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Southern Tier Network, Inc.

April 11, 2024

Board Minutes

In-Person/Zoom Meeting

ATTENDANCE

Board Members: Judy McIntosh; Jack Wheeler; Chelsea Robertson; Shawn Rosno; Patty Wahba; Marcia Weber; James Osborn; Jessica Mullins; John Sharkey, Carl Hayden; Steve Wilber

Absent: Howard Zingler, Alan Eusden, Dave Hopkins, Aaron Dowd

Management: Tony Marzolino; Jeff Gasper

1. Approval of Minutes from the February 8, 2024 Meeting

The minutes of the February 8, 2024 meeting were approved on a motion by Carl Hayden, seconded by Judy McIntosh, and carried.

2. Finance and Audit Committee Report

The FINCOM reviewed the 2023 Audit results. The board voted to approve the 2023 Audit on a motion by Carl Hayden, seconded by Judy McIntosh, and carried. The Finance Committee discussed ongoing work on the Single Audit by management and the committee. The board is not finished with the Single Audit review and will discuss the Single Audit at its next meeting.

3. Governance Committee Report

The Governance Committee reviewed the 2023 and 2024 Board Evaluation summary results. The committee plans to review the CEO Goals for the 2024/25 year at its next meeting in May.

4. Outside Plant Engineering Report

The management team provided an update on the Network POP sites and new EXFO network monitoring equipment.

5. Sales and Marketing Update (executive session) – The board entered into executive session to review sales opportunities on a motion by James Osborn, seconded by Shawn Rosno, and carried.

6. Other - Board Member Discussion (executive session)

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

7. Adjourn – the meeting adjourned at 11:40 AM on a motion by Carl Hayden, seconded by Patty Wahba, and carried.

Respectfully submitted,
Jeff Gasper, CEO, STN