

ILLINOIS VALLEY PUBLIC TELECOMMUNICATIONS CORPORATION

AD HOC GOVERNANCE COMMITTEE (BY CONFERENCE CALL)

May 13, 2013

Minutes

Present: Andrew Rand, Chairman, Wayne Baum, Jon Burklund, Chet Tomczyk, and Chuck
Absent: Barbara Leiter

The call commenced at 3:00 pm.

Mr. Rand reviewed the transition from the current bylaws to an amended version which will be voted on by the full Board at their June 6, 2013 meeting. Part of that transition will involve the term expiration of all current Trustees and the election of a new slate of Directors. There will be terms of one, two and three years to assure that there is as little loss of corporate memory as possible, as we work toward a consistent three year cycle. The new bylaws will allow for a range of 19 to 24 Directors. There will be one class of voting Directors with diversity pursued by gender, race, ethnicity, geography, occupation and economic status.

The committee then reviewed the current roster of Trustees to determine who would normally rotate off or who had given notice of their desire to end their terms on the Board.

Potential new candidates were recommended and assignments given to determine their level of interest. Information will be shared with the President for inclusion on a slate to be considered by the Board.

The Committee then agreed on a slate of officers it would recommend to the Board for FY 2014.

The meeting ended at 3:50 p.m.

Respectfully submitted,

Chet Tomczyk
President & CEO