

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:

Bob Cowell, City of Roanoke
Gary Larrowe, Botetourt County
Mike McEvoy, Citizen
Daniel R. O'Donnell, Roanoke County
James E. Taliaferro, II, City of Salem

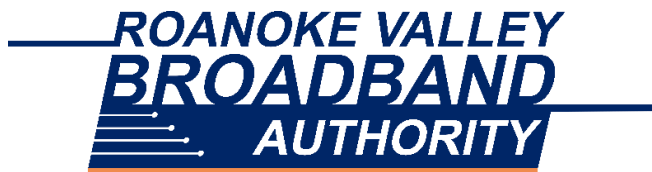
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Roanoke Valley Broadband Authority Meeting
Friday, March 15, 2019 at 8:30 a.m.
Roanoke Valley Broadband Authority office, Suite 110 (Coulter Building)
601 S. Jefferson Street, SW, Roanoke, VA 24011

AGENDA

1. **Call to Order, Roll Call, Introductions** *Vice Chair McEvoy*
2. **Approval of the January 18, 2019 Minutes, pp. 2-5** *Vice Chair McEvoy*
3. **Treasurer's Report, pp. 6-7** *Olivia Dooley, Treasurer*
 - Acceptance of January 2019 and February 2019 Financial Reports
4. **Proposed Modifications to the 2018-2019 Operating Budget** *Frank Smith, President & CEO*
(To be distributed at meeting)
5. **Project Update** *Frank Smith, President & CEO*
6. **Request for Closed Meeting** *Vice Chair McEvoy*

Pursuant to §2.2-3711.A.1. of the Code of Virginia, 1950, as amended, to discuss personnel matters.
7. **End Closed Meeting and Reconvene Regular Meeting** *Vice Chair McEvoy*
8. **Adoption of Certification Resolution of Closed Meeting, p. 8** *Vice Chair McEvoy*
9. **Action(s) by the Authority as a Result of the Closed Meeting**
10. **Other Business**
 - Next Scheduled RVBA Board Meeting Date – Friday, May 17, 2019 *Vice Chair McEvoy*
11. **Adjournment**



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MINUTES

The January Board Meeting of the Roanoke Valley Broadband Authority was held on Friday, January 18, 2019 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; Bob Cowell, City of Roanoke; Gary Larrowe, Botetourt County and Mike McEvoy, Citizen. *Absent:* Dan O'Donnell, Roanoke County.

OTHERS/GUESTS IN ATTENDANCE

Broadband Authority Staff: Jim Bandy, Director of Solutions Engineering; Olivia Dooley, Finance 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; Corbin Stone, Robinson, Farmer, Cox Associates and Jay Taliaferro, City of Salem.

2. APPROVAL OF THE OCTOBER 19, 2018 MINUTES

The October 19, 2018 Minutes of the Roanoke Valley Broadband Authority Board Meeting were distributed earlier.

ROANOKE VALLEY BROADBAND AUTHORITY ACTION:

Gary Larrowe moved approval of the Minutes of the October 19, 2018 meeting of the Roanoke Valley Broadband Authority, as presented. The motion was seconded by Vice Chairman McEvoy and carried.

3. TREASURER'S REPORT

Acceptance of the Financial Reports

The Financial Reports, ending October 31, 2018, November 30, 2018 and December 31, 2018, were distributed earlier in the agenda packet.

ROANOKE VALLEY BROADBAND AUTHORITY ACTION:

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

4. ACCEPTANCE OF RVBA AUDIT REPORT FOR THE PERIOD 7-1-2017-6-30-2018

Corbin Stone, Managing Director of Robinson, Farmer and Cox Associates, presented highlights of the Roanoke Valley Broadband Authority's Audit Report, ending June 30, 2018, to the Board. Mr. Stone reported that Robinson, Farmer and Cox Associates had previously sent board members a letter informing them that the audit was clean and accurate. Frank Smith thanked Olivia Dooley for her work with the finances.

ROANOKE VALLEY BROADBAND AUTHORITY ACTION:

Vice Chairman McEvoy moved that the Roanoke Valley Broadband Authority's Audit Report, ending June 30, 2018, be accepted, as presented. The motion was seconded by Mr. Larrowe and carried.

5. PROJECT UPDATES

Frank Smith highlighted the following projects:

- Revenue trends are progressing and on target.
- Roanoke City libraries are being connected to the RVBA Network.
- Spring Hollow Extension Project is out for bid.
- Job recruitment is underway for a Business Development Director position at the Broadband Authority.

6. REQUEST FOR CLOSED MEETING

Motion was made by Vice Chairman McEvoy and seconded by Gary Larrowe that the Roanoke Valley Broadband Authority Board convene a closed meeting for the purpose of discussing competitive marketing material 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.

The motion was adopted and carried by a vote of 4 to 0. The Roanoke Valley Broadband Authority entered into a closed meeting at 9:03 a.m.

END CLOSED MEETING AND RECONVENE REGULAR MEETING

Motion was made by Vice Chairman McEvoy and seconded by Bob Cowell 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 9:15 a.m.

7. RESOLUTION OF CERTIFICATION OF CLOSED MEETING

Motion was made by Vice Chairman McEvoy and seconded by Bob Cowell 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. Gates – Yes
Mr. Larowe – Yes
Mr. McEvoy – Yes
Mr. O'Donnell – Absent

8. OTHER BUSINESS

- Board members unanimously agreed to cancel the February 15, 2019 Broadband Authority board meeting, and stated that Friday, March 15, 2019 at 8:30 a.m. would be the date and time of the next scheduled board meeting.
- The January 18, 2019 meeting would be the last official meeting for Kevin Boggess representing the City of Salem. On behalf of the board members and staff, Vice Chairman McEvoy and Frank Smith thanked Mr. Boggess for his service chairing the Broadband Board since January of 2014 and for his tireless efforts in being a part of the creation of the Roanoke Valley Broadband Authority.

- Mr. Boggess announced that James Taliaferro, II, was appointed Interim Salem City Manager and would be serving as the City of Salem representative on the RVBA Board, until a permanent replacement is named.

The meeting was adjourned at 9:18 a.m.

Submitted by:

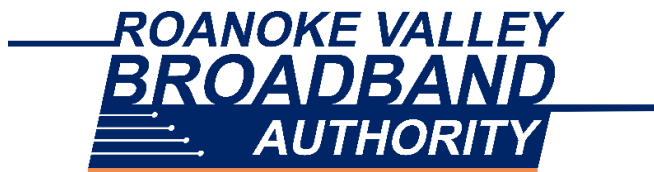
Wayne Strickland, Secretary,
Roanoke Valley Broadband Authority

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

	FY 2019 Budget	January 2019	FY 18/19 Year to Date	Percent Budget
Broadband Revenues				
Contributed Capital	\$788,441	\$65,703	\$459,921	58%
Service Revenue	267,240	24,930	165,902	62%
Total Broadband Operating Revenues	\$1,055,681	\$90,633	\$625,823	59%
Broadband Operation & Maintenance Expenses				
Personnel Costs	\$515,435	\$33,082	\$255,226	50%
Network Operations	322,600	31,214	209,258	65%
Brand Management	60,000	0	30,000	50%
Legal Fees	20,000	456	7,338	37%
Office Expenses	94,646	7,912	66,832	71%
Richmond Message Management	25,000	2,000	15,000	60%
Travel	18,000	946	8,461	47%
Total BB Operation & Maintenance Expenses	\$1,055,681	\$75,610	\$592,115	
Income from Operations	\$0	\$15,023	\$33,708	
Non-Operating Revenues				
Interest Income	200	74	244	122%
Installations	10,000	163	65,592	656%
Contributed Capital	198,153	16,513	115,591	58%
Other Non-Operating Revenue	1,000	0	8,081	808%
Subtotal Non-Operating Revenues	\$209,353	\$16,750	\$189,508	91%
Total Non-Operating Revenues	209,353	16,750	189,508	91%
Net Income (Loss) from Operations	\$209,353	\$31,773	\$223,216	107%
Capital Projects	159,353	23,327	165,731	
Reserves	50,000	-	-	
Net Income (Loss)	\$0	\$8,446	\$57,485	

Roanoke Valley Broadband Authority
FY 2019 Operations Statement
For the Month Ended February 28, 2019

	FY 2019 Budget	February 2019	FY 18/19 Year to Date	Percent Budget
Broadband Revenues				
Contributed Capital	\$788,441	\$65,703	\$525,624	67%
Service Revenue	267,240	28,180	194,082	73%
Total Broadband Operating Revenues	\$1,055,681	\$93,883	\$719,706	68%
Broadband Operation & Maintenance Expenses				
Personnel Costs	\$515,435	\$30,930	\$286,155	56%
Network Operations	322,600	31,008	240,267	74%
Brand Management	60,000	5,000	35,000	58%
Legal Fees	20,000	1,072	8,410	42%
Office Expenses	94,646	6,440	73,271	77%
Richmond Message Management	25,000	2,000	17,000	68%
Travel	18,000	686	9,146	51%
Total BB Operation & Maintenance Expenses	\$1,055,681	\$77,136	\$669,249	
Income from Operations	\$0	\$16,747	\$50,457	
Non-Operating Revenues				
Interest Income	200	121	365	183%
Installations	10,000	163	65,755	658%
Contributed Capital	198,153	16,513	132,104	67%
Other Non-Operating Revenue	1,000	8,418	16,499	1650%
Subtotal Non-Operating Revenues	\$209,353	\$25,215	\$214,723	103%
Total Non-Operating Revenues	209,353	25,215	214,723	103%
Net Income (Loss) from Operations	\$209,353	\$41,962	\$265,180	127%
Capital Projects	159,353	11,485	177,216	
Reserves	50,000	-	-	
Net Income (Loss)	\$0	\$30,477	\$87,964	



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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

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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 15th day of March 2019