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Minutes
March 14, 2013
8 Denison Parkway East, Suite 310, Corning, NY

ATTENDANCE

Board Members: David Hopkins; Michael Krusen; Judith McIntosh; Mark Middaugh; Timothy O'Hearn; Mark Rogus; Marcia Weber; Jack Wheeler; Howard Zingler

Excused: Mark Alger; Michael Printup; Thomas Santulli

CEO: Steven Manning

Guests: Joseph Starks, ECC

Call to Order: The meeting was called to order at 10:05 a.m. by Chair Marcia Weber in the conference room at the STC office.

1. **APPROVAL OF THE MINUTES**

On a motion duly made (Michael Krusen/Howard Zingler) and carried, the minutes of the February 14, 2013 meeting were approved.

2. **FINANCIAL/AUDIT COMMITTEE REPORT** – (handed out at the meeting) Mark Rogus presented the 4th quarter and year-end financial reports. Bonadio is preparing the STN 2012 audit and will present it at the April board meeting.

3. **GOVERNANCE COMMITTEE REPORT**

a) **Report on Attorney Search** – it was reported that five legal firms had been contacted/interviewed to fill the STN attorney vacancy created by the resignation of Jim Townsend. The five firms are: Rossettie Rosettie and Martino; Keyser, Maloney, Winner; Sayles & Evans; Hage & Hage; and Nixon Peabody. The board asked for more clarification regarding Hage & Hage's and Nixon Peabody's scope of work. The governance committee will obtain that. On a motion duly made (Mark Rogus/Tim O'Hearn) and carried, the board delegated the task of engaging an attorney to the governance committee, which was directed to choose between Nixon Peabody and Hage & Hage.

b) **ABO – Board Performance Evaluation Review** – Steve Manning presented the summary of the Confidential Evaluation of Board Performance forms for 2013. The summary needs to be submitted to the NYS Authorities Budget Office by March 31, 2013. The board discussed the summary findings and suggested that future evaluation reports include an action plan if the evaluation warranted it.

c) **STN Mission Review, Modification, Approval** – (emailed to the board) the NYS Authorities Budget Office, Section 2824-a, requires that the STN Mission Statement be reviewed annually. The board suggested small changes to the current mission

statement. The revised mission statement will be submitted to ABO by the end of March 2013. It was recommended that STN develop a shorter, more compact mission statement for the 2014 fiscal year. On a motion duly made (Mark Rogus/Timothy O'Hearn) and carried, the revised mission statement was approved.

- d) **ABO Board Member Training Requirements** –ABO Training is required for all board members. Registration for training can be done through the ABO website; www.abo.ny.gov .

4. **SOUTHERN TIER REGIONAL ECONOMIC DEVELOPMENT COUNCIL**

- a) **Discussion of NYS Broadband Connect Grant Awards** – the application submitted for the expansion of the network to the Binghamton area did not get funded. There will be another round of grants next year.

Yates County received a grant award for broadband, and Joe Starks discussed opportunities for STN to work with Yates County.

5. **PROJECT REPORT**

On a motion duly made (Mark Rogus/Jack Wheeler) and carried, the board went into **Executive Session** for the purpose of discussing contractual and client-related information.

On a motion duly made (Dave Hopkins/Mark Rogus) and carried, the board came out of executive session with no action being taken.

- a) **Project Timeline – Design and Construction** (emailed prior to the meeting) – Joe Starks reviewed a construction map and project timeline for the week ending 02/28/13.
- b) **Marketing Update.** (emailed prior to the meeting) ECC continues to market the Southern Tier Network and discussed possible partners/customers.
- c) **NYSEG Report** – Communication issues between NYSEG management and ECC have been resolved, and work is underway.

6. **OTHER**

- a) **Broadband Chemung and Schuyler County Interoperability Grant Review** - Schuyler and Chemung counties received a grant to expand their microwave systems, and Southern Tier Network was named as the recipient of the governance section of the grant. STN could receive approximately \$400,000 and will discuss with the counties how the funding would be used.
- b) **Visit to Sullivan Park Research and Development Center** – Marcia reported on the very impressive tour of Corning Incorporated's Sullivan Park Research Center. There are opportunities for STN to work with Corning's researchers and developers on network testing methodologies.

- 7. **ADJOURN** – the next board meeting will be on April 11, 2013. Upon a motion duly made (Mark Rogus/Mike Krusen) and carried, the meeting adjourned at 12:20 p.m.

Respectfully submitted,
Susan M. Cratsley, Recording Secretary