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**BOARD MEMBERS:**

*Bob Cowell, City of Roanoke  
Gary Larrowe, Botetourt County  
Michael T. McEvoy, Citizen  
Richard Caywood, Roanoke County  
James Taliaferro, II, City of Salem  
Dr. Scott Midkiff, Virginia Tech  
Keith Perry, Carilion*

## **DRAFT MINUTES**

The March 18, 2022 Board Meeting of the Roanoke Valley Broadband Authority was held on March 18, 2022 at 8:30 a.m.

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

Chairman McEvoy called the meeting to order at 8:30 a.m. and welcomed those in attendance.

Mr. Sam Darby appointed as the Assistant Secretary by Mr. Mike McEvoy, Chairman, in the absence of the RVBA Secretary Ms. Tywanii Ross . The roll was called and reported that a quorum was present. Mr. Ken McFadyen, Director of Economic Development, Botetourt County was introduced and welcomed. Mr. Corbin Stone, Robinson, Farmer, Cox Associates was introduced and welcomed.

Roanoke Valley Broadband Authority Board Members: *Present:* Mr. Bob Cowell, City of Roanoke; Mr. Gary Larrowe, Botetourt County; Mr. Mike McEvoy, Citizen; Mr. Richard Caywood, Roanoke County, Mr. Jay Taliaferro, City of Salem; Dr. Scott Midkiff, Virginia Tech, and Mr. Keith Perry, Carilion

### **OTHERS IN ATTENDANCE**

Broadband Authority Staff: Mr. Frank M. Smith II, President & CEO, Mr. James Bandy, Director of Network Operations

Others: Mr. Sam Darby, Glenn Feldmann Darby & Goodlatte; Mr. Matthew Shaughnessy, Wallace 360, Mr. Corbin Stone, Robinson, Farmer, Cox Associates, Mr. Ken McFadyen, Director of Economic Development Botetourt County

### **2. Approval of Minutes**

The January 21, 2022 minutes were presented. Mr. Jay Taliaferro, City of Salem moved that the minutes be approved. The motion was seconded by Mr. Bob Cowell, City of Roanoke. The motion was adopted by a voice vote of 6-1. Mr. Richard Caywood, Roanoke

County was not present at the January 21, 2022 RVBA Board Meeting and could not approve.

**3. Treasurer's Report**

Mr. Frank Smith gave an overview of the financial statements for January and February 2022. Mr. Smith mentioned there was a lag in revenue due to the timing of projects and the supply chain. Mr. Smith mentioned that we are now looking at larger projects. The efforts of Mr. Jim Bandy and his team have a good relationship with the vendors on the fiber optic side. RVBA got ahead with ordering supplies and have continued to have supplies on hand for projects. We have additional circuits with existing and new clients. Our one-time projects will increase revenue at the end of the year. January and February 2022 Treasurer's reports were accepted by a unanimous voice vote of 7-0. Mr. Gary Larrowe, Botetourt County, asked if it was an appropriate time to make a motion to go into a closed session meeting. The motion was made to go into closed session.

**4. End Closed Session and Reconvene to Regular Meeting**

Closed Session ended with Certification to end close session and the regular Board Meeting was reconvened. Chairman McEvoy asked for Board volunteers to serve on a committee to review some projects that the RVBA has taken on over the last couple of years. Mr. Richard Caywood, Roanoke County, and Mr. Jay Taliaferro, City of Salem volunteered to serve on this community. Chairman McEvoy will reach out to schedule a meeting at a later date.

**5. Audit Update**

Mr. Corbin Stone, Robinson, Farmer and Cox Associates, stated that we will wait on clarity that the Audit Committee will decide, and that clarity is needed as soon as possible to conclude the Audit. Chairman McEvoy stated that a Special Session Meeting may need to be held prior to the May 2022 Board Meeting. to conclude the Audit.

**6. Project Updates**

Mr. Frank Smith discussed info requested by Dr. Midkiff, Virginia Tech and Mr. Keith Perry, Carilion Clinic on a Strategic Plan for Project Zorro, that will be discussed in the July 2022 Board Meeting. RVBA is in the process of rebranding and also a messaging standpoint with the help of Wallace 360. RVBA is working with Connect Humanity on digital divide and rural access. Support from the localities was a question from Mr. Richard Caywood, Roanoke County, a suggestion was made by Mr. Bob Cowell for those questions to be addressed in another setting as the answers have not been yet discussed and a final decision has not been made. A Motion was made by Mr. Richard Caywood, Roanoke County to plan a half day retreat to discuss a strategic plan for the supporting localities to include the RVBA Board Members, and Wallace

360. All Board members were in favor with voice votes of 7-0.

**7. Rebudget FY 22**

Mr. Frank Smith stated that he wanted to readdress the budget due to cost changes. Some have increased and some have decreased. Mr. Smith mentioned the Brand Management changes, and reallocation changes for FY 22. Motion made to approve the amended budget was made by Mr. Cowell, Roanoke City, and seconded by Mr. Jay Taliaferro, City of Salem. All Board members were in favor with a voice vote to Approve the rebudget of FY 22 7-0. The budget for the upcoming year will be decreased by 4% by doing away with an extra billing system and using in house resources, Message Management will also decrease along with Security Network will be eliminated. The budget for FY 23 will be discussed at the May 22 Board Meeting.

**8. Other Business**

The next Board meeting will be held on May 20, 2022. Strategic Planning Session will be scheduled some time in June 2022.

Minutes Submitted by Tywanii Ross  
Secretary to the Roanoke Valley Broadband Authority