



601 S. Jefferson Street, SW, Suite 110, Roanoke, VA 24011
Frank M. Smith, II, President & CEO
fsmith@highspeedroanoke.net Ph: 540.904.1073

BOARD MEMBERS:
Kevin Boggess, City of Salem
Bob Cowell, City of Roanoke
Tom Gates, Roanoke County
Gary Larrowe, Botetourt County
Mike McEvoy, Citizen

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Roanoke Valley Broadband Authority Meeting
Friday, October 19, 2018 at 8:30 a.m.
Roanoke Valley Broadband Authority office, Suite 110 (Coulter Building)
601 S. Jefferson Street, SW, Roanoke, VA 24011

AGENDA

1. **Call to Order, Roll Call, Introductions** *Chairman Boggess*
2. **Approval of the August 17, 2018 Minutes, pp. 2-4** *Chairman Boggess*
3. **Treasurer’s Report, pp. 5-6**..... *Olivia Dooley, Treasurer*
 - Financial Reports Ending August 31, 2018 and September 30, 2018
4. **Project Update** *Frank Smith, President & CEO*
5. **Request for Closed Meeting (2 Items)** *Chairman Boggess*
 - A) Pursuant to **§2.2-3711 A.33.** of the Code of Virginia, 1950, as amended (The “Code”), providing that closed meetings are permitted for discussion or consideration by a local authority created in accordance with the Virginia Wireless Service Authorities Act (§ 15.2-5431.1 et seq.) of confidential proprietary information and trade secrets subject to the exclusion in subdivision 19 of § 2.2-3705.6, where disclosure of such information would be harmful to the competitive position of the authority.
 - B) Pursuant to **§2.2-3711 A.1.** of the Code of Virginia, 1950, as amended (The “Code”), to discuss personnel matters.
6. **End Closed Meeting and Reconvene Regular Meeting** *Chairman Boggess*
7. **Adoption of Certification Resolution of Closed Meeting, p. 7** *Chairman Boggess*
8. **Action(s) by the Authority as a Result of the Closed Meeting**
9. **Other Business**
 - Cancellation of the November 16, 2018 and December 21, 2018 Board Meetings. Next Scheduled Board Meeting Date is January 18, 2019 *Chairman Boggess*
10. **Adjournment**



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MINUTES

The August Board Meeting of the Roanoke Valley Broadband Authority was held on Friday, August 17, 2018 at 8:30 a.m. at the Broadband office located at 601 S. Jefferson Street, Suite 110, Roanoke, VA.

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

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 Board Members: *Present:* Kevin Boggess, City of Salem; Tom Gates, Roanoke County; and Mike McEvoy, Citizen. *Absent:* Bob Cowell, City of Roanoke and Gary Larrowe, Botetourt County.

OTHERS/GUESTS IN ATTENDANCE

Broadband Authority Staff: Jim Bandy, Director of Solutions Engineering; Olivia Dooley, Finance Director; Jordan Leet, Sales Director; and Frank Smith, President and CEO.

Roanoke Valley-Alleghany Regional Commission Staff: Wayne Strickland, Matt Miller and Jackie Pace.

Others: Jennifer Eddy, Eddy Alexander; Emma Kozlowski, Glenn Feldmann Darby & Goodlatte; Jill Loope, Roanoke County; and Beth Sherman, Cox Business.

2. APPROVAL OF THE JUNE 15, 2018 MINUTES

The June 15, 2018 Minutes of the Roanoke Valley Broadband Authority Board Meeting were distributed earlier.

ROANOKE VALLEY BROADBAND AUTHORITY ACTION:

Vice Chairman McEvoy moved approval of the Minutes of the June 15, 2018 meeting of the Roanoke Valley Broadband Authority, as presented. The motion was seconded by Mr. Gates and carried.

3. TREASURER'S REPORT

Frank Smith noted that the audit of the Broadband Authority, for the fiscal year ending 6-30-2018, is scheduled for September 2018.

Acceptance of the Financial Reports

The Financial Reports, ending June 30, 2018 and July 31, 2018, were distributed earlier in the agenda packet.

ROANOKE VALLEY BROADBAND AUTHORITY ACTION:

The Financial Reports, ending June 30, 2018 and July 31, 2018, were approved unanimously, as presented.

4. PROJECT UPDATES

- Mr. Smith stated that there are new contracts recently completed that will be announced in the not too distant future.
- Mr. Smith noted that the Authority is working with the City of Roanoke on the traffic circles/right-of-way project at Virginia Western Community College. He further noted that funds have been set aside to address the requirement by the City of Roanoke to move recently installed RVBA infrastructure.

5. REQUEST FOR CLOSED MEETING

Motion was made by Mr. Gates and seconded by Vice Chairman McEvoy that the Roanoke Valley Broadband Authority convene a closed meeting for the purpose(s) of:

(1) discussion or consideration by the Broadband Authority as permitted by Virginia Code § 2.2-3711 A.33, for discussion or consideration by a local authority created in accordance with the Virginia Wireless Service Authorities Act (§ 15.2-5431.1 *et seq.*) of confidential proprietary information and trade secrets subject to the exclusion in subdivision 19 of § 2.2-3705.6, which, if publicly disclosed, would be harmful to the competitive position of the Authority *vis-à-vis* other service providers; and

(2) discussion of personnel matters pursuant to § 2.2-3711 A.1, of the Code of Virginia, 1950, as amended (finalize the annual review and employment contract of the Broadband Authority's President & CEO Frank Smith).

The motion was adopted and carried by a vote of 3 to 0. The Roanoke Valley Broadband Authority entered into a closed meeting at 8:37 a.m.

6. END CLOSED MEETING AND RECONVENE REGULAR MEETING

Motion was made by Vice Chairman McEvoy and seconded by Mr. Gates that the Broadband Authority end the closed meeting and return to its regular meeting. The motion was adopted and carried by a vote of 3 to 0. The Roanoke Valley Broadband Authority ended the closed meeting and returned to its regular meeting at 9:48 a.m.

7. RESOLUTION OF CERTIFICATION OF CLOSED MEETING

Motion was made by Mr. Gates and seconded by Vice Chairman McEvoy to adopt the following certification resolution:

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Roanoke Valley Broadband Authority has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and

WHEREAS, Section 2.2-3712 of the Code of Virginia requires a certification by the Roanoke Valley Broadband Authority that such closed meeting was conducted in conformity with Virginia law.

NOW, THEREFORE, BE IT RESOLVED, that the Roanoke Valley Broadband Authority hereby certifies that, to the best of each member's knowledge: (1) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting which this certification resolution applies; and (2) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Roanoke Valley Broadband Authority.

The motion was adopted by a Roll Call vote of 3-0, as follows:

Member & Vote

- Mr. Boggess – Yes
- Mr. Cowell – Absent
- Mr. Gates – Yes
- Mr. Larrowe – Absent
- Mr. McEvoy – Yes

8. OTHER BUSINESS

- Board members unanimously agreed to cancel the September 21, 2018 Broadband Authority board meeting, and stated that Friday, October 19, 2018 at 8:30 a.m. would be the date and time of the next scheduled board meeting.

Submitted by:

Wayne Strickland, Secretary,
Roanoke Valley Broadband Authority

Roanoke Valley Broadband Authority
FY 2019 Operations Statement
For the Month Ended August 31, 2018

	<u>FY 2019 Budget</u>	<u>August 2018</u>	<u>FY 18/19 Year to Date</u>	<u>Percent Budget</u>
Broadband Revenues				
Contributed Capital	\$788,441	\$65,703	\$131,407	17%
Service Revenue	267,240	23,633	45,400	17%
Total Broadband Operating Revenues	\$1,055,681	\$89,336	\$176,807	17%
Broadband Operation & Maintenance Expenses				
Personnel Costs	\$515,435	\$37,293	\$37,334	7%
Network Operations	322,600	33,976	65,630	20%
Brand Management	60,000	0	0	0%
Legal Fees	20,000	1,965	1,965	10%
Office Expenses	94,646	5,857	11,135	12%
Richmond Message Management	25,000	2,000	5,000	20%
Travel	18,000	1,021	3,200	18%
Total BB Operation & Maintenance Expenses	\$1,055,681	\$82,112	\$124,264	
Income from Operations	\$0	\$7,224	\$52,543	
Non-Operating Revenues				
Interest Income	200	16	16	8%
Installations	10,000	163	326	3%
Govt Support	198,153	33,025	16,513	8%
Other Non-Operating Revenue	1,000	4,690	6,715	672%
Subtotal Non-Operating Revenues	\$209,353	\$37,894	\$23,570	11%
Total Non-Operating Revenues	209,353	37,894	23,570	11%
Net Income (Loss) from Operations	\$209,353	\$45,118	\$76,113	36%
Capital Projects	159,353	66,375	69,268	
Reserves	50,000	-	-	
Net Income (Loss)	\$0	-\$21,257	\$6,845	

Roanoke Valley Broadband Authority
FY 2019 Operations Statement
For the Month Ended September 30, 2018

	<u>FY 2019 Budget</u>	<u>September 2018</u>	<u>FY 18/19 Year to Date</u>	<u>Percent Budget</u>
Broadband Revenues				
Contributed Capital	\$788,441	\$65,703	\$197,110	25%
Service Revenue	267,240	23,080	68,480	26%
Total Broadband Operating Revenues	\$1,055,681	\$88,783	\$265,590	25%
Broadband Operation & Maintenance Expenses				
Personnel Costs	\$515,435	\$37,312	\$74,647	14%
Network Operations	322,600	27,722	93,622	29%
Brand Management	60,000	10,000	10,000	17%
Legal Fees	20,000	1,782	3,747	19%
Office Expenses	94,646	9,036	20,471	22%
Richmond Message Management	25,000	2,000	7,000	28%
Travel	18,000	791	4,054	23%
Total BB Operation & Maintenance Expenses	\$1,055,681	\$88,643	\$213,541	
Income from Operations	\$0	\$140	\$52,049	
Non-Operating Revenues				
Interest Income	200	19	36	18%
Installations	10,000	3,163	3,489	35%
Contributed Capital	198,153	16,513	49,538	25%
Other Non-Operating Revenue	1,000	1,364	8,079	808%
Subtotal Non-Operating Revenues	\$209,353	\$21,059	\$61,142	29%
Total Non-Operating Revenues	209,353	21,059	61,142	29%
Net Income (Loss) from Operations	\$209,353	\$21,199	\$113,191	54%
Capital Projects Reserves	159,353	1,800	70,264	
Reserves	50,000	-	-	
Net Income (Loss)	\$0	\$19,399	\$42,927	



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CERTIFICATION RESOLUTION

RESOLUTION CERTIFYING CLOSED MEETING WAS HELD IN CONFORMITY WITH THE CODE OF VIRGINIA

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NOW, THEREFORE, BE IT RESOLVED, that the Roanoke Valley Broadband Authority hereby certifies that, to the best of each member's knowledge:

1. Only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting which this certification resolution applies; and
2. Only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Roanoke Valley Broadband Authority.

The 19th day of October 2018