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**Southern Tier Network, Inc.
May 13, 2021
Zoom Meeting
Board Meeting Minutes**

ATTENDANCE

Board Members: Carl Hayden; Chelsea Robertson; Judith McIntosh; Nonie Flynn, Jim Osborn; John Sharkey; Mark Rogus; Marcia Weber; Steve Wilber; Dave Hopkins. Jack Wheeler, Tim O’Hearn, Alan Eusden, Howard Zingler

Guests: LeeAnn Tinney, David Sheen

Management: Tony Marzolino, Jeff Gasper, Steve Manning

CALL TO ORDER – the meeting was called to order at 10:05 AM by chair Marcia Weber via Zoom.

1. APPROVAL OF THE MINUTES

The minutes of the April 8, 2021 board meeting were approved on a motion by Jim Osborn, seconded by Alan Eusden, and carried.

2. Finance Committee Report

- a. Mark and Tony reviewed the first quarter financial actuals (balance sheet and P&L).
- b. Mark reported on the Finance Committee’s review of the 2020 IRS 990 and CHAR 500 reports, making a motion for board approval and submission of the reports, seconded by Judy McIntosh, and unanimously approved by the board.
- c. Mark also reported on the Finance Committee’s review of the board’s request for additional personnel resources and the associated budgetary parameters, informing the board that the Committee is revising its Long-Range Financial plan for presentation during the June board meeting.

3. Governance Committee

- a. **Report on Enterprise Risk – Continuity Planning** – Marcia reported on the Committee’s progress in developing an inventory of staffing resources, duties, and responsibilities. She also reported on the Committee’s recommendation to hire a field specialist (outside plant engineer) in response to the continuity/sustainability risk identified in the Audit Committee’s Enterprise Risks Identification assessment document. A motion to begin the search process for the outside plant engineer was made by Chelsea Robertson, seconded by Jim Osborn, and unanimously approved by the board, contingent on the Finance Committee’s budget review.

4. Strategic Planning Committee –

- a. **Discussion on BRS and Next Steps** - On a motion duly made by (Sharkey/Rogus) and carried, at 11:06 AM the board went into **executive session** for discussion of contractual, financial, and customer-specific information.

5. Sales & Marketing Report

On a motion duly made (Sharkey/McIntosh) and carried, at 11:45 AM the board came out of **executive session with no action being taken.**

6. Other - None

NEXT BOARD MEETING – The next STN board meeting will be held on Thursday, June 10, 2021.

ADJOURN – On a motion duly made (Robertson/McIntosh) and carried, the meeting was adjourned at 11:50 AM.

Respectfully submitted,

Steve Manning
CEO, STN