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Southern Tier Network, Inc.

September 14, 2023

Board Minutes

In-Person/Zoom Meeting

ATTENDANCE

Board Members: Judy McIntosh; Aaron Dowd; Carl Hayden; Steve Wilber; Chelsea Robertson, Patty Wahba; Marcia Weber; James Osborn; Howard Zingler; Alan Eusden; Shawn Rosno
Absent: Dave Hopkins; John Sharkey; Jack Wheeler; Nonie Flynn
Management: Tony Marzolino; Jeff Gasper

Shawn Rosno, Interim County Administrator of Schuyler County, was introduced as Schuyler's representative to the STN Board.

1. Approval of Minutes from the July 13, 2023 meeting

The minutes of the July 13, 2023 meeting were approved on a motion by Chelsea Robertson, seconded by Judy McIntosh, and carried.

2. Finance Committee Report

Due to Patty Wahba's delay due to another meeting, Judy McIntosh presented the finance reports. Judy reported first on the Audit Committee, which had sent out an Audit Request for Proposal (RFP) to four firms. Judy described the responses to the RFP, and after discussion, the board voted to proceed with the committee's recommendation to approve EFPR's RFP response proposal for a 3-year term on a motion made by Carl Hayden, seconded by Aaron Dowd, and carried.

Judy then reported that the Finance Committee discussed the Q2 financials and the upcoming PARIS budget.

3. Governance Committee Report

The Governance Committee reviewed the Board Meeting Calendar for 2024. Jeff will send this out to the full board. The committee discussed the review of the 2023/24 CEO Goals. The committee reviewed the recent staffing updates, and Jeff provided an update on the newly hired staff.

4. Outside Plant and Engineering Report

The management team provided updates on the ConnectAll-NYPA Nichols FTTH project; the EDA Diversity project; and STN network monitoring upgrades.

The board entered into executive session to discuss contractual, sales, and personnel issues on a motion by Aaron Dowd, seconded by Chelsea Robertson, and carried.

5. Sales and Marketing Update (executive session)

The management team provided an update to the board on several current sales opportunities and ongoing projects.

The board exited executive session on a motion by Chelsea Robertson, seconded by Carl Hayden, and carried.

Patty Wahba joined the meeting.

6. Other

The October STN board meeting will be held to approve the PARIS budget.

7. Adjourn – the meeting adjourned at 11:06 am on a motion by Patty Wahba, seconded by Aaron Dowd, and carried.

Respectfully submitted,
Jeff Gasper, CEO, STN