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**Southern Tier Network, Inc.  
November 8, 2018  
Board Meeting Minutes**

**ATTENDANCE**

Board Members: Timothy Dennis; Carl Hayden; Judy McIntosh; Tim O’Hearn; Jim Osborn; Chelsea Robertson; John Sharkey; Jack Wheeler; Steve Wilber; Howard Zingler

Excused: Alan Eusden, Dave Hopkins; Mark Rogus; Marcia Weber

CEO: Steven Manning

Accountant: Tony Marzolino

Guests: Joe Starks; Andy Lukasiewicz, ECC Technologies

**CALL TO ORDER** – The meeting was called to order at 10:10 AM by vice chair Tim O’Hearn in the STC conference room.

1. **APPROVAL OF THE MINUTES** –On a motion duly made by Carl Hayden, second Howard Zingler, and carried, the minutes of the October 11, 2018 meeting were approved.
  
2. **STRATEGIC PLANNING COMMITTEE REPORT**
  - a) **Update and Report** - John Sharkey provided an update on the meetings and conversations he and Mark Rogus have had with Corning Optical Communications personnel. He will have follow-up meetings in December timeframe and report back to the board.
  - b) **STN-01076-0 Project Cost Report & Discussion** - On a motion duly made by Jack Wheeler, second by Judy McIntosh, and carried, the board went into Executive Session for discussing of contractual, financial, and customer-specific information.

Joe Starks and Andy Lukasiewicz were invited into the meeting to clarify and discuss customer/contractor-specific information.

At 11:34 AM Joe Starks and Andy Lukasiewicz recused themselves. The board discussed the information provided by ECC and requested they return to the meeting at 11:55 AM.

On a motion duly made by Judy McIntosh/John Sharkey and carried, the Board came out of **EXECUTIVE SESSION** with **NO ACTION** being taken.

3. **AUDIT - FINANCE COMMITTEE REPORT**
  - a) **2018 Audit Plan** – Judy McIntosh reported that STN’s external Accounting firm, EFPR Group, met with the Audit Committee on Tuesday, November 6th and provided the 2018 Audit Planning process and associated timeline.
4. **GOVERNANCE COMMITTEE REPORT**
  - a) **Strategic Direction Discussion**– no report
5. **ECC REPORT** – discussed in executive session.
6. **NEXT BOARD MEETING** – The next meeting will be held on Thursday, December 13, 2018.

**ADJOURN** – on a motion duly made Howard Zingler/John Sharkey the meeting adjourned at 12:15 PM.

Respectfully submitted,  
Susan M. Cratsley  
Recording Secretary