooperatives regarding the inquiry.

Mr. Bussing stated that many cooperatives were realizing the asset they had in their utility poles. He emphasized the importance of not competing with cooperatives but rather encouraging them to get involved with broadband. He stated that the Authority should educate local cooperatives on the intent and mission of the LCBBA. In addition, Mr. Bussing encouraged the Authority to have a joint conversation with electric cooperatives.

There was further discussion regarding potential partnerships with electric cooperatives and the

potential costs involved.

Mr. Sullivan stated that he would pursue contacting local cooperatives if the Authority wanted to move forward with discussions. The Authority members agreed that they would like to pursue this avenue.

### **Discussion- C.P. Updates**

Updates were given by Mr. Bussing and Ms. Johnson. Ms. Johnson stated that she had a preliminary conference call meeting with Dan and Meredith and that the conversation lasted about an hour. She stated that they discussed the telecom ordinance and the details regarding it. Ms. Johnson stated that she thought the next step after confirmation was given on the parcels, was a pre-application meeting with Community Development that she would set up.

Mr. Bussing stated that he would start distributing drafts via the LCBBA email distribution list and would follow up on the previous details as discussed in the meeting.

Mr. Wermter stated that he believed the Board of Supervisors was ready to show some progress with the project.

### **Discussion- Draft Changes to the LCBBA By-laws**

Mr. Hill stated that the by-laws were passed at the first LCBBA meeting. He stated that he had taken out the beginning language and changed several wordsmithing items. He referred to the handout included in the board packet. He stated that Ms. Monolo would approve the finalized version that would be approved at the meeting.

Mr. Sullivan stated that his concerns centered on rules-of-procedure.

Ms. Johnson stated that on the first page, second paragraph, she found that the organizational meeting was found in the rules-of-procedures, not the by-laws, as it was currently referenced. She stated that as a matter of consistency between the by-laws and rules-of-procedure, item 5.2 "The Officers", stated that the "officers would hold a term of office for approximately one year" but in rules-of-procedure, it stated that the chairman could hold office for a term of two years.

Mr. Hardy mentioned the differences between regular meetings, worksessions, special meetings, and emergency meetings. He asked the Authority if all the meetings should be included in the by-laws.

Mr. Sullivan stated that worksessions were listed in the rules-of-procedure and that the intent was to keep anything that changed frequently in the rules-of-procedure. Mr. Hardy stated that he thought all types of meetings and their descriptions should be listed in the by-laws.

There was further discussion surrounding the differences between the legalistic terms for emergency meetings and special meetings and the necessity to have them listed in the by-laws.

Mr. Wermter asked Ms. Monolo if there was a description difference between a special meeting and an emergency meeting. Ms. Monolo stated that a special meeting was called for particular purposes and that the Authority could only discuss what was on the agenda and no modifications could be made. She also stated that an emergency meeting was considered to be urgent.

Mr. Wermter asked Ms. Monolo if there was a limit on how many emergency or special meetings the Authority could hold each year. Ms. Monolo stated that she was not aware of any limit.

Mr. Sullivan stated that he believed that worksessions should remain in rules-of-procedure whereas the by-laws should include regular meetings, special meetings, and emergency meetings that were clearly defined.

Further discussion ensued on the need to include certain definitions and provisions in the by-laws or to have them remain only in the rules-of-procedure.

Mr. Wermter asked the Authority if there was an inherent objection to including a definition of what caused a motion to pass in the by-laws. Mr. Sullivan objected. There were no other objections. Further discussion ensued regarding the need to harmonize all documents (by-laws, rules-of-procedure, and Virginia state laws).

Mr. Wermter suggested including the section in regard to board members and quorums in the by-laws. Further discussion ensued regarding quorums. It was stated that the language in the state code regarding quorums was not reflected in section 2.3(g) of the by-laws.

The Authority requested that Ms. Monolo put the revised section regarding the quorum in the amended by-laws. The Authority requested that section 3.5 be amended, 7.1 be eliminated, and 10.1 be eliminated, and the alteration of 10.4 be made in order to comply with Virginia state law. It was agreed that necessary grammatical changes be made throughout the by-laws as well.

There was discussion on the date of the annual organizational meeting. After a brief discussion, it was suggested that the organizational meeting remain scheduled for June.

On the motion of Ms. Johnson, seconded by Mr. Sullivan, which carried by a vote of 7-0, the Board voted to amend the LCBBA by-laws as follows: amend section 3.5, eliminate section 7.1, eliminate section 10.1, alter section 10.4 to comply with Virginia state law and make all necessary grammatical changes throughout the document.

### **Discussion- Adoption of LCBBA Rules- of-Procedure**

It was decided that the rules-of-procedure be edited after the by-laws had been amended and that the item be discussed at the next regular meeting in April. Authority members concurred to table the discussion regarding rules-of-procedure until the next meeting.

### **Discussion- Committee Assignments**

Mr. Wermter suggested adding Mr. Sullivan to the project management committee with Wide Open Networks.

**Discussion- LCBBA Letterhead (Digital and Paper)**

Mr. Hill asked if the proposed draft letterhead would serve as the quasi letterhead for the Authority. The consensus was that it would.

**Discussion- Committee Updates**

There were none.

**UNFINISHED BUSINESS**

There was none.

**PUBLIC COMMENTS**

There were none.

**PUBLIC HEARINGS**

There were none.

**CHAIRMAN/GENERAL MANAGER'S REPORT**

There was none.

**CONSENT AGENDA**

There was none.

**APPROVAL OF THE BILLS**

There were none.

**CLOSED SESSION**

There was none.

**WEBSITE UPDATES**

There were none.

**FINAL COMMENTS**

There were none.

**NEXT MEETING**

The next Broadband Authority meeting will take place on Wednesday, April 5, 2017, at 7:00 pm.

**ADJOURNMENT**

On the motion of Mr. Hill, seconded by Ms. Johnson, which carried by a vote of 7-0, the Board voted to adjourn the March 1, 2017, regular meeting at approximately 9:06 p.m.

BY ORDER OF:

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GARTH WERMTER, CHAIRMAN  
BOARD OF DIRECTORS  
LOUISA COUNTY BROADBAND AUTHORITY

DRAFT