

MINUTES FOR THE ad hoc AFN GOVERNANCE STRUCTURE COMMITTEE
Thursday, December 1, 2016
Siskiyou Room, 51 Winburn Way

1. Call to Order

Chair Pam Marsh called the meeting to order at 3:32 p.m.

Committee members Dennis Slattery, Brian Almquist, and Rich Rosenthal were present. Staff members David Lohman and Mark Holden were present. Committee member Matthew Beers was absent.

Marsh stated that committee members Susan Alderson and Vicki Griesinger are no longer on the committee as one moved away and the other isn't available during the meeting times.

Marsh reviewed the committee actions from the previous meeting.

2. Public Input

None.

3. Approval of Minutes

Rosenthal/Slattery m/s to approve both the regular meeting minutes of January 29, 2016.

Discussion: None. **Voice Vote:** All Ayes. **Motion Passes.**

4. Update on Marketing Efforts

Holden gave an update on the status of the marketing plan. The final draft should arrive at the end of next week. He informed the group about recent meetings held with the ISPs to discuss and identify ways to make both AFN and its partners successful. It was determined through these meetings that AFN is best as a backend provider, not as the main customer service provider. AFN will, however, remain a customer service provider to those customers it already has or to those customers who would prefer to not to be served by any of the other providers as a way to avoid losing customer numbers.

Group discussed the marketing plan timeline. Group also discussed anticipated changes to the ISP contracts, particularly as they have all expired as of August 2016.

Group discussed what vision for AFN Holden and the ISPs have when the AFN debt obligations are completed. Holden stated that the focus then will be on infrastructure upgrades and projects to stay equal or ahead of any competition. Group discussed ways to use the upcoming Climate and Energy Action Plan activities to be a part of these infrastructure efforts.

5. Recommendations to Council regarding an AFN Commission

Group reviewed the draft submitted previously by Dave Kanner (attached). They discussed whether guidance on marketing efforts should be stated in section 2.27.020 Powers and Duties – Generally, for clarity.

Group discussed the interactions between the ISPs, the City and the proposed commission. Holden stated that all ISP input and/ or relationships should go through City staff and not directly to the proposed commission. Almquist wanted to make it clear that the proposed commission would be responsible for giving recommendations to Council on timing and budgeting of capital investments for the future of AFN, not on any specific controls over the ISPs.

Group discussed potentials for conflicts of interest with the qualifications as presented. Determined that they should make the following addition to Section 2.27.015 Qualifications, "...Ashland Fiber Network, its partners or contractors shall be appointed to the Commission, nor shall any person or relative of a person (as defined in AMC 3.08.020.H.6) [*insert, "who owns or is"*] employed by an entity that represents, resells or repackages Ashland Fiber Network products or services be appointed to the Commission.

Lohman suggested that rather than have a commission solely focused on AFN issues, the group may want to consider expanding the focus to a more general City of Ashland technology commission. Marsh stated that her idea of a commission is to, "get more heads around the table" in order to deal with rapidly changing technology and customer needs. Group determined that an AFN focus was more important at this time. Group discussed the possibility of having the commission established with a specific end-point, with the recognition that if AFN is set up to succeed the commission may not be necessary in the future.

Almquist stated that including marketing in the proposed commission's powers and duties might not be a great idea. Group discussed the type of marketing discussions they intend and agreed that the intention is to have a more general approach to improving the relationships with ISP and not on details of brochures, ads, etc. They determined it was not necessary to include the term, "marketing" in the commission list of powers and duties.

Rosenthal/Almquist m/s to recommend to Council the formation of an Ashland Telecommunications Commission based on the draft recommendation. Discussion: Group discussed the need to update the draft commission qualifications, powers and duties, etc. to include the updates discussed today. **Voice Vote: All Ayes. Motion Passes.**

6. Adjournment

Meeting adjourned at 4:45 p.m.

Respectfully submitted,
Diana Shiplet
Executive Assistant

2.27 Ashland Telecommunications Commission

2.27.010 Established - Membership

There is established an Ashland Telecommunications Commission which shall consist of five (5) voting members and two (2) non-voting ex officio members who shall be the Director of the Ashland Telecommunications Division and the Council person appointed by the Mayor as liaison to the Commission.

2.27.015 Qualifications

In making the appointments, the Mayor and Council shall appoint members such that the majority of the Commission has either education, training, experience or other expertise in telecommunications or internet and broadband services. A member shall not be disqualified for purposes of appointment or official action simply by being a member of a class of telecommunications providers, including but not limited to internet service providers, except that no person or relative of a person (as defined in AMC 3.08.020.H.6) employed by an entity that competes directly with the Ashland Fiber Network, its partners or contractors shall be appointed to the Commission, nor shall any person or relative of a person (as defined in AMC 3.08.020.H.6) employed by an entity that represents, resells or repackages Ashland Fiber Network products or services be appointed to the Commission.

2.27.020 Powers and Duties - Generally

The powers and duties of the Ashland Telecommunications Commission shall be as follows:

- A. To advise the City Administrator and the Director of the Telecommunications Division on strategic matters relating to the management, operation, and further development of the Ashland Fiber Network.
- B. To review and recommend new products and services offered by the Ashland Fiber Network or the discontinuation of products and services.
- C. To review and recommend wholesale and retail rate proposals prior to implementation.