

MINUTES
FINGER LAKES REGIONAL TELECOMMUNICATIONS DEVELOPMENT CORPORATION
dba AXCESS ONTARIO
BOARD OF DIRECTORS MEETING
March 29, 2013

Members Present:

Geoff Astles, Retired County Administrator
John Dorak, Noyes Memorial Hospital IT Director
Ed Hemminger, SMS
Michael Manikowski, Ontario County Economic Developer
Donna Reeves-Collins, Rich Products
John Sheppard, Supervisor, Town of Seneca
Camille Sorenson, Wayne Finger Lakes BOCES
Steve von Berg, Pervasive Solutions

Members Absent:

John Garvey, County Administrator
Doug Mossbrook, Eagle Mountain, Inc.
Robert Seem, Cornell Ag & Food Tech Park
David R. Smith, Ontario County Citizen

Others Present:

Sean Barry, Ontario County CIO
Meghan Connor Murphy, Dixon Schwabl
Gary Edem, Salmin, Celona Wehrle & Flaherty, LLP
Reliefia Kramer, Recording Secretary
Andy Lukasiewicz, ECC Technologies
Terry Phillips, Bonadio & Co.
Joe Starkes, ECC Technologies

The 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 by Chair Donna Reeves-Collins at 10:07 a.m.

APPROVAL OF THE MINUTES

Chair Reeves-Collins requested a change to the minutes. Under Members Present, it should be Donna Reeves-Collins, Rich Products not Rich Projects.

Chair Reeves-Collins requested a motion to approve the minutes of February 22, 2013 with the above mentioned correction.

Ed Hemminger made a motion, which was seconded by Supervisor Sheppard to approve the February 22, 2013 minutes. Motion carried.

FINANCIAL UPDATE

Terry Phillips introduced Gary Edem, Auditor from Salmin, Celona, Wehrle & Flaherty, LLP. Mr. Phillips distributed copies of the Audited Financial Statements to the Board. Mr. Edem gave a presentation of the 2012 Financial Statement for the Board.

Mr. Phillips recommends approval of the acceptance of the 2012 Financial Statement.

Supervisor Sheppard made a motion, which was seconded by Geoff Astles to approve of the acceptance of the 2012 Financial Statement. Motion carried.

The Board thanked Mr. Edom and he left the meeting.

Mr. Phillips reviews February Financials with the Board.

SALES & OPERATIONS UPDATE

Andy Lukasiewicz updated the Board on Sales and Operations.

EXECUTIVE SESSION

At 10:40 a.m., a motion was offered by Ed Hemminger and was seconded by Geoff Astles to go into Executive Session for the purpose of discussing the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such body but only when publicity would substantially affect the value thereof. Motion carried.

At 11:40 a.m., a motion was offered by Ed Hemminger and was seconded by Mike Manikowski to come out of Executive Session. Motion carried.

SALES & OPERATIONS CONTINUED

The Board discussed and proposed resolution of support and authorization to proceed with the FLCC campus project, at no expense to the county, and subject to approval by the FLCC Projects Committee and the Finance Committee.

A motion was made by Geoff Astles and was seconded by Supervisor Sheppard to approve the above mentioned resolution. Motion carried.

Chair Collins-Reeves assigned a committee to work with Yates County. The committee members are Terry Phillips, Geoff Astles, and John Dorak.

Chair assigned a committee to work on the language of Line of Credit. The committee members are Terry Phillips, Finance, and the new legal counsel.

PR UPDATE

Megan Connor-Murphy gave a marketing update to the Board and discussed the PR proposal with the Board.

Chair Collins-Reeves requests a motion to approve the PR proposed contract with Dixon Schwabl.

Geoff Astles made a motion, and was seconded by Supervisor Sheppard to approve the above mentioned PR contract with Dixon Schwabl. Motion carried.

LEGAL COUNSEL UPDATE & RECOMMENDATION

Sean Barry updated the Board on the findings of legal search committee. The search committee recommends the appointment of Helen **Zamboni**, Underberg & Kessler.

*Supervisor Sheppard made a motion, which was seconded by John Dorak to accept the recommendation of the Legal Search Committee and appoint Helen **Zamboni** as legal counsel for Axxess Ontario. Motion carried.*

NEXT MEETING – April 26, 2013

ADJOURNMENT

A motion was made by Mike Manikowski and was seconded by Ed Hemminger to adjourn the March 29, 2013 Axxess Ontario Board of Directors Meeting at 12:00.

Distribution:

All attendees, present and absent
Ontario County Board of Supervisors
Clerk's Office, Board of Supervisors
Darlys McDonough, Deputy County Administrator

John Garvey, County Administrator
John Park, County Attorney
Cathy Bentzoni, County Finance Officer
Michael Wojcik, Economic Development