

MINUTES
FINGER LAKES REGIONAL TELECOMMUNICATIONS DEVELOPMENT CORPORATION
dba AXCESS ONTARIO
BOARD OF DIRECTORS MEETING
September 24, 2015

Members Present:

Don Culeton
John Dorak
Michael Manikowski
Bob Seem
John Sheppard
Camille Sorensen
Mark Tolbert
Johnny Walker

Members Absent:

Fred Damiano
John Garvey
Doug Mossbrook
David Smith

Others Present:

Andy Lukaszewicz, Jeff Gasper, ECC Technologies
Helen Zamboni, Underberg & Kessler

The September 24, 2015 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 Economic Development Conference Room, Mezzanine Level, County Municipal Building, 20 Ontario Street, Canandaigua, NY at 3:30 p.m. by Chairman John Sheppard. The Chairman informed the Board that Fred Damiano had advised Sean Barry that he (Fred) would be leaving the area by the end of the year. He also asked Sean, given his (Fred's) lack of attendance to date and this development, whether the Board still wanted him as a member. The Board agreed to accept this request as Fred's resignation. After some discussion about whether another candidate should be sought to replace Fred, it was decided to leave the Board at 11 members for now. The Chairman then thanked John Garvey in absentia for his service; this would have been his last meeting. John's successor as County Administrator is due to be announced shortly and that person, or his or her designee, will succeed John in the ex officio position on the Board. Bob Seem pointed out that two members of the Board (John Dorak and Don Culeton) have terms expiring at the annual meeting this coming January and expressed his hope that both would choose to remain on the Board.

APPROVAL OF THE MINUTES:

The minutes of the August 27 meeting were corrected by Mark Tolbert, as he should have been listed among those absent (though he wasn't named as among those present), than approved following a motion by Johnny Walker, seconded by Mark Tolbert.

FINANCIAL UPDATE:

Terry Phillips was unable to attend in person and sent a package of information and a short written report. There remains a difference between the budgeted and actual revenues, primarily due to the delays by one customer in commencing a project. Expenses were affected by a \$10,000 credit from ECC to reflect the reduction in the fixed charges retroactive to June 1. Terry is working with Citizens Bank on renewing the \$4.0M primary loan, which is likely to be offered on the same terms as at present. There will be a fee of \$2,000 charged by the bank in connection with the renewal, which will have to be paid at closing. Also, Terry noted that the auto-deduct established with Citizens to pay debt service was erroneously underpaying the principal, so there will be a one-time true-up of \$16,000 to correct this. Sean will need to sign an authorization for it. Finally, the Board will need to approve the 2016 budget at the October meeting so that the budget can be uploaded into the PARIS system by October 31. Chairman Sheppard asked Johnny Walker to coordinate a meeting with Doug Mossbrook and Terry before then.

SALES AND OPERATIONS:

At 3:42 p.m., a motion was offered by John Dorak, seconded by Bob Seem, 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 4:14 p.m., a motion was offered by Don Culeton, seconded by Johnny Walker, to leave executive session. Motion carried.

At 4:20 p.m., a motion was made by Mark Tolbert, seconded by Johnny Walker, to adjourn. The motion passed.

Distribution:

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