

From: "Steve Nelson"
Date: Mar 26, 2015 5:45:47 PM
Subject: ATTENTION SELECT BOARD: Broadband warrant article
To: <steve@wiredwest.net>

The Massachusetts Broadband Institute recently sent you a draft Warrant Article, Motion and Ballot Question (if a Proposition 2 1/2 override is necessary) for borrowing your share of the financing to bring high-speed internet service to your town and many others.

We are providing you a revised version of these items (attached) which we believe better reflects the nature of the project, a regional broadband network. In December you passed a nonbinding resolution to move forward on such a project in conjunction with WiredWest, the Municipal Light Plant Cooperative in which your MLP is a member and which operates for the benefit of your town through your representative on our Board of Directors. Also attached for your information is a resolution our Board passed unanimously in support of WiredWest's role in the project.

The MBI version of the article omits any reference to the regionality of the project and the role of an MLP cooperative. But only by acting together on a regional basis can the small towns of western Massachusetts successfully implement a long-term solution to provide broadband service, which we have lacked for far too long.

As you know, WiredWest is currently working to get 40% of the households in each town to sign up for service and qualify it as a "Fiber Town" on the network. In less than three weeks since the campaign launched, nearly 4,000 people have signed up, and registrations continue to pour in by mail and online every day. To register requires a \$49 deposit, so your townspeople are voting with their wallets for the WiredWest network. We will be organizing our supporters to come to town meeting and vote to pass the article. What they are supporting is a regional effort, and that is what the warrant article should state.

We encourage you to substitute the attached Warrant Article, Motion and Ballot Question for the one sent by MBI. But please use the borrowing cost MBI provided.

HOLD THIS DATE TO LEARN MORE ABOUT THE BONDING PROCESS: FRIDAY, APRIL 10

WiredWest will be conducting a workshop about the municipal bonding process at two locations for your convenience: either Noon-2:00 in the Old Courthouse in Northampton (99 Main Street at the corner of King Street), or 4:00-6:00 in the Becket Town Hall. We urge you, your Finance Committee members and your town Treasurer to attend. You will hear a presentation from bond counsel Rick Manley, who has worked on bond issuances with almost all the cities and towns in Massachusetts, and from financial advisers including Cynthia McNerney, who likewise has extensive experience placing municipal bonds through public and private markets. There will be considerable time for Q&A. We will also present WiredWest's most recent pro formas, as well as an update on the Fiber Town campaign. Please be sure all your town officials who should attend are aware of this important event.

Steve Nelson
Legal/Governance Chair
WiredWest
413-623-2221
www.wiredwest.net

RESOLUTION OF THE BOARD OF DIRECTORS OF WIREDWEST

WHEREAS we are the delegates or alternate delegates appointed by the Select Boards of our towns to represent the Municipal Lighting Plants ("MLPs") of our towns on the Board of Directors of the WiredWest Municipal Lighting Plant Cooperative, in which our MLPs are members;

WHEREAS our Select Boards passed a nonbinding resolution to participate in funding a regional fiber-to-the-premises broadband network to serve homes, businesses and other organizations in our towns (hereinafter the "participating towns");

WHEREAS collectively the participating towns are anticipated to provide through their MLPs over 60% of the funding to construct the network, with the Massachusetts Broadband Institute ("MBI") providing the remaining funds;

WHEREAS in order for funds from the participating towns to be made available to MBI for it to construct the network, we require assurance that such funds will be spent cost-effectively and in accordance with the needs and interests of our towns and taxpayers;

WHEREAS MBI has repeatedly and publicly stated that upon completion of the network title in the network will transfer to WiredWest, which will be responsible for its operation;

THEREFORE, we hereby resolve:

- 1) that WiredWest is the instrumentality through which we will work cooperatively to oversee the construction and operation of the network for the benefit of our towns;
- 2) that funds authorized by participating towns for the network will be transferred from their MLPs to WiredWest and subsequently made available by WiredWest to MBI in accordance with an agreement between WiredWest and MBI empowering WiredWest to exercise substantial authority on our behalf to oversee the expenditure of those funds;
- 3) that WiredWest will own the network and each participating town shall have an undivided interest in the network as a whole in proportion to the funding it provided;
- 4) that governance and operation of the network shall be under the direction of a Board comprised of representatives of the MLPs of the participating towns;
- 5) that in order to best effectuate these principles WiredWest may form a successor or related cooperative ("NewCoop"), whose membership is comprised solely of MLPs of towns participating in the network.

ADOPTED by the WiredWest Board of Directors on this 7th day of March, 2015 by a vote of 30 to 0, with 2 abstaining.

**Warrant Article, Motion and Ballot Question for Town Meeting
MLP Cooperative version, submitted by WiredWest, 3/26/15**

ARTICLE ____.

To see if the Town will vote to appropriate a sum of money for the Town's share of the costs of the construction, installation and start-up of a regional broadband network, including the

payment of all costs incidental or related thereto, such project to be carried out by the Town's Municipal Light Plant acting as a member of a cooperative of such Plants formed under Chapter 164, Section 47C of the General Laws; to determine whether this appropriation shall be raised by borrowing or otherwise; or to take any other action relative thereto.

ARTICLE ___ MOTION.

That \$ _____ is appropriated for the Town's share of the costs of construction and installation of a regional broadband network, including the payment of all costs incidental or related thereto, such project to be carried out by the Town's Municipal Light Plant acting as a member of a cooperative of such Plants formed under Chapter 164, Section 47C of the General Laws; that to meet this appropriation the Treasurer with the approval of the Board of Selectmen is authorized to borrow \$ _____ under Chapter 44, Section 8(8) of the General Laws or any other enabling authority; that the Board of Selectmen and any other Town official is authorized to take any other action necessary or convenient to carry out this project[; *provided, however, that this vote shall not take effect unless and until the voters of the Town agree by vote to exempt from the limitation on total taxes imposed by G.L. c.59, §21C (Proposition 2½) amounts required to pay the principal of and interest on the borrowing authorized by this vote*].

(Note: The bracketed and italicized language in the motion above should be included only by Towns that wish to make the passage of the debt authorization expressly contingent upon the passage of a Proposition 2 1/2 debt exclusion vote at a town election. The election related to a contingent vote must take place by September 30 for contingent votes passed at an annual town meeting, and within 90 days of a contingent vote passed at a special town meeting.)

BALLOT QUESTION.

Shall the Town of _____ be allowed to exempt from the provisions of proposition two and one half, so called, the amounts required to pay for the bonds to be issued in order to fund the Town's share of the costs of construction, installation and start-up of a regional broadband network, including the payment of all costs incidental or related thereto, such project to be carried out by the Town's Municipal Light Plant acting as a member of a cooperative of such Plants formed under Chapter 164, Section 47C of the General Laws?