



Valley Community Fibre Network
Minutes of the Board of Directors Meeting
July 12th, 2011 – 10:00 a.m.
KRDA Board Room – 35 Webster St. Kentville, NS

1. **Call to Order:** The meeting was called to order by the Chairman at 10:05 am. A quorum was present. In attendance were:

Bob Ashley (CAO County of Kings)

Gary Meister (Acadia)

John Atwood

Janet Newton (County of Kings)

Don Clarke (chairman)

Shirley Pineo (Councillor, West Hants)

Dale Facey (NSCC)

Paul Richards (ACOA)

Susan Fraser (Mainland Tel)

Dave Seeley (Councillor, Windsor)

Steve Kerr (Kings RDA)

Dan Spearns (NSCC)

Bruce MacDougall (President, IAI)

Cris Shirritt (Legal Counsel, MTDC)

Michael Magee (Mainland Tel)

Hugh Simpson (Deputy Mayor, Wolfville)

Regrets from Faye Hill (Councillor, Hantsport)

2. **Approval of Agenda:** The draft agenda (document 100-170-232) was approved. Moved by Janet Newton, seconded by Dale Facey. Passed.

3. **Approval of the minutes of the April 20th, 2011 Board Meeting:** The minutes of the April 20th, 2011 Board meeting were approved as issued. Moved by Shirley Pineo, seconded by Janet Newton. Passed.

4. **Nominating committee for Executive Members:** Dale Facey, Janet Newton, and Hugh Simpson agreed to form the nominating committee for the election of Executive Members to be held during the Annual General Meeting on July 26th, 2011.

5. **Business arising from the minutes:**

Item 5a: ACOA Funding for Marketing Program: Bob Ashley reported that a document was being prepared for application to ACOA for funding for this initiative. Don Clarke noted that it was expected that ACOA would fund 50% or more of the costs of the initiative. The document will be distributed at the AGM.

Item 5b: A motion was made by Janet Newton and seconded by Dave Seeley to approve the minutes of the Board meeting of February 7th, 2011, this act having been omitted from a previous meeting. Passed.

6. **VCFN Draft Financial Statements:** The Draft Financial Statements for 2010-2011 were circulated. Brad Morse being absent from the meeting, only a brief discussion was held. Bruce MacDougall presented a brief overview of the revenues and expenses for the year. Janet Newton inquired regarding the statement of management responsibility. Don Clarke replied that he would enquire about this document with Brad Morse.

7. **Common Infrastructure Working Group discussion:** Don Clarke led a general discussion about the need for the VCFN Authority to meet and possibly form a working group to promote the use of the VCFN network by the municipalities.

8. **VCFN Operations, Finance, and Business Development Reports:** Bruce MacDougall presented reports on items from the agenda as follows:

- a) The Network Status Reports were circulated following the meeting. Bruce MacDougall noted that there had been no unplanned outages during April, May or June. A planned outage associated with the roundabout construction in New Minas had occurred without incident.
- b) Bruce MacDougall discussed the construction of lateral branches of the VCFN associated with the Hantsport video camera project.
- c) Bruce MacDougall discussed the completion of the cable rearrangements required by the roundabout in New Minas. The cost of the changes was approximately \$ 17,000.00
- d) Bruce MacDougall noted that following an update of the revenue and expense budgets for 2011-2012, IAI would be recommending that the partner contribution be reduced from \$ 60,000 to \$ 52,000 for the 2011-2012 fiscal year.

e) Bruce MacDougall gave a brief verbal report following his attendance at the Canadian Telecom Summit and the Atlantic Universities and Colleges Technical Conference.

9. **In-camera Session:** Following a motion, the meeting moved to an in-camera session.

The board met in-camera regarding the following items:

- Business Development activities
- Renewal of the IAI management contract
- Legal affairs

The Meeting returned to an open session.

10. **IAI management contract renewal.** A motion was put to the Board by Shirley Pineo and seconded by Janet Newton to accept the IAI proposal for an extension of the management contract for a one-year term following the terms and conditions contained in the IAI proposal document 100-170-222. The motion was passed, with a dissenting vote cast by Hugh Simpson.

11. The meeting adjourned at approximately 11:55.