

WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

Minutes of the regular meeting of Board of Directors of the Western Regional Off-Track Betting Corporation, (“Western”) held on the 23rd day of May 2024 and commencing at 10:22 a.m. in the *Boardroom*, Corporate Headquarters at 8315 Park Road Batavia, New York.

Participating was:

Absent:

| | | | |
|-------------|--------------------------|---------|---------|
| Erie | Timothy Callan | Monroe | Wilmot |
| Buffalo | Crystal Rodriguez-Dabney | Genesee | Zambito |
| Rochester | Dennis Bassett | Wayne | Vacant |
| Niagara | Elliott Winter | Seneca | Vacant |
| Chautauqua | Vincent W. Horrigan | | |
| Steuben | Michael Horton | | |
| Cattaraugus | Mark C. Burr | | |
| Cayuga | Terrance Baxter | | |
| Livingston | Thomas Wamp | | |
| Wyoming | Susan May | | |
| Orleans | Edward Morgan | | |
| Oswego | Mark Bombardo | | |
| Schuyler | Paul Bartow | | |

constituting the Directors of all participating municipalities.

Also participating were Henry F. Wojtaszek, President & CEO; Scott P. Kiedrowski, Chief Operating Officer; Jacquelyne A. Leach, Chief Financial Officer; William R. White, Vice President – Administration; Sean S. Schiano, Vice President – Operations; John M. Owens, Associate Counsel; Steven Haigh, Internal Auditor, Ryan Hasenauer, Director of Marketing; Megan M. Glor, Director of Purchasing; Antonella Rotilio; Labor Relations Rep.; Lori Fuller, Non-Supervisory Union Steward, Frank Skiba, Supervisory Union Steward.

A roll of the membership of the Board having been called, Mr. Kiedrowski declared a quorum present.

Chairman Dennis Bassett proceeded to conduct the meeting following the published Agenda for this regular meeting.

Chairman Bassett asked Director Callan to lead the assemblage in the Pledge of Allegiance.

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Chairman Bassett asked for a moment of silence for Vincent Giammarva, NYS Thruway employee and the husband of Western's employee Patricia Giammarva who was killed in a work-related accident on the Thruway May 9, 2024.

Approval of Previous Minutes:

Chairman Bassett called for amendments, additions, deletions, or corrections to the minutes of the previous meeting of April 25, 2024. There being none, a motion was made by Director Wamp and seconded by Director Baxter to approve the April minutes as submitted. The minutes were approved unanimously by voice vote.

Communications:

Mr. Scott P. Kiedrowski, Chief Operating Officer reported several thank you notes including:

A thank you note from Sue Underwood, Executive Director at Genesee Cancer Assistance for the meatballs and sauce donation for the annual Spaghetti Dinner.

A thank you note from Susan Jones, Rotary Club of Jamestown Community Service Fund, Inc. for the Stay and Play package for a successful community auction on May 18.

A thank you note from Rae Frank of Independent Living of the Genesee Region for the Stay and Play package.

A thank you note from Diana Prinzi, Genesee Justice for the sponsorship.

A thank you note from Laura Heltz, Executive Director U.S. Army Veteran, for the Stay and Play package.

A thank you note from Phoebe Wright Seres, and Mark Pietruszka Gala-Co Coordinators, Friends of Niagara University Theatre for the Stay and Play package donation for the 38th Annual Theatre Gala.

Personnel Committee Report:

Committee Chairman Winter reported that the Personnel Committee meeting was held on Wednesday May 22, 2024, at 1:02 p.m.

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Personnel Committee Report continued:

Director Winter reported that at 1:02 p.m. a motion was made by Director Winter, seconded by Director May to enter Executive session for the discussion of 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.

At 3:30 p.m. Executive Session ended.

The Personnel Committee was adjourned at 3:30 p.m.

Advertising & Promotions Committee Report:

Committee Chairperson May reported that the Advertising & Promotions Committee meeting was held on Wednesday May 22, 2024, at 3:30 p.m.

Director May reported that Mr. Ryan Hasenauer, Director of Marketing reviewed images of the upcoming hotel offers. Upcoming events like the Bourbon and Whiskey Fest and the Summer Concert Series were also reviewed.

Director May reported the Mr. Hasenauer reviewed photos from on-site events including Vino at the Casino, How to Bet Event, Kentucky Derby Gala and the Tacos and Tequila Festival.

Director May reported that 2,250 tickets were given to local Genesee County Vets for the upcoming Concert Series.

The Advertising & Promotions Committee meeting adjourned at 3:40 p.m.

Finance Committee Report:

Committee Chairman Horton reported that the Finance Committee meeting was held on Wednesday May 22, 2024, at 3:42 p.m.

Director Horton reported that Mrs. Jacquelyne A. Leach, Chief Financial Officer reviewed the April 2024 Chief Financial Officer Reports with Committee members. Mrs. Leach discussed the results of operations for branches and Batavia Downs.

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Finance Committee Report continued:

The Corporation will distribute \$43,165 in surcharge revenues to member municipalities for April.

Director Horton reported that Mrs. Leach encouraged Members to review the weekly Regional VGM Numbers highlighting Batavia Downs Gaming net win performance through April as compared to same period 2024 and 2023.

The Finance Committee meeting adjourned at 4:10 p.m.

Branch Operations Committee:

Committee Chairman Burr reported the Branch Operations Committee meeting was held on Wednesday May 22, 2024, at 4:10 p.m.

Director Burr reported that Ms. Dina Pane, General Manager of OTB Operations informed the Committee of Memorial Day branch hours. The Belmont is June 8th and Branches will open at 10:30 a.m.

Director Burr reported that Ms. Pane provided an E-Z Bet Update, and she thanked Director Horton for visiting two EZ Bets in Steuben County, Wooden Nickel on Derby Day and Southside in Hornell on Preakness day. EZ Bet Anniversary parties in June are Jimmy's in Niagara County on Friday June 7th at 1:00pm and Dewey's 3rd Ward Tavern in Seneca County on Sunday June 9th at 1:00 p.m.

Director Burr reported that Ms. Pane reviewed May 1 through May 19, 2024, Batavia Bets that was down 1.17% or \$11,000. She stated advertising around Batavia Bets has increased sign-ups by about 50 people during that period. Batavia Bets is down 7.82% year to date.

The Branch Committee meeting adjourned at 4:20 p.m.

Insurance Committee Report:

Committee Chairman Horrigan reported that the Insurance Committee meeting was held on Wednesday May 22, 2024, at 4:30 p.m.

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Insurance Committee Report continued:

Director Horrigan reported the Resolution 51-2024 was presented **Resolution 51-2024** was presented for Video Lottery License Bond. Philadelphia Indemnity Insurance Company, ("Philadelphia") has agreed to provide a surety bond in the amount of \$600,000.00 at the annual cost of \$27,000.00 payable to Lawley, Inc.

Upon motion by Director Horrigan and seconded by Director Morgan a roll call vote was taken and passed unanimously to approve the video lottery license bond. Ayes: 13; Nays: 0; Absent: 2; Wilmot, Zambito; Vacant: 2; Seneca, Wayne. **See Resolution 51-2024.**

Resolution 53-2024 was presented for Lawley, LLC for the Insurance Renewal Premium Package for 2024-2025. Staff are recommending the Board of Directors of Western accept such a proposal and to enter into an agreement with Lawley Inc. to provide insurance coverage for the renewal premium of \$1,138,691.54.

Upon motion by Director Horrigan and seconded by Director Bombardo a roll call vote was taken and passed unanimously to enter into an agreement with Lawley Inc. to provide insurance coverage for the renewal premium of \$1,138,691.54 Ayes: 13; Nays: 0; Absent: 2; Wilmot, Zambito; Vacant: 2; Seneca, Wayne. **See Resolution 53-2024.**

The Insurance Committee meeting adjourned at 4:38 p.m.

Legislative Committee Report:

The Legislative Committee did not meet.

Audit Committee Report:

The Audit Committee did not meet.

Batavia Downs Operations Committee Report:

Committee Chairman Morgan reported the Batavia Downs Operations Committee meeting was held on Wednesday May 22, 2024, at 4:38 p.m.

Director Morgan reported that Mr. Sean S. Schiano, Vice President - Operations

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Batavia Downs Operations Committee Report continued:

provided gaming statistics to the Committee.

Director Morgan reported that Resolution 50-2024 was presented for Advanced Hood Cleaning, the lowest responsible bidder to clean the hood vents in the on-site restaurants at Batavia Downs in the amount of \$16,150.00.

Upon motion by Director Morgan and seconded by Director Horton a roll call vote was taken and passed unanimously to engage Advanced Hood Cleaning Solutions in the amount not to exceed \$16,150.00. Ayes: 13; Nays: 0; Absent: 2; Wilmot, Zambito; Vacant: 2; Seneca, Wayne. **See Resolution 50-2024.**

Director Morgan reported that Resolution #52-2024 was presented for Superstruct Architecture PC for the architectural services for the construction of a partial 2-story 1000sq. ft continuity warehouse at Batavia Downs Gaming in the amount of \$47,330.

After a brief discussion by Director Callan, Resolution 52-2024 was tabled. Upon motion by Director Morgan and seconded by Director Baxter a voice vote was taken and passed unanimously to table Resolution 52-2024 for Superstruct Architecture PC.

The Batavia Downs Operations committee meeting adjourned at 5:03 p.m.

New Business:

Director Horrigan congratulated Mrs. Leach and the Finance team for the 2023 Financial Audit that was reported.

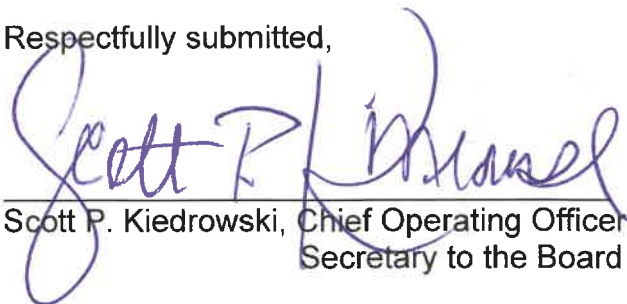
The next Committee and Board meeting is scheduled for June 26 and June 27, 2024, respectively.

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Adjournment:

Upon motion made by Director Burr to adjourn seconded by Director Winter the meeting was adjourned at 10:27 a.m.

Respectfully submitted,



Scott P. Kiedrowski, Chief Operating Officer
Secretary to the Board

/pma

RESOLUTION - #50-2024

WHEREAS, it is the corporate responsibility of the Western Regional Off-Track Betting Corporation ("Western") to operate its various locations including its Batavia Downs Gaming location in a safe and efficient manner, while providing the best experience available to our patrons and employees; and

WHEREAS, Western needs to have the hood vents in the on-site restaurants at Batavia Downs cleaned; and

WHEREAS, Advanced Hood Cleaning Solutions of Livonia, NY was the lowest responding bidder to the March 27, 2024 public bid; and

WHEREAS, staff recommends that the Board of Western engage Advanced Hood Cleaning Solutions to clean the hood vents at the on-site restaurant areas at Batavia Downs for a price not to exceed \$16,150.00; and now therefore

BE IT RESOLVED, that Western's Board of Directors agrees to engage Advanced Hood Cleaning Solutions to clean the hood vents at the on-site restaurant areas at Batavia Downs for a price not to exceed \$16,150.00, and

BE IT FURTHER RESOLVED, that an officer of Western is hereby authorized to execute an agreement that reflects the Board's actions.

Respectfully submitted,

Dated: May 23, 2024
Batavia, New York

Resolution #50-2024 shall take effect immediately upon adoption.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, motion was made by Director Morgan and seconded by Director Horton which results were as follows:

| | <u>Aye</u> | <u>Nay</u> | <u>Abstain</u> | <u>Absent</u> |
|--------------------------|------------|------------|----------------|---------------|
| Timothy Callan | [X]24 | [] | [] | [] |
| James Wilmot | []20 | [] | [] | [X] |
| Crystal Rodriguez-Dabney | [X]10 | [] | [] | [] |
| Dennis Bassett | [X]8 | [] | [] | [] |
| Elliott Winter | [X]8 | [] | [] | [] |
| Vincent W. Horrigan | [X]5 | [] | [] | [] |
| Mark Bombardo | [X]4 | [] | [] | [] |
| Michael Horton | [X]3 | [] | [] | [] |
| Vacant | []3 | [] | [] | [X] |
| Mark Burr | [X]3 | [] | [] | [] |
| Terrance Baxter | [X]3 | [] | [] | [] |
| Thomas Wamp | [X]2 | [] | [] | [] |
| Charles Zambito | []2 | [] | [] | [X] |
| Susan May | [X]1 | [] | [] | [] |
| Edward Morgan | [X]1 | [] | [] | [] |
| Vacant | []1 | [] | [] | [X] |
| Paul Bartow | [X]1 | [] | [] | [] |

The Resolution was thereupon duly adopted.

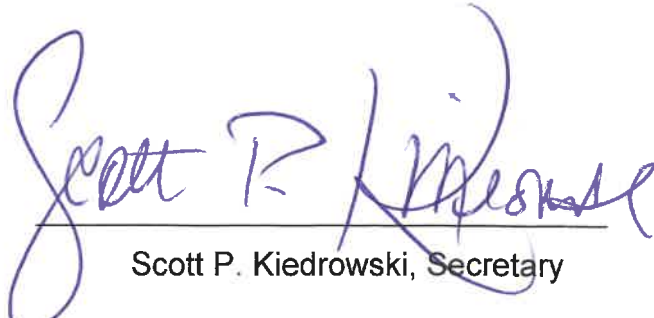
STATE OF NEW YORK)
) SS:
COUNTY OF GENESEE)

I, the undersigned Secretary of Western Regional Off-Track Betting Corporation ("Western"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on May 23, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of Western had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of Western present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed, or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 23rd day of May 2024.



Scott P. Kiedrowski, Secretary

RESOLUTION #51-2024

WHEREAS, it is the Corporate responsibility of the Western Regional Off-Track Betting Corporation (“Western”) to operate its various locations including Batavia Downs Gaming in a safe and efficient manner; while providing the best experience available to patrons and employees; and

WHEREAS, according to 9NYCRR Part 5103.5 it is required of Western to provide a surety bond to the State of New York Gaming Commission,

WHEREAS, Philadelphia Indemnity Insurance Company, (“Philadelphia”) has agreed to provide a surety bond in the amount of \$600,000.00 at the annual cost of \$27,000.00 payable to Lawley, Inc. (“Lawley”) as insurance agent,

WHEREAS, staff requests that the Board of Directors of Western authorize the purchase of the surety bond at a cost of \$27,000.00 from Philadelphia, made payable to Lawley; and therefore

BE IT RESOLVED, that the Board of Directors of Western authorize the purchase of the surety bond from Philadelphia, payable to Lawley for an annual premium of \$27,000.00; and

BE IT FURTHER RESOLVED, that an officer of the Corporation is hereby authorized to execute any document in furtherance of this resolution.

Respectfully submitted,

Dated: May 23, 2024

Batavia, New York

Resolution #51-2024 shall take effect immediately upon adoption.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, motion was made by Director Horrigan and seconded by Director Morgan which results were as follows:

| | <u>Aye</u> | <u>Nay</u> | <u>Abstain</u> | <u>Absent</u> |
|--------------------------|------------|------------|----------------|---------------|
| Timothy Callan | [X]24 | [] | [] | [] |
| James Wilmot | []20 | [] | [] | [X] |
| Crystal Rodriguez-Dabney | [X]10 | [] | [] | [] |
| Dennis Bassett | [X]8 | [] | [] | [] |
| Elliott Winter | [X]8 | [] | [] | [] |
| Vincent W. Horrigan | [X]5 | [] | [] | [] |
| Mark Bombardo | [X]4 | [] | [] | [] |
| Michael Horton | [X]3 | [] | [] | [] |
| Vacant | []3 | [] | [] | [X] |
| Mark Burr | [X]3 | [] | [] | [] |
| Terrance Baxter | [X]3 | [] | [] | [] |
| Thomas Wamp | [X]2 | [] | [] | [] |
| Charles Zambito | []2 | [] | [] | [X] |
| Susan May | [X]1 | [] | [] | [] |
| Edward Morgan | [X]1 | [] | [] | [] |
| Vacant | []1 | [] | [] | [X] |
| Paul Bartow | [X]1 | [] | [] | [] |

The Resolution was thereupon duly adopted.

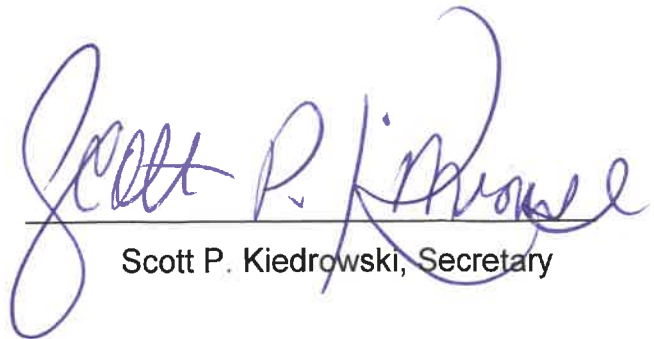
STATE OF NEW YORK)
) SS:
COUNTY OF GENESEE)

I, the undersigned Secretary of Western Regional Off-Track Betting Corporation ("Western"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on May 23, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of Western had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of Western present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed, or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 23rd day of May 2024.


Scott P. Kiedrowski, Secretary

RESOLUTION - #52-2024

WHEREAS, it is the corporate responsibility of the Western Regional Off-Track Betting Corporation ("Western") to operate in the most efficient manner, and the most cost-effective manner, while providing the best experience to our customers; and

WHEREAS, Western will need architectural services for the construction of a partial 2-story building at Batavia Downs Gaming; and

WHEREAS, Western issued a Request for Proposal to twelve firms with one response received May 13, 2024; and

WHEREAS, the response to the RFP was from Superstruct Architecture PC, of 9212 Waddell Creek SW, Olympia, WA 98512; and

WHEREAS, staff recommends that Western accept the RFP from Superstruct Architecture PC for the architectural services for the construction of a partial 2-story 1000 sq. ft. continuity warehouse at Batavia Downs Gaming; and now therefore

BE IT RESOLVED, that Western's Board of Directors authorizes the acceptance of the proposal from Superstruct Architecture PC in an amount not to exceed \$47,330; and

BE IT FURTHER RESOLVED, that an officer of Western is hereby authorized to enter into such an agreement that reflects the Board's actions.

Respectfully submitted,

Dated: May 23, 2024
 Batavia, New York

RESOLUTION #53-2024

WHEREAS, the Western Regional Off-Track Betting Corporation (“Western”) has received a proposal for an Insurance Renewal Premium Package for 2024-2025 from Lawley, LLC. (“Lawley”) to provide Western with insurance coverage; and

WHEREAS, Staff is recommending to the Board of Directors of Western to accept such proposal and to enter into an agreement with Lawley of 361 Delaware Avenue, Buffalo, New York 14202 to provide insurance coverage for the renewal premium of \$1,138,691.54; and therefore, be it

RESOLVED, that the Board of Directors of Western hereby accepts the insurance renewal premium package proposal from Lawley to provide Insurance coverage to Western for the premium year 2024-2025 ending May 30, 2025, for the renewal premium of \$ 1,138,691.54; and further

RESOLVED, that an officer of Western is directed to execute such documents as to further this Resolution.

Respectfully Submitted,

Dated: May 23, 2024
Batavia, New York

Resolution #53-2024 shall take effect immediately upon adoption.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, motion was made by Director Horrigan and seconded by Director Bombardo which results were as follows:

| | <u>Aye</u> | <u>Nay</u> | <u>Abstain</u> | <u>Absent</u> |
|--------------------------|------------|------------|----------------|---------------|
| Timothy Callan | [X] 24 | [] | [] | [] |
| James Wilmot | [] 20 | [] | [] | [X] |
| Crystal Rodriguez-Dabney | [X] 10 | [] | [] | [] |
| Dennis Bassett | [X] 8 | [] | [] | [] |
| Elliott Winter | [X] 8 | [] | [] | [] |
| Vincent W. Horrigan | [X] 5 | [] | [] | [] |
| Mark Bombardo | [X] 4 | [] | [] | [] |
| Michael Horton | [X] 3 | [] | [] | [] |
| Vacant | [] 3 | [] | [] | [X] |
| Mark Burr | [X] 3 | [] | [] | [] |
| Terrance Baxter | [X] 3 | [] | [] | [] |
| Thomas Wamp | [X] 2 | [] | [] | [] |
| Charles Zambito | [] 2 | [] | [] | [X] |
| Susan May | [X] 1 | [] | [] | [] |
| Edward Morgan | [X] 1 | [] | [] | [] |
| Vacant | [] 1 | [] | [] | [X] |
| Paul Bartow | [X] 1 | [] | [] | [] |

The Resolution was thereupon duly adopted.

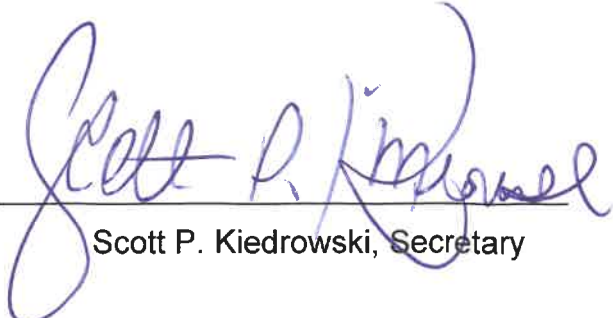
STATE OF NEW YORK)
) SS:
COUNTY OF GENESEE)

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I FURTHER CERTIFY that (A) all members of Western had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of Western present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed, or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 23rd day of May 2024.



Scott P. Kiedrowski, Secretary