

FINGER LAKES REGIONAL TELECOMMUNICATIONS DEVELOPMENT CORP.

MEETING MINUTES

The Board met in Executive Session on April 11 and 20, 2011 to discuss certain contract proposals for services to the Corporation. The meeting was called to order by Chairman Ward at 1:00 pm. Attending were Astles, Manikowski, Mossbrook, Seem, Shepard, Smith, Sorenson, VonBerg and Ward; also attending was counsel to the Corporation, Townsend, who acted as secretary of the meeting.

After extensive discussion of various alternatives and timing of needs for executive functions, the Board resolved as follows:

1. The highest executive position of the Corporation shall perform the duties as set forth in the job description presented to the Board;
2. The Executive Director/CEO shall serve at the pleasure of the Board, report directly to the board and be the sole point of contact for all operational functions of the corporation such as engineering, operations, sales and marketing and finance;
3. The Board accepts the proposal of Edward E. Hemminger to provide executive function services through 2011;
4. Mr. Hemminger, as the top executive will assist the Board over the next six months in organizational development of the TDC, the development of a strategic vision for the Corporation as it matures from construction to operation of the dark fiber ring consistent with the mission of the corporation.

Respectfully submitted,

James T. Townsend, Acting Secretary

MINUTES
FINGER LAKES TELECOMMUNICATIONS DEVELOPMENT CORP.
d/b/a AXCESS ONTARIO
BOARD OF DIRECTORS MEETING
March 25, 2011

Members Present:

Mike Ward, Ultralife Corporation
Geoff Astles, County Administrator
Michael Manikowski, Ontario County Economic Development
Doug Mossbrook, Eagle Mountain, Inc.
Steve von Berg, Pervasive Solutions
John Sheppard, Town of Seneca
Camille Sorensen, Wayne Finger Lakes BOCES

Members Absent:

Robert Seem, Cornell Ag & Food Tech Park
David R. Smith, Plures Technologies

Others Present:

Edward Hemminger, Chief Information Officer, Ontario County
Meghan Connor Murphy, Dixon Schwabl
Andy Lukasiewicz, ECC Technologies
James Townsend, Esq., Remington, Gifford, Williams & Colicchio
Linda Wiener, on behalf of The Bonadio Group

The Meeting for the Board of Directors of Axxcess Ontario (aka Finger Lakes Regional Telecommunications Development Corporation) was called to order by Mike Ward at 10:05 a.m. in the conference room of the Ontario County Economic Development Office.

Chair Ward thanks the Board for allowing him the opportunity to chair this Board. Chair Ward would also like to recognize Geoff Astles for the tremendous job he has done steering this board up to this point. Chair Ward would like to request a motion to recognition Geoff Astles' efforts.

A motion was offered by Mike Manikowski and was seconded by John Sheppard. Motion carried.

Mike Manikowski introduces a guest, Brennan Cantee. Mr. Cantee is a student from Alfred University. He is doing a paper on the Access Ontario and the development of the fiber optic ring. He will be giving a presentation in China.

MINUTES

A motion was offered by John Sheppard and was seconded by Doug Mossbrook to approve the minutes of December 17, 2010 and January 14, 2011 with a correction. The correction is on the January 14, 2011 minutes under open discussion. The word "town" should be changed to "county." The sentence shall read as follows "He further explained that this company is bringing a service of advanced technology to this county." All in favor; motion carried.

AUDIT COMMITTEE UPDATE

Linda Weiner informed the board that the audit was complete. She discussed the details of findings from the audit, with the board.

Ed Hemminger discussed approval of a motion by the board to authorize the audit committee to review the audited financials and allow Bonadio to post them on the PARIS report. We will bring the entire audit package to the Board at the next meeting.

A motion was made by John Sheppard and was seconded by Mike Manikowski to authorize the Audit committee (with the addition of the Treasurer) to act on the board's behalf to approve the final audit so that it can be completed by the end of the month.

It was decided that when the audit comes in, it will be emailed out and Chair Ward will organize a conference call to discuss with any board members who wish to participate.

CFO AND ACCOUNTING UPDATES

Linda Weiner reviewed the January 31, 2011 Balance Sheet and the Profit & Loss Sheet with the Board. Ms. Weiner told the Board that Bonadio would have budget projections at the next meeting.

LEGAL UPDATE

Mr. Townsend gave a property tax update.

Mr. Townsend distributed a disclosure form for Board members to sign and pass them back. Mr. Townsend said he will also be filing an Authority Mission Statement.

DIXON SCHWABL UPDATE

Megan Connor Murphy updated the committee on the website. Ed Hemminger said that he did a contract with a hosting company and Dixon is now working with them on the website. The existing website will be cleaned up and the bios updated.

DESIGN, ENGINEERING AND CONSTRUCTION UPDATE

Andy Lukasiewicz told the board that he had reformatted his monthly operational update. He reviewed the Construction, Operations, Sales and Marketing, and Strategy with the board.

Mr. Lukasiewicz and Mr. Hemminger spoke to the board about strategies for increasing revenue. Mr. Lukasiewicz told that board that ECC will be hiring a person in May 2011 to contact and educate. Mr. Hemminger stated that we are adapting our sales and marketing approach to meet not only the needs of the organization, but the also of our customers. We are doing whatever we can to adapt to the current market place. Further discussion took place regarding education, sales and marketing.

It was decided to postpone Jim Townsend's training presentation until the next meeting.

EXECUTIVE SESSION

At 11:17 a.m., a motion was made by Mike Manikowski and was seconded by John Sheppard to enter into executive session for the purpose of discussing certain contract proposals for services. Motion carried.

At 12:15 pm a motion was made by Steve von Berg and was seconded by Geoff Astles to come out of executive session. Motion carried. No actions were taken in Executive Session.

Being no further business to come before the Board, the meeting was adjourned at 12:16 pm All were in favor to adjourn. The next Board Meeting is scheduled for 10:00 a.m. on April 22, 2011 in the Economic Development Conference Room.

Respectfully submitted,
Reliefta Kramer

Distribution:

All attendees, present and absent
Ontario County Board of Supervisors
Darlys McDonough, Deputy County Administrator
Maureen Duggan, Economic Development

John Park, County Attorney
Clerk's Office, Board of Supervisors
Cathy Bentzoni, County Finance Officer
Mary Gates, Economic Development