

MINUTES
FINGER LAKES REGIONAL TELECOMMUNICATIONS DEVELOPMENT CORPORATION
dba AXCESS ONTARIO
BOARD OF DIRECTORS MEETING
May 27, 2015

Members Present:

Don Culeton
John Dorak (by phone)
John Garvey
Michael Manikowski
Bob Seem
John Sheppard
Camille Sorensen
Mark Tolbert
David Smith

Members Absent:

Fred Damiano
Doug Mossbrook
Johnny Walker

Others Present:

Sean Barry, CIO
Andy Lukasiewicz, Ed Hemminger, ECC Technologies
Terry Phillips, Bonadio & Co.
Helen Zamboni, Underberg & Kessler

The May 27, 2015 meeting of the Board of Directors of the Finger Lakes Regional Telecommunications Development Corporation, dba AxcCESS Ontario, was called to order in the Ontario County Economic Development Conference Room, Mezzanine Level, County Municipal Building, 20 Ontario Street, Canandaigua, NY at 12:35 p.m. by Chairman John Sheppard.

Chairman Sheppard welcomed Don Culeton to the board and everyone present introduced him/herself to Don.

APPROVAL OF THE MINUTES:

The minutes of the April 17 meeting as corrected to note that Johnny Walker (not John Dorak) seconded the motion to adjourn that meeting were approved following a motion by John Dorak, seconded by Mike Manikowski.

FINANCIAL UPDATE:

Terry Phillips informed the board that AxcCESS Ontario is on extension to file its 990 late this year for 2014. The 990 in draft will be circulated to the board in preparation for its approval at the June board meeting.

SALES AND OPERATIONS:

At 12:37 p.m., a motion was offered by Mike Manikowski, seconded by Mark Tolbert, 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 12:59 p.m., a motion was offered by Mark Tolbert, seconded by John Garvey, to leave executive session. Motion carried.

2015 Contract Expirations and CEO/Sales Agent Discussion

Chairman Sheppard updated the board on his ongoing discussions with Joe Starks of ECC Technologies to amend the financial terms of Axxess Ontario's contract to reduce costs, especially for the sales and marketing component of ECC's services. At 1:03 p.m., a motion was offered by Mark Tolbert, seconded by Camille Sorensen, 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 1:27 p.m., a motion was offered by John Garvey, seconded by Mark Tolbert, to leave executive session. Motion carried. A motion was then made by Mark Tolbert, seconded by David Smith, authorizing the Chairman to develop and publish RFPs for design, engineering, finance, bookkeeping, construction and maintenance activities with the objective of having new contracts for these activities in place effective January 1, 2016. Motion carried. The Chairman also reported that until the corporation has adequate resources, the effort to obtain a CEO on a contract basis will have to be delayed and that as a result Sean Barry's services as CEO will continue. The Executive Committee will be brought together as soon as possible to deliberate on and finalize the terms of the contract with ECC for its sales and marketing efforts, and administration and network operations and monitoring activities, to be effective June 1, 2015.

The Chairman also asked Mark Tolbert to send out another survey to get best dates for the June meeting and hopefully be able to find the most available date for regularly-scheduled meetings for the remainder of 2015.

At 1:53 p.m., a motion was made by John Dorak, seconded by Mark Tolbert, to adjourn. The motion passed.

Distribution:

All Board Members, present and absent
Ontario County Board of Supervisors
Clerk's Office, Board of Supervisors
John Garvey, County Administrator
Daryls McDonough, Deputy County Administrator
John Park, County Attorney
Cathy Bentzoni, County Finance Officer
Michael Wojcik, Economic Development