

c/o P.O. Box 2569, Roanoke, VA 24010  
Ph: 540.343.4417

[HIGHSPEEDROANOKE.NET](http://HIGHSPEEDROANOKE.NET)

**MEMBERS:**

- Kevin Boggess, City of Salem*
- Tom Gates, Roanoke County*
- Kathleen Guzi, Botetourt County*
- Mike McEvoy, Citizen*
- Chris Morrill, City of Roanoke*

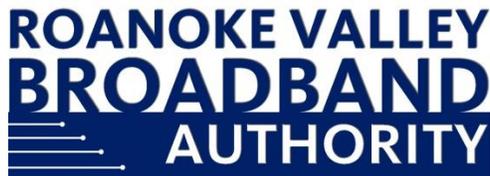
## **Roanoke Valley Broadband Authority Meeting**

**Friday, June 19, 2015, 8:30 a.m.**

**Roanoke Valley-Alleghany Regional Commission, 313 Luck Ave, SW, Roanoke, VA 24016**

### **AGENDA**

1. **Call to Order, Introductions & Roll Call** ..... *Chairman Boggess*
2. **Approval of Minutes - May 22, 2015 Meeting, pp. 2-7** ..... *Chairman Boggess*
3. **Treasurer’s Report** ..... *Olivia Dooley, Treasurer*
  - Approval of Proposed FY 2015-2016 Budget, pp. 8-9
  - Approval of Agreement Between the Broadband Authority and the Roanoke Valley-Alleghany Regional Commission (7/1/15 – 6/30/16), pp. 10-11
  - Financial Reports Ending May 31, 2015, pp. 12-14
4. **Discussion Concerning Contract Extension with BRASC** ..... *Olivia Dooley*
5. **Executive Director Position Discussion** ..... *Chairman Boggess*
6. **Adoption of Resolution Concerning Resource Sharing Surety Agreement between the Broadband Authority and the Virginia Department of Transportation, pp. 15-16** ..... *Vice Chairman McEvoy*
7. **Notice of Intent to Award Construction Contract** ..... *Eric Price*
8. **Updates**
  - Construction Inspection ..... *Vice Chairman McEvoy*
  - Network Operations ..... *Chairman Boggess*
9. **Other Business**
  - Date of Next Broadband Meeting ..... *Chairman Boggess*
10. **Adjournment**



c/o P.O. Box 2569, Roanoke, VA 24010  
Ph: 540.343.4417

**HIGHSPEEDROANOKE.NET**

**MEMBERS:**

*Kevin Boggess, City of Salem  
Tom Gates, Roanoke County  
Kathleen Guzi, Botetourt County  
Mike McEvoy, Citizen  
Chris Morrill, City of Roanoke*

## **MINUTES**

The May meeting of the Roanoke Valley Broadband Authority was held on Friday, May 22, 2015 at 8:30 a.m. at the Roanoke Valley-Alleghany Regional Commission office, 313 Luck Ave., SW, Roanoke, VA.

### **1. CALL TO ORDER, WELCOME AND ROLL CALL**

Chairman Boggess called the meeting to order at 8:30 a.m. and welcomed those in attendance. Wayne Strickland, Secretary to the Broadband Authority, called the roll and reported that a quorum was present.

Roanoke Valley Broadband Authority: *Present:* Kevin Boggess, City of Salem; Tom Gates, Roanoke County; Kathleen Guzi, Botetourt County; Mike McEvoy, Citizen; and Chris Morrill, City of Roanoke.

### **OTHERS IN ATTENDANCE**

Regional Commission Staff: Olivia Dooley, Treasurer; Matt Miller, Assistant Secretary; Jackie Pace; and Wayne Strickland, Secretary.

Guests: Josh Baumgardner, Roanoke Regional Chamber; Jay Brenchick, Botetourt County; Dan Callahan, City of Roanoke; Paul Combs, Comcast; Sam Darby, Glenn Feldmann Darby & Goodlatte; Sam English, Roanoke Blacksburg Technology Council and Broadband Advisory Committee member; Meredith Hundley, Virginia Tech; Rob Ledger, City of Roanoke; Jill Loope, Roanoke County; Granger MacFarlane, Citizen; Brian McConnell, Citizen; Roy Mentkow, City of Roanoke; Jeff Merritt, Cox Communications; Bob Picchi, Blue Ridge Advisory Services Group; Eric Price, Thompson & Litton; Frank Smith, Citizen; and Margaret-Hunter Wade, Cox Communications.

### **2. APPROVAL OF MINUTES**

The Minutes of the April 17, 2015 meeting of the Roanoke Valley Broadband Authority were distributed earlier.

**ROANOKE VALLEY BROADBAND AUTHORITY ACTION:**

Upon motion by Vice Chairman McEvoy, seconded by Mr. Morrill and carried, the Minutes of the April 17, 2015 meeting of the Broadband Authority Meeting were approved, as distributed.

**3. TREASURER'S REPORT**

**Proposed Amendments to the FY'15 Budget** – At the meeting, Ms. Dooley distributed updated material on the proposed amendments to the FY'15 Budget (period July 1, 2014 to June 30, 2015). *(The updated copies distributed replaced the information that was included in the initial agenda mailing.)* Ms. Dooley briefly reviewed the proposed amendments on the work sheet with six colored columns. Column #1 – the initial budget, Column #2 - funds spent through May 2015, Column #3 - amount to be invoiced to VRA (i.e., the expenses incurred by the Broadband Authority prior to issuance of the VRA bond which the Authority can now be reimbursed for), Column #4 - adjusted amounts resulting after VRA invoiced funds factored out, Column #5 - proposed new budget, and Column #6 - differences between initial budget and new amended budget. Ms. Dooley also highlighted a handout showing the budget separated into two parts -- Operating, funds from the Cities of Roanoke and Salem, and Construction, funds from the Virginia Resource Authority (VRA). Ms. Dooley noted that VRA will hold \$670,039.01 as a reserve for the loan period.

**ROANOKE VALLEY BROADBAND AUTHORITY ACTION:**

Upon motion by Mr. Morrill, seconded by Vice Chairman McEvoy and carried, the proposed amendments to the FY'15 Budget, were approved, as distributed.

**Financial Reports Ending April 30, 2015** – The Financial Reports (July 1-April 30, 2015) were distributed earlier in the agenda packet. *(For Informational Purposes)*

**4. DISCUSSION OF EXECUTIVE DIRECTOR POSITION**

Chairman Boggess reported that he and Vice Chairman McEvoy recently met with members of Citizens Telephone in Floyd, VA to discuss how they might be able to assist with operations of the network and to learn about their operations in the New River Valley.

Chairman Boggess stated that the Authority Board needs to take a position on whether or not to hire an executive director, and decide if it should be a full-time or part-time position. Chairman Boggess stated that with the struggles there have been to come to an agreement with someone willing to operate the network, and the amount of time and work that the Regional Commission staff, Bob Picchi and Thompson & Litton have devoted to keep things on track, he sees a need to consider bringing in a full-time executive director as construction is set to begin. He noted that it would be a large financial expense for the Cities of Salem and Roanoke, but he feels there are enough funds available to fund a position for one-year initially. He opened the floor for discussion by the Board and noted that if there was a consensus to move forward, then the Board could discuss the job description and possible dates to advertise. Chairman Boggess stated that he would like to have final action at either the June or July meeting.

Mr. Morrill asked Bob Picchi and Matt Miller for their views on a director since they are the staff handling a great deal of the day-to-day work for the Authority at this time. Mr. Picchi stated that both he and Matt have been making many decisions concerning deployment of the network and they feel now is the time for an executive director to come on board. Mr. Picchi stressed that the first item for the new director to accomplish is seeing that the network is completed on time and on budget, then look at marketing and building revenue to a sustainable level. Mr. Miller stated that most of the work he and Mr. Picchi have undertaken to-date has not even involved the marketing and outreach side of the project. Mr. Miller stressed that these two elements are critical aspects to the success of the broadband effort. Mr. Picchi also noted that Olivia Dooley has done a significant amount of financial work to this point and it is important to have an executive director to work with the financials and with the budget.

Vice Chairman McEvoy stated that he feels the best time to bring a director on board would be before construction begins.

Mr. Morrill asked that the item be tabled and discussed later in the meeting after the Board hears the construction bid discussion by T&L (under item #5 on the agenda).

## 5. UPDATES

- **Virginia Resource Authority (VRA) Loan Application** – Vice Chairman McEvoy stated that VRA closed on the loan and the interest rate received was 3 1/4%. Vice Chairman McEvoy stated an amortization schedule was received from VRA showing the first year is interest only (first payment due in October 2015 and the second in April 2016). After that, principal and interest starting in October 2016. The funds will be available on May 29, 2015.

**Construction Inspections** – Vice Chairman McEvoy stated that this item entails the day-to-day field inspections and needs to be in place within the next couple of months. He noted that Thompson & Litton would still be providing the overall management of the project. Vice Chairman McEvoy stated that the Board may want to authorize Bob Picchi and Matt Miller to solicit bids for inspection services, and to look into the procurement issue to see if the dollar amount would require a public advertisement. This item will be presented at the next meeting for further discussion.

### **ROANOKE VALLEY BROADBAND AUTHORITY ACTION:**

It was the consensus of the Board to authorize Bob Picchi and Matt Miller to solicit bids for construction inspection services and to look at procurement issues concerning whether or not public advertisement is required.

- **Construction RFP** – Eric Price reported that there were 13 contractors who expressed an interest in the Construction RFP and were present at the pre-bid (mandatory) meeting held May 20, 2015 at the Regional Commission office. The bids are due June 8, 2015, at which time they will be opened at the Regional Commission office (Conference Room) at 4:00 p.m. At that time, the low bidder will be known and Thompson and Litton will then take the bid packages back to further review and evaluate to ensure that the bidders are qualified and have bid bonds in place. A

recommendation will be made on the bids by June 15, 2015. Mr. Price stated that it is anticipated that the Board will award the contract at their June 19, 2015 Broadband meeting.

Mr. Price stated that it could be possible, if the contractor works expeditiously and has all their bonds and insurance together, that they could authorize a Notice to Proceed by the July Board meeting. Mr. Price noted that Thompson & Litton put August 11, 2015 in their contract as the Notice to Proceed date. He stated that it is critical to have inspectors ready to watch what is going in the ground. Vice Chairman McEvoy asked if he anticipated the contractors having multiple crews. Mr. Price stated yes, noting that because of the timeframe that question came up and no limitation was put on the number of crews. Mr. Price noted that all information was on line and they are in the process of issuing an addendum and are also following up with questions that were submitted. Mr. Price noted that Thompson & Litton's original agreement did not include the construction contract administration, and he asked the Board if they would want to consider continuing their services through the construction process which would include handling change requests that might come in, processing pay applications to qualify that everything was put in the ground as stated (in conjunction with inspection reports), etc. He stated that they would overall make sure that the project runs smoothly from an engineering standpoint throughout the duration. The proposal by T&L for this part of the project (time and expense basis) was not to exceed \$28,500 for the duration.

Mr. Price showed samples of the microfiber and aerial fiber that will be going into the network, as well as the conduit going into the City, and the standard conduit. Mr. Price stated that they are probably a month to two months off lead time for fiber if it is required from OFS (source from Germany). T&L did look into whether or not VRA had any "Buy America" requirements.

Mr. Price stated that if there are multiple crews putting in conduit, along with multiple crews blowing in fiber, once received, he envisions there could be a Notice to Proceed for construction by the first or second week in August 2015. Chairman Boggess opened the floor to the Board and asked if they were ready to make a decision on the construction contract administration.

**ROANOKE VALLEY BROADBAND AUTHORITY ACTION:**

Vice Chairman McEvoy recommended that action on this issue be deferred to the June meeting, pending what is found by staff concerning hiring independent inspectors. Members unanimously concurred.

**Resource Sharing Agreements & Easements** – Bob Picchi stated that at last month's meeting it was reported that VDOT has an interest in utilizing dark fiber leases from the Broadband Authority. Broadband Authority attorney, Sam Darby, was authorized to negotiate a surety agreement with VDOT concerning the sharing of fiber and determining associated rates. The Agreement proposed by Mr. Darby between the Broadband Authority and VDOT is for the license of 2 dark fibers at no cost, option to purchase 2 additional dark fibers at \$20 per strand mile (annual payment), and then an option to purchase 2 more at \$40 per strand mile.

**ROANOKE VALLEY BROADBAND AUTHORITY ACTION:**

Vice Chairman McEvoy authorized Mr. Darby to finalize the agreement with VDOT, as presented, for execution by Chairman Boggess. The motion was seconded by Mr. Morrill and carried.

Mr. Picchi noted that since the network is getting closer to construction, the Authority is being contacted more about dark fiber leases. At some point the Board may need to set a limit/policy on dark fiber to 25% of total capacity. Mr. Picchi offered to research policy standards on this issue and report back to the Board at a future meeting.

- **Network Operations** – Chairman Boggess and Vice Chairman McEvoy visited Citizens Telephone in Floyd, VA to learn more about their network operation services. Chairman Boggess also noted that conversations are still continuing with Mid-Atlantic Broadband. Currently, the Board is still looking to secure someone to operate the network. One question is whether or not to rebid the Network Operators RFP and start the process over again. Members felt this may be another reason to bring an executive director on sooner rather than later.

**Chairman Boggess stated that the Board would return to Item #4 -- Discussion Concerning Executive Director Position.**

Chairman Boggess stated now that the Board has a good idea of the timeline when construction of the network should begin, he asked for suggestions from the Board on how to proceed with a decision on hiring an executive director (full-time or part-time) and then advertising and potential hire dates.

Mr. Morrill noted that with the challenges of finding an operator for the network, he thinks that the Board should move sooner rather than later to have an executive director on board. Vice Chairman McEvoy was in agreement as well. Board members agreed that the position should be full-time for an initial one-year period. Mr. Picchi stated that print media is not as effective, and he suggested that the Board also look into some on-line resources and services to advertise as well.

Ms. Dooley asked about the benefits and salary for the new director position. Chairman Boggess asked if the Regional Commission could provide office space for the position. Mr. Strickland stated that there was space available. Vice Chairman McEvoy noted that the Western Virginia Water Authority could provide office space as well. Wayne Strickland asked if the director would be an employee of the Broadband Authority or of the Commission (if they are housed at the Commission office). Mr. Strickland if they are housed at the office and are to be an employee of the Commission, they would receive the same benefits as such. Chairman Boggess and Vice Chairman McEvoy stated that they would work together to review the position description, determine a salary and then report back to receive comments from other members at the June meeting. Once approved, Commission staff will be asked to advertise in The Roanoke Times and other resources to be determined. The salary will not be posted in the ad, but will state “dependent on qualifications”. Ms. Dooley stated that it would be beneficial if the director could be housed at the Commission since the Commission will serve as fiscal agent.

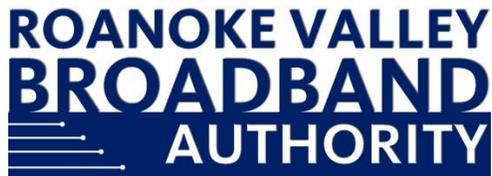
**6. OTHER BUSINESS**

- **Date of the June Meeting of the Broadband Authority** – Chairman Boggess reported that the date of the next regularly-scheduled Broadband Authority meeting is Friday, June 19, 2015 at 8:30 a.m. at the Regional Commission office.
- Wayne Strickland introduced Jeff Merritt, new Market VP for Roanoke Operations with Cox Communications. Chairman Boggess also reported that the Broadband Authority Board has a standing invitation from Cox to tour their facilities. Chairman Boggess would also like for the IT Directors from Salem and Roanoke Cities, Bob Picchi and Matt Miller to tour the facilities as well with the Board.

The meeting was adjourned at 9:16 a.m.

Submitted by:

Wayne Strickland  
Secretary to the Roanoke Valley Broadband Authority



c/o P.O. Box 2569, Roanoke, VA 24010  
Ph: 540.343.4417  
**HIGHSPEEDROANOKE.NET**

**MEMBERS:**

*Kevin Boggess, City of Salem  
Tom Gates, Roanoke County  
Kathleen Guzi, Botetourt County  
Mike McEvoy, Citizen  
Chris Morrill, City of Roanoke*

**STAFF REPORT**  
**SUBJ: FY 2015-2016 Draft Budget**

**Accounting Package**

\$400 for Annual QuickBooks subscription from Intuit

**Advertising**

\$1,000 for placement of various ads in The Roanoke Times

**Audit**

\$5,000 proposal price from Robinson, Farmer Cox Associates for an 18-month audit (February 2014-June 2015)

**Computer Fees**

\$100 for "highspeedroanoke.net" one-year subscription on Go-Daddy

**Contract**

\$30,000 for the Director of Information Services' time; 400 hours (July 1, 2015 – June 30, 2016) @\$75 per hour; payable to the Roanoke Valley-Alleghany Regional Commission

**Insurance**

\$1,100 for VML Policy (July 1, 2015 - June 30, 2016)

**Legal Fees**

\$100,000 for Glenn Feldmann Darby & Goodlatte

**Supplies**

\$400 for checks, deposit slips, envelopes and paper

**Future Operating Expenses**

\$169,717 for future use/expenses

**Roanoke Valley Broadband Authority**  
**Period 07/01/15 to 06/30/16**

**OPERATING BUDGET**

	Budget	Prior Years	Current Month	YTD	Project to Date	Under/Over
<b>Revenues</b>						
Cities of Roanoke/Salem	0.00	0.00	0.00	0.00	0.00	0.00
Counties of Bot/Roanoke	0.00	0.00	0.00	0.00	0.00	0.00
P/Y Carryover	307,717.00	0.00	0.00	0.00	0.00	0.00
<b>Total Revenue</b>	<b>307,717.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>307,717.00</b>
<b>Expenses</b>						
Accounting Package	400.00	0.00	0.00	0.00	0.00	400.00
Advertising	1,000.00	0.00	0.00	0.00	0.00	1,000.00
Audit	5,000.00	0.00	0.00	0.00	0.00	5,000.00
Computer Fees	100.00	0.00	0.00	0.00	0.00	100.00
Contract (RVARC)	30,000.00	0.00	0.00	0.00	0.00	36,538.85
Insurance	1,100.00	0.00	1,052.00	1,052.00	0.00	48.00
Legal Fees	100,000.00	0.00	0.00	0.00	0.00	100,000.00
Supplies	400.00	0.00	0.00	0.00	0.00	400.00
Operating Expenses for Future	169,717.00	0.00	0.00	0.00	0.00	169,717.00
<b>Total Expenses</b>	<b>307,717.00</b>	<b>0.00</b>	<b>1,052.00</b>	<b>1,052.00</b>	<b>0.00</b>	<b>313,203.85</b>
<b>Total</b>	<b>0.00</b>	<b>0.00</b>	<b>1,052.00</b>	<b>-1,052.00</b>	<b>0.00</b>	<b>1,052.00</b>

**CONSTRUCTION BUDGET**

	Budget	Prior Years	Current Month	YTD	Project to Date	Under/Over
<b>Revenues</b>						
Va Resource Authority	5,689,961.35	0.00	0.00	0.00	0.00	5,689,961.35
Interest income	0.00	0.00	0.00	0.00	0.00	0.00
Estimated Earnings	3,726.41	0.00	0.00	0.00	0.00	3,726.41
<b>Total Revenue</b>	<b>5,693,687.76</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>5,693,687.76</b>
<b>Expenses</b>						
Construction	3,811,414.09	0.00	0.00	0.00	0.00	3,811,414.09
Engineering/Const Admin	264,451.08	0.00	0.00	0.00	0.00	264,451.08
Permitting/Easement Acquisitio	151,216.30	0.00	0.00	0.00	0.00	151,216.30
Electronics (System lighting & Data Sto	715,534.56	0.00	0.00	0.00	0.00	715,534.56
Local Debt Service Res Fund	670,039.01	670,039.01	0.00	0.00	0.00	670,039.01
Local Cost of Issuance	20,000.00	0.00	0.00	0.00	0.00	20,000.00
Additional Proceeds/Contingent	61,032.72	0.00	0.00	0.00	0.00	61,032.72
<b>Total Expenses</b>	<b>5,693,687.76</b>	<b>670,039.01</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>5,693,687.76</b>
<b>Total</b>	<b>0.00</b>	<b>-670,039.01</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>



c/o P.O. Box 2569, Roanoke, VA 24010  
Ph: 540.343.4417  
**HIGHSPEEDROANOKE.NET**

**MEMBERS:**

*Kevin Boggess, City of Salem  
Tom Gates, Roanoke County  
Kathleen Guzi, Botetourt County  
Mike McEvoy, Citizen  
Chris Morrill, City of Roanoke*

**MEMORANDUM OF UNDERSTANDING**  
**Between the Roanoke Valley Broadband Authority**  
**and the Roanoke Valley–Alleghany Regional Commission**

This Memorandum of Understanding is entered into this 1st day of July, 2015, by and between the **Roanoke Valley Broadband Authority**, hereinafter referred to as “RVBA”, and the **Roanoke Valley Alleghany Regional Commission** referred to as “RVARC”. WITNESSETH that RVBA and RVARC, in consideration of mutual covenants, promises, and agreement herein contained, agree as follows:

**I. INTENT OF AGREEMENT AND SCOPE OF SERVICES**

It is the intent of RVBA and RVARC to enter into this agreement whereby RVARC will provide technical assistance in the further development, construction and management of a fiber optics telecommunications network. RVARC will provide, at no charge to “RVBA”, reasonable office space, use of equipment at RVARC's facilities (copier, printer, and fax), financial staff and secretarial staff.

**II. COMPENSATION**

RVARC will be paid \$75 per hour for technical assistance, not to exceed 400 hours (\$30,000).

**III. RVARC RESPONSIBILITIES**

Throughout the duration of this agreement, RVARC will:

1. Assist the RVBA with aspects of contracting, including writing RFPs, advertising, site visits, scheduling, interviewing, conducting negotiations and monitoring awards.
2. Assist with the website updates and coordination of monthly broadband meetings.
3. Assist with mapping and GIS.
4. Provide support to guidance to the Broadband Authority Executive Director, if hired.
5. Other tasks as determined by RVBA necessary to ensure the success of the fiber optics telecommunications network.
6. Submit monthly progress billings for services as they are rendered.

**IV. RVBA RESPONSIBILITIES**

Throughout the duration of this agreement, RVBA will:

1. Agree to pay the submitted invoices.

**V. DURATION AND RENEWAL**

This understanding shall become effective upon its execution and remain in effect until June 30, 2016.

**VI. TERMINATION**

This agreement may be cancelled or terminated by either party without penalty at any time by written notice to the other party.

**VII. TERM OF AGREEMENT**

This agreement becomes effective on the date of acceptance and signature by RVBA and RVARC.

**VIII. AGREEMENT DOCUMENT**

The signatures below indicate agreement to the terms and conditions contained herein.

**Roanoke Valley Broadband Authority (RVBA)**

By:

\_\_\_\_\_  
Signature

Kevin Boggess  
Name

PO Box 2569  
Address

Chairman  
Title

Roanoke, Virginia 24010  
City, State, Zip

\_\_\_\_\_  
Date

(540) 343-4417  
Telephone

**Roanoke Valley-Alleghany Regional Commission (RVARC)**

By:

\_\_\_\_\_  
Signature

Wayne Strickland  
Name

PO Box 2569  
Address

Executive Director  
Title

Roanoke, Virginia 24010  
City, State, Zip

\_\_\_\_\_  
Date

(540) 343-4417  
Telephone

ROANOKE VALLEY BROADBAND AUTHORITY  
Financial Report  
July 1 - May 31, 2015

DATE		FOR			BALANCE
7/01/2014		Beginning Balance			17443.04
7/18/2014	Check 097	BRASG Inv #585	10,213.01		7,230.03
8/13/2014	Check 098	BRASG Inv #587	3,499.16		3,730.87
8/14/2014	Deposit	City of Salem		418.50	4,149.37
8/14/2014	Deposit	City of Roanoke		418.50	4,567.87
9/10/2014	Check 0100	Roanoke Times (RFP Cons Ad)	215.73		4,352.14
9/26/2014	Deposit	City of Salem		20,000.00	24,352.14
10/15/2014	Deposit	City of Roanoke		20,000.00	44,352.14
10/16/2014	Check 2002	Roanoke Times (RFP Audit Ad)	183.51		44,168.63
10/17/2014	Check 099	BRASG Inv #590	5,365.74		38,802.89
10/18/2014	Check 2001	BRASG Inv #594	5,342.18		33,460.71
11/21/2014	Check 2003	BRASG Inv #598	5,327.59		28,133.12
11/21/2014	Check 2004	Va Tech CE (VRA Training)	400.00		27,733.12
12/5/2014	Check 101	Appalachian Power (LIC Agree)	500.00		27,233.12
12/8/2014	Check 102	BRASG Inv #604	5,560.69		21,672.43
12/19/2014	Deposit	City of Roanoke		100,000.00	121,672.43
1/2/2015	Deposit	City of Salem		100,000.00	221,672.43
1/2/2015	Check 103	VOID	0.00		221,672.43
1/2/2015	Check 104	BB&T Credit Card	352.60		221,319.83
1/16/2015	Check 105	Roanoke Times (RFP Adv)	253.32		221,066.51
1/16/2015	Check 106	BRASG Inv #607	5,194.88		215,871.63
1/16/2015	Check 107	Thompson & Litton #73992	27,930.00		187,941.63
1/16/2015	Check 108	Verizon Virginia (License Agree)	200.00		187,741.63
2/20/2015	Check 109	VML Inc (5 Mil coverage)	215.00		187,526.63
2/20/2015	Check 110	BRASG Inv #607	5,515.97		182,010.66
2/20/2015	Check 111	LUMOS (License Agreement)	200.00		181,810.66
2/20/2015	Check 112	LUMOS (Survey Work)	60.00		181,750.66
2/18/2015	Check 113	Thompson & Litton #012825	27,623.00		154,127.66
3/3/2015	Check 114	BB&T Credit Card	330.00		153,797.66
3/6/2015	Check 115	AECOM	3,000.00		150,797.66
3/9/2015	Check 116	Verizon (Field Survey)	430.00		150,367.66
3/9/2015	Check 117	LUMOS (4 Pole Attach)	320.00		150,047.66
3/10/2015	Check 118	BRASG Inv #615	5,354.29		144,693.37
3/19/2015	Check 119	Thompson & Litton #012825	39,477.00		105,216.37
3/23/2015	Check 111	Voided		200.00	105,416.37
3/23/2015	Check 112	Voided		60.00	105,476.37
4/2/2015	Check 120	Roanoke Times (Pub Notice)	193.12		105,283.25
4/2/2015	Check 121	Verizon "Make Ready" Fees	1,633.80		103,649.45
4/2/2015	Check 122	LUMOS (3 Pole replacements)	5,758.12		97,891.33
4/2/2015	Check 123	Norfolk Southern (Occupancy fee)	12,600.00		85,291.33
4/17/2015	Check 124	BRASG Inv #619	5,684.34		79,606.99
4/17/2015	Check 125	LUMOS Pole Attachment #CN12	230.00		79,376.99
4/17/2015	Check 126	Norfolk Southern (Occupancy fee)	12,600.00		66,776.99
4/17/2015	Check 127	Glenn Feldman Darby & Goodlatte	13,201.10		53,575.89
4/17/2015	Check 128	Thompson & Litton #012825	45,575.00		8,000.89
5/5/2015	Deposit	City of Roanoke		50,000.00	58,000.89
5/5/2015	Deposit	Verizon (Refund)		115.10	58,115.99
5/22/2015	Check 129	BRASG Inv #623	8,379.91		49,736.08
5/22/2015	Check 130	Thompson & Litton #012825	12,784.00		36,952.08
4/17/2015	Deposit	City of Roanoke		50,000.00	86,952.08
5/22/2015	Check 131	Marine Resources Permit	100.00		86,852.08
5/28/2015	Check 132	VOID	0.00		86,852.08
5/28/2015	Check 133	American Electric Power	13,390.67		73,461.41
5/28/2015	Check 134	American Electric Power	26,345.33		47,116.08

Roanoke Valley Broadband Authority

Balance Sheet

As of May 31, 2015

---

	<u>May 31, 15</u>
<b>ASSETS</b>	
Current Assets	
Checking/Savings	
BB&T	47,116.08
Total Checking/Savings	47,116.08
Total Current Assets	47,116.08
<b>TOTAL ASSETS</b>	<b>47,116.08</b>
<b>LIABILITIES &amp; EQUITY</b>	
Liabilities	
Long Term Liabilities	
LOAN FROM RVARC	5,000.00
Total Long Term Liabilities	5,000.00
Total Liabilities	5,000.00
Equity	
Retained Earnings	116,672.43
Net Income	-74,556.35
Total Equity	42,116.08
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>47,116.08</b>

**Roanoke Valley Broadband Authority**  
**Period 07/01/14 to 05/31/15**

**OPERATING BUDGET**

<b>Revenues</b>	<b>Budget</b>	<b>Prior Years</b>	<b>5/30/2015</b>	<b>YTD</b>	<b>Under/Over</b>
Cities of Roanoke/Salem	340,837.00	0.00	100,000.00	340,837.00	0.00
Counties of Bot/Roanoke	0.00	0.00	0.00	0.00	0.00
P/Y Carryover	18,280.00	0.00	0.00	18,280.04	-0.04
<b>Total Revenue</b>	<b>359,117.00</b>	<b>0.00</b>	<b>100,000.00</b>	<b>359,117.04</b>	<b>-0.04</b>
<b>Expenses</b>					
Accounting Package	400.00	0.00	0.00	224.95	175.05
Advertising	1,000.00	0.00	-446.44	399.24	600.76
Audit	0.00	0.00	0.00	0.00	0.00
Computer Fees	100.00	0.00	0.00	83.88	16.12
Construction	0.00	0.00	-37,156.82	0.00	0.00
Consultants (T&L)	0.00	0.00	-153,389.00	0.00	0.00
Consultants (T&L) RFP	0.00	0.00	0.00	0.00	0.00
Consultants (BRASG)	48,000.00	0.00	-28,853.91	36,583.85	11,416.15
Insurance	1,100.00	0.00	0.00	1,052.00	48.00
Legal Fees	0.00	0.00	-13,201.10	0.00	0.00
Supplies	400.00	0.00	0.00	373.77	26.23
Training	400.00	0.00	0.00	400.00	0.00
Operating Expenses for Future	307,717.00	0.00	0.00	0.00	307,717.00
<b>Total Expenses</b>	<b>359,117.00</b>	<b>0.00</b>	<b>-233,047.27</b>	<b>39,117.69</b>	<b>319,999.31</b>
<b>Total</b>	<b>0.00</b>	<b>0.00</b>	<b>-133,047.27</b>	<b>319,999.35</b>	<b>-319,999.35</b>

**CONSTRUCTION BUDGET**

<b>Revenues</b>	<b>Budget</b>	<b>Prior to Issuance</b>	<b>5/30/2015</b>	<b>YTD</b>	<b>Under/Over</b>
Va Resource Authority	5,689,961.35	0.00	0.00	0.00	5,689,961.35
Interest income	0.00	0.00	0.00	0.00	0.00
Estimated Earnings	3,726.41	0.00	0.00	0.00	3,726.41
<b>Total Revenue</b>	<b>5,693,687.76</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>5,693,687.76</b>
<b>Expenses</b>					
Construction	3,811,414.09	0.00	0.00	0.00	3,811,414.09
Engineering/Const Admin	264,451.08	0.00	222,232.23	222,232.23	42,218.85
Permitting/Easement Acquisition	151,216.30	0.00	37,449.94	37,449.94	113,766.36
Electronics (System Lighting & Data Storage)	715,534.56	0.00	0.00	0.00	715,534.56
Local Debt Service Res Fund	670,039.01	670,039.01	0.00	670,039.01	0.00
Local Cost of Issuance	20,000.00	0.00	13,201.10	13,201.10	6,798.90
Additional Proceeds/Contingency	61,032.72	0.00	0.00	0.00	61,032.72
<b>Total Expenses</b>	<b>5,693,687.76</b>	<b>670,039.01</b>	<b>272,883.27</b>	<b>942,922.28</b>	<b>4,750,765.48</b>
<b>Total</b>	<b>0.00</b>	<b>-670,039.01</b>	<b>-272,883.27</b>	<b>-942,922.28</b>	<b>942,922.28</b>



c/o P.O. Box 2569, Roanoke, VA 24010  
Ph: 540.343.4417

[HIGHSPEEDROANOKE.NET](http://HIGHSPEEDROANOKE.NET)

**MEMBERS:**

*Kevin Boggess, City of Salem  
Tom Gates, Roanoke County  
Kathleen Guzi, Botetourt County  
Mike McEvoy, Citizen  
Chris Morrill, City of Roanoke*

The 19<sup>th</sup> day of June, 2015

**RESOLUTION**

**Resource Sharing Surety Agreement between the Roanoke Valley Broadband Authority  
and the Virginia Department of Transportation**

**WHEREAS**, it becomes necessary from time to time for the Roanoke Valley Broadband Authority to obtain land use permits from the Virginia Department of Transportation to install, construct, maintain and operate certain public works and public utilities projects along, across over and upon highway systems of the Commonwealth of Virginia; and,

**WHEREAS**, expense, damage or injury may be sustained by the Commonwealth of Virginia growing out of granting to the Roanoke Valley Broadband Authority by the Virginia Department of Transportation of said permits for the work aforesaid;

**NOW, THEREFORE, BE IT RESOLVED** by the Roanoke Valley Broadband Authority Board this 19<sup>th</sup> day of June, 2015:

**Section 1:** That in accordance with the provisions of Section 24VAC30-151-720 of the Land Use Permit Regulations of the Virginia Department of Transportation, the Roanoke Valley Broadband Authority does hereby grant assurances to the Virginia Department of Transportation (VDOT) that it shall in all respects comply with all of the conditions of the permit or permits that have been, or will be, granted to the Roanoke Valley Broadband Authority that said Authority does hereby certify that it will carry liability insurance for personal injury and property damage that may arise from the work performed under permit and/or from the operation of the permitted activity as follows: up to one-million dollars (\$1,000,000) each occurrence to protect the Commonwealth Transportation Board members and the Virginia Department of Transportation's agents or employees; seventy-five thousand dollars (\$75,000) each occurrence to protect the Commonwealth Transportation Board, the Virginia Department of Transportation or the Commonwealth of Virginia in the event of suit.

**Section 2:** That the Officers to the Broadband Authority, or their designee, be, and hereby are authorized to execute on behalf of the Roanoke Valley Broadband Authority all land use permits and related documents of the Virginia Department of Transportation.

**RESOLUTION**

Page 2

**Section 3:** That this resolution shall be a continuing resolution and shall not be revoked unless and until sixty (60) days written notice of any proposed revocation be submitted to the Virginia Department of Transportation.

**Section 4:** That the Roanoke Valley Broadband Authority shall, if requested by the Virginia Department of Transportation, provide a letter that commits to using the surety provided by its contractor or to have the contractor execute a dual obligation rider that adds the Virginia Department of Transportation as an additional obligee to the surety bond provided to the locality, with either of these options guaranteeing the work performed within state maintained right-of-way under the terms of the land use permit for that purpose.

**BE IT STILL FURTHER RESOLVED** that the Officers to the Broadband Authority, or their designee, be, and hereby are authorized and directed to procure insurance required by Section 1 herein.

This resolution shall take effect immediately.

Board Members Absent \_\_\_\_\_

Votes For \_\_\_\_\_

Votes Against \_\_\_\_\_

Abstentions \_\_\_\_\_

**CERTIFICATION**

The undersigned Secretary of the Roanoke Valley Broadband Authority does hereby certify that the foregoing is a true, complete and correct Resolution adopted by a vote of a majority of the Board Members of the Roanoke Valley Broadband Authority, present at a regular meeting of the Board of the Roanoke Valley Broadband Authority duly called and held June 19, 2015 at which a quorum was present and acting throughout, and that the same has not been amended or rescinded and is in full force and effect as of the date of this certification, June \_\_\_\_\_, 2015.

\_\_\_\_\_  
Wayne Strickland, Secretary,  
Roanoke Valley Broadband Authority