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**Southern Tier Network, Inc.**

**June 8, 2023**

**Board Minutes**

**In-Person/Zoom Meeting**

**ATTENDANCE**

**Board Members:** Fonda Chronis; Aaron Dowd; Alan Eusden; Carl Hayden; John Sharkey; Jack Wheeler; Steve Wilber; Chelsea Robertson, Patty Wahba; Nonie Flynn; Marcia Weber; Howard Zingler; James Osborn

**Absent:** Judy McIntosh; Dave Hopkins

**Management:** Tony Marzolino, Jeff Gasper, Ben Rydzewski, Patrick Miller

**1. Approval of Minutes from the April 13, 2023 meeting**

The minutes of the April 13, 2023 meeting were approved on a motion by James Osborn, seconded by Alan Eusden, and carried.

**2. Finance Committee Report**

The Audit Committee discussed the 990 with the board and answered questions from the board members. The board accepted the 990 on a motion by Steve Wilber, seconded by Patty Wahba, and carried.

The Finance Committee and Mr. Marzolino presented the NTIA Grant financials to the board; Patty Wahba reviewed the project analysis, and she and Tony Marzolino answered questions from the board members. All praised Mr. Marzolino for his excellent work.

**3. Outside Plant and Engineering Report (executive session)**

The operations team provided an update on the ConnectAll-NYPA Nichols FTTH project. The engineering team provided an update on the EDA Diversity project.

The board entered into executive session to discuss contractual, sales, and personnel issues on a motion by Carl Hayden, seconded by John Sharkey, and carried.

**4. Sales and Marketing Update (executive session)**

The management team provided an update to the board on several current enterprise sales opportunities.

**5. Governance Committee Report (executive session)**

The board discussed the CEO goals. The board exited executive session on a motion by Aaron Dowd, seconded by Chelsea Robertson, and carried. No actions were taken.

**6. Other**

The board voted to approve the CEO merit increase of 5% on a motion by Chelsea Robertson, seconded by John Sharkey, and carried.

**7. Adjourn – the meeting adjourned at 12:10 pm on a motion by Carl Hayden, seconded by Chelsea Robertson, and carried.**

Respectfully submitted,  
Jeff Gasper, CEO, STN