



Roanoke Valley  
Broadband Authority

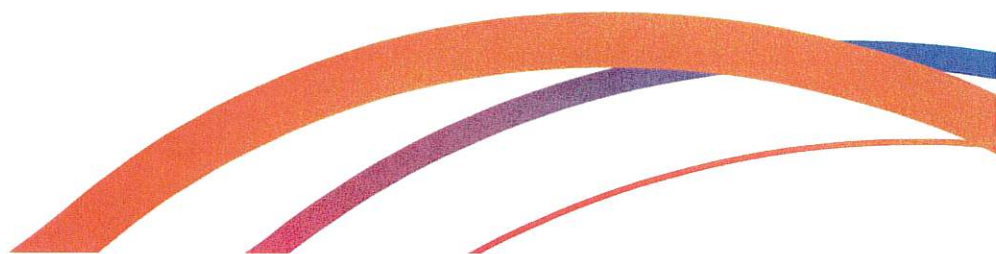
**Board of Directors**

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

**Roanoke Valley Broadband Authority Board**  
**Friday, September 15, 2023 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 21, 2023 minutes, pp. 3-6 ..... *Chair Taliaferro*
  
- 3. Treasurer’s Report, pp. 7-8 ..... *James Bandy*
  - Acceptance of the July and August 2023 Financial Reports
  
- 4. Project Updates ..... *James Bandy*
  
- 5. Other Business
  - Strategic Planning meeting October 12, 2023, 9:30-11:30 a.m.
  - RVBA Board meeting January 19, 2023, 8:30 a.m.
  
- 6. Closed Session
  - a. To discuss confidential proprietary information provided to the RVBA by its customers which is subject to the exclusion in subdivision 19 of §2.2-3711 A.33 of the Code of Virginia, 1950, as amended.
  - b. To discuss consultation with legal counsel retained by the Roanoke Valley Broadband Authority regarding negotiations with another party represented by counsel requiring the provision of legal advice by RVBA’s counsel pursuant to Section §2.2-3711 A.8. of the Code of Virginia, 1950, as amended.





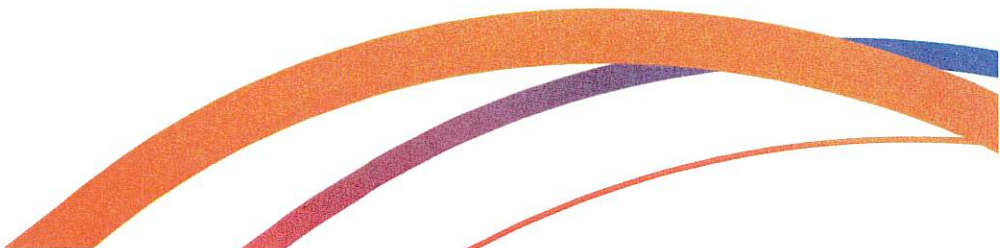
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- c. To discuss with legal counsel retained by the Roanoke Valley Broadband Authority pertaining to actual litigation, because such consultation in open meeting would adversely affect the negotiating or litigating posture of the RVBA pursuant to Section §2.2-3711 A.7. of the Code of Virginia, 1950, as amended.
- d. To discuss the resignation of a certain employee of the Roanoke Valley Broadband Authority pursuant to Section §2.2-3711 A.1. of the Code of Virginia, 1950, as amended.

- 7. **End Closed Meeting and Reconvene Regular Meeting**..... *Chair Taliaferro*
- 8. **Adoption of Certification Resolution of Closed Meeting, p. 9** ..... *Chair Taliaferro*
- 9. **Adjournment**





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## **JULY 21, 2023 RVBA Board DRAFT Minutes**

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

Chairman Taliaferro called the meeting to order at 8:33 a.m. and welcomed those in attendance.

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

### **OTHERS IN ATTENDANCE**

Broadband Authority Staff: Mr. Frank Smith II, President & CEO; Mr. James Bandy, Vice President of Network Operations; Ms. Tywanii Ross, Business Operation Administrator & Secretary to the Board. Mr. Barry Stacy, RVBA Operations Project Manager

Others: Mr. Matthew Shaughnessy, Wallace 360, Watts Burks, Esquire, RVBA Legal Counsel via Zoom, Mr. Gregory Haley, Gentry Lock Attorneys

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

The May 11, 2023 minutes were presented. No additions or corrections were needed. Chairman Taliaferro requested a motion to approve. Motion was







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made by Mr. Bob Cowell, City of Roanoke, and seconded by Dr. Scott Midkiff, VT. All present agreed with a voice vote.

3. Treasurer's Report

Mr. Frank Smith presented the Operating Statements for the months of March, April, May, and June 2023. Mr. Frank Smith discussed the booked and billed amounts from contracts that are now in place and the contracts that the RVBA are working on, and the new projects that are in the works. We have had some major wins especially in the financial sector. 7 new locations with a major bank in this locality, the City of Roanoke, and a series of other things. We have had a good year with 92% of our goal met. The RVBA team has done a good job. Ms. Ross working on the AR and contracts, Mr. Bandy, and Mr. Stacy working on all outside plant vendors and existing carriers, and the leasing of fiber. There is a lot of activity going on. We have measured the customer location and access points and at this time we have 21 new customer locations. Mr. Frank Smith mentioned the work that the team has been doing with VDOT. FY24 projections on the private and public sectors are great and we are pleased with the progress. Based on the audit we will have retained approximately \$300K.

No questions from the Board on the Treasurer's Report. All Board members accepted the financial reports for the months of March, April, May, June 2023 with a voice vote.

4. Project Updates

Mr. Frank Smith shared that the RVBA has a series of outside plant projects going on across the valley, in the City of Roanoke, and the County of Roanoke. Within the next 3-4 months we will have some significant announcements from our branding company Wallace 360 on the progress with some press releases from the private and public sectors. No questions for Mr. Smith on the project updates. Mr. Mike McEvoy asked when did we anticipate the finishing of the 7





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new locations for the financial institute? Mr. Frank Smith answered, we are in the process of completing it within the next 60-90 days.

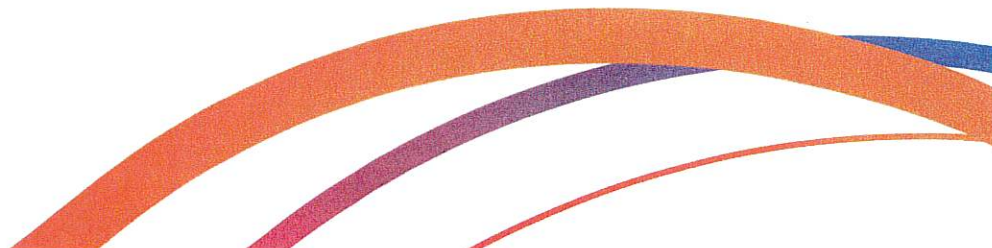
#### 5. Other Business

Strategic Planning meeting will be held on October 12, 2023 , 9:30-11:30 a.m. and on January 19, 2024 @ 8:30 a.m. Our regular scheduled Board meeting will be held. Mr. Frank Smith mentioned that this will be the last meeting that Dr. Scott Midkiff, Virginia Tech will be attending. Dr. Midkiff stated that he is not retiring but returning to faculty. There will be an interim CIO put in place next week and it will be a permanent person on board by January 1, 2024. August 9, 2023 will be his last day in this role. Dr. Midkiff will go back to teaching research and stated that he is looking forward to it. Chairman Taliaferro thanked Dr. Midkiff for his time and everything that he has done and wished him good luck in the future.

Chairman Taliaferro will be retiring in November 2023, everyone thanked him for his service and time.

#### 6. Closed Session

Chairman Taliaferro requested a motion for the closed session to discuss the performance of an employee of the Authority, and to discuss the consultation with Legal counsel retained by the RVBA regarding negotiations with a local political subdivision. The motion was made by Mr. Bob Cowell, City of Roanoke, and seconded by Mr. Richard Caywood, County of Roanoke. No discussion was made, the roll was called by Ms. Tywanii Ross, Secretary to the RVBA Board. All agreed.





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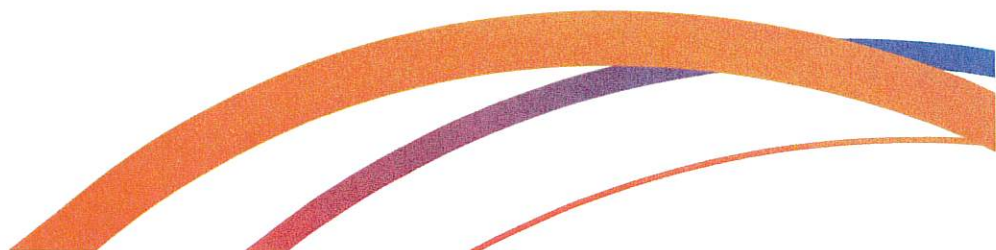
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7. End Closed Session

Closed Session ended and adopted with the certification resolution, motion made by Mr. Bob Cowell, City of Roanoke, and seconded by Mr. Mike McEvoy, Citizen and Treasurer to the RVBA Board.

Meeting Adjourned @ 10:07 a.m.

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



**Roanoke Valley Broadband Authority**  
**FY 2023/2024 Operations Statement**  
**For the Month Ended July 31, 2023**

	<u>FY 2024 Budget</u>	<u>July 2023</u>	<u>FY 23/24 Year to Date</u>	<u>Percent Budget</u>
<b>Broadband Revenues</b>				
Locality Support	\$300,000	\$25,000	\$25,000	8%
Pass Through Funds	-	-	-	0%
Service Revenue	<u>1,100,000</u>	<u>68,026</u>	<u>68,026</u>	<u>6%</u>
<b>Total Broadband Operating Revenues</b>	<b>\$1,400,000</b>	<b>\$93,026</b>	<b>\$93,026</b>	<b>7%</b>
<b>Broadband Operation &amp; Maintenance Expenses</b>				
Personnel Costs	\$550,000	\$32,464	\$32,464	6%
Network Operations	445,000	21,416	21,416	5%
Brand Management	60,000	0	0	0%
Legal Fees	25,000	0	0	0%
Office Expenses	132,000	4,754	4,754	4%
Travel	<u>8,000</u>	<u>-7</u>	<u>-7</u>	<u>0%</u>
<b>Total BB Operation &amp; Maintenance Expenses</b>	<b>\$1,220,000</b>	<b>\$58,627</b>	<b>\$58,627</b>	<b>5%</b>
<b>Income from Operations</b>	<b>\$180,000</b>	<b>\$34,398</b>	<b>\$34,399</b>	
<b>Non-Operating Revenues</b>				
Installations	250,000	163	163	0%
Interest Income	160	13	13	8%
Subtotal Non-Operating Revenues	<u>\$250,160</u>	<u>\$176</u>	<u>\$176</u>	<u>0%</u>
<b>Total Non-Operating Revenues</b>	<b>250,160</b>	<b>176</b>	<b>176</b>	<b>0%</b>
<b>Net Income (Loss) from Operations</b>	<b>\$430,160</b>	<b>34,574</b>	<b>\$34,575</b>	<b>8%</b>
Capital Projects Reserves	380,160	0	0	0%
	<u>50,000</u>	<u>-</u>	<u>-</u>	
<b>Net Income (Loss)</b>	<b><u>\$0</u></b>	<b><u>\$34,574</u></b>	<b><u>\$34,575</u></b>	

Service Revenue includes \$20,630 in billing dispute.

**Roanoke Valley Broadband Authority**  
**FY 2023/2024 Operations Statement**  
**For the Month Ended August 31, 2023**

	FY 2024 Budget	August 2023	FY 23/24 Year to Date	Percent Budget
<b>Broadband Revenues</b>				
Locality Support	\$300,000	\$25,000	\$50,000	17%
Pass Through Funds	-	-	-	0%
Service Revenue	1,100,000	69,122	137,328	12%
<b>Total Broadband Operating Revenues</b>	<b>\$1,400,000</b>	<b>\$94,122</b>	<b>\$187,328</b>	<b>13%</b>
<b>Broadband Operation &amp; Maintenance Expenses</b>				
Personnel Costs	\$550,000	\$43,762	\$76,226	14%
Network Operations	445,000	40,018	61,433	14%
Brand Management	60,000	7,350	7,350	12%
Legal Fees	25,000	7,201	7,201	29%
Office Expenses	132,000	10,354	15,108	11%
Travel	8,000	1,241	1,234	15%
<b>Total BB Operation &amp; Maintenance Expenses</b>	<b>\$1,220,000</b>	<b>\$109,925</b>	<b>\$168,553</b>	<b>14%</b>
<b>Income from Operations</b>	<b>\$180,000</b>	<b>-\$15,803</b>	<b>\$18,775</b>	
<b>Non-Operating Revenues</b>				
Installations	250,000	163	326	0%
Interest Income	160	12	25	16%
Subtotal Non-Operating Revenues	\$250,160	\$175	\$351	0%
<b>Total Non-Operating Revenues</b>	<b>250,160</b>	<b>175</b>	<b>351</b>	<b>0%</b>
<b>Net Income (Loss) from Operations</b>	<b>\$430,160</b>	<b>(15,628)</b>	<b>\$19,127</b>	<b>4%</b>
Capital Projects Reserves	380,160	26,355	26,355	7%
	50,000	-	-	
<b>Net Income (Loss)</b>	<b>\$0</b>	<b>-\$41,983</b>	<b>-\$7,228</b>	

YTD Service Revenue includes \$41,260 in billing dispute.





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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.

