Draft Maple Broadband Guidance on Governance – Staff Reporting Cadence & Board Communication Protocols

The role of governance is oversight; the role of staff is execution. Communications Union Districts function well when reporting flows on a predictable schedule, at a level of detail suited to fiduciary and strategic oversight, and through defined channels — not through ad hoc, individualized demands on staff time between meetings. This section establishes the cadence, scope, and channels for staff-to-board communication, and the corresponding expectations for board and Executive Committee members.

Purpose

Staff time is a finite and valuable resource of the District, funded by grant awards and operating revenues. Vermont's CUD statute vests governance authority in the Governing Board and Executive Committee collectively, not in individual members.

No individual Governing Board or Executive Committee member has independent authority to direct staff, set individual reporting expectations, or request work product outside of a process authorized by the full Executive Committee or Governing Board.

This guidance exists to protect staff capacity for mission-critical work while ensuring the Governing Board and Executive Committee receive the information they need to exercise sound oversight, through the collective bodies to which staff report and not through any single officer or member acting alone.

Reporting Cadence

The Executive Committee currently meets twice monthly; the Governing Board meets once monthly. Reporting is calibrated to the purpose of each body.

At each Executive Committee meeting the agenda includes:

- any matter requiring Executive Committee action under its delegated authority from the Governing Board, or recommendations to the Governing Board;
- project and operational status update - progress since the last meeting, upcoming decisions or approvals needed, compliance reporting submissions, and any exceptions requiring committee attention. Any member of the Executive Committee may request items for discussion.
- information outlining priorities between the current and the next meeting.
- (at the end of the meeting) a brief group discussion evaluating the meeting process.

At quarterly meetings of the Executive Committee, agendas will include

- broader discussions of planning and strategy, looking forward

At each Governing Board meeting (monthly) agendas will include:

- Financial position which may include cash position, grant drawdown status, budget-to-actual.
- Business metrics and KPIs.
- Executive Director's report summarizing operations since the last meeting.
- Executive Committee report on actions taken under delegated authority.
- Regular updates on long-term project timelines (see below).

Long-term timelines: Because construction and deployment timelines run over multi-year horizons, staff are not expected to proactively report against them at every meeting or to recast them on a fixed short-term cadence. Instead, staff will provide regular updates sufficient to confirm the District remains on track or to flag a material shift, with the understanding that granular, month-to-month timeline detail is an operational management tool, not a standing governance deliverable.

Ad hoc / out-of-cycle reporting is limited to matters that are genuinely time-sensitive and material. Examples include a compliance deadline at risk, a significant vendor or contract issue where staff is seeking guidance or approval, or a legal/regulatory matter requiring near-term input. Ad hoc reports are issued at the Executive Director's judgment, or at the direction of the Executive Committee as a body, not in response to individual member requests.

Scope and Extent of Reporting

The Governing Board and Executive Committee are entitled to full transparency into MBB's financial position, strategic progress, and compliance status. They are not entitled to operational detail below the level needed to exercise that oversight.

In scope for board/committee reporting:

- Financial position, business metrics, and KPIs (Governing Board level).
- Whether milestones, budgets, and compliance deadlines are being met.
- Material deviations from plan and the proposed remedy.
- Decisions that require board or committee authorization (contracts above delegated thresholds, policy changes, budget amendments).

- Risks that could affect the District's finances, legal standing, or mission.
- Reporting by the Executive Director for the purpose of soliciting input from the board

Not in scope for board/committee reporting (operational purview of staff):

- Day-to-day vendor management, scheduling, and field coordination.
- Internal task assignment, staff workflow, or administrative process detail.
- Line-item engineering, construction, or procurement decisions within board-approved budgets and plans.
- Granular, real-time timeline detail between the periodic updates described above.
- Drafts, working documents, or internal analysis not yet ready for committee consideration.

A member who wants more detail on an in-scope item may request it through the process below. A request for out-of-scope operational detail should be redirected to the appropriate standing report, or respectfully declined by staff with reference to this guidance.

Communication Channels Outside of Meetings

- **Single point of contact.** Requests for information or follow-up between meetings should be directed to the Executive Director, who prioritizes them and does one of the following:
  - Declines to respond;
  - Responds directly to the requestor;
  - Where the answer has broader value, responds to the full Executive Committee or Governing Board, as appropriate.
- **Written requests preferred.** Requests should be made in writing (email) so other board members can see the query and response.
- **Reasonable response windows.** Staff will acknowledge non-urgent requests within 3–5 business days and provide a substantive response or timeline for one. Same-day or immediate turnaround is not the expectation for routine matters.
- **No standing 1:1 operational briefings.** No individual board member should establish a recurring one-on-one channel with staff to review operational detail outside the standing meeting cadence described above. Oversight is exercised by the Executive

Committee and Governing Board as bodies; it is not delegated, formally or informally, to any single member's ongoing individual engagement with staff.

- **Escalation.** A member who believes an operational matter warrants board-level attention outside the standing cadence should raise it for inclusion on an Executive Committee agenda, where the committee as a whole can decide whether and how staff should report on it. Where necessary, an off-cycle Executive Committee meeting can be called.
- **Committees and working groups.** Where a topic genuinely requires sustained engagement, the Executive Committee should formally establish a working group with a defined scope and staff liaison, rather than leaving it to informal, member-initiated contact with staff.

Summary

Staff report to the Executive Committee at regular meetings on operational and project status, and to the Governing Board monthly on financial position, KPIs, and overall progress, with periodic updates on long-term timelines. Requests between meetings are routed through the Executive Director, made in writing where possible, and responded to within reasonable timeframes. No individual member has authority to direct staff, demand operational detail, or establish a standing individual reporting relationship with staff outside this structure — that authority rests with the Executive Committee and Governing Board acting together.