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**Southern Tier Network, Inc.  
March 12, 2020  
Meeting Minutes**

**ATTENDANCE**

**Board Members:** Aaron Dowd; Winona Flynn; Judith McIntosh; James Osborn; John Sharkey; Chelsea Robertson; Mark Rogus; Marcia Weber; Stephen Wilber

**Excused:** Alan Eusden; Carl Hayden; Dave Hopkins; Timothy O'Hearn; Jack Wheeler; Howard Zingler

**Management:** Tony Marzolino, Steve Manning; Jeff Gasper

**Guests:** LeeAnn Tinney, Director Tioga County Economic Development and Planning

**CALL TO ORDER** – the meeting was called to order at 10:05 AM by chair Marcia Weber in the STC conference room.

**INTRODUCTION** – Tioga County Economic Development and Planning Director LeeAnn Tinney was introduced to the board.

**APPROVAL OF THE MINUTES**

The minutes of the February 13, 2020 meeting were approved on a motion by Judy McIntosh, seconded by Mark Rogus, and carried.

**STRATEGIC PLANNING COMMITTEE**

- a) **Board-Ready Study Discussion** – Chemung County has joined the coalition and has signed their IMA.
- b) **Southern Tier Broadband Coalition Fact Sheet, FAQs** – the group reviewed the Southern Tier Broadband Coalition Fact Sheet FAQs, which will be made available when completed.

**AUDIT-FINANCE COMMITTEE**

- a) **EFPR 2019 Audit Report** – Mark Rogus reported that EFPR representative Rich Davis presented a draft of the 2019 Audit to the Audit-Finance Committee, which reviewed and approved it. Mark gave a brief summary, with the comment that STN had received an unmodified opinion. On a motion duly made (Sharkey/Osborn) and carried, the board accepted and approved the 2019 audit, which will be posted on the STN website.
- b) **2020 Q1 Revenue** – the first quarter financials were reviewed by the board. The Finance Committee is satisfied with the current status.

**GOVERNANCE COMMITTEE REPORT**

- a) **Summary Results from Annual Board Evaluation** - the 2020 Board Performance Evaluation summary was distributed and discussed.
- b) **Communication Protocol** – the board discussed the protocol for media releases and stressed the need to use consistent language for all communications.
- c) **Operational Model Discussion – Brookings Report** – was reviewed by the board.

- d) **Professional Services Agreement** – the professional services agreement with the CEO expires on June 30, 2020. The Governance Committee will work with Steve Manning to review and revise as necessary.

#### **USDA ReCONNECT GRANT UPDATE**

STN will contract with Hunt Engineers to write and submit the USDA ReConnect Grant due by March 31st. On a motion duly made (Rogus/Sharkey) and carried, the board chair will sign a resolution approving of and to be submitted with the ReConnect Grant application for the amount of \$25 million.

#### **MARKETING/BRANDING/WEBSITE DISCUSSION**

Mark Rogus has been interviewing website design companies for the redesign of the STN website. Mark requests ideas and suggestions from the board members for this project.

#### **SALES AND MARKETING REPORT**

- a) **Sales and Marketing Report**
- b) **Discussion on Management and Reporting Software Tools**
- c) **Outage (Break/Fix) Report**

On a motion duly made (Sharkey/McIntosh) and carried, at 11:30 AM the board went into **executive session** for discussion of contractual, financial, and customer-specific information. LeeAnn Tinney left the meeting. On a motion duly made (Osborn/Rogus) and carried, the board came out of **executive session with no action being taken**.

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

**ADJOURN** – the meeting adjourned at 12:15 PM.

Respectfully submitted,  
Susan M. Cratsley  
Recording Secretary