

Governing Board Meeting

September 18, 2023

1. **Call to Order: The meeting was called to order at 1:05pm by the BROADLINC Chair Mary Kuney.**
Members: Chair Mary Kuney, Vice-Chair Terri Cooper, Michael Cathcart, Scott Simmons, Kyle Twohig
Staff: ED Ariane Schmidt
Guests: Taudd Hume, Cheryl Loeffler (Clerk, Town of Fairfield), Brenda Nelson
2. **Public Comment/Courtesy of the Floor** No public comment.
3. **Approval of the Minutes**
 - a. September 6th Board Meeting Minutes – Mayor Cooper made the motion to approve the minutes, Michael Cathcart seconded. Motion passed unanimously.
4. **Board Formal Action Items**
 - a. Resolution 2023-15 Deer Park ILA - A motion to approve the Resolution was made by Mayor Cooper, and seconded by Scott Simmons. Motion passed unanimously.
 - b. Resolution 2023-17 Spangle ILA - A motion to approve the Resolution was made by Mayor Cooper, and seconded by Scott Simmons. Motion passed unanimously.
 - c. BROADLINC's Resolution (Resolution 2023-18) To accept Spokane County and BROADLINC Novation ILA. This has been previously approved by the BoCC and grants permission to transfer the assets of the pilot program to NuJay. Mayor Cooper moved to approve the Resolution, and Scott Simmons seconded the motion which passed unanimously.
 - d. Resolution to accept Spokane County ARP RFP Award (EC 6.1) (Resolution 2023-19 as amended) This is a Subrecipient award agreement which allows for the contract negotiation between Spokane County and BROADLINC to continue and be signed by the BoCC Chair outside of public session. This is has been the approach by the County for all ARP awards. Ariane showed the RFP response to the County to the group and reviewed.. Match funding is the most important thing for CM Kuney per the intent of the BoCC. Mayor Cooper made the motion to pass 2023-19 Resolution as amended (scribers error in the title). Commissioner Kuney will recuse herself from this vote, due to her conflict of being on the BoCC. After discussion, Scott Simmons seconded the motion, and the motion carried unanimously with a 3-0 vote, with one abstention (CM Kuney) and M. Cathcart's absence for the vote as of his exit at 1:35pm.
 - e. Approval of Job Positions – Ariane provided her developments with regard to the Professional Services Manager and the Digital Operations and Navigation Manager, as well as proposed salaries. Ariane clarified that she renamed the Administrative person discussed in prior meetings to the Digital Operation and Navigation Manager as the capability of the person in mind has evolved. The BROADLINC Board previously agreed to approve the position title Administrative Services Manager. Other positions as well as contracted accounting oversight (firm or individual) will be discussed further. Mayor Cooper mentioned it may be best to have a full-time finance person which will be more involved with the business and be a better value to BROADLINC. May make some sense to have a third-party payroll but perhaps the Finance hire will have expertise in Grant Writing and Public Procurement. Ariane will be actively involved with the Public Procurement piece as these are very involved. Kyle Twohig is on the Board to provide the ROW expertise. It is important that Ariane is comfortable leaning on her Board members. Mayor Cooper asked when will Ariane become a FTE for BROADLINC and leave the County. Scott Simmons offered that when the positions and organizational support are established, she can branch off. Taudd

Hume has extensive experience and has been in the process with formalizing her employment contract to separate/bridge from the County to BROADLINC. Ariane has a payroll/accounting system added with QuickBooks ready to go to support the new hire and payroll and will not use the County system whatsoever with any new BROADLINC hire. Mayor Cooper made the motion to hire the Administrative Services Manager position, Scott Simmons seconded the motion. The motion carried unanimously. Michael Cathcart did not vote as he exited the meeting earlier.

- f. Resolution 2023-16 Enduris Coverage Ariane conducted a search with four firms and Enduris was the only one to review and provide a quote. Enduris does S3R3, Health District and other municipal work. It is a requirement of Spokane County to have a Resolution, and Taud reviewed contract. Michael Cathcart made the motion to approve the Resolution, Scott Simmons seconded, and the Resolution passed unanimously.

5. Operational Updates

- a. Procurement Roadmap *not discussed*
- b. Strategic Retreat Report – DRAFT at Next Meeting *not discussed*
- c. Feasibility Studies for Member Cities *not discussed*
- d. Professional Services Contracts Will be discussed as part of the Strategic Session
- e. Broadband Policy Work for Membership *not discussed*

6. Grant Awards Update *not discussed*

7. State and Federal Policy Update

- a. WSBO/WSAC BEAD Policy Incubator CM Kuney indicated this is important work for Spokane County receiving upcoming funds and will be discussed as part of the Strategic Session
- b. Eastern WA Broadband Symposium *not discussed*

8. Other Business

9. **Items for Executive Session** - The BROADLINC Board entered Executive Session at 2:28 for a projected 5 minutes. No decisions will be made. The purpose of the Executive Session is to address the condition of hiring a Public employee. The meeting will adjourn immediately following.

10. **Adjourn** – Immediately following the Executive Session.

11. Upcoming Meetings:

- **Strategic Retreat:** Monday, 9/25, 9:00am – noon was proposed and agreed upon as the date for the BROADLINC Board Strategic Retreat.
- Board Governing Meeting 8:30am-10am PT October 4, 2023
- Board Workshop Meeting 8:30am-10am PT October 18, 2023