

WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

Minutes of the regular meeting of the Board of Directors of the Western Regional Off-Track Betting Corporation, (“Western”) held on the 23rd day of January 2025 and commencing at 10:01 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	Wayne	Vacant
Rochester	Dennis Bassett	Livingston	Vacant
Niagara	Elliott Winter		
Chautauqua	Vincent Horrigan		
Oswego	Mark Bombardo		
Steuben	Michael Horton		
Cattaraugus	Mark Burr		
Cayuga	Terrance Baxter		
Genesee	Charles Zambito		
Wyoming	Susan May		
Orleans	Edward Morgan		
Seneca	Kyle Black		
Schuyler	Paul Bartow		

constituting the Directors of all participating municipalities

Also participating were Byron W. Brown, President & CEO; Steven M. Casey, Chief Administrative Officer/Chief of Staff; Scott P. Kiedrowski, Chief Operating Officer; Jacquelyne A. Leach, Chief Financial Officer; Sean S. Schiano, Vice President – Operations; Ryan Hasenauer, Vice President-Business Development, Danielle N. Fleming, Vice President-Human Resources; John M. Owens, Associate Council; Steven Haigh, Internal Auditor, Megan Glor, Director of Purchasing; Zachary Elliott, Controller, Michael DeGeorge, Director of Communications, Mike Pettinella, The Daily News, Howard Owens, The Batavian.

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

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

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

Approval of Previous Minutes:

Chairman Bassett called for amendments, additions, deletions, or corrections to the minutes of the previous meeting of December 12, 2024. There being none, a motion was made by Director Rodriguez-Dabney and seconded by Director Bartow to approve December 12, 2024, minutes as submitted. The minutes were approved unanimously by voice vote.

Chairman Bassett asked for nominations from the floor for the position of the Vice-Chairman of the Board of Directors. Director Horton nominated Director Morgan. Director Baxter seconded the nomination. Chairman Bassett moved to close the request for nominations seconded by Director Horrigan. A voice vote was taken and passed unanimously.

Newly elected Vice-Chairman Morgan thanked the members of the Board and looks forward to serving as Vice-Chairman.

Personnel Committee Report:

Committee Chairman Winter reported that the Personnel Committee meeting was held on Wednesday January 22, 2025, at 1:05 p.m.

Director Winter reported that at 1:05 p.m. a motion was made by Director Winter, seconded by Director Morgan to enter into Executive session for the discussion of the legal, 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.

Director Winter reported that the Executive Session ended at 2:36 p.m.

Director Winter reported that the salary grade for the Executive Office Manager position will move to a Grade 7 with a salary increase for that grade to reflect a range of \$90,000.00 to \$110,000.00 per year and to add the General Counsel position back into the salary grades due to the retirement of the President/CEO/General Counsel at a Grade 15 with a salary range of \$160,000.00 to \$180,000.00.

Upon motion by Director Winter and seconded by Director May a roll call vote was taken and passed. Ayes: 13; Nays: 1; Callan, Absent: 1; Wilmot; Vacant: 2; Livingston, Wayne.
See Resolution 23-2025

Personnel Committee Report:

Director Winter reported that Resolution 21-2025 was presented to amend the Executive Office Manager salary to \$105,737.60 effective October 24, 2024, it was mistakenly set at \$95,000.00 when it should have been set at \$105,737.60.

Upon motion by Director Winter and seconded by Director May a roll call vote was taken and passed. Ayes: 13; Nays: 1; Callan, Absent: 1; Wilmot; Vacant: 2; Livingston, Wayne. **See Resolution 21-2025**

Director Winter reported that there was a discussion regarding the Chief Financial Officer's contract amendment.

Upon motion by Director Winter and seconded by Director May a roll call vote was taken and did not pass. Ayes: 12; Nays: 2; Callan, Rodriguez-Dabney; Absent: 1; Wilmot; Vacant: 2; Livingston, Wayne.

Director Winter reported that the Personnel Committee agreed to table the two proposed employment contracts for the Chief Administrative Officer/Chief of Staff and Director of Communications.

The Personnel Committee adjourned at 2:39 p.m.

Finance Committee Report:

Committee Chairman Horton reported that the Finance Committee meeting was held on Wednesday January 22, 2025, at 2:45p.m.

Director Horton reported that Resolution 03-2025 was presented for ABC Cleaning Services for the additional two-year term of March 1, 2023, through February 28, 2025., at a monthly cost of \$8,905.97.

Upon motion by Director Winter and seconded by Director May a roll call vote was taken and passed. Ayes: 14; Nays: 0; Absent: 1; Wilmot; Vacant: 2; Livingston, Wayne. **See Resolution 03-2025**

Finance Committee Report continued:

Director Horton reported that Resolution 04-2025 was presented for ABC Cleaning Services for the additional two-year term of March 1, 2023, through February 28, 2025, at a monthly cost of \$2,901.93.

Upon motion by Director Horton and seconded by Director Morgan a roll call vote was taken and passed. Ayes: 14; Nays: 0; Absent: 1; Wilmot; Vacant: 2; Livingston, Wayne.
See Resolution 04-2025

Director Horton reported that Mrs. Jacquelyne Leach, Chief Financial Officer, reviewed the November 2024 Chief Financial Officer Reports with Committee members. Mrs. Leach discussed the results of operations for branches and Batavia Downs. The Corporation will distribute \$43,853.91 in surcharge revenues to member municipalities for November.

The Finance Committee meeting adjourned at 3:45 p.m.

Advertising & Promotions Committee Report:

Committee Chairperson May called the Advertising & Promotions Committee meeting to order on Wednesday January 22, 2025, at 3:52 p.m.

Director May reported that Mr. Ryan Hasenauer, Vice President-Business Development, reviewed images of upcoming hotel offers. Also, reviewed were the recent events held on site including New Year's Eve parties and Polka Buzz. The Thurman Thomas tailgate party on January 5th provided an opportunity for staff to talk with local elected officials.

Director May reported that Mr. Hasenauer reviewed upcoming events including Valentine's Weekend Dinner and Brunch, the Meat Raffle to benefit Roswell Park, the Legends and Stars Sports Expo, and the Brew Fest.

Director May reported that Resolution 06-2025 was presented for Electronic Field Productions in an amount not to exceed \$50,000.00 for the one-year period from February 1, 2025, through January 31, 2026, with three one-year options after the request for proposals were sent to two vendors and three local papers and received only one response.

Advertising & Promotions Committee Report continued:

Upon motion by Director May and seconded by Director Rodriguez-Dabney, a roll vote was taken and passed. Ayes: 13; Nays: 1; Callan, Absent: 1; Wilmot; Vacant: 2; Livingston, Wayne. **See Resolution 06-2025**

Director May reported that the committee decided to merge Resolutions 07-20 into one.

Upon motion by Director May and seconded by Director Bombardo a roll call vote was taken and passed by slate. Ayes: 13; Nays: 1; Callan, Absent: 1; Wilmot; Vacant: 2; Livingston, Wayne. **See Resolution 07-2025 through Resolution 20-2025.**

The Advertising and Promotions Committee meeting adjourned at 4:38 p.m.

Batavia Downs Operations Committee Report:

Committee Chairman Morgan reported the Batavia Downs Operations Committee meeting was held on Wednesday January 22, 2025, at 4:39 p.m.

Director Morgan reported that Mr. Don Hoover, Director Live Racing, provided a live racing handle update that included the five winter race days to date.

Director Morgan reported that Mr. Sean S. Schiano, Vice President - Operation provided gaming statics to the Committee. There are 939 games on the floor.

Director Morgan reported that Resolution 02-2025 was presented for Barre Stone Products Inc. Western recommends accepting the bid from Barre Stone Products, Inc. in an amount not to exceed \$50,000.00 annually with a 2-year contract, 1/31/25 – 12/31/27, with 2-year options to renew in an annual amount not to exceed \$50,000.00, which sum is an estimated annual cost savings of \$6,000.00 compared to previous pricing.

Upon motion by Director Morgan and seconded by Director Bartow a roll call vote was taken and passed. Ayes: 14; Nays: 0; Absent: 1; Wilmot; Vacant: 2; Livingston, Wayne. **See Resolution 02-2025**

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Batavia Downs Operations Committee Report continued:

Resolution 05-2025 was presented for Sysco Syracuse, LLC to approve a supplemental purchase order in the amount of \$6,162.04 with Sysco for food and related items through the end of 2024.

Upon motion by Director Morgan and seconded by Director Horton a roll call vote was taken and passed. Ayes: 14; Nays: 0; Absent: 1; Wilmot; Vacant: 2; Livingston, Wayne. **See Resolution 05-2025**

The Batavia Downs Operations committee meeting adjourned at 4:55 p.m.

Legal Committee Report:

Committee Chairperson Rodriguez-Dabney reported the Legal Committee meeting was held on Wednesday January 22, 2025, at 5:00 p.m.

Director Rodriguez-Dabney reported at 5:00 p.m. Director Zambito made a motion to enter into Executive Session seconded by Director Horrigan for the discussion of the legal, 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. A voice vote was taken and passed unanimously.

Director Rodriguez-Dabney reported that the Legal Committee came out of Executive Session at 5:30 p.m.

Director Rodriguez-Dabney reported that Resolution 01-2025 was presented for Schroder Joseph & Associates, LLC to authorize Western to make a settlement payment of \$20,000.00 directly through its attorneys Schroder, Joseph & Associates LLC.

Upon motion by Director Rodriguez-Dabney and seconded by Director Baxter a roll call vote was taken and passed. Ayes: 14; Nays: 0; Absent: 1; Wilmot; Vacant: 2; Livingston, Wayne. **See Resolution 01-2025**

The Legal Committee meeting adjourned at 5:30 p.m.

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Branch Operations Committee:

Committee Chairperson Burr reported the Branch Operations Committee meeting was held on Thursday January 23, 2025, at 8:30 a.m.

Director Burr reported that Ms. Dina Pane, General Manager of OTB Operations, provided a Branch Update.

Director Burr reported that Ms. Pane provided an E-Z Bet and Batavia Bets Update.

Director Burr reported that Mr. Scott P. Kiedrowski, Chief Operating Officer, discussed a detailed analysis of the branches that is still ongoing.

The Branch Committee meeting adjourned at 9:10 a.m.

Audit Committee Report:

Committee Chairman Zambito reported the Audit Committee meeting was held on Thursday January 23, 2025, at 9:20 a.m.

Director Zambito reported that Mr. Steve Haigh, Internal Auditor, held a discussion that included the Minimum Internal Control Standards (MICS) update for 2025, and the recent approval of Corporate Policies.

The Audit Committee meeting adjourned at 9:32 a.m.

Legislative Committee Report:

Committee Chairperson Bombardo reported the Legislative Committee meeting was held on Thursday January 23, 2025, at 9:33.

Director Bombardo reported that Mr. Byron W. Brown, President & CEO traveled to Albany for the State of the State. He reported that Mr. Brown met with elected leaders of Albany for discussions that included tax reduction, Igaming, OTB statutory payment reduction, and EZ-Bet 40-mile restriction.

The Legislative Committee meeting adjourned at 9:50 a.m.

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Insurance Committee Report:

The Insurance Committee did not meet.

New Business:

The next meeting is scheduled for February 26 and 27, 2025 respectively.

Adjournment:

Upon motion by Director Morgan, seconded by Director Baxter, the meeting was adjourned at 10:36 a.m.

Respectfully submitted,

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

/pma