



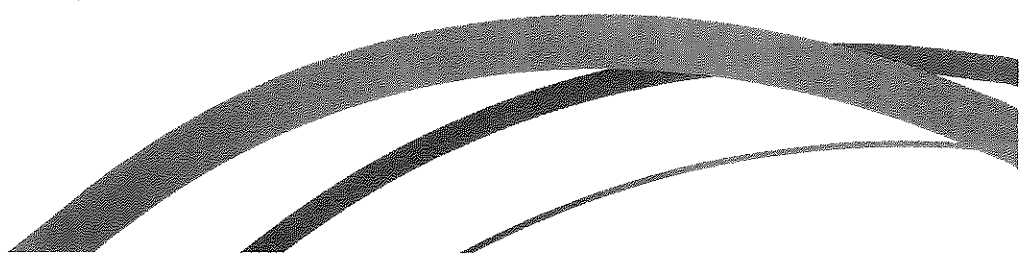
Roanoke Valley
Broadband Authority

Board of Directors
Jay Taliaferro, City of Salem
Richard Caywood, Roanoke County
Michael McEvoy, Citizen
Robert Cowell, City of Roanoke
Gary Larrowe, Botetourt County
Keith Perry, Carilion Clinic
Dr. Scott Midkiff, Virginia Tech

Roanoke Valley Broadband Authority Board
Friday, September 16, 2022 at 8:30 a.m.
601 S. Jefferson Street, SW, Suite 110 Roanoke, VA 24011

AGENDA

- 1. **Call to Order, Roll Call, Introductions** *Chair Taliaferro*
- 2. **Approval of the July 15, 2022 minutes, pp. 2-5** *Chair Taliaferro*
- 3. **Treasurer’s Report, pp. 6-7** *Frank Smith*
 - Acceptance of the July and August 2022 Financial Reports
- 4. **Project Updates** *Frank Smith*
- 5. **Other Business**
 - Next Meeting Date – November 18, 2022, at 8:30 a.m.
- 6. **Closed Session**
 - a. To discuss General Counsel Appointment in Accordance with Virginia Code Section §2.2-3711.A.1. (Personnel)
- 7. **End Closed Meeting and Reconvene Regular Meeting**..... *Chair Taliaferro*
- 8. **Adoption of Certification Resolution of Closed Meeting, p. 8** *Chair Taliaferro*
- 9. **Adjournment**





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DRAFT MINUTES

The July 15, 2022 Board Meeting of the Roanoke Valley Broadband Authority was held at 8:30 a.m. @ 601 S. Jefferson Street, Suite 110, Roanoke , Va. 24011.

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.

Roll was called by Secretary Ms. Tywanii Ross. All Board members were present with the exception of Mr. Gary Larrowe, Botetourt County, and a quorum was established.

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

OTHERS IN ATTENDANCE

Broadband Authority Management: Mr. Frank M. Smith II, President & CEO, Mr. James Bandy, Director of Network Operations; Ms. Tywanii Ross, Business Operations Administrator.

Others: Mr. Sam Darby, Glenn Feldmann Darby & Goodlatte; Mr. Matthew Shaughnessy, Wallace 360.

2. Approval of Minutes

The May 20, 2022 and the June 15, 2022 minutes were presented. Mr. Bob Cowell, City of Roanoke wanted to make some corrections to the minutes in regard to that Mr. Richard Caywood, Roanoke County was



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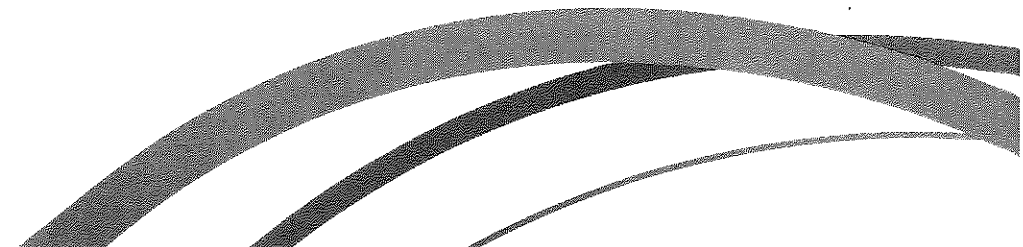
present in the May 20, 2022 and seconded the motion to go into closed session. The correction was noted and made. The motion was made by Mr. Bob Cowell, City of Roanoke to accept the provisions and seconded by Mr. Richard Caywood, Roanoke County. Both sets of minutes were approved with a voice vote 6-1 (Mr. Gary Larrowe, Botetourt County who is absent).

3. **Treasurer's Report**

Mr. Frank Smith gave an overview of the financial statements for May and June 2022. The RVBA finished out the year at 103% of what the goal was. Mr. Frank Smith thanked the team for all their hard work. Numbers provided by Ms. Janet Goldstein with Brown Edwards. No questions from the Board, the Treasurer's Report was accepted.

4. **Project Updates**

Mr. Frank Smith discussed the Strategic Plan and the next steps. A slide presentation was presented to the Board as a recap. Things are going well for the RVBA. Taking a look at the 5- & 10-year plan. Working with National Science Foundation Grant, Carillon, Virginia Tech and CHIP, working for a stronger Community Engagement. We are in the process of bringing different players to the table, taking a look at the Infrastructure to support the application. Taking a look at different communities like Belmont-Fallon Park, and replicate solutions as we move forward across the valley. The Grant team is formed, and we are in the application process.





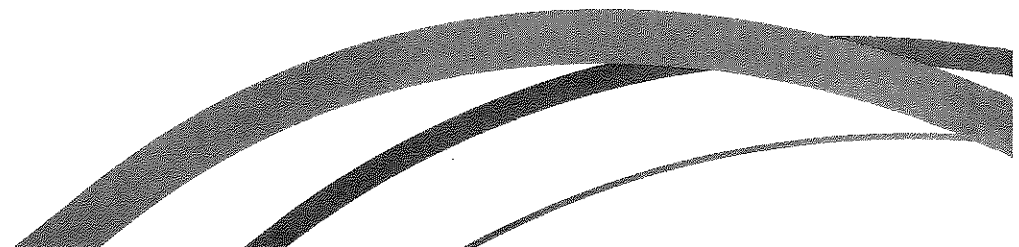
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Strategic Planning meeting which will be held on October 25, 2022, the Research will be done before we have this meeting and at that time will be presented to the Board. Mr. Keith Perry, Carilion, had a question of how accurate do you think you can be so far out when technology is moving so fast? Mr. Frank Smith stated that we have to know where we are going in our future planning. This is a process in its early stages. In FY 23 we have a Grant Writer on hand Mr. John Schoenbaum. We will be working on VATI Grants that are due August 25, 2022. We are also working with Connect Humanity who will help fund some of our projects. The FY 2021 Audit is complete, and it is Non-Qualified. The settlement agreement with Botetourt County and all required information that was needed by the RVBA has been provided.

5. Other Business

The election of Chair- Chair McEvoy asked if anyone was interested in the position? A slate was proposed by Mr. Bob Cowell, City of Roanoke, that Mr. Jay Taliaferro, City of Salem, serve as Chair; Mr. Richard Caywood, County of Roanoke serve as Vice Chair; Mr. Michael McEvoy, Citizen serve as Treasure to continue to sign checks on the behalf of the RVBA; and Ms. Tywanii Ross, RVBA serve as the Secretary. No discussion was needed and seconded by Mr. Richard Caywood, Roanoke County. Mr. Bob Cowell, City of Roanoke thanked Mr. McEvoy for serving in the capacity that he did for all this time, also stating what a valuable part of the Board that Mr. McEvoy is. Mr. Jay Taliaferro, City of Salem agreed. The roll was called by Ms. Ross, all Board members in agreement with the slate of positions presented by Mr. Bob Cowell, City of Roanoke. No other questions at this time, and the next Board meeting will be held September 16, 2022 @ 8:30 a.m.





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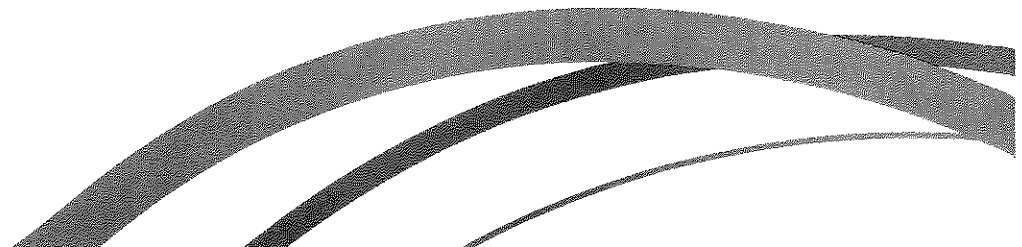
6. Closed Session

Mr. McEvoy asked for a motion to go into Closed Session. Mr. Richard Caywood, Roanoke County made the motion and it was seconded by Mr. Bob Cowell, City of Roanoke. The roll was call by Ms. Ross, Secretary, all were in agreement that were present.

7. End Closed Session and Reconvene to Regular Meeting

Motion requested by Mr. McEvoy to come out of Closed Session and Return to regular meeting. Motion made by Dr. Midkiff, Virginia Tech and seconded by Mr. Richard Caywood, Roanoke County. A motion was requested by Mr. McEvoy to certify the Closed Session, motion was made by Mr. Taliaferro, City of Salem, and seconded by Mr. Bob Cowell, City of Roanoke. No discussion needed, roll called by Ms. Ross. No other business to discuss. Meeting adjourned @ 9:31 a.m.

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



Roanoke Valley Broadband Authority
FY 2022/2023 Operations Statement
For the Month Ended July 31, 2022

	<u>FY 2023 Budget</u>	<u>July 2022</u>	<u>FY 22/23 Year to Date</u>	<u>Percent Budget</u>
Broadband Revenues				
Locality Support	\$290,313	\$24,192	\$24,192	8%
Pass Through Funds	-	-	-	0%
Service Revenue	<u>1,352,490</u>	<u>73,909</u>	<u>73,909</u>	<u>5%</u>
Total Broadband Operating Revenues	\$1,642,803	\$98,101	\$98,101	6%
Broadband Operation & Maintenance Expenses				
Personnel Costs	\$604,800	\$0	\$0	0%
Network Operations	586,210	42,319	42,319	7%
Brand Management	60,000	0	0	0%
Legal Fees	25,000	0	0	0%
Office Expenses	144,728	10,527	10,527	7%
Richmond Message Management	60,000	0	0	0%
Travel	<u>8,000</u>	<u>383</u>	<u>383</u>	<u>5%</u>
Total BB Operation & Maintenance Expenses	\$1,488,738	\$53,229	\$53,229	4%
Income from Operations	\$154,065	\$44,872	\$44,872	
Non-Operating Revenues				
Locality Support	459,687	\$38,307	\$38,307	8%
Pass Through Funds	0	0	0	0%
Installations	85,000	163	163	0%
Service Revenue	0	-	-	0%
Other Non-Operating Revenue	0	-	-	0%
Interest Income	150	78	78	52%
Subtotal Non-Operating Revenues	<u>\$544,837</u>	<u>\$38,548</u>	<u>\$38,548</u>	<u>7%</u>
Total Non-Operating Revenues	544,837	38,548	38,548	7%
Net Income (Loss) from Operations	\$698,902	\$83,420	\$83,420	12%
Capital Projects	648,492	34,824	34,824	5%
Reserves	<u>50,000</u>	<u>-</u>	<u>-</u>	
Net Income (Loss)	<u>\$410</u>	<u>\$48,596</u>	<u>\$48,596</u>	

Roanoke Valley Broadband Authority
FY 2022/2023 Operations Statement
For the Month Ended August 31, 2022

	<u>FY 2023 Budget</u>	<u>August 2022</u>	<u>FY 22/23 Year to Date</u>	<u>Percent Budget</u>
Broadband Revenues				
Locality Support	\$290,313	\$24,192	\$48,384	17%
Pass Through Funds	-	-	-	0%
Service Revenue	<u>1,352,490</u>	<u>71,159</u>	<u>145,068</u>	<u>11%</u>
Total Broadband Operating Revenues	\$1,642,803	\$95,351	\$193,452	12%
Broadband Operation & Maintenance Expenses				
Personnel Costs	\$604,800	\$52,290	\$52,290	9%
Network Operations	586,210	54,419	96,738	17%
Brand Management	60,000	12,231	12,231	20%
Legal Fees	25,000	1,701	1,701	7%
Office Expenses	144,728	13,814	24,341	17%
Richmond Message Management	60,000	0	0	0%
Travel	<u>8,000</u>	<u>679</u>	<u>1,062</u>	<u>13%</u>
Total BB Operation & Maintenance Expenses	\$1,488,738	\$135,134	\$188,363	13%
Income from Operations	\$154,065	-\$39,783	\$5,089	
Non-Operating Revenues				
Locality Support	459,687	\$38,307	\$76,614	17%
Pass Through Funds	0	0	0	0%
Installations	85,000	163	326	0%
Service Revenue	0	-	-	0%
Other Non-Operating Revenue	0	-	-	0%
Interest Income	150	16	94	63%
Subtotal Non-Operating Revenues	<u>\$544,837</u>	<u>\$38,486</u>	<u>\$77,034</u>	<u>14%</u>
Total Non-Operating Revenues	544,837	38,486	77,034	14%
Net Income (Loss) from Operations	\$698,902	(1,297)	\$82,123	12%
Capital Projects	648,492	1,799	36,623	6%
Reserves	<u>50,000</u>	<u>-</u>	<u>-</u>	
Net Income (Loss)	<u>\$410</u>	<u>-\$3,096</u>	<u>\$45,500</u>	



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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 16th day of September 2022