

MINUTES
FINGER LAKES REGIONAL TELECOMMUNICATIONS DEVELOPMENT CORP.
dba AXCESS ONTARIO
BOARD OF DIRECTORS MEETING
March 26, 2020

Members Present (all by Webex teleconference):

Don Culeton
John Dorak
Bob Lowenthal
Michael Manikowski
Bob Seem

Members Absent:

Mary Krause
John Sheppard
Andrew (Drew) Wickham

Others Present (all by Webex teleconference):

Sean Barry, CEO
Gary Edom, Flaherty Salmin
Terry Phillips, Bonadio
Helen Zamboni, Underberg & Kessler

The March 26, 2020 meeting of the Board of Directors of the Finger Lakes Regional Telecommunications Development Corp., dba Axxcess Ontario, was called to order on a Webex teleconference at 2:30 p.m. by Chairman Bob Seem. Sean Barry announced that Mary Krause will be stepping down as Ontario County Administrator effective at close of business today, and will be replaced in the *ex officio* role as Axxcess Ontario by her successor or that person's designee.

APPROVAL OF MINUTES:

A motion was made by John Dorak, seconded by Bob Lowenthal, to approve the minutes of the board meeting on January 31, 2020. Motion carried.

AUDIT PRESENTATION:

Bob Seem introduced Gary Edom, CPA, from Flaherty Salmin. Gary presented the results of the audit of Axxcess Ontario's 2019 financial statements. He noted that the auditors have issued a "clean" opinion, that in the process of conducting the audit no journal entries or adjustments were made to the financials, and that there were no difficulties in conducting the audit or disagreements with management. Gary pointed out that the Lease to Purchase Agreement with Empire Long Distance that closed in early 2018 effected several changes in the financial results, as in the 2018 audit report. There was discussion about whether a note should be added to address the potential impact of Covid-19 on AO's financial results going forward under Subsequent Events. The auditors felt it would not be necessary, given AO is in telecom and telecom is now the backbone of how business is conducted. However, the board felt that something should be said, so a note will be added to address this issue. With that, John Dorak

moved, seconded by Don Culeton, that the audit report with the additional note be accepted. Motion carried.

Terry pointed out that the date to file the 990 has been moved to July 15, but AO always requests an extension. Gary will file for an extension, as per usual.

Terry brought to the board's attention that at the time the Citizens' loan is paid off, with rates as low as they are, AO may not have enough cash to cover payment of the swap liability when the time comes. Terry also informed the board that Empire Access' payments under the lease remain current, though made by paper check.

It was decided to schedule the next board meeting to approve the 990 and the proposed budget at a later time.

At 3:20 p.m., a motion was made by John Dorak, seconded by Don Culeton, to adjourn. Motion carried.

Distribution:

All Board Members, present and absent
Ontario County Board of Supervisors
Clerk's Office, Board of Supervisors
Brian H. Young, Deputy County Administrator
Holly A. Adams, County Attorney
Mary M. Gates, County Finance Officer
Michael Wojcik, Economic Development