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Southern Tier Network, Inc.

October 12, 2023

Board Minutes

In-Person/Zoom Meeting

ATTENDANCE

Board Members: Judy McIntosh; Dave Hopkins; Carl Hayden; Chelsea Robertson, Patty Wahba; Marcia Weber; James Osborn; Howard Zingler; Alan Eusden; Shawn Rosno; Nonie Flynn; John Sharkey

Absent: Aaron Dowd; Jack Wheeler; Steve Wilber

Management: Tony Marzolino; Jeff Gasper

1. Approval of Minutes from the September 14, 2023 meeting

The minutes of the September 14, 2023 meeting were approved on a motion by James Osborn, seconded by Carl Hayden, and carried.

2. Finance Committee Report

Patty Wahba presented the finance committee meeting's report. The committee reviewed and approved the PARIS budget submission. They will revise the budget through the fourth quarter and report back to the board in December or January. The board approved the PARIS budget for submittal on a motion by Chelsea Robertson, seconded by Patty Wahba, and carried.

3. Governance Committee Report

The Governance Committee discussed the subject of HR support, given that the number of STN employees has increased. The committee suggested reviewing STN's current payroll administrator to see if they or another firm would offer both payroll and HR support functions for ease and potential cost benefits. Board members provided their insight on potential firms; management will engage with those firms to explore options.

4. Outside Plant and Engineering Report

The management team provided updates on the ConnectAll-NYPA Nichols FTTH project. At the request of Mr. Sharkey, management will compose a summary document for the Nichols FTTH project for the board's review and future reference.

The management team provided an update on STN's ongoing network enhancement efforts.

The board entered into executive session to discuss contractual and sales items on a motion by Carl Hayden, seconded by Judy McIntosh, and carried.

5. Sales and Marketing Update (in 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 James Osborn, seconded by Chelsea Robertson, and carried.

6. November & December Board Meeting Discussion

The board discussed and approved having the November 2023 board meeting via Zoom only and not having a December 2023 board meeting.

7. Other

8. Adjourn – the meeting adjourned at 11:03 am on a motion by James Osborn, seconded by Judy McIntosh, and carried.

Respectfully submitted,
Jeff Gasper, CEO, STN