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**Southern Tier Network, Inc.**  
**June 11, 2020**  
**Remote Meeting: Electronic/Telephonic Media**  
**Board Meeting Minutes**

**ATTENDANCE**

**Board Members:** Aaron Dowd; Alan Eusden; Carl Hayden; Winona Flynn; David Hopkins; Judith McIntosh; Tim O'Hearn; James Osborn; John Sharkey; Chelsea Robertson; Mark Rogus; Marcia Weber; Jack Wheeler, Stephen Wilber; Howard Zingler

**Guests:** LeeAnn Tinney; David Sheen

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

**CALL TO ORDER** – the meeting was called to order at 10:00 AM by chair Marcia Weber via electronic/telephonic media.

**APPROVAL OF THE MINUTES**

The minutes of the May 14, 2020 board meeting were approved on a motion by Chelsea Robertson, seconded by Jim Osborn, and carried.

**AUDIT-FINANCE COMMITTEE**

- a) **2020 Budget – Actual Forecast** – Mark Rogus informed the board of the Finance Committee's review and acceptance of the budget – actual forecast. He introduced Tony Marzolino to review the forecast with the board.
- b) **Approval of Sales Standard Operating Procedure** - Mark Rogus informed the board that during its June 9, 2020 meeting, the Audit Committee approved the newly revised Sales Standard Operating Procedure to replace the prior version.

**STRATEGIC PLANNING COMMITTEE**

- a) **Southern Tier Coalition Study and Report** – John Sharkey and Steve Manning reported on a conference call the Coalition members had with Spectrum representatives on June 4th. Spectrum shared its plans to build out to 1,700 new addresses in Steuben County, 278 in Schuyler County, 150 in Tioga County, 2,500 in Chemung County, and 3,000 in Yates County by September 2021.
- b) **Fujitsu Market Assessment Report** – Representatives from the Fujitsu Study Team joined the meeting electronically and presented a summary of the 5-County Market Assessment Study. Board members requested that Fujitsu follow up with each County to confirm the findings and County decisions on design locations.

**GOVERNANCE COMMITTEE REPORT**

- a) **Yates County IRU Amendment** – Marcia reported that Hage & Hage will communicate with the Yates County attorney that STN will conditionally agree to modifications to the STN-Yates County IRU relating to transfer of assets, based on the lawful process involved in the event of dissolution. Jack Wheeler, Tim O'Hearn, and Aaron Dowd requested a copy of the STN Certificate of Incorporation, which was discussed during this report. Marcia also reported the committee requested Hage & Hage to register the Southern Tier Network trademark.

**EDA/ESD DIVERSITY GRANT AWARD** – Steve reported that he is awaiting EDA's scheduling of the project kickoff meeting.

**WEBSITE REPORT** – Steve reported the new website is now live and asked board members to share any issues/modifications they find with the site. Alan Eusden reported that upon doing a Google search on "Southern Tier Network," he found that STN's website was not the first to post. This will be referred back to the website's coder.

**SALES & MARKETING REPORT**

On a motion duly made (Sharkey/Rogus) and carried, at 12:00 PM the board went into **executive session** for discussion of contractual, financial, and customer-specific information.

On a motion duly made (Eusden/McIntosh) 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, July 9, 2020.

**ADJOURN** – On a motion duly made (Rogus/Sharkey) and carried, the meeting adjourned at 12:10 PM.

Respectfully submitted,

Steve Manning