



**Valley Community Fibre Network
Minutes of the
Board of Directors Meeting**

October 18, 2010 – 10:00 a.m.

Municipality of King's County Meeting Room– Kentville, NS

1] Call to Order: Don Clarke called the meeting to order @ 10:05 am October 18. A quorum was established. Present were: Bob Ashley (CAO Berwick), John Atwood (Mainland Tel), Don Clarke (chairman), Dale Facey (NSCC), John Falkenham (IAI), Steve Kerr (Kings RDA) Kathleen Leslie (Dir. IT, Kings), Bruce MacDougall (President, IAI), Sue McArthur (Mainland Tel), Gary Meister (Acadia), Brad Morse (Morse, Brewster, Lake), Geoff Muttart (MTDC, lawyer), Shirley Pineo (Councillor, West Hants), Paul Richards (ACOA), Emilie de Rosenroll (Hants RDA), Dave Seeley (Councillor, Windsor), Hugh Simpson (Deputy Mayor, Wolfville), Darrell Youden (VP Admin, Acadia), Mike ? (Mainland Tel),

Regrets : Faye Hill, Janet Newton, Terry Dalton

2] Adoption of Agenda: It was moved that the agenda be adopted as distributed with the following additions to Item 8. Item 8a: IMITT, Item 8b: RDA/ACOA Report Discussion, Item 8c: Mainland Tel Report. **Moved and unanimously passed.**

3] Adoption of Minutes of August 23, 2010: It was moved that the minutes of August 23, 2010 be adopted as distributed. It was noted that the minutes of the meeting of July 5th would be presented at the next VCFN board meeting. **Moved and unanimously passed.**

4] Business Arising from the Minutes:

Business arising from the minutes of the previous meetings are addressed as specific items in this agenda.

5] Auditors Report:

The audited financial statements for the VCFN for the period ending March 31, 2010 were presented by Mr. Brad Morse. Mr. Simpson enquired whether there was anything out of the ordinary about the financial statements. Mr. Morse answered that there was not. Mr. Simpson enquired whether there were any cash reserves in case of a major



repair. Mr. Morse indicated that there was not. Mr. MacDougall noted that IAI is contracted to make repairs and restore service at their cost for most types of failures. Mr. Muttart noted that insurance was in place as well, but was not certain regarding the type or coverage of this insurance.

Mrs. Pineo asked whether the capital build was included in the financial statements. Mr. Morse answered that it was. Mr. Muttart asked whether interest amounts owed to NSPI were included in the financial statements. Mr. Morse answered that they were. A general discussion was held regarding the \$ 25,000 debt owed to the Municipality of Kings. Mr. Simpson asked whether Acadia was making use of the VCFN. Mr. Meister answered that they were making some use of it.

6] VCFN Operations:

6a] **Financial report:** The VCFN financial report covering the period between April 1, 2010 and September 30, 2010 was presented by Mr. MacDougall. This report was circulated to the board members electronically.

6b] **VCFN Network Stats Update:** The VCFN network status and pending projects report was presented by Mr. MacDougall. This report was circulated to the board members electronically.

6c] **VCFN Sales and Marketing:** The VCFN marketing and sales report was presented by Mr. MacDougall. Mr. MacDougall agreed to present a forecast of sales as well as long-term prospects to the next board meeting.

7] Town of Kentville Proposal:

A general discussion was held regarding this proposal. It was noted that Kentville was not expected to join the VCFN in the near future.

8] Reports

8a] Mr. Ashley informed the meeting that the IMITT group would be meeting on October 27th. One matter for discussion was the AMA 50% rebate available for Video Conferencing initiatives for Municipalities. Mrs. Pineo asked whether municipal representatives were in attendance. Mr. Ashley replied that IT representatives and some CAOs usually attended. Mrs. Pineo asked if a report could be circulated following the meeting. Mr. Ashley replied affirmatively.



8b] RDA/NSBI: Report Presented by Mr. Kerr (Kings RDA). Mr. Kerr explained the importance of keeping NSBI informed re VCFN due to their extensive networking capabilities offshore. Mr. MacDougall offered to assist as necessary with any initiative that Mr. Kerr was undertaking.

8c] Mainland Tel Presentation: Mr. John Atwood made a short presentation about MainlandTel's business and services. He reviewed their products, Network components and connection types, and obstacles to success. Mr. Atwood noted his observations regarding the VCFN network. He noted the specific competitors to VCFN he could utilize.

9] **Motion to Move to an In-Camera Session:** A motion was introduced by Mrs. Pineo to move the meeting to an in-camera session to discuss potential legal and strategic matters. **Moved and unanimously passed.**

10] **Motion to resume public session:** Following in-camera discussion, a motion was introduced to return the meeting to a public session. **Moved and unanimously passed.**

Next Meeting: Chairman Clarke suggested the next meeting to be scheduled for Jan 17, 2011, at 10:00 am. The venue will be announced at a later date.

Adjournment: The Chairman declared the meeting adjourned at approximately 12:30.