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**Southern Tier Network, Inc.
December 12, 2019
Board Meeting Minutes**

ATTENDANCE

Board Members: Aaron Dowd; Winona Flynn; Carl Hayden; Judith McIntosh; Timothy O'Hearn; James Osborn; Chelsea Robertson; Mark Rogus; John Sharkey; Marcia Weber; Jack Wheeler; Stephen Wilber; Howard Zingler

Telephonic: Dave Hopkins

Excused: Alan Eusden

Guests: Joe Starks, Andy Lukasiewicz--ECC Technologies

Management: Tony Marzolino, Steve Manning

CALL TO ORDER – The meeting was called to order at 10:10 AM by chair Marcia Weber in the STC conference room.

APPROVAL OF THE MINUTES

The minutes of the October 10, 2019 and November 14, 2019 meeting were approved on a motion by Mark Rogus, seconded by Jack Wheeler, and carried.

ECC REPORT

- a. Marketing/Sales Report
- b. Outage (Break/Fix Report)
- c. Other

EXECUTIVE SESSION

On a motion duly made (Hayden/Rogus) and carried, at 10:15 AM the board went into **executive session** for discussion of contractual, financial, and customer-specific information. On a motion duly made (Wheeler/Hayden) and carried, the board came out of **executive session** with **no action** being taken.

RECOGNITION – the board recognized and thanked ECC for their years of service in designing, engineering, sales, and management activities associated with STN's first nine years of operations. Joe and Andy thanked STN for the opportunity to serve the organization and be associated with the board of directors. Joe and Andy then left the meeting.

AUDIT/FINANCE COMMITTEE REPORT

- a) 3rd Quarter Financials – the 3rd quarter financials and estimated year-end projections were presented to and reviewed by the board.
- b) Report on Transition (SOP's) – Management reported that transition activities are proceeding on schedule and cited the cooperation and support from ECC, Empire, and Maneuver Networks.

GOVERNANCE COMMITTEE REPORT

- a) **Annual Board Recognition** – Committee chair Marcia Weber sought input regarding the annual board recognition dinner. A board member mentioned a conflict on Wednesdays. Marcia will initiate a Doodle poll to determine a February evening that would be best for the directors.
- b) **Announcement** – Yates County Administrator Nonie Flynn reported that Yates County received a grant award notification from the USDA for \$10.3 million to build out broadband services to 48 pockets of unserved/underserved areas in the county. Yates was the only county in New York to apply for this USDA funding in 2019. When asked if Yates would still participate in the multi-county coalition study, Ms. Flynn replied that there would still be unserved areas that wouldn't be reached with the USDA project and noted that the county would participate due to the many benefits of working with the coalition. Yates plans to leverage the STN backbone, prompting board members to request that STN issue a media release about the Yates award and the four-county coalition study. The board congratulated Nonie on receiving the award.

EXECUTIVE SESSION

On a motion duly made (Hayden/Rogus) and carried, at 11:10 AM the board went into **executive session** for discussion of contractual, financial, and customer-specific information. On a motion duly made (Wheeler/Sharkey) and carried, the board came out of **executive session and reported the following action:**

Yates, Schuyler, Steuben, and Tioga Counties agreed to execute inter-municipal agreements (IMAs) committing the counties to a coalition with the purpose of producing a broadband feasibility study for unserved and underserved rural areas of the counties; STN will retain and direct the work of a consultant firm to deliver the feasibility study on behalf of the coalition. **After consideration, on a motion duly made (Sharkey/Rogus) and carried, with Aaron Dowd abstaining, the STN board voted to award a Phase I Feasibility Study for Unserved/Underserved Broadband Service to Fujitsu, subject to receiving signed IMAs from the four counties.**

NEXT BOARD MEETING – The next meeting will be held on Thursday, January 9, 2020.

ADJOURN – on a motion duly made (Wheeler/Wilber) and carried, the meeting adjourned at 12:35 PM.

Respectfully submitted,
Susan M. Cratsley
Recording Secretary