

601 S. Jefferson Street, SW, Suite 110, Roanoke, VA 24011  
**Frank M. Smith, II, President & CEO**  
[fsmith@highspeedroanoke.net](mailto: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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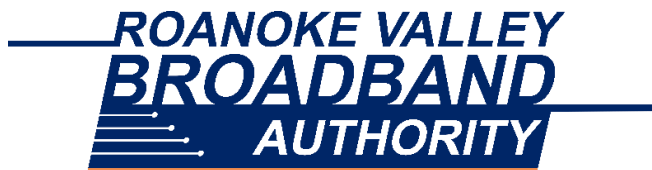
**Roanoke Valley Broadband Authority Meeting**  
**Friday, January 18, 2019 at 8:30 a.m.**  
**Roanoke Valley Broadband Authority office, Suite 110 (Coulter Building)**  
**601 S. Jefferson Street, SW, Roanoke, VA 24011**

**AGENDA**

1. **Call to Order, Roll Call, Introductions** ..... *Chairman Boggess*
2. **Approval of the October 19, 2018 Minutes, pp. 2-4** ..... *Chairman Boggess*
3. **Treasurer's Report, pp. 5-7** ..... *Olivia Dooley, Treasurer*
  - Acceptance of October, November and December 2018 Financial Reports
4. **Acceptance of RVBA Audit Report for the Period 7/1/2017-6/30/2018** ..... *Corbin Stone*  
*Robinson, Farmer, Cox Associates*
5. **Project Update** ..... *Frank Smith, President & CEO*
6. **Request for Closed Meeting** ..... *Chairman Boggess*

*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.*

7. **End Closed Meeting and Reconvene Regular Meeting** ..... *Chairman Boggess*
8. **Adoption of Certification Resolution of Closed Meeting, p. 8** ..... *Chairman Boggess*
9. **Action(s) by the Authority as a Result of the Closed Meeting**
10. **Other Business**
  - Next Scheduled RVBA Board Meeting Date – Friday, March 15, 2019 ..... *Chairman Boggess*
11. **Adjournment**



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*Mike McEvoy, Citizen-at-Large*

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## MINUTES

The October Board Meeting of the Roanoke Valley Broadband Authority was held on Friday, October 19, 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

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; Gary Larrowe, Botetourt County and Mike McEvoy, Citizen. *Absent:* Bob Cowell, City of Roanoke.

### 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: Sam Darby, Glenn Feldmann Darby & Goodlatte; Sam English, AttentionPoint; Jill Loope, Roanoke County; and Ken McFayden, Botetourt County.

### 2. APPROVAL OF THE AUGUST 17, 2018 MINUTES

The August 17, 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 August 17, 2018 meeting of the Roanoke Valley Broadband Authority, as presented. The motion was seconded by Mr. Gates and carried.

### **3. TREASURER'S REPORT**

- Mr. Smith noted that in August, the Authority went into the negative. Funds had to be taken out of reserves to pay \$60,000 in relocation fees for the recently installed RVBA fiber at the new traffic circles under construction at Virginia Western Community College. The relocation fees had to be paid because of the right-of-way commitments signed with Roanoke City.
- It was reported that Robinson, Farmer and Cox Associates recently completed the Audit for the Broadband Authority for the period ending June of 2018. In September of this year, Robinson, Farmer and Cox Associates sent board members a letter informing them that the audit was clean and accurate. Mr. Smith thanked Ms. Dooley for her work with the finances. Mr. Smith reported that Corbin Stone, Managing Director of Robinson, Farmer and Cox Association, will present the audit report to the Broadband Board at their January 18, 2019 meeting.

#### **Acceptance of the Financial Reports**

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

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

Vice Chairman Mike McEvoy moved that the Financial Reports, ending August 31, 2018 and September 30, 2018, be accepted, as presented. The motion was seconded by Gary Larrowe and carried.

### **4. PROJECT UPDATES**

Mr. Smith stated that at each Board meeting, staff will present key performance indicators that show the strengths and/or areas that may need improvement. Six key metrics were presented to the Board: (1) Revenue Progression, (2) Service Mix, (3) Customer Speed, (4) Sales Pipeline, (5) Network Health, and (6) Public Relations Impact.

### **5. REQUEST FOR CLOSED MEETING**

Motion was made by Vice Chairman McEvoy and seconded by Mr. Gates 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; 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 4 to 0. The Roanoke Valley Broadband Authority entered into a closed meeting at 8:52 a.m.

### **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 4 to 0. The Roanoke Valley Broadband Authority ended the closed meeting and returned to its regular meeting at 9:57 a.m.

### **6. RESOLUTION OF CERTIFICATION OF CLOSED MEETING**

Motion was made by Vice Chairman McEvoy and seconded by Mr. Larrowe 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 4-0, as follows:

#### **Member & Vote**

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

### **7. OTHER BUSINESS**

- Board members unanimously agreed to cancel the November 16, 2018 and the December 21, 2018 Broadband Authority board meetings, and stated that Friday, January 18, 2019 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 October 31, 2018**

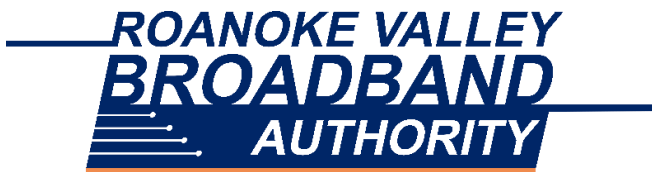
	<b>FY 2019 Budget</b>	<b>October 2018</b>	<b>FY 18/19 Year to Date</b>	<b>Percent Budget</b>
<b>Broadband Revenues</b>				
Contributed Capital	\$788,441	\$65,703	\$262,814	33%
Service Revenue	267,240	23,830	92,312	35%
<b>Total Broadband Operating Revenues</b>	<b>\$1,055,681</b>	<b>\$89,533</b>	<b>\$355,126</b>	<b>34%</b>
<b>Broadband Operation &amp; Maintenance Expenses</b>				
Personnel Costs	\$515,435	\$37,302	\$111,949	22%
Network Operations	322,600	31,823	125,444	39%
Brand Management	60,000	0	10,000	17%
Legal Fees	20,000	0	3,747	19%
Office Expenses	94,646	14,754	35,226	37%
Richmond Message Management	25,000	2,000	9,000	36%
Travel	18,000	1,408	5,462	30%
<b>Total BB Operation &amp; Maintenance Expenses</b>	<b>\$1,055,681</b>	<b>\$87,287</b>	<b>\$300,828</b>	
<b>Income from Operations</b>	<b>\$0</b>	<b>\$2,246</b>	<b>\$54,298</b>	
<b>Non-Operating Revenues</b>				
Interest Income	200	36	71	36%
Installations	10,000	163	3,652	37%
Contributed Capital	198,153	16,513	66,051	33%
Other Non-Operating Revenue	1,000	0	8,079	808%
Subtotal Non-Operating Revenues	\$209,353	\$16,712	\$77,853	37%
<b>Total Non-Operating Revenues</b>	<b>209,353</b>	<b>16,712</b>	<b>77,853</b>	<b>37%</b>
<b>Net Income (Loss) from Operations</b>	<b>\$209,353</b>	<b>\$18,958</b>	<b>\$132,151</b>	<b>63%</b>
Capital Projects	159,353	16,283	86,547	
Reserves	50,000	-	-	
<b>Net Income (Loss)</b>	<b>\$0</b>	<b>\$2,675</b>	<b>\$45,604</b>	

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

	<u>FY 2019 Budget</u>	<u>November 2018</u>	<u>FY 18/19 Year to Date</u>	<u>Percent Budget</u>
<b>Broadband Revenues</b>				
Contributed Capital	\$788,441	\$65,703	\$328,515	42%
Service Revenue	267,240	28,180	120,492	45%
<b>Total Broadband Operating Revenues</b>	<b>\$1,055,681</b>	<b>\$93,883</b>	<b>\$449,007</b>	<b>43%</b>
<b>Broadband Operation &amp; Maintenance Expenses</b>				
Personnel Costs	\$515,435	\$36,909	\$148,858	29%
Network Operations	322,600	27,096	152,090	47%
Brand Management	60,000	0	10,000	17%
Legal Fees	20,000	1,210	4,957	25%
Office Expenses	94,646	8,628	43,853	46%
Richmond Message Management	25,000	2,000	11,000	44%
Travel	18,000	926	6,388	35%
<b>Total BB Operation &amp; Maintenance Expenses</b>	<b>\$1,055,681</b>	<b>\$76,769</b>	<b>\$377,146</b>	
<b>Income from Operations</b>	<b>\$0</b>	<b>\$17,114</b>	<b>\$71,861</b>	
<b>Non-Operating Revenues</b>				
Interest Income	200	18	89	45%
Installations	10,000	163	3,815	38%
Contributed Capital	198,153	16,513	82,565	42%
Other Non-Operating Revenue	1,000	2	8,079	808%
Subtotal Non-Operating Revenues	\$209,353	\$16,696	\$94,548	45%
<b>Total Non-Operating Revenues</b>	<b>209,353</b>	<b>16,696</b>	<b>94,548</b>	<b>45%</b>
<b>Net Income (Loss) from Operations</b>	<b>\$209,353</b>	<b>\$33,810</b>	<b>\$166,409</b>	<b>79%</b>
Capital Projects	159,353	50,523	137,071	
Reserves	50,000	-	-	
<b>Net Income (Loss)</b>	<b>\$0</b>	<b>-\$16,713</b>	<b>\$29,338</b>	

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

	<b>FY 2019 Budget</b>	<b>December 2018</b>	<b>FY 18/19 Year to Date</b>	<b>Percent Budget</b>
<b>Broadband Revenues</b>				
Contributed Capital	\$788,441	\$65,703	\$394,218	50%
Service Revenue	267,240	24,330	140,972	53%
<b>Total Broadband Operating Revenues</b>	<b>\$1,055,681</b>	<b>\$90,033</b>	<b>\$535,190</b>	<b>51%</b>
<b>Broadband Operation &amp; Maintenance Expenses</b>				
Personnel Costs	\$515,435	\$73,286	\$222,143	43%
Network Operations	322,600	26,224	178,044	55%
Brand Management	60,000	20,000	30,000	50%
Legal Fees	20,000	1,924	6,882	34%
Office Expenses	94,646	9,024	52,877	56%
Richmond Message Management	25,000	2,000	13,000	52%
Travel	18,000	1,126	7,515	42%
<b>Total BB Operation &amp; Maintenance Expenses</b>	<b>\$1,055,681</b>	<b>\$133,584</b>	<b>\$510,461</b>	
<b>Income from Operations</b>	<b>\$0</b>	<b>-\$43,551</b>	<b>\$24,729</b>	
<b>Non-Operating Revenues</b>				
Interest Income	200	80	169	85%
Installations	10,000	61,614	65,429	654%
Contributed Capital	198,153	16,513	99,078	50%
Other Non-Operating Revenue	1,000	0	8,081	808%
Subtotal Non-Operating Revenues	\$209,353	\$78,207	\$172,757	83%
<b>Total Non-Operating Revenues</b>	<b>209,353</b>	<b>78,207</b>	<b>172,757</b>	<b>83%</b>
<b>Net Income (Loss) from Operations</b>	<b>\$209,353</b>	<b>\$34,656</b>	<b>\$197,486</b>	<b>94%</b>
Capital Projects	159,353	19,482	156,554	
Reserves	50,000	-	-	
<b>Net Income (Loss)</b>	<b>\$0</b>	<b>\$15,174</b>	<b>\$40,932</b>	



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*Mike McEvoy, Citizen*

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## **CERTIFICATION RESOLUTION**

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

**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 18<sup>th</sup> day of January 2019*