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Southern Tier Network, Inc.

February 8, 2024

Board Minutes

In-Person/Zoom Meeting

ATTENDANCE

Board Members: Judy McIntosh; Dave Hopkins; Chelsea Robertson; Shawn Rosno; Aaron Dowd; Patty Wahba; Marcia Weber; James Osborn; Alan; Jessica Mullins; John Sharkey, Carl Hayden; Steve Wilber

Absent: Jack Wheeler, Howard Zingler, Alan Eusden

Management: Tony Marzolino; Jeff Gasper, Patrick Miller

1. Approval of Minutes from the December 11, 2023 Special Meeting

The minutes of the December 11, 2023 meeting were approved on a motion by Steve Wilber, seconded by Judy McIntosh, and carried.

Approval of Minutes from the January 11, 2024 Meeting

The minutes of the January 11, 2024 meeting were approved on a motion by James Osborn, seconded by Chelsea Robertson, and carried.

2. Governance Committee Report

The Governance Committee reviewed the annual meeting items in preparation for the board meeting.

3. Annual Meeting Items

The Governance Committee recommended the election of officers: Marcia Weber, Chair; Chelsea Robertson, Vice Chair; Patty Wahba, Treasurer; Jack Wheeler, Secretary. The board approved the election of those officers on a motion by Aaron Dowd, seconded by James Osborn. The Governance Committee recommended approval of board members James Osborn, Dave Hopkins, and John Sharkey for new three-year terms. On a motion by Steve Wilber, seconded by Judy McIntosh, the board approved all unanimously. The board approved the STN Mission Statement on a motion by Steve Wilber, seconded by Judy McIntosh. The board approved the 2024 Organizational Chart on a motion by Aaron Dowd, seconded by Jame Osborn.

4. Outside Plant Engineering Report

The management team provided an update on the Ithaca POP site and EXFO network monitoring equipment.

5. Sales and Marketing Update (executive session) –

The board entered into executive session on a motion by Chelsea Robertson, seconded by James Osborn, and carried.

6. **Other - Office Space Discussion (executive session)** The board discussed office space options.

The board exited executive session on a motion by Judy McIntosh, seconded by Steve Wilber, and carried.

The management team discussed the ConnectALL MIP, Municipal Infrastructure Program for which the team was preparing a response. The board approval to submit a ConnectALL MIP application was approved on a motion by Chelsea Robertson, seconded by Aaron Dowd, and carried.

7. **Adjourn** – the meeting adjourned at 12:00 PM on a motion by Chelsea Robertson, seconded by Steve Wilber, and carried.

Respectfully submitted,
Jeff Gasper, CEO, STN