

**Minutes
Huntington Broadband Board
January 23, 2024**

A meeting of the Huntington Broadband Board was held on January 23, 2024, at noon in City Hall Council Chambers. *Mayor Williams* called the meeting to order and affirmed that a quorum was present.

Members Present: Mayor Steve Williams, Brad Smith, Kevin Yingling

Members Absent: N/A

Staff Present: Austin Sanders, Interim Executive Director
Scott Damron, City Attorney
Michael Valentine, Technical Media Manager
Madison Fields, Innovation Intern

Others Present: Margaret Mary Layne, Layne Consulting, Inc.
Charles Dennie, Broadband Solutions WV, LLC.
John Stump, Steptoe & Johnson, PLLC

Approval of August 2023 Minutes

Mayor Williams proceeded to read the Minutes of August 2023, being the first order of business, when the reading thereof was dispensed, and the same was subsequently approved, as written, following a motion from *Mr. Yingling* and seconded by *Mr. Smith*.

Review of Financial Transactions and Statements

Mr. Sanders presented the financial transactions and statements for January 2024. The financial transactions were duly approved - following a motion from *Mr. Yingling* and seconded by *Mr. Smith*.

Reports of the Executive Director

Mayor Williams provided members with an introduction to Austin Sanders, Director of Innovation for the City of Huntington. In this role, Mr. Sanders spearheads the City of Huntington's broadband efforts. In summary, Mr. Sanders provides the necessary staff support to the Huntington Broadband Board. Additionally, he manages the day-to-day operations of the broadband project. Mr. Sanders previously served as Program Director for the city's Compass program.

Mr. Sanders provided members with a comprehensive update on the City of Huntington's broadband efforts. Per Mr. Sanders, millions of Americans, particularly those living in

Appalachia, struggle to connect to the internet. Mr. Sanders indicated this limitation places the Huntington region at a disadvantage. In recent months, the Huntington Broadband Office has facilitated meetings with stakeholders, finalizing the design of Huntington's open-access network (OAN), according to Mr. Sanders. The open-access network targets four (4) key areas, noted in Huntington's Innovation Project (HIP): downtown, Highlawn, Fairfield, and West Huntington. Thereafter, Mr. Sanders provided members with maps, highlighting the four (4) areas. Mr. Sanders indicated that his office believes this design (as shown on the maps) will complement the work of other stakeholders, like Thundercloud, Inc. Additionally, the Huntington open-access network will serve as the necessary infrastructure for future SMART city projects. Mr. Sanders subsequently yielded to questions.

Mayor Williams provided context regarding the methodology used in selecting the four (4) neighborhoods, as referenced by Mr. Sanders. He mentioned that the City of Huntington had previously participated in the America's Best Communities competition. One outcome of this participation was the creation of a comprehensive plan called the Huntington Innovation Project (HIP). This plan aimed to revitalize four (4) specific areas through innovation and community development. These same four (4) areas align with the neighborhoods referenced by Mr. Sanders. *Mayor Williams* conveyed that the decision to focus on these areas for fiber-optic construction partly stemmed from a desire to maintain consistency with the goals outlined in HIP.

Mr. Sanders then offered an introduction, introducing Madison Fields, Innovation Intern for the City of Huntington. Subsequently, Mr. Sanders yielded the floor to Charles Dennie with Broadband Solutions WV, LLC.

Mr. Dennie discussed his recent conversations with Corning, an optical fiber manufacturer. According to Mr. Dennie, Corning offers a new product that will reduce the construction costs associated with the last mile. He provided members with a sample, featuring the Fairfield neighborhood as a case study model.

Mr. Smith inquired about the quality of the Corning product compared to similar products on the market.

Mr. Yingling, added to the question raised by *Mr. Smith*, inquiring about the durability of the Corning product.

Mr. Dennie stated that there is no significant difference in quality. Corning employs the same high-quality materials for the new product, for which their company is renowned. The variation lies in the assembly of the product. Additionally, each strand undergoes a quality assurance test before it leaves the factory.

Mr. Smith inquired about bidding requirements for the Corning product.

Mr. Dennie indicated Corning supplies prospective clients with a "how-to" guide describing the formula for soliciting competitive bids.

Mayor Williams asked Mr. Damron to provide his legal opinion on the question before the Board.

Mr. Damron confirmed that the policy mandates competitive bids for purchases made by the Broadband Board, as it is a component unit of the City of Huntington. Consequently, the Broadband Board must adhere to the same policies as the city.

Mayor Williams expressed his hesitation regarding sole-source bidding, drawing from his previous experience. He then asked Mr. Dennie to clarify his intentions for soliciting bids, specifically inquiring whether he intended to utilize sole-source bidding for the Corning product.

Mr. Dennie alluded to soliciting bids based on the specifications associated with the Corning product.

Mayor Williams questioned if there were conversations with the City of Huntington's Purchasing Director, where Mr. Dennie mentioned the solicitation of bids for the Corning product or similar products.

Mr. Dennie indicated that he had not had any conversations with the Purchasing Director regarding soliciting bids for the Corning product or similar products. Additionally, Mr. Dennie indicated he intended to obtain authorization to proceed from the Board before facilitating such a conversation.

Mayor Williams alluded that this would not be an appropriate action, and Mr. Dennie required no such authorization from the Board.

Mr. Dennie proceeded and described to members how Huntington's project could contribute to the greater Appalachian region. Mr. Dennie, in his presentation, highlighted numerous stakeholders, like the West Virginia Development Office, Alpha Technologies, and Appalachian Electric Power. Mr. Dennie indicated leveraging these stakeholders could create an ecosystem for creating Huntington regional broadband cooperatives. Additionally, Mr. Dennie conveyed interest from Mason County, West Virginia, in creating a broadband cooperative.

Mr. Smith inquired about the state's role in facilitating the potential cooperatives Mr. Dennie mentioned in his remarks.

Mr. Dennie hinted that the state's role is currently undefined. Although the Legislature has allocated funds specifically for broadband construction, obtaining these funds necessitates a signed contract with an internet service provider (ISP). Mr. Dennie suggested that there might be a way for Huntington to access funding previously set aside by the Legislature. However, there is currently no clear and objective path forward.

Mayor Williams inquired if Mr. Dennie had received interest from additional counties, not including Mason County.

Mr. Dennie indicated Mason County took the lead, corresponding with Jackson County, West Virginia, and Wayne County, West Virginia. Additionally, Mr. Dennie alluded to Lincoln County, West Virginia, potentially becoming an ideal partner.

Mayor Williams asked Mr. Dennie to present a synopsis of inquiries from surrounding states.

Mr. Dennie mentioned his communication with the Commonwealth of Kentucky through KentuckyWired. He noted the likelihood of connecting to KentuckyWired via a connection point in Catlettsburg, Kentucky. For context, KentuckyWired is a publicly funded network that links every county in the Commonwealth of Kentucky, spanning over 3,000 miles of fiber. Mr. Dennie confirmed that KentuckyWired is interested in establishing an agreement with the Huntington Broadband Board.

Mr. Yingling inquired about open spaces on the Corning product map, particularly surrounding commercial properties.

Mr. Dennie indicated the maps were a residential-based model.

Hearing no additional questions, Mr. Dennie yielded the floor to Mr. Sanders, who subsequently yielded back to the Chair, *Mayor Williams*.

Unfinished Business

Upon finding no unfinished business to address, *Mayor Williams* proceeded to the next item on the agenda: new business.

New Business

DISCUSSION OF THE BOARD CONCERNING AUTHORIZATION TO PROCEED WITH NEGOTIATIONS WITH THUNDERCLOUD, INC. FOR A GRANT AGREEMENT FOR FIBER OPTIC CONSTRUCTION WITHIN THE CITY OF HUNTINGTON.

Mr. Sanders presented a proposal he believes will expedite the realization of creating an open-access network within the City of Huntington. He suggested proceeding with negotiations between the Huntington Broadband Board and Thundercloud, Inc. to grant a Broadband Development Agreement, enabling Thundercloud to construct the city's open-access network. Additionally, Mr. Sanders outlined the perceived pros and cons of the proposal, including the grant requiring subsequent approval from the Appalachian Regional Commission (ARC).

Mayor Williams inquired what the timeline would be if such an agreement would require approval from the Appalachian Regional Commission (ARC).

Mr. Sanders indicated he believes such an action would require little intervention from the Appalachian Regional Commission.

Mayor Williams inquired about the appropriate next steps.

Mr. Sanders confirmed the next steps included a meeting with Thundercloud to formalize the initial draft of the agreement.

Mr. Smith asked Mr. Sanders to clarify that such an action would complement Thundercloud's efforts.

Mr. Sanders confirmed that the aim is to complement Thundercloud's endeavors. The Huntington Broadband Office has collaborated with Thundercloud to avoid redundancy in construction.

Mr. Smith inquired if the plan would fit within the overall scope of the budget.

Mr. Sanders confirmed that early projections show the plan to be cost-effective. Although there can always be fluctuations, early forecasts indicate that many prices have remained consistent.

Mr. Smith moved that the Board authorize the Executive Director to proceed with negotiations with Thundercloud to create a Broadband Development Agreement. *Mr. Yingling* seconded the motion.

The question was on the passage of the motion, the yeas and nays were taken.

HBB Roll Call: *Mr. Smith*, Yes; *Mr. Yingling*, Yes; *Mayor Williams*, Yes.

The motion was approved with a vote of 3 Yes to 0 No.

HBB 24-R-01

A RESOLUTION OF THE BOARD TO APPROVE THE ADOPTION OF BY-LAWS FOR THE HUNTINGTON BROADBAND BOARD.

Mr. Sanders provided background on the resolution.

Mr. Yingling made a motion to approve HBB 24-R-01. *Mr. Smith* seconded the motion.

The question was on the passage of the motion, the yeas and nays were taken.

HBB Roll Call: *Mr. Smith*, Yes; *Mr. Yingling*, Yes; *Mayor Williams*, Yes.

The motion was approved with a vote of 3 Yes to 0 No.

HBB 24-R-02

A RESOLUTION OF THE BOARD CONFIRMING THE APPOINTMENT OF AUSTIN SANDERS TO SERVE AS EXECUTIVE DIRECTOR OF THE HUNTINGTON BROADBAND BOARD.

Mayor Williams provided background on the resolution.

Mr. Yingling asked about the job description for the Executive Director as outlined in the by-laws of the Huntington Broadband Board, questioning whether the job description was solely limited to what the by-laws provide.

Mr. Damron indicated that the Executive Director (Austin Sanders) has additional duties, under being an employee of the City of Huntington.

Mr. Yingling questioned what the compensation of the Executive Director would be.

Mayor Williams indicated that the Executive Director receives compensation from the City of Huntington and would not receive additional compensation from the Broadband Board.

Mr. Damron affirmed that the Board can set the salary of the Executive Director to zero dollars (\$0) and subsequently amend the compensation.

Mr. Yingling made a motion to approve HBB 24-R-02. *Mr. Smith* seconded the motion.

The question was on the passage of the motion, the yeas and nays were taken.

HBB Roll Call: *Mr. Smith*, Yes; *Mr. Yingling*, Yes; *Mayor Williams*, Yes.

The motion was approved with a vote of 3 Yes to 0 No.

HBB 24-R-03

A RESOLUTION OF THE BOARD AUTHORIZING THE CHAIR TO ENTER INTO AN ENGINEERING SERVICE AGREEMENT WITH THE THRASHER GROUP, INC., TO PROVIDE FIBER OPTIC BROADBAND DESIGN AND ENGINEERING SERVICES FOR THE CITY OF HUNTINGTON BROADBAND PROJECT.

Mr. Sanders provided background on the resolution.

Hearing no discussion or questions, *Mr. Smith* made a motion to approve HBB 24-R-03. *Mr. Yingling* seconded the motion.

HBB Roll Call: *Mr. Smith*, Yes; *Mr. Yingling*, Yes; *Mayor Williams*, Yes.

The motion was approved with a vote of 3 Yes to 0 No.

HBB 24-R-04

A RESOLUTION OF THE BOARD AUTHORIZING THE REASSIGNMENT OF A CONTRACT BETWEEN THE CITY OF HUNTINGTON AND BROADBAND SOLUTIONS WV, LLC, FROM THE CITY OF HUNTINGTON TO THE HUNTINGTON BROADBAND BOARD FOR BROADBAND CONSULTING SERVICES.

Mr. Sanders provided background on the resolution.

Hearing no discussion or questions, *Mr. Yingling* made a motion to approve HBB 24-R-04. *Mr. Smith* seconded the motion.

HBB Roll Call: *Mr. Smith*, Yes; *Mr. Yingling*, Yes; *Mayor Williams*, Yes.

The motion was approved with a vote of 3 Yes to 0 No.

After concluding the last item of business, *Mayor Williams* departed from the agenda to inquire about the City's negotiations with Alpha Technologies for a network operations agreement.

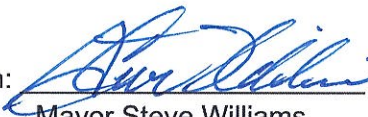
Mr. Stump, an attorney with Steptoe & Johnson, PLLC, provided an update. Mr. Stump indicated that the City of Huntington is piggybacking off an agreement between Alpha Technologies and the Putnam County Commission. Mr. Stump mentioned issues around indemnification language.

Mayor Williams emphasized the need to act swiftly on securing an agreement with Alpha Technologies.

Adjournment

There being no further business to come and upon motion made by Mr. Smith and seconded by *Mr. Yingling*, the meeting was duly adjourned at 1:02 p.m.

Date approved: 2/29/24

Chairperson: 
Mayor Steve Williams

Prepared by: 
Austin Sanders, Executive Director