

MADISON COUNTY BOARD OF SUPERVISORS AGENDA ITEM STAFF REPORT

1.

MEETING DATE: March 9, 2021

AGENDA TITLE: Report: Broadband Task Force

INDICATED MOTION(s): N/A

STAFF LEAD: Director of Tourism and Economic Development Tracey Gardner

TIMING: As an outcome of the Board's planning retreat discussion on January 4, Chairman Clay Jackson asked a group (the task force) to investigate Madison County's internet and cell phone service situation and advise the Board on the problem. Since that date, the group has had multiple meetings and has indicated that it is now ready to provide a report, or interim report, to the Board.

DISCUSSION The need to pursue improved broadband situation in Madison County having been established, an effort to develop a general plan and next steps was initiated through this task force.

Much work faces the County before meaningful progress will be made on resolving the broadband/cell phone service issue. It appears that the task force is suggesting this would be best accomplished via a "broadband authority".

Questions at this point include:

1. Board expectations on the tasks/deliverables per the initial task force proposal.
2. Whether to "stand up" an authority at this time, with the assumption that the task force would continue working on the situation until the authority is in place at which time the task force would be disbanded (but perhaps replaced by a similar group with a new charter)
3. Determining who would sit on the new authority – i.e. the Board members or a group that would need to be recruited/selected. The benefits and issues associated with both alternatives should be a topic of Board discussion.
4. Assigning the task of doing the actual legwork required to pursue improved broadband and cell service in Madison County.

FISCAL IMPACT: TBD

REFERENCES: N/A

HISTORY: The web site contains historical information on the County's broadband effort.

RECOMMENDATION: Hear the report, discuss the situation and, if a consensus develops, provide direction to the task force and staff on next steps.

ENCLOSURES:

- Broadband Task Force creation proposal (1/22/2021)
- Broadband Task Force Report (3/3/2021)
- Enabling legislation (Va Code 15.2-5431.1)
- Orange County broadband authority creatin resolution, articles of incorporation, bylaws and SCC certificate

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A Broadband Taskforce

During a Madison County Board of Supervisors planning retreat on January 4, 2021, the following draft goal/priority was discussed:

Promote broadband deployment in Madison County

Establish goals, organize, plan, and stand up a staffed agency responsible for progress

Note: This is organizing; cannot establish timeline until goals better understood.

Problem: The situation is apparent: the pandemic has exposed Madison's lack of adequate internet and cellular telephone access such that the "need" justifies positive action by the Board of Supervisors. This affects all of Madison County, including residents, school children, business operators, visitors and other populations.

Resources: We have discussed the need for better broadband and cell phone services in Madison County for many years. The Board of Supervisors, and County staff, have worked with consultants, state agencies, consultants, committees and private sector service providers and have even sponsored (although unsuccessfully) infrastructure grant applications.

We have talented County staff who are individually knowledgeable in the various aspects of the internet and cell phone infrastructure and service issues. However, we currently have no one office dedicated to addressing the situation. We also have quite a bank of literature that document these efforts that has been posted on the County's web site (see <https://www.madisonco.virginia.gov/economicdevelopment/page/broadband>).

Proposal: The Chairman of the Board of Supervisors would appoint a task force of knowledgeable individuals that would flesh out a path forward to improving the County's situation on both broadband internet and cell phone services and prepare a report for the Board's consideration by a time certain.

Tasks/ Deliverables:

1. Verify that the issue at hand (the problem) is appropriately articulated.
2. Define preliminary goals (i.e. wireless vs. fiber, speeds, % of the County to be covered and when)
3. Evaluate our strengths, weaknesses, opportunities and threats related to Madison County's achievement of these goals.
4. Propose a timeline framework for the organization, planning and installation work necessary to achieve the goals.
5. Propose an organizational framework that will carry the County toward completion of the goals, to include the possible development of a "broadband authority" and who would sit on that body (i.e. members of the Board of Supervisors or citizens), a charter for supporting citizen working committee(s), required staff or consulting support, etc.
6. An articulation of anticipated funding needs for the organization and planning phases.

Staff Support: The County Administrator would be asked to support the task force by assigning staff support in the following resource areas:

- Organizing task force meetings and record keeping
- Facilitating meetings with government agencies
- Arranging for nominal funding
- IT support and mapping, such as information on the location of existing/potential infrastructure

MEMORANDUM

To: **Madison County Board of Supervisors**
From: **Madison County Broadband Task Force**
Subject: **Broadband Authority Recommendation**
Date: **March 3, 2021**

At a meeting of the Madison County Board of Supervisors on January 26, 2021, the Board created a “Broadband Task Force.” The mission of the Task Force is to study, opine, and report on the Madison County Planning Commission’s recommendation that the Board create a “Broadband Authority” to facilitate the extension of affordable, high-speed, broadband service, as well as cellular phone service, throughout the County. The Task Force, so created, consists of Supervisors Yowell and McGhee and Planning Commissioners Mosko, Seillier-Mosisewitch, and Work.

Before making the recommendation contained in this memorandum, members of the Broadband Task Force have (1) studied the Virginia Wireless Service Authorities Act under which Virginia Broadband Authorities are created, (2) conferred with State officials at the Virginia Telecommunications Initiative (“VATI”) responsible for broadband development and funding, (3) met and spoken with representatives of neighboring jurisdictions, including Albemarle, Culpeper, Greene, Orange, and Rappahannock, about their experiences with broadband entities, including “authorities,” “committees,” and “initiatives,” (4) talked with broadband providers, including REC and Madison Gigabit, and (5) developed a

plan of action for creating a Broadband Authority should the Board decide to follow that course. Based on these efforts, the Broadband Task Force joins in the Planning Commission's recommendation that the Board create a formal Madison County Broadband Authority and invest it with the powers discussed in this memorandum.

A. Reasons for the Task Force's Recommending the Creation of a Broadband Authority

1. The Availability of Affordable, High-Speed Broadband Service Is Essential to Madison County's Future

As discussed in the Planning Commission's December 14, 2020 "Preliminary Broadband Report" to the Board of Supervisors (see Exhibit 1 hereto at pp. 4-6), the objectives of providing, or ensuring the provision of high-speed, affordable broadband service in Madison County include the enhancement of:

- education
- economic opportunity
- health care
- public safety
- energy and the environment
- agriculture
- government performance and civic engagement

All of these objectives are essential to Madison County's future vitality and its competitive standing vis-à-vis neighboring counties.

2. Broadband Authorities Have Broader Powers and, in This Region, Have Proven More Effective in Pursuing the Goal of Affordable, High-Speed Broadband Service Than Have Less Formal Broadband Entities or No Separate Entities at All

“Broadband Authorities” are created in Virginia pursuant to the Virginia Wireless Services Act, VA. Code Sec. 15.2-5431.1 (the “Act”), and they enjoy the powers and flexibility granted by that Act that less formal entities do not enjoy. These Broadband Authority powers include (a) the power to enter into contracts, (b) the power to borrow money and issue revenue bonds that do not constitute debt of the local governing body, (c) the power to acquire their own equipment and facilities, (d) the power to hire staff, (e) the power to operate and extend qualifying communications services, (f) the power to fix rates and charge fees for services, and (g) the power to sue and be sued.¹

In preparing this report, members of the Broadband Task Force interviewed representatives of five neighboring counties – Albemarle, Culpeper, Greene, Orange, and Rappahannock. Memoranda of these interviews are attached hereto as Exhibits 2-6. Albemarle, Orange, and Rappahannock Counties have all created “Broadband Authorities” (although Rappahannock’s Authority is only getting started, having just replaced a “Broadband Committee” that had operated since

¹ Once formed, Broadband Authorities are largely standalone legal entities, the activities of which are controlled primarily by their own boards, not the boards of supervisors of the establishing governmental bodies. Boards of supervisors’ influence over Broadband Authorities derive primarily from appointing board of supervisors members to the Broadband Authority Boards, making county staff available to the Authorities, and providing funding.

2016). Greene County has a “Broadband Initiative” and a “Broadband Committee consisting of County officials,” whereas Culpeper County has a Broadband Initiative but no formal supporting organizational structure apart from the County’s in-house procurement system.

Of the five counties surveyed, Albemarle and Orange, with their well-established Broadband Authorities, have made notably more progress than the other three counties in extending the availability of affordable, high-speed broadband service.²

Madison County’s experience with broadband development is to similar effect. See Exhibit 1 at pp. 6-8. The County established a “Broadband Committee” in 2016, at about the same time as the neighboring counties got involved with broadband. Working with the State-sponsored Center for Innovative Technology, the Madison Broadband Committee published a report in 2016 that demonstrated a need for expanded/improved broadband services and described a plan to issue request for proposals (“RFPs”) to broadband providers in order to satisfy that need. Although the RFP approach had been used successfully in other jurisdictions, the Board of Supervisors declined to authorize it in Madison, and the Broadband

² Louisa County formed a Broadband Authority in 2015, the first neighboring county to do so. The Louisa Authority made progress in executing several broadband projects, including the funding and erection of cell towers and the establishment of fiber-optic lines among schools and to an industrial park. But progress had slowed in recent years and until just this month (March 2021), when Louisa announced a major partnership with REC, Dominion Energy, and Firefly Fiber Broadband to ensure high-speed broadband to all homes and businesses in the County.

Committee promptly collapsed. As a direct consequence, little organized broadband progress has been initiated or undertaken in Madison County since that time.

B. Board of Supervisors' Actions Necessary to Create a Madison Broadband Authority

1. Advertise notice of, and hold a public hearing on the question whether to create a Broadband Authority.
2. Following the public hearing, issue a resolution authorizing the creation of a Madison County Broadband Authority.
2. Decide upon the appropriate size and composition of the Authority Board, and recruit Board members having the desired skills and experience.³
3. Prepare Articles of Incorporation for the Authority, file them with the State Corporation Commission, and obtain a charter for the Authority.
4. Determine and authorize initial staffing and budgetary support for the Authority.
5. Authorize use of the Visitors' Center upstairs conference room and some office space to accommodate initial meetings and activities of the Authority.

³ If the Board of Supervisors tentatively concludes before holding a public hearing that it is interested in at least exploring seriously the formation of a Broadband Authority, it could issue a public announcement aimed at gauging the interest of people with relevant skills and experience in serving on the Authority Board or in working with the Board in pursuit of its mission.

C. Task Force Recommendations Regarding the Size and Composition of a Madison Broadband Authority Board and Desirable Initial Staffing for the Authority

The Virginia Wireless Service Authorities Act provides that an Authority Board may consist of “five or seven members” and stipulates that the Authority Board shall “elect one of their number chairman,” and also elect a secretary and a treasurer or a Secretary/Treasurer who need not be Board members. The Act does not speak to the composition of the Board or what skills and experience should be represented thereon.

Because of the broad scope and volume of work that would face a newly created Madison Broadband Authority (should one be authorized), the Task Force recommends a seven-member Authority Board. That number should include, in our judgment, at least one member (preferably two members) of the Board of Supervisors, one or more people with a depth of professional experience in the field of information technology, preferably in dealing with broadband technology, one or more people with high level experience in the fields of business and finance, and one or more people with significant project management experience and grant writing experience. There could be other volunteer contributors to the Board’s work who are not Board members, and the Board could hire consultants at its discretion. In addition, we believe that an administrative specialist on the County’s staff should be made available to the Authority Board, as needed.

At one point recently, when Culpeper County was considering the establishment of a Broadband Authority, it publicly announced that it was looking for qualified people to serve on the Authority. It received a number of positive responses from (mostly retired) people who apparently had the kind of professional backgrounds we are recommending. To date, however, the Culpeper County Board of Supervisors has not taken the step of authorizing the creation of a Broadband Authority, and it has not followed up with the potential Board members who had responded to the County's announcement.

D. Recommended Initial Actions of a Madison Broadband Authority

1. Prepare By-Laws for the Authority.
2. Strategize with the "Commonwealth Broadband Team" that exists within the Virginia Department of Housing and Community Development.
3. Determine and prioritize broadband needs within the County.
4. Meet with broadband providers, especially including REC, and discuss possible partnerships.
5. Meet with broadband entities in neighboring counties and discuss possible partnerships.

6. Design broadband expansion projects and apply for available State and Federal funding.

CARLTON YOWELL

MICHAEL MOSKO

KEVIN MCGHEE

FRANCOISE SEILLIER-MOISEIWITSCH

PETER WORK

EXHIBIT 1

December 14, 2020

MEMORANDUM

TO: MICHAEL MOSKO, CHAIR, MADISON COUNTY PLANNING COMMISSION
CC: PLANNING COMMISSION MEMBERS
FROM: FRANÇOISE SEILLIER-MOISEIWITCH, PETER B. WORK
SUBJECT: PRELIMINARY BROADBAND REPORT

Mike, at your request we have prepared this Preliminary Report for the purpose of facilitating the Planning Commission's assessment of where the County is and where we believe it should be headed with regard to the availability of affordable, high-speed broadband service. As you are aware, neither of us has technical expertise in the broadband field, but we have consulted with technical experts in preparing this Preliminary Report. The Report consists of sections dealing with:

- Key terms and definitions (pp.1-4);
- The importance of affordable, high-speed broadband availability in Madison County (pp. 4-6);
- The now-disbanded Madison Broadband Committee and its December 2016 recommendations (pp. 6-8);
- The Commonwealth Broadband Team and the financial and advisory resources available to local jurisdictions through it for broadband development (pp. 8-10);

- The FCC's Rural Digital Opportunity Fund (pp. 11-12);
- The broadband initiatives of Madison County's neighboring jurisdictions (pp. 12-16);
- Broadband developments in Madison County Subsequent to the 2017 Disbandment of the Madison Broadband Committee (pp. 16-18);
- Potential private partners for enhancing broadband service in Madison County (pp. 18-19); and
- The case for creating a Madison County Broadband Authority and proactively working to expand the availability of affordable, high-speed broadband service throughout the County (pp. 19-20).

1. Key Terms and Definitions

- a. **Internet** – The Internet is a global system of interconnected computer networks using standardized protocols to communicate among networks.
- b. **Broadband** – Broadband is a term applied to any data connection that enables a large amount of data to be transmitted at speeds measured in megabits per second “Mbps” (1 million bits per second) and gigabits per second “Gbps” (1 billion bits per second). Currently, a download speed of 25 Mbps and an upload speed of 3 Mbps are considered to be the minimum necessary for functions such as web-browsing and email. Considerably greater download speeds are necessary for streaming video and telemedicine.
- c. **Broadband Networks** – Broadband networks provide access to the Internet in homes and businesses. They may be fixed (*i.e.* wireline) or mobile (*i.e.* wireless) networks.

- **Fixed Broadband Networks** provide Internet access through coaxial cables, digital subscriber lines (DSL), fiber-optics, and satellite connections. Fiber-optics, consisting of thin strands of glass or plastic, are currently the gold standard for fixed broadband networks.
- **Mobile Broadband Networks** generally provide Internet access through cellular towers.

d. **WiFi** – WiFi is a wireless networking technology that allows computers (such as desktops and laptops) and mobile devices (such as smartphones, iPads, and similar devices) to connect with broadband networks, and hence with the Internet, through a modem or router contained in a home, business, or mobile device.

e. **WiFi and Broadband Providers**

- **Internet Service Providers (“ISPs” aka “last mile providers”)** are commercial, community-owned, or non-profit entities that provide WiFi service directly to homes, businesses, and mobile devices. There are a number of ISPs that provide service in Madison County, including among others, Madison Gigabit, Comcast Cable Communications; DishNet; HughesNet; and Virginia Broadband, LLC.
- **Middle Mile Providers** manage aggregated traffic from ISPs.
- **Backbone Operators** manage large data routes.

- f. **WiFi Hotspots** – WiFi hotspots are physical locations in homes, businesses, and public locations such as parks that act as Internet access points.
- g. **Mobile Hotspots** – Mobile hotspots, generally referred by the brand name “MiFi,” are wireless routers that connect with cell phones and act as mobile WiFi hot-spots. They are useful only where there is an existing cell signal.
- h. **Starlink** – Elon Musk’s company, SpaceX, is currently building Starlink, a global communications constellation prospectively consisting of thousands of satellites which are expected to provide coverage in rural areas, albeit with reportedly less speed and effectiveness than fiber-optics. SpaceX has just received a grant of \$886 million from the Federal Communications Commission (“FCC”) to subsidize Starlink service in thirty-five states, including Virginia. Effective service is expected to be several years away, however, and initially is projected to cost in the range of \$500 for a dish and \$99/month. The question exists as to whether that cost is affordable for people in Madison County who currently do not have any Internet service.

2. **The Importance of Affordable, High-Speed Broadband Availability in Madison County**

As detailed in the FCC’s National Broadband Plan, first issued in 2010 and supplemented regularly since then, the objectives of developing high-speed broadband service in given jurisdictions include the improvement of:

- education;
- economic opportunity;
- health care;
- public safety;
- energy and the environment;
- government performance and civic engagement;

All of these objectives are essential to Madison County's future vitality.

- a. **Education** – In today's world, high-speed broadband availability is an essential element of education. It helps students, teachers, schools, and parents perform their roles in the educational process. The current Coronavirus pandemic, necessitating virtual learning in many areas, has demonstrated the importance of broadband availability for education. Without that availability, Madison County schools, students, and others cannot possibly compete in the broader educational world and in college admissions and job placement.
- b. **Economic Opportunity** – It is no exaggeration to say that the future economic viability of Madison County depends in large measure on the availability of high-speed broadband to support agriculture, small businesses, home-based enterprises, and other economic undertakings, and to expand the availability of job training and placement for Madison County residents. Without effective broadband, Madison County

businesses, enterprises, and job seekers cannot thrive in the broader economic marketplace.

- c. **Health Care** – By facilitating telemedicine, among other things, effective broadband can expand the availability, improve the quality, and lower the cost of health care for Madison County residents.
- d. **Public Safety** – Broadband can improve public safety in Madison County by ensuring access to emergency services, enabling first responders to efficiently transmit and receive vital information and data, and facilitating the practice of telemedicine.
- e. **Energy and the Environment** – Broadband can improve energy efficiency in homes, farms, and businesses.
- f. **Government Efficiency and Civic Engagement** – Broadband can drive greater government efficiency and transparency and stimulate civic engagement.

3. **The Now-Defunct Madison Broadband Committee, Its Collaboration with the State-Sponsored Center for Innovative Technology (“CIT”), and CIT’s December 2016 “Path Forward” Report**

In 2016, the Madison County Board of Supervisors authorized the formation of a “Madison Broadband Committee” to research needs and opportunities for expanding access to high-speed broadband service. The Committee consisted of roughly twenty County residents and was chaired by Ren Levally (ren@localcause.net) whose professional career had been in the information technology field.

Collaborating with the state-sponsored, Virginia Tech-based Center for Innovative Technology (“CIT”), a primary driver in Virginia for technical innovation and entrepreneurship, the Madison Broadband Committee conducted a survey of individuals and businesses to determine their broadband uses and needs. The survey was the first step in CIT’s “Broadband Path,” a series of recommended steps CIT had developed and promoted to assess broadband needs and solutions at a local level. The survey proved successful, with a large number of individuals and businesses responding to the Madison Broadband Committee and urging improved broadband service.

Based on the survey results, CIT produced a “Path Forward” report dated December 30, 2016, that described broadband needs in Madison County and recommended actions to satisfy those needs. The first recommended action was to issue a request for proposals (“RFP”) to existing and potential broadband providers that were considered potential private partners for the County in expanding broadband service. The Madison Broadband Committee requested authority from the Board of Supervisors to issue these RFPs, but the Board declined to grant that authority – apparently because a Madison County financial investment was implicated. Thereafter, according to Committee Chair, Mr. LeValley, the Board directed the Committee to disband.

According to Jean Plymale (jean.plymale@cit.org), the primary CIT representative who worked with the Madison Broadband Committee, CIT is no longer working in the broadband field. Its functions have been assumed by the

Virginia Department of Housing and Community Development (“DHCD”) and are now being performed by the DHCD’s in-house entities, the Virginia Telecommunications Authority (“VATI”) headed by Dr. Tamara Holmes (tamara.holmes@dhcd.virginia.gov), the “Commonwealth Connect Coalition,” and the “Commonwealth Broadband Team,” all three (collectively referred to hereinafter as the “Commonwealth Broadband Team” or the “Team.”

4. The Financial and Advisory Resources Available for Local Broadband Development Through the Commonwealth Broadband Team

The Commonwealth Broadband Team has issued multiple versions of a plan, currently called the “Commonwealth Connect Plan 2.0,” which is designed to implement Governor Ralph Northam’s stated objective of connecting all of Virginia with affordable, high-speed broadband service. The Team provides technical assistance and makes capital grants to assist local jurisdictions in extending and improving their broadband service. Among other things, the Team helps local jurisdictions in finding Internet Service Provider (ISP) partners and calculating the costs of extending broadband service, and it makes grants of federal and state funds to implement local plans. Much emphasis in the Commonwealth Connect Plan is placed on establishing local governmental “Broadband Authorities” to pursue broadband expansion and to work with the Commonwealth Broadband Team. Many counties in this area, including among others Albemarle, Orange, Culpeper, Greene, and Rappahannock Counties, have established, or are considering

establishing, such governmental broadband authorities. Madison County has not chosen to do so.

Among the helpful publications of the Commonwealth Broadband Team is a “Step-by-Step Guide for Virginia’s Local Leaders.” The Guide’s recommended steps are the following:

- Decide to pursue universal broadband coverage.
- Reach Out to the Commonwealth Broadband Team.
- Create an Advisory Committee.
- Hire or designate staff support inside local government.
- Check with the Commonwealth Broadband Team.
- Identify existing ISPs.
- Figure out your scope.
- Take our broadband availability survey.
- Talk to your neighboring localities.
- Ensure support from relevant local leaders.
- Consider establishing a broadband authority.
- Download and modify the Team’s model solicitation.
- Identify local assets that could be used for this effort.
- Identify any local ordinances or proffer rules that might affect your solicitation.
- Consider a locally owned or controlled network as part of your solution.
- Consider creating a service district to raise revenue.
- Consider other local funding options/opportunities.

- Talk with your electric utility(ies).
- Check with the Commonwealth Broadband Team.
- Release your solicitation.
- Receive solicitation responses.
- Review solicitation responses with the Commonwealth Broadband Team and identify needs.
- Select one or more ISP partners.
- Receive overview plan.
- Consult the Broadband Checklist document to ensure your plan takes advantage of every funding opportunity and cost-reduction strategy.
- Work with the Commonwealth Broadband Team to get a detailed plan generated with ISP partners.
- Using the detailed plan, apply for state and federal support for the next phases.
- Check in with the Commonwealth Broadband Team.
- Begin building the next phase(s) of your network.
- Evaluate progress annually.
- Complete your coverage plan.

Not surprisingly, the Commonwealth Broadband Team's recommended steps for broadband development are not that much different from the steps CIT recommended to the Madison Broadband Committee in its December 2016 "Path Forward" report.

5. The FCC's "Rural Digital Opportunity Fund"

In August 2019, the FCC adopted a notice of proposed rule-making, proposing to establish a \$20 billion Rural Digital Opportunity Fund ("FCC Fund") for the purpose of bringing high-speed broadband service to rural homes and small businesses that lack such service. The Digital Opportunity Program was modeled in part after the Rural Electrification Program of the 1930s. The Program's concept is to award grants to private providers that propose to bring broadband service to previously unserved or inadequately served rural areas throughout the United States.

The FCC conducted an initial auction under its Digital Opportunity Program in October 2020 and concluded the process by notifying winning bidders on December 7, 2020.¹ As discussed above, one of the major winners was Elon Musk's Starlink program which was awarded \$886 million over ten years to serve rural areas in 35 states, including Virginia. Charter Communications, the second largest U.S. cable company after Comcast did even better. It was awarded \$1.22 billion over ten years to bring high-speed broadband to rural homes and businesses in 24 states, including Virginia. Additionally, some 180 ISPs collectively received an award of \$9.2 billion over ten years to provide broadband service in 49 states. A FCC-released map of the areas in which awards were made reveals that the

¹ Although the FCC informed bidders of the fate of their bids on December 7, 2020, it imposed a "quiet period" during which they are not to disclose their awards, if any. Nevertheless, some awards affecting Virginia have become known as a result of a December 8, 2020 email circulated by Kyle Rosner, the Deputy Broadband Advisor to Governor Ralph Northam (Kyle.Rosner@governor.virginia.org).

Virginia Piedmont is one of the areas that will benefit. *See*
[https://auctiondata.fcc.gov/public/projects/auction904/reports/winningbidders. .](https://auctiondata.fcc.gov/public/projects/auction904/reports/winningbidders.)

6. Broadband Initiatives in Jurisdictions Neighboring Madison County

A number of jurisdictions neighboring Madison County have established or are considering establishing Broadband Authorities and are participating in Virginia's Commonwealth Connect Program. These Authorities include the:

- Albemarle County Broadband Authority
- Orange County Broadband Authority
- Culpeper County Broadband Initiative
- Rappahannock County Broadband Authority
- Greene County Broadband Initiative
- Page County Broadband Authority
- Louisa County Broadband Authority

A brief discussion of the activities of these various authorities and initiatives follows:

a. Albemarle County Broadband Authority

The Albemarle County Broadband Authority (the "Albemarle Authority") began operating in August 2017, at just about the same time that the Madison Broadband Committee was disbanding. Its Board is comprised of County Supervisors, County staff, including the IT Director, and private citizens. In the period since its formation, the Albemarle Authority has been notably active in pursuing private partnerships and governmental grants, supplemented by County

funds in the neighborhood of \$1 million, and it has succeeded in launching and completing a significant number of broadband expansion projects. Its private partners have included Shentel, CenturyLink, Comcast, and Firefly. With CenturyLink, the Albemarle Authority is currently working on eight projects funded in part by the Commonwealth Broadband Team, and it has outstanding proposals for funding to launch ten additional projects in 2021.

b. Orange County Broadband Authority

The Orange County Board of Supervisors created the Orange County Broadband Authority (the “Orange Authority”) in the spring of 2016 with the objective of enhancing the quality of life for County residents and fostering economic development. Shortly thereafter, the Orange Authority was incorporated, and it conducted its first meeting in July 2016. The Orange Authority currently has a Board consisting of County Supervisors and an in-house entity called Fiberlink which has a two-person professional staff supplemented by private contractors, and an administrator.

In October 2020, the Orange Authority applied to the Commonwealth Broadband Team for an award of federal money made available to Virginia under the Coronavirus Aid, Relief, and Economic Security (“CARES”) Act² to fund an previously conceived WiFi hotspot project.³ In response to its proposal, the Orange

² Of the 2020 CARES money received by Virginia, Governor Northam has allocated \$30 million for broadband development.

³ At the initiative of Clint Hyde of Madison Gigabit (Clint@madisongigabit.com), Madison County also considered applying for

Authority was awarded with a grant of \$1,999,620. The grant will help the Orange Authority build 31 miles of optical fiber and deploy a county-wide network of 13 free WiFi hotspots within two miles of some 5,800 homes. Download speeds at the WiFi hotspots will be in the range of 25 Mbps range. Wasting no time in utilizing its CARES money, the Orange Authority has already installed a number of these hotspots.

Another project of the Orange Authority has been the acquisition of MiFi devices for Orange County public school students. These devices work in a student's home so long as they have cell phone service.

c. Culpeper County Broadband Initiative

Culpeper County is notably active in the broadband arena, although it has not formally established a Broadband Authority. Through its County attorney, Culpeper County has just announced that it is partnering with the Leesburg-based provider, All Points Broadband, to install and maintain a temporary fixed wireless infrastructure consisting of a network of towers that would extend high-speed broadband service to some 3,800 homes over the next six months. The County will use a grant of CARES money to fund the project.

Concurrently, All Points Broadband, in partnership with Dominion Power, will begin installing fiber directly to private homes in Culpeper County over Dominion's electric power lines. Culpeper County and All Points Broadband are

CARES Act money in October 2020. Without official support, however, no application was filed.

said to be seeking a similar fiber-to-homes arrangement with Rappahannock Electric Cooperative (“REC”).

d. Rappahannock County Broadband Authority

It has just been announced as this memorandum was being prepared that Rappahannock County has formed the Rappahannock County Broadband Authority. Earlier, there were indications that Rappahannock County, like Culpeper County, has had discussions with REC aimed at installing fiber to homes over REC’s power lines.

e. Greene County Broadband Committee

Early in 2017, the Greene County Board of Supervisors identified the expansion of quality broadband access throughout the County as a high priority under the County’s strategic plan. To achieve this objective, the Board initially established an interagency committee, and subsequently a formal Greene County Broadband Committee (the “Greene Committee”), charged with pursuing County-wide broadband development.

To date, the Greene Committee has partnered with CenturyLink in applying for, and receiving, modest grants from the Commonwealth Broadband Team. The Committee, however, has not yet found a partner to install the infrastructure necessary for effective, County-wide broadband service.

f. Page County Broadband Authority

The Page County Broadband Authority (the “Page Authority”) was established in 2009. A year later it partnered with Shentel to build a 39-mile fiber

network in the County. The Page Authority is still operating, but it is unclear at this writing how active the Authority remains.

g. Louisa County Broadband Authority

The Louisa County Broadband Authority (the “Louisa Authority”) was formed in 2015 – earlier than some of the above-mentioned Authorities in other jurisdictions. Its trajectory, however, has been notably different from those other Authorities. While the Louisa Authority has succeeded in executing several projects, including the funding and erection of cell towers and the establishment of fiber-optic lines among schools and to an industrial park, its current direction is uncertain. There is even talk of disbandment for lack of direction, leadership and support within the County.

7. Broadband Developments in Madison County Subsequent to the 2017 Disbandment of the Madison Broadband Committee

In contrast to neighboring counties, there have been few broadband developments in Madison County subsequent to the disbandment of the Madison Broadband Committee in 2017. This fact appears attributable, at least in part, to the County’s lack of financial resources to pursue broadband projects and the Board of Supervisors’ evident desire to avoid any financial responsibility for such projects. With the Board taking this position, the County is passing up opportunities to receive both state funds and, indirectly through providers, federal funds which are available to assist local broadband projects. The Commonwealth Broadband Team’s 2021 grant budget for broadband projects is said to be in the range of \$50 million,

and federal broadband funds available through the FCC are in the range of billions of dollars.

Early in 2020, Madison County hired an information technology (“IT”) specialist, Bruce Livingston. To date, Mr. Livingston has acted primarily as an office technology manager and has been only briefly and tangentially involved with in broadband issues. He currently is not fully knowledgeable about broadband developments at the federal, state, or local level.

As discussed above, the most positive recent broadband developments from the perspective of Madison County are the FCC’s grant in December 2020 of \$885 to subsidize Elon Musk’s Starlink project, and its apparent grant to REC for the installation of fiber-optics on its power lines. .

Other broadband developments that have occurred in Madison County since 2017 include:

- the establishment by Madison resident Clint Hyde of the broadband firm Madison Gigabit;
- the Board of Supervisors’ support for an unsuccessful application in 2018 for 2019 VATTI funds that was developed and promoted by Madison Gigabit;

- the Board's approval of two cell towers (yet to be built) that have been proposed by the Northern Virginia-based firm Community Wireless Structures ("CWS");⁴
- the Board of Education's purchase of some 500 MiFi devices for the benefit of Madison County public school students;
- Graves Mountain Lodge's current pursuit, with assistance from Madison Gigabit, of a private fiber-optic project intended primarily for the benefit of the Lodge's customers. The fiber-optic line for the project, running from the Town of Madison, was installed by private firm Segra which is one of the larger independent fiber network companies on the East Coast. The fiber supplier is Verizon; and
- the installation of fiber-optic trunk lines along Route 29 which benefit some businesses in the Town of Madison but do not serve private homes. Most, if not all, of these trunk lines were installed prior to 2017.

8. **Potential Private Partners for Enhancing Broadband Service in a Madison County**

There are several potential private partners for a Madison County broadband initiative. The most logical of these is REC, the principal supplier of electricity to

⁴ Located in Northern Virginia, CWS currently owns or is planning a total of six cell towers in Madison County. According to CWS representative, Hope McCreary (hope.mccreary3@gmail.com), CWS would like to build additional cell towers in Madison County if the need exists.

much of the County. According to REC executive, Shawn McDonough (smcdonough@myrec.coop), REC is “very interested in facilitating broadband availability in its service area.”⁵ To that effect, REC applied for a grant in the FCC’s recent Rural Digital Opportunity Fund auction. It appears that REC received a grant although, as noted above, it is not at liberty to disclose details during the FCC-mandated quiet period.

Other potential partners for Madison County are Madison’s own broadband firm, Madison Gigabit, and the Culpeper-based firm, Virginia, Broadband, LLC (“VABB”) which offers primarily line-of-sight service in Central and Eastern Virginia. Still other potential partners include CenturyLink, which has partnered with Albemarle and Greene Counties, and All Points Broadband, which has partnered with Culpeper County.

9. The Case for Creating a Madison County Broadband Authority and Proactively Working To Expand the Availability of Affordable, High-Speed Broadband Service Throughout the County

Given:

- (a) the undeniable importance of affordable, high-speed broadband service to Madison County, its residents, and its existing and potential businesses,
- (b) the availability of governmental funding and technical assistance to expand and enhance existing service in the County, and
- (c) the existence of potential private partners to work with the County in pursuing that objective,

⁵ Mr. McDonough’s duties at REC will shortly change, and the person to contact at REC in the future will be Marc Seay (540) 891-5821.

it would seem beyond dispute that the County should renew an official effort – first initiated by the Madison Broadband Committee in 2016 – and proactively pursue affordable, high-speed broadband development.

As noted, Madison County currently has no entity and no individual employee charged with pursuing the goals of broadband enhancement and expansion, and it is falling well behind neighboring counties in this important arena. It is no overstatement to say that the future vitality of Madison County in a digitally connected world depends on the County renewing an organized broadband expansion and enhancement effort.

FRANÇOISE SEILLIER-MOISEIWITSCH

PETER B. WORK

EXHIBIT 2

Albemarle Broadband Authority (ABBA)

Mission

To extend affordable broadband internet service access to every customer in Albemarle County.

Incorporation

August 2017

Interpretations

Affordable

Priced at typical user rates - average current prices in different localities.

Broadband

A nominal 25Mbps down/3Mbps up connection preferred (25/3), a 10/1Mbps connection as a minimum when working with funding agencies that specify that floor.

Access

Access is provided when the service is available to the customer's premises, not when the customer purchases it or distributes it within their premises.

Principles

ABBA partners with businesses to provide internet services, and does not operate its own internet service provider (ISP) facilities. It facilitates investment in internet infrastructure through grants and public/private partnerships. It does not establish preferred provider relationships, but engages specific providers for projects based on project requirements and provider availability.

Broadband technologies with which ABBA works must be robust, i.e. they meet the broadband requirements consistently.

Funding sources other than debt will be used for all ABBA activities.

Board

Length of term

4 years.

Meetings

Monthly.

Membership

- Two members of the Board of Supervisors
- Two members selected from among the Albemarle County Deputy County Executive, the Albemarle County Director of Finance, the Albemarle Department of Community Development's Chief of Special Projects, and the Albemarle County Director of Information Technology
- Two citizen members.

Qualifications for citizen members

Must be an Albemarle County resident with experience organizing various groups, including private sector involvement, to accomplish goals.

Partners

Shentel, CenturyLink, Comcast, Firefly, Nelson Cable.

Surveys

State-of-the-art internet speed survey on a continuing basis.

Very willing to share survey technology with Madison County (already provided it to Henrico County).

Financial Support

Past support

- VATI grants - 1.184 M
- ISP partners
- County (surplus/reserve) funds
- Federal/State CARES funds - 2M
- RDOF - 5M to Firefly

Future support

- 2021 VATI Grant - 3.58 M
- 2022 VATI grant supplementing RDOF
- federal grants (*announcement expected soon*)

Projects

- Firefly: fiber to 62 locations (13% vendor, 87% State CARES - \$230,245)
- Comcast (2018): 178 locations in the Greenwood area hooked up to a hybrid optical fiber – coaxial cable network (\$202 K of its own funds, \$674 K VATI grant, returned unused portion to state)
- CenturyLink (2017): 284 potential customers linked via Very high-speed Digital Subscriber Line 2 (VDSL2) (\$118K VATI grant, \$10K ABBA, \$24.6K ISP)
- CenturyLink (2020): 838 locations to be linked to fiber (\$291 K VATI, \$291 K ABBA, \$1.36M ISP)
- Shentel: BEAM project bringing wireless internet via the fixed licensed spectrum, Education Broadcast System, to 2,000+ potential subscribers [51% ISP, 49% County (\$697,194)]
- Nelson Cable: fiber to 27 locations including 2 public safety facilities [18% ISP, 72% local funding (\$32,500)]

Future Project

- Firefly: 2,500 locations to be connected to fiber within 6 years (\$5 Million of RDOF funds)

Project under Review

- CenturyLink (2021): currently competing for VATI grant to deploy fiber to 640 locations

Lessons Learned

1. Speed is important, reliability is equally so. ABBA is building redundancy in their network. For instance, while they are planning to deploy fiber throughout the county, they partnered with Shentel to establish an alternative path to connectivity, wireless internet (BEAM project). The network should be designed with redundancies for reliability, to enable an ISP to re-route to another in case of temporary failure.
2. Service contracts with ISP's should stipulate their responsibilities and reporting duties in much detail. For instance, potential customers need to be informed as to a projected activation date; the ISP should provide a monthly update of deployment by address.
3. Possible additional costs to customers must be well understood: for example, any additional cabling needed to hook up individual households.

Françoise Seillier-Moiseiwitsch

EXHIBIT 3

February 18, 2021

MADISON COUNTY BROADBAND TASK FORCE

Re: Culpeper County Broadband Initiative

Responsible Entity

Culpeper County does not have and does not want a formal in-house entity responsible for broadband development. Instead, it has a group of non-technical County officials who devote considerable time and energy to that objective but essentially “treat broadband like any other procurement.” The officials involved include Board of Supervisors Chairman, Gary Deal; County Administrator, John Egertson; County Attorney, Bobbi Jo Alexis; and County Special Projects and Grants Administrator, Laura Loveday (who previously was Culpeper County’s Planner).¹ None of these people have technical backgrounds, but several appear to have acquired some broadband knowledge. In preparing this memorandum, I spoke separately and at length with Ms. Alexis and Loveday.

Early in 2020, after several years of treating broadband like any other procurement, the Culpeper Board of Supervisors began considering the creation of a formal Broadband Authority. Among other actions, Board Chairman Deal directed Ms. Loveday to solicit applications from County residents for membership on such an Authority. Ms. Loveday did so by posting a notice on the County’s website. She believes the press picked up her notice and publicized it. A number of well-qualified, typically retired County residents submitted applications, some of which reflected deep, substantive experience in the information technology field.

Ms. Loveday forwarded the Broadband Authority applications she received to the Board of Supervisors. To date, however, the Board has not acted on them, and there has been no further discussion of which Ms. Loveday is aware about creating a Broadband Authority. She believes the explanation lies in the fact that the County is well along in contract negotiations with the Leesburg-based firm, All Points Broadband Partners, LLC (“APB”) that has proposed to provide planning and consulting services that a Broadband Authority might otherwise provide, and also to provide, install, and operate actual broadband infrastructure.

Financial Considerations

Culpeper County’s sources of funding for broadband development have, to date, included several grants from the Virginia Telecommunications Initiative

("VATI") to partially fund specific broadband projects that the County has undertaken since 2017. The largest award, for \$921,466, was received in 2020 and consisted of CARES money. The County has also used, and foresees using in the near-term future, some County tax revenues to expand broadband availability.

Ms Loveday noted that VATI's available funding for broadband projects has increased exponentially over the past several years (it will be up to \$50M in 2022) and that Culpeper County will increasingly focus its efforts on competing for a share of this funding. She believes the County needs to be considerably more aggressive than it has been in the past in pursuing available public funding.

Partnerships

According to Ms. Loveday, Culpeper County has pursued partnering (and similar) arrangements over the past several years with (1) other jurisdictions, including Orange and Madison Counties, (2) power companies, including Dominion Energy ("Dominion") and Rappahannock Electric Cooperative ("REC"), (3) telecommunications companies, including Comcast, and (4) full-service technology consultants and providers such as APB.

1. Inter-County Partnership

The Culpeper/Orange/Madison partnership was created principally for the purpose of connecting Culpeper and Orange along Route 15. The partnership applied for VATI funding but was unsuccessful due in part to opposition from Comcast.

2. Dominion and REC

Culpeper County's on-going discussions with Dominion and REC reflect the County's belief that fiber cable installed on or contiguous to the power companies' systems represents the best broadband solution for its citizens for the foreseeable future. Both Dominion and REC competed successfully for major funding in the FCC's Rural Digital Opportunity Fund auction at the end of 2020. Dominion and Culpeper have reportedly entered into some form of broadband MOU. But REC is in a "mandated quiet period" due to a lawsuit filed against it by a Culpeper property owner. The suit challenges the constitutionality of a new Virginia statute allowing utility companies to use existing rights-of-way to lay fiber cable.

Despite being in a quiet period, REC has announced plans to directly provide retail broadband service through an affiliated company. Also, REC continues to build an 820-mile fiber utility network across its service territory to improve the capabilities and security of its electric grid. According to an REC spokesman, "While electricity, reliability, and sustainability are the project's primary purposes,

it can be used as part of a solution to provide broadband service to the communities REC serves through partnerships.”

3. Comcast

Comcast, which provides cable-based broadband, formally opposed the above-referenced Culpeper/Orange/Madison partnership. But it nonetheless has entertained partnership discussions with Culpeper County. Those discussions have not yet produced an agreement, however.

4. All Points Broadband Partners LLC

The principal partnership on which Culpeper County has focused its attention over the past year is with APB, a Leesburg-based company founded and led by CEO Jimmy Carr. APB had previously partnered with several other Virginia jurisdictions, including King William County and the Northern Neck Planning District, in providing broadband consulting services, attracting state and federal governmental funding, and providing, installing, and operating broadband infrastructure.

I talked at length with Culpeper’s County Attorney, Bobbie Jo Alexis, who has spent considerable time interacting and negotiating with APB. As a first step, Culpeper County and APB determined that there were roughly 4,000 locations in the County, including households and businesses that do not have effective broadband service. Then, in September 2020, the parties executed a “Broadband Partnership Agreement” calling for short-term and long-term broadband infrastructure deployments serving these locations.

The Partnership Agreement contemplated that the parties would first enter into an “Interim Deployment Agreement” under which APB would develop a strategy for rapidly deploying a temporary “fixed wireless” infrastructure consisting of a network of 10 “micro-site towers” and 14 “macro-site towers.” Funding for this interim step was expected to come primarily from state-provided CARES funds. The ultimate solution was contemplated to be a fiber cable system installed on Dominion’s and REC’s rights-of-way.

After an initial burst of activity, progress has slowed considerably in the Culpeper-APB relationship. The contemplated Interim Deployment Agreement is into its fourth draft and is still being negotiated. The principal hold-up from the County’s standpoint has been pricing – chiefly due, from the County’s perspective, to APB’s reluctance to disclose its anticipated costs.

Judging from my conversations with Mses. Loveday and Alexis, I gather that the chief attraction of Culpeper County’s partnership with APB, versus the Broadband Authority approach, is that the partnership, at least in theory, off-loads

most responsibility for broadband planning, financing, and deployment on an experienced commercial entity. Culpeper's difficulty in negotiating and closing agreements APB should be taken as a warning, particularly since there appears to be considerable expertise among County residents willing and able to lend a voluntary hand.

Undertaken, Pursued, and Completed Broadband Projects

Culpeper County has undertaken and completed several broadband projects but, to my knowledge, it has not yet undertaken and completed any major projects. It has made some progress, though, in developing potentially beneficial partnership arrangements with Dominion, REC, and APB.

Future Broadband Projects and Lessons Learned

As noted, Culpeper County's ultimate goal is to provide fiber-to-the-home for all of its residents that want that service. It is not apparent to me to what extent the County has considered the affordability of fiber-to-the home service for its residents or whether it has even addressed the issue of affordability. The interim fixed wireless service on which the County is working with APB apparently would be offered in several different packages ranging from \$50 and \$100/month.

PETER B. WORK

EXHIBIT 4

February 18, 2021

MADISON COUNTY BROADBAND TASK FORCE

Re: Greene County Broadband Initiative

Responsible Entity

In March 2017, the Greene County Board of Supervisors identified the expansion of quality broadband access throughout the County as a high priority, and it launched what it calls the “Greene County Broadband Initiative” under the leadership of an interagency (*i.e.*, in-house) committee named the “Greene County Broadband Committee” (or “Greene County Broadband Advisory Committee”).

The initial Broadband Committee consisted of a representative of the Board of Supervisors and the Planning Commission, the County Administrator, the Economic Development and Tourism Director, the Planning Director/Zoning Administrator, the County Planner, the Superintendent of Schools, the Emergency Services Director, the Director of Economic Development, and the Mayor of Stanardsville. I have spoken at length with Jim Frydl (434) 985-5282), who is the Planning Director and Zoning Administrator and who appears to have taken the main laboring oar in advancing Greene County’s Broadband Initiative.

The Greene County Broadband Committee held its initial community forum in October 2017 and announced the following objectives:

- Plan and promote access to a robust network of broadband service.
- Identify and develop the elements necessary for a comprehensive community broadband network.
- Assess current broadband availability and usage.
- Anticipate and forecast future broadband demand.
- Address the relationship of broadband coverage and community development in the County to the larger regional wireless and telecommunications networks and infrastructures.

- Expand broadband service to the County's anchor institutions such as schools, medical facilities, judicial and law enforcement agencies, and all government buildings.

Shortly after announcing these objectives, the Broadband Committee issued and started pursuing an "Action Plan" encompassing these elements:

- Host a series of community forums to discuss the Broadband Initiative.
- Compile a detailed inventory of towers and other existing communications infrastructure.
- Create and conduct periodic County-wide broadband surveys to determine true internet speed and identify areas lacking adequate coverage.
- Work with the state-sponsored Center for Innovative Technology ("CIT") to review current coverage, broadband demand, assets, needs, and local policies, and provide recommendations for next steps.
- Present the Broadband Committee's findings and recommendations to the Greene Board of Supervisors.

Today, some four years after its creation, the Greene County Broadband Committee is essentially unchanged in its titular composition and mission. The Committee is aware that some neighboring jurisdictions, *e.g.*, Albemarle, Orange, Louisa, and Rappahannock Counties, have adopted the Broadband Authority structure. But Greene County has deliberately chosen not to do so – somewhat like Culpeper County, albeit for different reasons. It believes that it can work effectively with broadband providers which bring to the table technical expertise, experience in competing for state and federal funding, and relatively deep pockets.

I found Jim Frydl impressively knowledgeable about technical issues, but it is knowledge that he has picked up along the way in dealing with broadband providers and listening to outside experts (such as the state-sponsored Center for Innovative Technology ("CIT") and Madison's own Clint Hyde) whom the Broadband Committee has invited to address it from time-to-time. The Chair of the Committee is Dale Herring, a member of the Board of Supervisors and Director of Technology for Greene County schools. It appears that he, alone among Broadband Committee members, has some technical background.

Financial Considerations

Relying as it does on the expertise and experience of outside broadband providers, Greene County has endeavored to limit its direct investment in broadband expansion to “in-kind” contributions – that is, the non-monetary investment of staff time. I suspect that it has not been fully successful in that endeavor, but it is certainly the County’s stated objective. For example, in its pending application (with CenturyLink) for roughly \$800K in V ATI funding, Greene County has not proposed any monetary investment on its part (and very little “in-kind” investment).

The above-referenced 2020 Greene County/CenturyLink application to V ATI is roughly the same as an application Greene County submitted with CenturyLink in 2019. That application was unsuccessful, but Mr. Frydl expressed confidence to me that the currently pending 2020 application will be successful.

Partnerships

Greene County currently has a memorandum of understanding with CenturyLink (now officially “Lumen Technology”) in connection with the pending V ATI application. It has not yet entered into a formal agreement with CenturyLink, however. It plans to do so only if the application, which seeks some \$800K in V ATI funding (and \$343K in “other funding” for a total of \$1.2 million) is successful. The planned service is a fiber-to-the-home service, and most of the proposed investment represents the cost of fiber cable.

Another possible partnership that Greene County has explored is with Shentel (Shenandoah Telecommunications Company) that is headquartered in Edinburg, Virginia and serves a portion of the Virginia Piedmont area. Shentel, through its regional representative Jessie Wilmer (540) 241-5060, is touting cellular broadband beam internet based on a series of cellular towers. The service can combine internet, cell phone, and TV service.

Elon Musk’s Starlink service, based on multiple low-flying satellites, is also potentially attractive to Greene County according to Jim Frydl.

The Greene County Broadband Committee is willing to talk to any provider of broadband service. Mr. Fydl continues to believe that fiber-to-the home is the best option for the foreseeable future, but he recognizes that may change in the highly innovative and rapidly advancing world of telecommunications.

Undertaken, Pursued, and Completed Broadband Projects

Jim Frydl seems confident that the CenturyLink project discussed above will be funded and possibly completed this year. No other undertaking of the Greene County Broadband Committee is nearly as close to being realized.

Future Broadband Projects and Lessons Learned

Greene County has learned much about competing for broadband funding. It has also learned much about the continuous emergence of attractive new broadband technologies.

PETER B. WORK

EXHIBIT 4

Orange County Broadband Authority - Fiberlync

Mission

Bringing affordable Broadband Service to our community one connection at a time while enhancing overall quality of life and fostering economic development.

Incorporation

June 2016

Board

Length of term

Not specified on website.

Meetings

Quarterly meetings of full board, weekly meetings with chairman and vice-chairman.

Membership

- Four members of the Board of Supervisors
- Two members employed by Fiberlync
- One citizen member.

History

Originally, the Authority was made up exclusively of members of the Board of Supervisors. They failed to partner with potential ISP's and to secure federal and state grants. Consequently, they decided to become an ISP and deploy fiber to county residents.

Goals

- Fiberlync will be self-sustaining from revenues within 5 years.
- Service to customers: installation charge (\$480) plus monthly fee (\$50-\$80 for residential packages and \$80-250 for business packages).
- Deployment to 95% of households and businesses within 5 years
- Alpha- and beta-testing currently ongoing with April 1 2021 as start date of service of Phase 1 (4,500+ customers).

Financial Support

- Start-up funding for operating expenses provided by the County surplus funds (total of \$3M)
- CARES Act funding (\$2M)
- Federal E RATE funds for schools (\$1.6M supplemented by the County to the tune of \$400K)

Future support

- Revenues from customers
- VATTI Grants
- Debt – looking into bonds

Lessons Learned

1. Do not task County administrators with overseeing this type of project – it is too big a job.
2. BOS needs to be completely committed.
3. Hire expertise (full-time position).

EXHIBIT 6

FEB 16, 2021

MADISON COUNTY BROADBAND TASK FORCE

Re: Rappahannock County Broadband Initiative

Rappahannock (Rapp) County established a Broadband Authority Feb 2021, with its first organizational meeting on Feb 15, 2021. Peter Work and I attended the meeting.

Rapp, along with numerous other counties, went thru a long process prior to establishing its Authority. It is impossible to restate all the activities/findings/recommendations that have occurred in the four years since Rapp decided to research improving broadband service in the county. However, I have attempted to capture the important aspect of this activity.

Rapp County Board of Supervisors established a Rapp Broadband Committee (RBBC) on Nov 7, 2016. Ms. Margaret Bond, Chair of the RBBC, has provided some very useful information to the Madison Broadband Task Force (MBTF) which could save us some time and expense in determining the future of affordable broadband service to Madison County.

RBBC performed extensive interviews with every internet provider, utility, (REC) and telecommunication entrepreneur in a four-county region to discuss improved broadband service to Rapp County. The RBBC reported that the results of these discussions were discouragingly similar: the County population is too dispersed; its anchor businesses too small; and its rugged geographic features too inhibiting to make purely private investment in underserved areas to the County viable. NOTE: This could also be used to describe Madison County.

Rapp County commissioned a county wide assessment/survey of broadband needs. The assessment/survey revealed that at least 70% of the county has access to broadband service, the service was inadequate, expensive and/or unreliable. Almost half of the households surveyed with broadband rely on satellite or DSL connections that are expensive, limit on how much can be downloaded at high speed and are often much slower than advertised. The study also found a great need to increase affordable broadband service to the county. The commissioned assessment/survey is available on line.

There is a high probability that if Madison commissioned an assessment/survey of its citizens, the finding would be very similar. Both counties are rural and have a dispersed population with average median household income

which is well below Virginia's 2015 average. (Rapp \$57,210, Madison \$47,736, VA \$65,015).

The RBBC also found that the majority of the government grants require a public/private sector partnership to be eligible for funds. The committee discovered that unless a county was willing to commit its own funds toward a broadband plan, its grant applications were simply not competitive with other counties that do offer their own funds. In other words, a county had to put "skin in the game" or its grant applications would never score high enough to be successful.

The RBBC suggested the Authority prepare a Request for Proposals (RFP) that would get the county an engineered design plan. Ms. Bond stated it would be expensive but worth it. (\$\$\$ unk) It was explained that an engineered design plan is needed as a precursor of developing a comprehensive phase broadband plan for the county. Ms. Bond added once the plan is in place, the Authority can apply for federal and state grants. Ms. Bond stated this is what other counties in Virginia have done. NOTE: We will have to verify that this is a requirement for seeking funds.

The RBBC also recommended that Rapp County hire a (a full or part time) "Grant Writer" and a "Contracting Officer." Ms. Bond also provided a copy of "Articles of Incorporation" which Mr. Curry, Rapp County Administrator, stated were submitted to the Virginia State Corporation Commission (SCC) (Dec 15, 2020) and signed by The Chair or the Rapp County Board of Supervisors. "Articles of Incorporation" are required as part of the submission to the SCC or approval of an Authority.

The new Rapp Authority was also presented with a draft of By-Laws which were discussed in detail and which should be adopted at its next meeting. Ms. Bond provided us with a draft copy of proposed By-Laws.

The RBBC is also reviewing provisions of Rapp's Comprehensive Plan which may impact broadband development in the county. NOTE: Madison may wish to do the same especially the part of the Madison Comp Play which addresses the view shed.

It is possible and perhaps worth considering whether Madison could join forces with Rapp County and share some of the expense.

Mike Mosko, JR.

Code of Virginia

Virginia Wireless Service Authorities Act

§ 15.2-5431.1. Title of chapter; construction

This chapter shall be known and may be cited as the "Virginia Wireless Service Authorities Act." This chapter shall constitute full and complete authority for the doing of the acts herein authorized, and shall be liberally construed to effect the purposes of the chapter.

2003, c. [643](#).

§ 15.2-5431.2. Definitions

As used in this chapter, unless the context requires a different meaning:

"Authority" means an authority created under the provisions of this chapter or, if any such authority has been abolished, the entity succeeding to the principal functions thereof.

"Bonds" and "revenue bonds" include notes, bonds, bond anticipation notes, and other obligations of an authority for the payment of money.

"Cost" or "cost of a project" means, but shall not be limited to, the cost of acquisition, construction, reconstruction, improvement, enlargement, betterment or extension of any project, including the cost of studies, plans, specifications, surveys, and estimates of costs and revenues relating thereto, the cost of labor and materials; the cost of land, land rights, rights-of-way and easements, water rights, fees, permits, approvals, licenses, certificates, franchises, and the preparation of applications for and securing the same; administrative, legal, engineering and inspection expenses; financing fees, expenses and costs; working capital; interest on bonds during the period of construction and for such reasonable period thereafter as may be determined by the issuing authority; establishment of reserves; and all other expenditures of the issuing authority incidental, necessary or convenient to the acquisition, construction, reconstruction, improvement, enlargement, betterment or extension of any project and the placing of the project in operation.

"Project" means any system of facilities for provision of qualifying communications services as authorized by Article 5.1 (§ [56-484.7:1](#) et seq.) of Chapter 15 of Title 56.

2003, c. [643](#).

§ 15.2-5431.3. Creation of authority

The governing body of a locality may by resolution, or two or more localities may by concurrent resolutions, create an authority, the name of which shall contain the word "authority." The authority shall be a public body politic and corporate. The resolution creating the authority shall not be adopted or approved until a public hearing has been held in each participating locality on the question of its adoption or approval.

2003, c. [643](#); 2005, c. [299](#).

§ 15.2-5431.4. Resolution creating authority to include articles of incorporation

The resolution creating an authority shall include articles of incorporation, which shall set forth:

1. The name of the authority and address of its principal office.
2. The name of the locality creating the authority and the names, addresses and terms of office of the first members of the board of the authority.

3. The purposes for which the authority is being created, which shall be to provide qualifying communications services as authorized by Article 5.1 ([§ 56-484.7:1](#) et seq.) of Chapter 15 of Title 56.

1.

2003, c. [643](#).

§ 15.2-5431.5. Advertisement of resolution and notice of hearing

The governing body of the locality shall cause to be advertised at least one time in a newspaper of general circulation in such locality a copy of the resolution creating the authority, or a descriptive summary of the resolution and a reference to the place within the locality where a copy of the resolution can be obtained, and notice of the day, not less than 30 days after publication of the advertisement, on which a public hearing will be held on the resolution.

2003, c. [643](#).

§ 15.2-5431.6. Hearing; referendum

If at the hearing, in the judgment of the governing body of the locality, substantial opposition is heard, the governing body may at its discretion petition the circuit court to order a referendum on the question of adopting or approving the ordinance, agreement or resolution. The provisions of [§ 24.2-684](#) shall govern the order for a referendum. If 10 percent of the qualified voters in a locality file a petition with the governing body at the hearing calling for a referendum, such governing body shall petition the circuit court to order a referendum in that locality as provided in this section.

2003, c. [643](#).

§ 15.2-5431.7. Filing articles of incorporation

After adoption or approval of a resolution creating an authority, the governing body of the locality shall file with the State Corporation Commission the authority's articles of incorporation.

2003, c. [643](#).

§ 15.2-5431.8. Issuance of certificate or charter

The State Corporation Commission shall issue a certificate of incorporation or charter to the authority if it finds that the articles of incorporation conform to law. Upon the issuance of the certificate or charter such authority shall be conclusively deemed to have been lawfully and properly created and established and authorized to exercise its powers under this chapter.

2003, c. [643](#).

§ 15.2-5431.9. Dissolution of authority

A. Whenever the board of an authority determines that the purposes for which it was created have been completed or are impractical or impossible and that all its obligations have been paid or have been assumed by one or more of such political subdivisions or any authority created thereby or that cash or United States government securities have been deposited for their payment, it shall adopt and file with the governing body a resolution declaring such facts. If the governing body adopts a resolution concurring in such declaration and finding that the authority should be dissolved, they shall file appropriate articles of dissolution with the State Corporation Commission.

B. Notwithstanding the provisions of subdivision 1 of [§ 15.2-5431.11](#), an authority shall continue in existence and shall not be dissolved because the term for which it was created, including any extensions thereof, has expired, unless all of such authority's functions have been taken over and its obligations have been paid or have been assumed by one or more political subdivisions or by an authority created thereby, or cash or United States government securities have been deposited for their payment.

2003, c. [643](#).

§ 15.2-5431.10. Members of authority board; chief administrative or executive officer

1.

A. The powers of each authority created by the governing body of a locality shall be exercised by an authority board of five or seven members, or at the option of the board of supervisors of a county, a number of board members equal to the number of members of the board of supervisors. The board members of an authority shall be selected in the manner and for the terms provided by the agreement or ordinance or resolution or concurrent ordinances or resolutions creating the authority. One or more members of the governing body of a locality may be appointed board members of the authority, the provisions of any other law to the contrary notwithstanding. No board member shall be appointed for a term of more than four years. When one or more additional political subdivisions join an existing authority, each of such joining political subdivisions shall have at least one member on the board. Board members shall hold office until their successors have been appointed and may succeed themselves. The board members of the authority shall elect one of their number chairman, and shall elect a secretary and treasurer who need not be members. The offices of secretary and treasurer may be combined.

B. A majority of board members shall constitute a quorum and the vote of a majority of board members shall be necessary for any action taken by the authority. An authority may, by bylaw, provide a method to resolve tie votes or deadlocked issues.

C. No vacancy in the board membership of the authority shall impair the right of a quorum to exercise all the rights and perform all the duties of the authority. If a vacancy occurs by reason of the death, disqualification or resignation of a board member, the governing body of the locality that created the authority shall appoint a successor to fill the unexpired term. Whenever a political subdivision withdraws its membership from an authority, the term of any board member appointed to the board of the authority from such political subdivision shall immediately terminate. Board members shall receive such compensation as fixed by resolution of the governing body that created the authority, and shall be reimbursed for any actual expenses necessarily incurred in the performance of their duties.

D. The board members may appoint a chief administrative or executive officer who shall serve at the pleasure of the board members. He shall execute and enforce the orders and resolutions adopted by the board members and perform such duties as may be delegated to him by the board members.

2003, c. [643](#); 2020, cc. [266](#), [835](#).

§ 15.2-5431.11. Powers of authority

Each authority is an instrumentality exercising public and essential governmental functions to provide for the public health and welfare, and each authority may:

1. Exist for a term of 50 years as a corporation, and for such further period or periods as may from time to time be provided by appropriate resolutions of the political subdivision creating the authority; however, the term of an authority shall not be extended beyond a date 50 years from the date of the adoption of such resolutions;
2. Adopt, amend or repeal bylaws, rules and regulations, not inconsistent with this chapter or the general laws of the Commonwealth, for the regulation of its affairs and the conduct of its business and to carry into effect its powers and purposes;
3. Adopt an official seal and alter the same at pleasure;
4. Maintain an office at such place or places as it may designate;
5. Sue and be sued;
6. Acquire, construct, reconstruct, improve, enlarge, operate or extend any project;
7. Issue revenue bonds of the authority, such bonds to be payable solely from revenues to pay all or a part of the cost of a project;

8. **Borrow** at such rates of interest as authorized by the general law for authorities and as the authority may determine and issue its notes, bonds or other obligations therefor. The political subdivision creating the authority may lend, advance or give money to such authority;

9. Fix, charge and collect rates, fees and charges for the use of or for the services furnished by or for the benefit from any project operated by the authority. Such rates, fees, rents and charges shall be charged to and collected from any person contracting for the services or the lessee or tenant who uses or occupies any real estate that is served by or benefits from any such project. Connection and service fees established by an authority shall be fair and reasonable. Such fees shall be reviewed by the authority periodically and shall be adjusted, if necessary, to assure that they continue to be fair and reasonable; and

10. Contract with any person, political subdivision, federal agency, or any public authority or unit, on such terms as the authority deems proper, for the purpose of acting as a billing and collecting agent for service fees, rents or charges imposed by an authority.

2003, c. [643](#).

§ 15.2-5431.12. Contracts relating to use of systems

An authority may make and enter into all contracts or agreements, as the authority may determine, which are necessary or incidental to the performance of its duties and to the execution of the powers granted by this chapter, on such terms and conditions as the authority may approve. The contract shall be subject to such provisions, limitations or conditions as may be contained in the resolution of the authority authorizing revenue bonds of the authority or the provisions of any trust agreement securing such bonds. Such contract may provide for the collecting of fees, rates or charges for the services and facilities rendered to a subscriber thereof services provided by the authority and for the enforcement of delinquent charges for such services and facilities. The provisions of the contract and of any resolution of the governing body shall not be repealed so long as any of the revenue bonds issued under the authority of this chapter are outstanding and unpaid. The provisions of the contract, and of any resolution enacted pursuant thereto, shall be for the benefit of the bondholders.

2003, c. [643](#).

§ 15.2-5431.13. Insurance for employees

An authority may establish retirement, group life insurance, and group accident and sickness insurance plans or systems for its employees in the same manner as localities are permitted under §§ [51.1-801](#) and [51.1-802](#).

2003, c. [643](#).

§ 15.2-5431.14. Issuance of revenue bonds

An authority may provide by resolution for the issuance of revenue bonds of the authority for the purpose of paying the whole or any part of the cost of any project. The principal of and the interest on the bonds shall be payable solely from the funds provided for in this chapter for such payment. The full faith and credit of the locality shall not be pledged to support the bonds. The bonds of each issue may be dated, may mature at any time or times not exceeding 40 years from their date or dates, may be subject to redemption or repurchase at such price or prices and under such terms and conditions, and may contain such other provisions, all as determined before their issuance by the authority or in such manner as the authority may provide. The bonds may bear interest payable at such time or times and at such rate or rates as determined by the authority or in such manner as the authority may provide, including the determination by reference to indices or formulas or by agents designated by the authority under guidelines established by it. The authority shall determine the form of the bonds, including any interest coupons to be attached thereto, and the manner of execution of the bonds, and shall fix the denomination or denominations of the bonds and the place or places of payment of principal and interest, which may be at any bank or trust company within or outside the Commonwealth. If any officer whose signature or a facsimile of whose signature appears on any bonds or coupons, ceases to be an officer before the delivery of such bonds, his signature or facsimile shall nevertheless be valid and sufficient for all purposes the same as if he had remained in office until delivery. All revenue bonds issued

under the provisions of this chapter shall have, as between successive holders, all the qualities and incidents of negotiable instruments under the negotiable instruments law of the Commonwealth. The bonds may be issued in coupon, bearer, registered or book entry form, or any combination of such forms, as the authority may determine. Provision may be made for the registration of any coupon bonds as to principal alone and also as to both principal and interest, and for the reconversion into coupon bonds of any bonds registered as to both principal and interest. The issuance of such bonds shall not be subject to any limitations or conditions contained in any other law, and the authority may sell such bonds in such manner, either at a public or a private sale, and for such price, as it may determine to be for the best interest of the authority and the political subdivisions to be served thereby.

2003, c. [643](#).

§ 15.2-5431.15. Time for contesting validity of proposed bond issue; when bonds presumed valid

A. For a period of 30 days after the date of the filing with the circuit court having jurisdiction over the locality creating the authority, any person in interest may contest the validity of the bonds, the rates, fees and other charges for the services and facilities furnished by, for the use of, or in connection with, any such project, the pledge of the revenues of therefrom, or any combination of any thereof. If such contest is not given within the 30-day period, the authority to issue the bonds, the validity of the pledge of revenues necessary to pay the bonds, the validity of any other provision contained in the resolution, trust agreement, indenture or other instrument, and all proceedings in connection with the authorization and the issuance of the bonds shall be conclusively presumed to have been legally taken and no court shall have authority to inquire into such matters and no such contest shall thereafter be instituted.

B. Upon the delivery of any bonds reciting that they are issued pursuant to this chapter and a resolution or resolutions adopted under this chapter, the bonds shall be conclusively presumed to be fully authorized by all the laws of the Commonwealth and to have been sold, executed and delivered by the authority in conformity with such laws, and the validity of the bonds shall not be questioned by a party plaintiff, a party defendant, the authority, or any other interested party in any court, anything in this chapter or in any other statutes to the contrary notwithstanding.

2003, c. [643](#).

§ 15.2-5431.16. Proceeds of bonds

The proceeds of bonds issued pursuant to § [15.2-5431.14](#) shall be used solely for the payment of the cost of the project or projects for which they were issued and shall be disbursed in such manner and under such restrictions, if any, as the authority may provide in the authorizing resolution or in any trust agreement. If the proceeds of the bonds, by error of estimates or otherwise, are less than such cost, additional bonds may in like manner be issued to provide the amount of such deficit and, unless otherwise provided in the authorizing resolution or in the trust agreement securing them, shall be deemed to be of the same issue and entitled to payment from the same fund without preference or priority of the bonds first issued for the same purpose. If the proceeds of the bonds of any issue exceed the amount required for the purpose for which such bonds were issued, the surplus shall be deposited to the credit of the sinking fund for such bonds.

2003, c. [643](#).

§ 15.2-5431.17. Interim receipts and temporary bonds; bonds mutilated, lost or destroyed

A. Prior to the preparation of definitive bonds, the authority may, under like restrictions, issue interim receipts or temporary bonds, with or without coupons, exchangeable for definitive bonds when such bonds have been executed and are available for delivery.

B. If any bond issued under this chapter is mutilated, lost or destroyed, the authority may cause a new bond of like date, number and tenor to be executed and delivered upon the cancellation in exchange or substitution for a mutilated bond and its interest coupons, or in lieu of and in substitution for a lost or destroyed bond and its unmatured interest coupons. Such new bond or coupon shall not be executed or delivered until the holder of the mutilated, lost or destroyed bond has (i) paid the reasonable expense and charges in connection therewith and, in the

case of a lost or destroyed bond, has filed with the authority and its treasurer evidence satisfactory to such authority and its treasurer that such bond was lost or destroyed and that the holder was the owner and (ii) furnished indemnity satisfactory to the treasurer of the authority.

2003, c. [643](#).

§ 15.2-5431.18. Provisions of chapter only requirements for issue

Bonds may be issued under the provisions of this chapter without obtaining the approval or consent of any department, division, commission, board, bureau or agency of the Commonwealth, and without any other proceeding or the happening of any other condition or thing than those proceedings, conditions or things that are specifically required by this chapter.

2003, c. [643](#).

§ 15.2-5431.19. Limitations in bond resolution or trust agreement

The resolution providing for the issuance of revenue bonds of the authority, and any trust agreement securing such bonds, may contain such limitations upon the issuance of additional revenue bonds as the authority deems proper. Such additional revenue bonds shall be issued under such limitations.

2003, c. [643](#).

§ 15.2-5431.20. Bonds not debts of Commonwealth or participating political subdivision

Revenue bonds issued under the provisions of this chapter shall not constitute a pledge of the faith and credit of the Commonwealth or of any political subdivision or locality. All bonds shall contain a statement on their face substantially to the effect that neither the faith and credit of the Commonwealth nor the faith and credit of any political subdivision are pledged to the payment of the principal of or the interest on the bonds. The issuance of revenue bonds under the provisions of this chapter shall not directly or indirectly or contingently obligate the Commonwealth or any political subdivision to levy any taxes or to make any appropriation for their payment except from the funds pledged under the provisions of this chapter.

2003, c. [643](#).

§ 15.2-5431.21. Exemption from taxation

No authority shall be required to pay any taxes or assessments upon any project acquired or constructed by it under the provisions of this chapter or upon the income therefrom. The bonds issued under the provisions of this chapter, their transfer and the income therefor, including any profit made on their sale, shall be free from taxation within the Commonwealth.

2003, c. [643](#).

§ 15.2-5431.22. Trust agreement; bond resolution

In the discretion of the authority, any revenue bonds issued under the provisions of this chapter may be secured by a trust agreement by and between the authority and a corporate trustee, which may be any trust company or bank having the powers of a trust company within or outside the Commonwealth. The resolution authorizing the issuance of the bonds or the trust agreement may pledge or assign the revenues to be received. The resolution or trust agreement may set forth the rights and remedies of the bondholders, and may restrict the individual right of action by bondholders as is customary in trust agreements or trust indentures securing bonds or debentures of corporations. The resolution or trust agreement may also contain such other provisions as the authority deems reasonable and proper for the security of the bondholders. Except as otherwise provided in this chapter, the authority may provide for the payment of the proceeds of the sale of the bonds and its revenues to such officer, board or depositary as it may designate for the custody thereof, and for the method of disbursement thereof, with such safeguards and

restrictions as it may determine. All expenses incurred in carrying out the provisions of the resolution or trust agreement may be treated as part of the cost of operation.

2003, c. [643](#).

§ 15.2-5431.23. Disposition of unclaimed funds due on matured bonds or coupons

Any authority having bonds outstanding on which principal, premium or interest has matured for a period of more than five years may pay any money being held to pay the matured principal, premium or interest into the general fund of the authority. Thereafter, the owners of the matured bonds may look only to the authority for payment. The authority shall maintain a record of the bonds for which the funds were held.

2003, c. [643](#).

§ 15.2-5431.24. Contracts concerning interest rates, currency, cash flow and other basis

A. Any authority may enter into any contract that the authority determines to be necessary or appropriate to place the obligation or investment of the authority, as represented by the bonds or the investment of their proceeds, in whole or in part, on the interest rate, cash flow or other basis desired by the authority. Such contracts may include without limitation contracts commonly known as interest rate swap agreements and futures or contracts providing for payments based on levels of, or changes in, interest rates. Such contracts or arrangements may be entered into by the authority in connection with, or incidental to, entering into or maintaining any (i) agreement that secures bonds or (ii) investment, or contract providing for investment, otherwise authorized by law. These contracts and arrangements may contain such payment, security, default, remedy, and other terms and conditions as determined by the authority, after giving due consideration to the creditworthiness of the counterparty or other obligated party, including any rating by any nationally recognized rating agency.

B. Any money set aside and pledged to secure payments of bonds or any contracts entered into pursuant to this section, may be invested in accordance with Chapter 45 ([§ 2.2-4500](#) et seq.) of Title 2.2 and may be pledged to and used to service any of the contracts or agreements entered into pursuant to this section, and any other criteria as may be appropriate.

2003, c. [643](#).

§ 15.2-5431.25. Rates and charges

A. The authority may fix and revise rates, fees and other charges (which shall include, but not be limited to, a penalty not to exceed 10 percent on delinquent accounts, and interest on the principal), subject to the provisions of this section, for the use of a project or any portion thereof and for the services furnished or to be furnished by the authority, or facilities incident thereto, owned, operated or maintained by the authority, or facilities incident thereto, for which the authority has issued revenue bonds as authorized by this chapter or received loan funding from other sources. Such rates, fees and charges shall be so fixed and revised as to provide funds, with other funds available for such purposes, sufficient at all times (i) to pay the cost of maintaining, repairing and operating the project or systems, or facilities incident thereto, for which such bonds were issued or loans obtained, including reserves for such purposes and for replacement and depreciation and necessary extensions, (ii) to pay the principal of and the interest on the revenue bonds as they become due and reserves therefor, or other loan principal and interest, and (iii) to provide a margin of safety for making such payments. The authority shall charge and collect the rates, fees and charges so fixed or revised. The authority shall maintain records demonstrating compliance with the requirements of this section concerning the fixing and revision of rates, fees, and charges that shall be made available for inspection and copying by the public pursuant to the Virginia Freedom of Information Act ([§ 2.2-3700](#) et seq.).

B. No rates, fees or charges shall be fixed under subsection A until after a public hearing at which all of the users of such facilities; the owners, tenants or occupants of property served or to be served thereby; and all others interested have had an opportunity to be heard concerning the proposed rates, fees and charges. After the adoption by the authority of a resolution setting forth the preliminary schedule or schedules fixing and classifying such rates, fees and charges, notice of a public hearing, setting forth the proposed schedule or schedules of rates, fees and charges,

shall be given by two publications, at least six days apart, in a newspaper having a general circulation in the area to be served by such systems at least 60 days before the date fixed in such notice for the hearing. The hearing may be adjourned from time to time. A copy of the notice shall be mailed to the governing bodies of all localities in which such systems or any part thereof is located. After the hearing the preliminary schedule or schedules, either as originally adopted or as amended, shall be adopted and put into effect.

C. A copy of the schedule or schedules of the final rates, fees and charges fixed in accordance with subsection B shall be kept on file in the office of the clerk or secretary of the governing body of the locality, and shall be open to inspection by all interested parties. The rates, fees or charges so fixed for any class of users or property served shall be extended to cover any additional properties thereafter served which fall within the same class, without the necessity of a hearing or notice. Any increase in any rates, fees or charges under this section shall be made in the manner provided in subsection B. Any other change or revision of the rates, fees or charges may be made in the same manner as the rates, fees or charges were originally established as provided in subsection B.

D. Connection fees established by any authority shall be fair and reasonable. Such fees shall be reviewed by the authority periodically and shall be adjusted, if necessary, to assure that they continue to be fair and reasonable. Nothing herein shall affect existing contracts with bondholders which are in conflict with any of the foregoing provisions.

2003, c. [643](#); 2017, c. [389](#).

§ 15.2-5431.26. Enforcement of charges

Any resolution or trust agreement providing for the issuance of revenue bonds under the provisions of this chapter may include any of the following provisions, and may require the authority to adopt such resolutions or to take such other lawful action as is necessary to effectuate such provisions. The authority may adopt such resolutions and take such other actions as follows:

1. Require any person who subscribes to pay rates, fees or charges for the use of or for the services furnished by any system acquired or constructed by the authority under the provisions of this chapter to make a reasonable deposit with the authority in advance to insure the payment of such rates, fees or charges and to be subject to application to the payment thereof if delinquent.
2. If any rates, fees or charges for the use of and for the services furnished by any system acquired or constructed by the authority under the provisions of this chapter are not paid within 30 days after due, the authority may at the expiration of such period disconnect the premises from the system, or otherwise suspend services and proceed to recover the amount of any such delinquent rates, fees or charges, with interest, in a civil action.

2003, c. [643](#).

§ 15.2-5431.27. Lien for charges

A. There shall be a lien upon real estate for the amount of any fees other charges by an authority to the owner or lessee or tenant of the real estate for the use and services of any system of the authority by or in connection with the real estate from the time when the fees, rents or charges are due, and for the interest which may accrue thereon. Such lien shall be superior to the interest of any owner, lessee or tenant of the real estate and rank on a parity with liens for unpaid real estate taxes. An authority may contract with a locality to collect amounts due on properly recorded liens in the same manner as unpaid real estate taxes due the locality. A lien for delinquent rates or charges applicable to three or fewer delinquent billing periods not exceeding 30 days each may be placed by an authority if the authority or its billing and collection agent (i) has advised the owner of such real estate at the time of initiating service to a lessee or tenant of such real estate that a lien will be placed on the real estate if the lessee or tenant fails to pay any fees, rents or other charges when due for services rendered to the lessee or tenant; (ii) has mailed to the owner of the real estate a duplicate copy of the final bill rendered to the lessee or tenant at the time of rendering the final bill to such lessee or tenant; and (iii) employs the same collection efforts and practices to collect amounts due the authority from a lessee or a tenant as are employed with respect to collection of such amounts due from customers who are owners of the real estate for which service is provided.

B. The lien shall not bind or affect a subsequent bona fide purchaser of the real estate for valuable consideration without actual notice of the lien until the amount of such fees, rents and charges is entered in a judgment lien book in the office where deeds may be recorded in the locality in which the real estate or a part thereof is located. The clerk in whose office deeds may be recorded shall make and index the entries therein upon certification by the authority, for which he shall be entitled to a fee of \$2 per entry, to be paid by the authority and added to the amount of the lien. The authority shall give the owner of the real estate notice in writing that it has made such certification to the clerk.

C. The lien on any real estate may be discharged by the payment to the authority of the total lien amount, and the interest which has accrued to the date of the payment. The authority shall deliver a certificate thereof to the person making the payment. Upon presentation of such certificate, the clerk having the record of the lien shall mark the entry of the lien satisfied, for which he shall be entitled to a fee of \$1.

2003, c. [643](#).

§ 15.2-5431.28. Trust funds

All moneys received pursuant to this chapter shall be deemed to be trust funds, to be held and applied solely as provided in this chapter. The resolution or trust agreement providing for the issuance of revenue bonds of the authority shall provide that any officer to whom, or any bank, trust company or other fiscal agent to which, such moneys are paid shall act as trustee of such moneys and shall hold and apply the same for the purposes provided in this chapter, subject to such regulations as such resolution or trust agreement may provide.

2003, c. [643](#).

§ 15.2-5431.29. Bondholder's remedies

Any holder of revenue bonds issued by an authority under this chapter, or of any of the coupons appertaining thereto, except to the extent the rights given by this chapter may be restricted by the resolution or trust agreement providing for the issuance of such bonds, may, either at law or in equity, by suit, mandamus or other proceeding, enforce all rights under the laws of Virginia or granted by this chapter or under such resolution or trust agreement. Such holder may also compel the performance of all duties required by this chapter or by the resolution or trust agreement to be performed by the authority or by any officer thereof, including the fixing, charging and collecting of rates, fees and charges for the use of or for the services furnished by any system.

2003, c. [643](#).

§ 15.2-5431.30. Refunding bonds

An authority may provide by resolution for the issuance of revenue refunding bonds of the authority to refund any revenue bonds outstanding and issued under this chapter, whether or not such outstanding bonds have matured or are then subject to redemption. Proceeds of such revenue refunding bonds may be used to discharge the revenue bonds, or such revenue refunding bonds may be exchanged for the revenue bonds. Each such authority may provide by resolution for the issuance of a single issue of revenue bonds of the authority for the combined purposes of (i) paying the cost of any project or the improvement, extension, addition or reconstruction thereof, and (ii) refunding outstanding revenue bonds of the authority which have been issued under the provisions of this chapter, whether or not such outstanding bonds have matured or are then subject to redemption. The issuance of such bonds, the maturities and other details thereof, the rights and remedies of the bondholders, and the rights, powers, privileges, duties and obligations of the authority with respect to such bonds, shall be governed by the foregoing provisions of this chapter to the extent that they are applicable.

2003, c. [643](#).

§ 15.2-5431.31. Purchase in open market or otherwise

Provision may be made in the proceedings authorizing refunding revenue bonds for the purchase of the refunded revenue bonds in the open market or pursuant to tenders made from time to time when there is available in the

escrow or sinking fund for the payment of the refunded revenue bonds a surplus in an amount or amounts to be fixed in such proceedings.

1.

2003, c. [643](#).

§ 15.2-5431.32. Investment in bonds

Any bonds issued pursuant to this chapter are hereby made securities in which all public officers, bodies and political subdivisions of the Commonwealth; all insurance companies and associations; and all savings banks and savings institutions, including savings and loan associations, trust companies, beneficial and benevolent associations, administrators, guardians, executors, trustees and other fiduciaries in the Commonwealth, may properly and legally invest funds in their control.

2003, c. [643](#).

§ 15.2-5431.33. Financial report; authority budget; audit

Any locality may, by resolution, require an authority to:

1. Submit to it an annual financial statement in a form prescribed by the Auditor of Public Accounts; or
2. Have an audit conducted for any fiscal year according to generally accepted auditing and accounting standards or according to the audit specifications and audit program prescribed by the Auditor of Public Accounts.

2003, c. [643](#).

§ 15.2-5431.34. Use of state land

The Commonwealth hereby consents to the use of all lands above or under water and owned or controlled by it which are necessary for the construction, improvement, operation or maintenance of any project; except that the use of any portion between the right-of-way limits of any primary or secondary highway in this Commonwealth shall be subject to the approval of the Commissioner of Highways.

2003, c. [643](#).

§ 15.2-5431.35. Powers of localities to make grants and conveyances to and contracts with authority

Each political subdivision may:

1. Convey or lease to any authority, with or without consideration, any systems or facilities for the provision of qualifying communications services as authorized by Article 5.1 ([§ 56-484.7:1](#) et seq.) of Chapter 15 of Title 56;
2. Contract, jointly or severally, with any authority for the provision of qualifying communications services as authorized by Article 5.1 ([§ 56-484.7:1](#) et seq.) of Chapter 15 of Title 56;
3. Contract with any authority for terminating any service furnished by the authority to any premises that is connected to the system of the authority if the owner, tenant or occupant of such premises fails to pay any rates, fees or charges for the use of or for the services furnished by the authority within the time or times specified in such contract; and
4. In any instance in which a locality makes rights-of-way, poles, conduits or other permanent distribution facilities available to the authority, the authority shall make these facilities available to private providers of communications services in a nondiscriminatory basis unless the facilities have insufficient capacity for such access and additional capacity cannot reasonably be added to the facilities.

2003, c. [643](#).

§ 15.2-5431.36. Liability of members or officers

62

No member of any authority or officer of any governing body of locality creating such authority, or person or persons acting in their behalf, while acting within the scope of their authority shall be subject to any personal liability by reason of his carrying out of any of the powers expressly given in this chapter.

1.

2003, c. [643](#).

§ 15.2-5431.37. Provisions of chapter cumulative; construction

Neither this chapter nor anything herein contained shall be construed as a restriction or limitation upon any powers which an authority or governmental unit acting under the provisions of this chapter might otherwise have under any laws of the Commonwealth, but shall be construed as cumulative of any such powers. This chapter shall be construed as complete and independent authority for the performance of each and every act and thing authorized by this chapter. No proceedings, notice or approval shall be required for the organization of an authority or the issuance of any bonds or any instrument as security therefor, except as herein provided, any other law to the contrary notwithstanding. However, nothing herein shall be construed to deprive the Commonwealth and its political subdivisions of their respective police powers over properties of an authority or to impair any power thereover of any official or agency of the Commonwealth and its political subdivisions that may be otherwise provided by law. Nothing contained in this chapter shall be deemed to authorize an authority to occupy or use any land, streets, buildings, structures or other property of any kind, owned or used by any political subdivision within its jurisdiction, or any public improvement or facility maintained by such political subdivision for the use of its inhabitants, without first obtaining the consent of the governing body thereof.

2003, c. [643](#).

ORANGE COUNTY, VIRGINIA

BOARD OF SUPERVISORS

R. MARK JOHNSON, DISTRICT ONE
 JAMES K. WHITE, DISTRICT TWO
 S. TEEL GOODWIN, DISTRICT THREE
 JAMES P. CROZIER, DISTRICT FOUR
 LEE H. FRAME, DISTRICT FIVE

R. BRYAN DAVID
 COUNTY ADMINISTRATOR

PHONE: (540) 672-3313
 FAX: (540) 672-1679



MAILING ADDRESS:
 P. O. Box 111
 ORANGE, VA 22960

PHYSICAL ADDRESS:
 R. LINDSAY GORDON III BUILDING
 112 WEST MAIN STREET
 ORANGE, VIRGINIA 22960

MOTION: GOODWIN

April 26, 2016
Regular Meeting
Res. No. 160426 – PH2

SECOND: CROZIER

RE: RESOLUTION TO AUTHORIZE THE CREATION OF THE ORANGE COUNTY BROADBAND AUTHORITY

WHEREAS, the County of Orange has reviewed its current and future broadband needs and requirements; and

WHEREAS, this review has demonstrated that access to affordable high speed data and Internet service ("broadband") is unavailable to businesses and citizens in the vast majority of the County, and that the private sector alone will not fulfill this community need in the near future; and

WHEREAS, access to affordable broadband is important for fostering economic development, improving educational opportunities, ensuring public safety, and enhancing the overall quality of life for the citizens of Orange County; and

WHEREAS, the County has made a determination that in order to facilitate the provision of affordable broadband service to businesses, governmental agencies, and the general public, it is in the best interests of the general welfare of the citizens of the County to form a Broadband Authority;

NOW, THEREFORE, BE IT RESOLVED, on this 26th day of April, 2016, that the Orange County Board of Supervisors hereby authorizes the creation of the Orange County Broadband Authority (the "Authority"), pursuant to the Virginia Wireless Service Authorities Act, Chapter 54.1 of Title 15.2 of the Code of Virginia (the "Act"), as a body politic and corporate, and as an instrumentality exercising public and essential governmental functions to provide for the public health and welfare as authorized under the Act, and as set forth in the Orange County Broadband Authority Articles of Incorporation, as attached.

Votes:

Ayes: Johnson, White, Goodwin, Crozier, Frame.

Nays: None.

Absent from Vote: None.

Absent from Meeting: None.

For Information: Thomas E. Lacheney, County Attorney
Glenda E. Bradley, Finance Director

1.

Attachment: **Articles of Incorporation of the Orange County Broadband Authority**

CERTIFIED COPY


Clerk to the Board of Supervisors



I. Authority Name

The name of the authority is "Orange County Broadband Authority" (the "Authority").

The only member of the Authority shall be the County of Orange, Virginia, which is a political subdivision of the Commonwealth of Virginia, authorized by the Virginia Wireless Service Authorities Act (the "Act") to participate in this Authority ("Member").

II. Principal Address

The address of the Authority's principal office is the Orange County Administration Office, which is located at 112 West Main Street, Orange, Virginia 22960.

III. Authority Board

The Board of Directors of the Orange County Broadband Authority shall consist of five (5) members with terms of two (2) years to expire on December 31st of the year in which there is a Board of Supervisors election in Orange County.

There is no maximum number of consecutive terms an appointed director may serve. The initial appointed directors shall be the five (5) current members of the Orange County Board of Supervisors.

The Board of Directors of the Authority shall exercise the powers of the Authority, and members of the Board of Directors shall be appointed, serve, and be governed by the provisions of the Act. All members of the Board of Directors shall have full voting rights and privileges.

The names and addresses of the initial members of the Authority Board of Directors are as follows:

R. Mark Johnson
4422 Spotswood Trail
Barboursville, Virginia 22923

James K. White
22373 Berry Run Road
Orange, Virginia 22960

S. Teel Goodwin
P. O. Box 644
Orange, Virginia 22960

James P. Crozier
9651 Meadows Road
Mine Run, Virginia 22508

Lee H. Frame
103 Woodland Trail
Locust Grove, Virginia 22508

IV. Authority Purpose

The Authority's purpose is to provide qualifying communications services as authorized by the Act and Article 5.1 (§56-484.7:1 et seq.) of Chapter 15 of Title 56 of the Code of Virginia.

V. Powers of the Authority

The Authority is an instrumentality exercising public and essential governmental functions to provide for the public health and welfare. The Authority shall have all rights, duties, and powers provided under the Act, including but not limited to, the power to sue and be sued in its own name, adopt an official seal, adopt bylaws and rules to govern its affairs, issue notes and revenue bonds, enter into contracts, and fix and charge fees for services.

1.

ORANGE COUNTY BROADBAND AUTHORITY Bylaws

WHEREAS, pursuant to the Virginia Wireless Service Authorities Act, Chapter 54.1, Title 15.2, Code of Virginia, the governing body of Orange County has established the Orange County Broadband Authority (the "Authority") for the purposes allowed by law; and

WHEREAS, the Authority desires to enact bylaws governing the manner in which the Authority's business may be transacted and in which the power granted to it may be exercised;

NOW, THEREFORE, BE IT RESOLVED, by the Board of the Authority that the following bylaws are hereby adopted:

ARTICLE I INTERPRETIVE PROVISIONS

Terms used herein without definition shall have the meanings specified for such terms in the Code of Virginia in Title 15.2, a chapter numbered 54.1, consisting of sections numbered 15.2-5431.1 through 15.2-5431.37, relating to the Virginia Wireless Service Authorities Act. Definitions, terms, and other interpretive provisions set forth in the Articles of Incorporation for the Orange County Broadband Authority are equally applicable to these Bylaws.

ARTICLE II SEAL

The seal of the Authority shall be circular and shall have inscribed thereon, within and around the circumference, the following: "ORANGE COUNTY BROADBAND AUTHORITY" and in the center shall be the word "SEAL".

ARTICLE III AUTHORITY BOARD

The Board of the Authority (the "Board") shall have five (5) members ("Member"), as provided in the Articles of Incorporation.

ARTICLE IV GENERAL POWERS AND DUTIES

The business and affairs of the Authority shall be governed by the Members, for the terms of office set forth in Article VI and in the Articles of Incorporation. The Members shall have all powers and duties necessary for the administration of the affairs of the Authority and may do all such acts and things as are required by the Virginia Wireless Service Authorities Act or the Articles of Incorporation to be exercised and done by the Members. The Board may delegate to an Executive Director, designated or employed for such purpose, the authority to act on behalf of the Board on such matters relating to the duties, as defined in Section 4, if any, which may arise between meetings of the Board or as the Board deems appropriate. In addition to the

duties imposed by any other provision of the Articles of Incorporation or by any resolution of the Authority that may hereafter be adopted, the Board shall perform the following duties and take the following actions on behalf of the Authority:

- 1) Designate, hire, dismiss, and, where appropriate, compensate the personnel necessary to provide for the administration and maintenance of the Authority property, as well as purchase equipment, supplies, and materials to be used by such personnel in the performance of their duties.
- 2) Collect the assessments, deposit the proceeds thereof in depositories designated by the Members, and use the proceeds to carry out the upkeep of the property.
- 3) Adopt and amend any reasonable rules and regulations not inconsistent with the Articles of Incorporation.
- 4) Open bank accounts on behalf of the Authority and designate the signatories thereon.
- 5) Enforce the provisions of the Articles of Incorporation.
- 6) Obtain and carry insurance against casualties and liabilities and pay the premiums therefore and adjust and settle any claims there under.
- 7) Pay the cost of all authorized goods and services rendered to the Authority.
- 8) Acquire, hold, and dispose of property.
- 9) Charge reasonable fees for the use of the equipment owned by the Authority and for services.
- 10) Prepare an annual budget.
- 11) Adopt an annual budget to defray the expenses of the Authority, and establish the means and methods of collecting such assessments.
- 12) Borrow money, as may be permitted under the Virginia Wireless Service Authorities Act, on behalf of the Authority, when required for any valid purpose based upon a majority vote of all the Members of the Authority.
- 13) Execute deeds, plats, and applications for construction permits, as may be necessary or desirable in the normal course of the orderly development of the Authority business.
- 14) Do anything else not inconsistent with the Virginia Wireless Service Authorities Act or the Articles of Incorporation.

ARTICLE V MEETINGS OF BOARD AND COMMITTEES

Section 5.1 - Types of Meetings

At its first meeting in January, the Board shall elect officers, appoint committee members, and

establish all necessary operations of the Board for the ensuing two (2) years. Regular meetings of the Board may be held at such time and place as shall be determined from time to time by a majority of the Members. Special meetings of the Board may be called by the Chair, and shall be called by the Chair or Secretary upon the written request of at least two (2) Members. All meetings of the Board or any committee shall be open to the public, except that the Chair or presiding officer or Chair of a committee may call the Board or committee into closed session, as provided in the Code of Virginia. The Board or any committee may hold their meetings in the Commonwealth of Virginia or outside the State, as the Board may from time to time determine.

Section 5.2 - Notice

Notice of meetings shall be given to each Member or committee member, as appropriate, personally or by mail, email, or telephone, orally or in writing, at least three (3) business days prior to the day named for such meeting. Such notice shall state the place, day, and time and, in the case of special meetings, the purpose thereof.

Section 5.3 - Waiver of Notice

Any Member or committee member, as appropriate, may at any time, in writing, waive notice of any meeting of the Board, and such waiver shall be deemed equivalent to the giving of such notice. Attendance at any meeting shall constitute a waiver of notice of the time, place, and purpose of such meeting.

Section 5.4 - Quorum

A majority of Board or committee members, as appropriate, shall constitute a quorum and the vote of a majority of Board or committee members shall be necessary for any action taken by the Board or committee. If at any meeting there is less than a quorum present, a majority of those present may adjourn or recess the meeting from time to time.

Section 5.5 - Conduct of Meetings

The Chair shall preside over meetings of the Board and the Secretary shall keep the minutes of the meetings and record all motions and resolutions adopted at the meetings and proceedings occurring at the meetings. The Chair of a committee shall preside over the meeting of the committee and may appoint any member of the committee to keep minutes. Robert's Rules of Order shall govern the conduct of the meetings of the Board or committee when not in conflict with the Virginia Wireless Service Authorities Act or the Articles of Incorporation.

ARTICLE VI

OFFICERS

Section 6.1 - Designation and Duties of Officers

The principal Officers of the Authority shall be the Chair, the Vice Chair, the Secretary, and the Treasurer, all of whom shall be elected by the Board. The Chair and Vice Chair shall be Members. The Secretary and the Treasurer need not be Members. The offices of Secretary and Treasurer may be combined. Each Officer shall perform such duties as are normally associated with such office in parliamentary organizations, except to the extent, if any, inconsistent with the Virginia Wireless Service Authorities Act or the Articles of Incorporation,

and shall perform such other duties as may be assigned to such office by resolution of the Board. If any Officer is unable for any reason to perform the duties of the office, the Chair may appoint another qualified person to act in such Officer's stead on an interim basis.

Section 6.2 - Election of Officers and Terms

The Officers of the Authority are elected for two (2) year terms in even-numbered years by the Board. The terms shall run from January 1 of the first year through December 31 of the second year. Except for death, resignation, or removal, the Officers shall hold office until their respective successors shall have been elected by the Board.

Section 6.3 - Resignation or Removal of Officers

Any Officer may resign by delivering written notice to the Board. Unless otherwise specified, such resignation shall take effect upon the receipt thereof, and acceptance of such resignation shall not be necessary to make it effective. Upon the affirmative vote of a majority of the total number of Members, any Officer may be removed, either with or without cause, and a successor may be elected at any regular meeting of the Board or at any special meeting of the Board called for such purpose.

Section 6.4 - Vacancies

A vacancy in any Office shall be filled by appointment of the Board for the remainder of the term of the Office.

Section 6.5 - Chair

The Chair shall be the chief executive officer of the Authority; preside at all meetings of the Authority; have general and active direction of the business of the Authority subject to the control of the Board; see to the execution of the resolutions of the Board; see that all orders and resolutions of the Board are carried into effect; and, in general, perform all the duties incident to the Office of Chair.

Section 6.6 - Vice Chair

The Vice Chair shall take the place of the Chair and perform the duties of the Chair whenever the Chair shall be absent or unable to act. If neither the Chair nor the Vice Chair is able to act, the Board shall appoint some other Member to act in the place of the Chair, on an interim basis. The Vice Chair shall also perform such other duties as shall from time to time be imposed by the Board or by the Chair.

Section 6.7 - Secretary

The Secretary shall keep the minutes of all meetings of the Authority and of the Board; have charge of such books and papers as the Board may make it possible for any Member to inspect and copy at reasonable times and by appointment the records of the Authority; and, in general, perform all the duties incident to the Office of Secretary.

Section 6.8 - Treasurer

The Treasurer shall be responsible for Authority funds and securities; keep full and accurate

financial records and books of account showing all receipts and disbursements; prepare or cause to be prepared all required financial data; deposit all monies and other valuable effects in the name of the Authority, in such depositories as may from time to time be designated by the Board; and, in general, perform all the duties incident to the Office of Treasurer.

ARTICLE VII ADMINISTRATION

Section 7.1 - Executive Director and Staffing

The Board may employ or contract for the purpose of administering the Authority's business an Executive Director. The Authority may authorize such additional staffing as may be required to carry out its purposes. Compensation for the Executive Director and any staff required for the functioning of Authority business is to be established by the Board.

Section 7.2 - Duties

The Executive Director shall perform such duties and services as the Board shall direct.

Section 7.3 - Standards

The Board shall impose appropriate standards of performance upon the Executive Director. Unless the Executive Director is instructed otherwise by the Board, the following shall apply:

- 1) The accrual method of accounting will be employed.
- 2) Two (2) or more persons shall be responsible for handling cash to maintain adequate financial control procedures.
- 3) Accounts of the Authority shall not be commingled with any other entity's accounts.

ARTICLE VIII COMMITTEES

The Board may create and abolish from time to time committees consisting of two (2) or more persons as the Board may deem appropriate to aid in the administration of the affairs of the Authority. Such committees shall have the powers and duties fixed by resolution of the Board from time to time.

ARTICLE IX FIDUCIARY DUTIES

Section 9.1 - Execution of Documents

Unless otherwise provided in the resolution of the Board, the Board shall provide for the execution of all agreements, contracts, deeds, leases, and other instruments of the Authority. All checks drawn upon accounts of the Authority shall be executed by any two (2) persons designated by the Board.

Section 9.2 - Liability and Indemnification

- a) *No Personal Liability.* The Members, Officers, and the members of the governing body of Orange County shall not be liable to the Authority or Orange County for any mistake of judgment, negligence, or otherwise, except for their own individual willful misconduct or bad faith. Members and Officers shall have no personal liability with respect to any contract made by them on behalf of the Authority. No Member or Officer shall be liable for the contract or tort liability of the Authority. Every agreement made by the Members, the Officers, or the Executive Director on behalf of the Authority shall, if obtainable, provide that the Members, the Officers, or the Executive Director, as the case may be, are acting only as agents for the Authority and shall have no personal liability there under.
- b) *Indemnification.* To the maximum extent permitted by law, the Authority shall indemnify the Members and Officers, provided that before the Authority uses Authority funds for indemnification, all insurance proceeds must be obtained and applied toward such indemnification.
- c) *Members and Officers Liability Insurance.* The Authority shall purchase and maintain insurance on behalf of any person who is or was a Member, or Officer, against any liability asserted against such person and incurred by such person in such capacity or arising out of such person's status with the Authority. Further, the availability of the Authority's indemnity shall not relieve any insurer of any liability under an insurance policy held by the Authority.

Section 9.3 - Compensation of Members and Officers

No salary or other compensation shall be paid by the Authority to any Member or Officer of the Authority for serving or acting as such. This shall not preclude the reimbursement of reasonable, ordinary, and necessary expenses incurred in serving or acting as a Member or Officer of the Authority.

ARTICLE X BOOKS AND RECORDS

Section 10.1 - Maintenance

The Authority shall keep books and records as required. All books and records shall be kept in accordance with Generally Accepted Accounting Principles, and the same shall be audited at least once a year by an auditor retained by the Board.

Section 10.2 - Availability

The books and records of the Authority shall be available for examination during general business hours on business days. The Board may fix from time to time a reasonable charge to cover the direct and indirect costs of providing any documents.

Section 10.3 - Accounting Report

Within one hundred twenty (120) days after the end of each fiscal year, the Board shall make

available to all Members requesting the same, an itemized accounting of the expenses for such fiscal year actually incurred and paid, together with a tabulation of the amounts collected, pursuant to the budget adopted by the Board for such fiscal year, and showing the net amount over or short of the actual expenditures plus reserves.

Section 10.4 - Fiscal Year

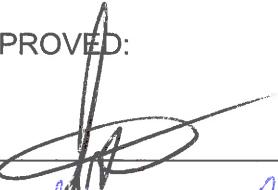
The first fiscal year of the Authority shall begin on the date of incorporation and end on the last day of June, unless otherwise determined by the Board. Each subsequent fiscal year shall commence on July 1 and end on June 30.

ARTICLE XI AMENDMENTS

These Bylaws may be amended by a majority vote of all the Members of the Board at any regular or special meeting of the Board upon ten (10) days written notice of such proposed amendment.

UNANIMOUSLY ADOPTED at the inaugural organizational meeting of the Orange County Broadband Authority held on the 12th day of July, 2016.

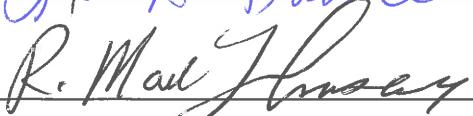
APPROVED:



James K. White, Chairman



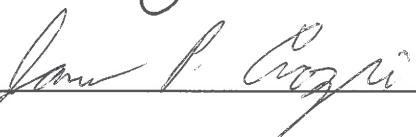
Lee H. Frame, Vice Chairman



R. Mark Johnson



S. Teel Goodwin



James P. Crozier

Attest:



R. Bryan David, Secretary

Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, June 8, 2016

This is to certify that the certificate of incorporation of

Orange County Broadband Authority

*was this day issued and admitted to record in this office and that
the said corporation is authorized to transact its business subject
to all Virginia laws applicable to the corporation and its business.
Effective date: June 8, 2016*



*State Corporation Commission
Attest:*

Joel H. Beck
Clerk of the Commission