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Southern Tier Network, Inc.
October 11, 2018
Board Meeting Minutes

ATTENDANCE

Board Members: Timothy Dennis; Alan Eusden; Carl Hayden; Dave Hopkins; Judy McIntosh; Tim O’Hearn; Jim Osborn; Chelsea Robertson; Mark Rogus; John Sharkey; Marcia Weber; Howard Zingler

Excused: Jack Wheeler; Steve Wilber

CEO: Steven Manning

Accountant: Tony Marzolino

Guests: Joe Starks; Andy Lukasiewicz, ECC Technologies

CALL TO ORDER – The meeting was called to order at 10:00 AM by chair Marcia Weber in the STC conference room.

On a motion duly made by Mark Rogus/Alan Eusden and carried, the board went into **EXECUTIVE SESSION** for discussing contractual, financial, and customer-specific information.

On a motion duly made by John Sharkey/Carl Hayden and carried, the Board came out of **EXECUTIVE SESSION** with **NO ACTION** being taken.

1. **APPROVAL OF THE MINUTES** –On a motion duly made (Rogus/Sharkey) and carried, the minutes of the September 13, 2018 meeting were approved.
2. **AUDIT - FINANCE COMMITTEE REPORT**
 - a) **Project STN-01076 -0 STLS Cost to Budget Discussion** – discussed in executive session.
 - b) **Report on Long-Range Financial Planning Model** – Mark Rogus stated the finance committee has a 2- step process for board, relating to the Long-Range Financial Planning Model: today’s presentation – allowing directors to digest material over the next month-or-two; as the committee continues to work the Model with updates occurring at future meetings.
 - c) **2019 Budget Submission to NYS Authorities Budget Office (PARIS)** - The finance committee recommended board approval of the 2019 budget for submission into the NYS Public Authorities Reporting Information System (PARIS). The budget was distributed and reviewed. On a motion duly made (Hayden/Hopkins) and carried, the board approved the finance committee’s recommendation. The 2019 Budget will be submitted to PARIS by the October 31, 2018 deadline.

3. **GOVERNANCE COMMITTEE REPORT**

- a) **Strategic Direction Discussion**– discussed in executive session.
- b) **Board Member Directory** – the board member directory was distributed. Directors were asked to send to Susan or Steve any changes or modifications that need to be made.
- c) **2019 Board Meeting Calendar Approval** – the governance committee reviewed the 2019 board meeting dates. Board meetings will be held on the 2nd Thursday at 10:00 AM and the Governance Committee will be the same day at 9:00 AM.

4. **ECC REPORT –**

On a motion duly made (Rogus/Sharkey) and carried, the board went into **EXECUTIVE SESSION** for discussing contractual and customer-specific information.

On a motion duly made (Osborn/McIntosh) and carried, the Board came out of **EXECUTIVE SESSION** with **NO ACTION** being taken.

- 5. **NEXT BOARD MEETING** – The next meeting will be held on Thursday, November 8, 2018.

ADJOURN –the meeting adjourned at 12:05 PM.

Respectfully submitted,
Susan M. Cratsley
Recording Secretary