

MINUTES
FINGER LAKES REGIONAL TELECOMMUNICATIONS DEVELOPMENT CORPORATION
dba AXCESS ONTARIO
BOARD OF DIRECTORS MEETING
February 23, 2017

Members Present:

Don Culeton
John Dorak
Michael Manikowski
Bob Seem (by phone)
Camille Sorensen
Andrew (Drew) Wickham

Members Absent:

Mary Krause
John Sheppard
Mark Tolbert

Others Present:

Sean Barry, CEO
Bob Lowenthal (elected to Board at meeting)
Andy Lukaszewicz, ECC Technologies
Terry Phillips, The Bonadio Group (by phone)
Helen Zamboni, Underberg & Kessler

The February 23, 2017 meeting of the Board of Directors of the Finger Lakes Regional Telecommunications Development Corporation, dba Axxcess Ontario, was called to order in the Ontario County Second Floor Conference Room, County Municipal Building, 20 Ontario Street, Canandaigua, NY at 3:31 p.m. by Vice Chairman John Dorak.

APPROVAL OF THE MINUTES:

A motion to approve the minutes of the January 23, 2017 meeting was made by Drew Wickham, seconded by Mike Manikowski. Motion carried.

GOVERNANCE:

Bob Seem introduced Bob Lowenthal, recently retired from Canandaigua National Bank. On a motion made by Don Culeton, seconded by Drew Wickham, Bob was elected to the Board of Directors in the Class of 2020. On a motion made by Drew Wickham, seconded by Don Culeton, the proposed amendment to the Bylaws of the Corporation, of which notice was given on or about January 27, to remove therefrom the *ex officio* director position held by the Executive Director of the Board of Cooperative Educational Services serving Ontario County was adopted.

It was recognized that at the March meeting of the board a new Treasurer and Secretary need to be elected, given the resignation of Doug Mossbrook in January and the impending departure of Camille Sorensen.

The board expressed its thanks to Doug Mossbrook for his many years of service.

SALES & OPERATIONS UPDATE:

At 3:38 p.m., a motion was offered by Mike Manikowski, seconded by Drew Wickham, to go into executive session for the discussion of the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale of exchange of securities held by the Corporation as publicity would substantially affect the value thereof. Motion carried. At 4:53 p.m., a motion was offered by Mike Manikowski, seconded by Drew Wickham, to leave executive session. Motion carried.

On a motion made by Drew Wickham, seconded by Don Culeton, the proposed engagement of The Bonadio Group, acting through Terry Phillips, to provide CFO services for 2017 was approved.

At 4:59 p.m., a motion was made by Mike Manikowski, seconded by Drew Wickham, to adjourn. The motion passed.

Next meeting will be March 23 at 3:30 p.m.

Distribution:

All Board Members, present and absent
Ontario County Board of Supervisors
Clerk's Office, Board of Supervisors
Mary Krause, County Administrator
Mary Gates, Deputy County Administrator
Gary L. Curtiss, County Attorney
Cathy Bentzoni, County Finance Officer
Michael Wojcik, Economic Development