



ALLEGANY COUNTY
TELECOMMUNICATIONS
DEVELOPMENT CORP.

**BOARD MEETING
MINUTES
July 14, 2021**

Attending: Craig Clark, Phil Curran, Kier Dirlam, Dwight Fanton, Chuck Jessup, Debra Root, Jerry Scott

Others Present: Richard Zink, Wayne Hawley, Dave Pullen, Nancy Jo Pullen, Alex Mann

1. CALL TO ORDER:

- a. The meeting was called to order at 5:42 pm by the Chairman Curran.

2. MINUTES:

- a. **On a motion by Jerry Scott and 2nd by Chuck Jessup the minutes from the June 9, 2021 meeting were reviewed and approved.**

3. CORRESPONDENCE:

Secretary's Report - None

4. FINANCIAL:

- a. **Treasurer's Report** – The report was sent to the board members prior to the meeting.

i. **Accounting/Book keeping Report** – Treasurer reviewed the information provided.

ii. **Pay the Bills** – **On a motion by Deb Root and 2nd by Dwight Fanton to pay the bills. Approved.**

- a. **Grants:** Update

i. Materials are ordered – CPE equipment is ordered.

ii. Need paperwork from Allegany County to allow the towers to be climbed.

- b. **Billing Last Mile Providers:** Discussed Win-Win Wireless shutting down as of the end of July 2021. **On a motion by Jerry Scott and 2nd by Phil Curran the board determined that we will not invoice Win-Win for the month of July for service. Approved.**

5. INFRASTRUCTURE:

- a. **Technical Review Committee Report;**

i. Discussed the Angelica device issues – the wiring is compromised at that site possibly due to the previous lightning strikes.

ii. We need to get an automatic rebooting device for the equipment so that service calls aren't required to each tower every time it needs to be rebooted.

iii. QDE non-traffic control system is needed.

iv. IVP6 is a faster protocol that is being worked on to improve service.

6. LEGAL ISSUES:

a. Contracts

- i. Contract update. **The ACTDC Board has numerous contractual issues to discuss and are resolved after the Executive Session below.**

- ii. Executive Session

On a motion by Chuck Jessup and 2nd by Dwight Fanton the board went into executive session at 5:54pm. The ACTDC Board went into Executive Session to discuss: the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation;

On a motion by Dwight Fanton and 2nd by Deb Root the board came out of executive session at 6:06pm.

- iii. Attorney Representation:

On a motion by Chuck Jessup and 2nd by Jerry Scott to engage Daniel A. Spitzer of Hodgson Russ Attorneys for legal representation. Approved

- iv. Agreement to hold harmless to remove equipment from Wellsville Tower

On a motion by Deb Root and 2nd by Dwight Fanton hereby move we authorize the removal of any equipment from the property of the Rural Telephone Ltd and I further move that in removing this equipment and any other equipment from any party's property where there is no written lease with indemnification provisions, that the ACTDC shall defend, indemnify, and hold harmless any property owner for any and all claims made against the property owner and its agents and employees as a result of removing the equipment, unless due to the gross negligence, negligence, or willful misconduct of the property owner or its agents and employees. Approved

- v. Wellsville Tower Electric Service: **On a motion by Jerry Scott and 2nd by Chuck Jessup to cancel our electric service at the Wellsville Tower upon completion of the legal issues and/or the removal of our equipment at that site. Approved**

- vi. First Light authorization: **On a motion by Dwight Fanton and 2nd by Deb Root authorization to modify the contacts for our FirstLight broadband service to include Wayne Hawley, Phil Curran, Kier Dirlam and Richard Zink as authorized to work on behalf of ACTDC in relation to FirstLight. Approved.**

**vii. Paperwork to undertake the ARC Grant Funded work on Towers: On a motion by Deb Root and 2nd by Dwight Fanton to authorize the signature of agreement paperwork with Allegany County, Southern Tier West, Southern Tier Wireless related to the installation of equipment on the towers and removal of the old equipment by the Chairman or Vice-Chairman of ACTDC.
Approved**

b. Other legal related issues: Southern Tier Wireless Contracts: by consensus the ACTDC Board requested the Vice-Chairman to forward to the new attorney the two contracts for review related to maintenance of the system and the master agreement for last mile providers.

7. GOOD OF THE ORDER

Vice-Chairman Dirlam noted that the website is at approximately 80% complete and hope to have the draft available for board members review in August.

8. NEXT MEETING:

a. August 11, 2021 ~5:30PM following the Technical Review Committee meeting.

9. ADJOURNMENT:

a. On a motion by Jerry Scott and seconded by Dwight Fanton the meeting was adjourned at 6:18 PM.

Notes as taken by Kier Dirlam