

WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

Minutes of the special meeting of Board of Directors of the Western Regional Off-Track Betting Corporation, ("Western") held on the 16th day of December, 2020 and commencing at 11:04 a.m. in the *Grandstands*, Corporate Headquarters at 8315 Park Road Batavia, New York.

Participating were:

Buffalo	Michelle Parmer-Garner
Cattaraugus	Richard E. Haberer
Cayuga	Paul Lattimore, Jr.
Chautauqua	Allan Hendrickson
Genesee	Richard Siebert
Livingston	Thomas P. Wamp
Monroe	Richard D. Bianchi
Niagara	Elliott Winter
Orleans	Edward Morgan
Rochester	Dennis Bassett
Seneca	Richard L. Ricci
Steuben	Norman Schneider
Wayne	Ken Lauderdale
Wyoming	Susan May

Absent:

Erie	Warthling
Oswego	Darrow
Schuyler	Barnes

constituting the Directors of all participating municipalities.

Also participating were: Henry F. Wojtaszek, President & CEO; Scott Kiedrowski, Vice President Operations; William R. White, Vice President – Administration; Jacquelyne Leach, Chief Financial Officer; Steven Haigh, Internal Auditor; Mike Pettinella, The Batavian.

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

Chairman Bianchi proceeded to conduct the meeting following the published Agenda for this special meeting.

Chairman then asked Mike Pettinella, The Batavian to lead the assemblage in the Pledge of Allegiance.

1. **Batavia Downs Operations Committee:**

Mrs. Jacquelyne A. Leach, Chief Financial Officer informed the Committee of the Resolution #66-2020 for EVERI a sole source vendor to provide maintenance and repairs to Western's four (4) kiosks at an annual cost of \$29,191.20 through the period ending November 30, 2021.

Upon motion by Director Morgan and seconded by Director Wamp a roll call vote was taken. The motion passed to approve EVERI to provide maintenance and repairs to kiosks at an annual cost of \$29,191.20 through the period ending November 30, 2021. Ayes: 13; Nays: 0; Absent: 4; Warthling, Darrow, Barnes, May. **See Resolution attached.**

The Resolution #67-2020 was presented for the Vehicle Use Policy recommended by Staff to be amended and adopted as a policy of Western.

Upon motion by Director Morgan and seconded by Director Siebert a voice vote was taken. The motion passed to adopt the Vehicle Use Policy as amended. Ayes: 14; Nays: 0; Absent: 3; Warthling, Darrow, Barnes. **See Resolution attached.**

Mr. Henry F. Wojtaszek, President & CEO, discussed the possible purchase of a stage from a local company for the Batavia Downs Concert Series.

2. **Advertising Committee:**

Mr. Wojtaszek informed the Board that seven (7) of eight (8) concerts are confirmed for 2021.

3. **Finance Committee:**

Mrs. Leach informed the Board that November was a break even month. She reported that the loan forgiveness application was submitted with The Bank of Castile.

4. **Personnel Committee:**

Committee Chairman Winter made a motion to enter into Executive Session at 11:33 a.m. seconded by Director Morgan 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.

A motion was made by Director Winter and seconded by Director Haberer to come out of Executive Session at 12:21 p.m.

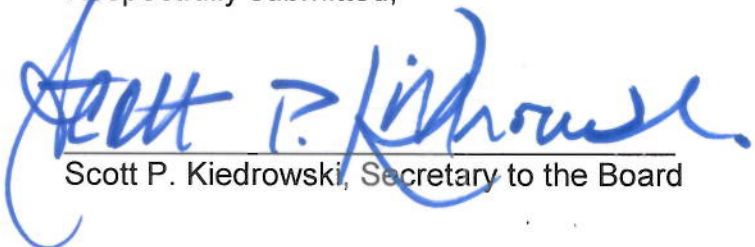
5. **New Business:**

The Committees and Board meeting's are scheduled for January 20 & 21, 2021 respectively.

6. **Adjournment:**

Director Morgan made a motion to adjourn which Director Haberer seconded. The meeting was adjourned at 12:22 p.m.

Respectfully submitted,



Scott P. Kiedrowski, Secretary to the Board

RESOLUTION - #66-2020

WHEREAS, it is the Corporate responsibility of the Western Regional Off-Track Betting Corporation ("Western") to operate Batavia Downs Gaming in an efficient manner, while providing the best experience available to our customers; and

WHEREAS, a Kiosk system allows our customers to cash gaming vouchers, as well as to utilize an ATM function; and

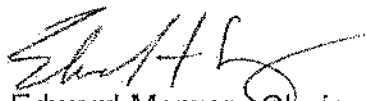
WHEREAS, a Kiosk system requires regular maintenance and repair to function properly; and

WHEREAS, Everi is a sole source vendor who proposed to provide routine maintenance and repairs to Western's four (4) Kiosks at an annual cost of \$29,191.20 through the period ending November 30, 2021; and therefore

BE IT RESOLVED, that the Western Regional Off-Track Betting Corporation Board of Directors accepts the proposal from Everi for a one (1) year period ending on November 30, 2021 for a Kiosk maintenance and repair service agreement for an amount not to exceed \$29,191.20; and

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

Respectfully submitted,



Edward Morgan, Chairman
Batavia Downs Operations Committee

Dated: December 16, 2020
Batavia, New York

RESOLUTION #67-2020

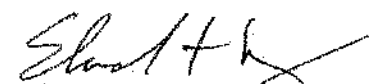
WHEREAS, the Western Regional Off-Track Betting Corporation ("Western") continues to review, establish and update its corporate policies; and

WHEREAS, the Board of Directors of Western, its Officers and Staff recommend that the attached Vehicle Use Policy, as amended, be adopted as a policy of Western.

THEREFORE, BE IT RESOLVED, that the Board of Directors of the Western hereby adopt the above referenced policy in the form attached to this resolution; and

BE IT FURTHER RESOLVED, that the Officers and Staff of the Corporation are hereby authorized and directed to take all steps necessary to implement this Policy.

Respectfully submitted,



Edward Morgan, Chairperson
Batavia Downs Operations Committee

Dated: December 16, 2020
Batavia, New York

WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

MOTOR VEHICLE USE POLICY

1). Use

Western Regional Off-Track Betting Corporation ("Western") provides vehicles for business purposes to specific authorized employees as approved by the Board of Western.

Rules applying to Use of Western Vehicles:

- Only for use by authorized employee.
- Western's vehicle is not to be driven while under the influence of alcohol or any controlled substance.
- Possession, transportation or consumption of alcohol or illegal drugs by anyone in the vehicle is not allowed.
- Driver and all passengers must wear available personal restraints.
- Report any accident immediately to police and your supervisor.

Any exceptions to these rules require advance, written approval by approved supervisor or officer. Violation of these rules will result in disciplinary action from removal of driving privileges to termination of employment.

2). Maintenance

Authorized drivers are required to properly maintain their assigned Western vehicles at all times. Vehicles should not be operated with any defect that would inhibit safe operation during current and foreseeable weather and lighting conditions. Preventive maintenance such as, but not limited to regular oil changes, lubrication, tire pressure, tire replacement, brake pad & rotor replacement and fluid checks determine to a large extent whether you will have a reliable, safe vehicle to drive and support work activities. You should have preventive maintenance on your vehicle, as required in the owner's manual, performed by a certified dealer.

3). Employee Use of Other than Western Owned Vehicles-For Business Use

Western does not assume any liability for bodily injuries or property damage the employee may become personally obligated to pay arising out of an incident occurring in connection with the operation of other than Western owned vehicles. The reimbursement to the employee for the operation of other than Western owned vehicles on Western business includes the allowance for the expense of automobile insurance. You are required to have minimum liability limits of \$250,000/\$500,000/\$100,000,00 plus EXCESS LIABILITY OF \$1,000,000. Western does not specify and assumes no responsibility for any other coverage employees carry on the vehicles used since this is a matter of individual status and preference. The employee is responsible for providing proof of coverage to Western on an annual basis.

4). **Traffic Violations**

Fines for parking or moving violations, towing, storage or impoundment are the personal responsibility of the assigned operator. Western will not condone nor excuse ignorance of any motor vehicle violations that result in court summons being directed to itself as owner of the vehicle.

Each driver is required to report all moving violations to a supervisor within 24 hours. This requirement applies to violations involving the use of any vehicle (Western, personal or other) while on Western business. Failure to report violations will result in appropriate disciplinary action, including revoking of driver privileges and possible termination of employment.

Please be aware that motor vehicle violations incurred during non-business (personal use) hours will also affect your driving status as well and are subject to review.

5). **Cellular Phones / Distractions**

Cellular phones should not be used while operating a vehicle unless the vehicle has hands free capability. Using a cell phone while driving leads to an increased risk of having an accident through a lack of attention to driving. Inattention is the #1 cause of vehicle accidents in America. Inattention can also involve adjusting the radio, eating, smoking, daydreaming, talking to passengers, things outside the vehicle, and other distractions.

6). **Accidents Involving Western Vehicles**

In the event of an accident:

- Call the police on all accidents and obtain a copy of the police report
- Do not admit negligence or liability.
- Do not attempt settlement, regardless of how minor.
- Get name, address and phone number of injured person and witnesses if possible.
- Exchange vehicle identification, insurance company name and policy numbers with the other driver.
- Take a photograph of the scene of accident if possible.
- Complete the accident report in your vehicle.
- Notify your supervisor immediately.

7). **Thefts**

In the event of the theft of a Western vehicle, notify local police and a supervisor immediately.

8). **Driver Responsibilities**

Each driver is responsible for the actual possession, care and use of the Western vehicle in their possession. Therefore, a driver's responsibilities include, but are not limited to, the following:

- Operation of the vehicle in a manner consistent with reasonable practices that avoid abuse, theft, neglect or disrespect of the equipment.
- Obey all traffic laws.
- The use of seat belts and shoulder harness is mandatory for driver and passengers.
- Adhering to manufacturer's recommendations regarding service, maintenance and inspection. Vehicles should not be operated with any defect that would prevent safe operation.
- Attention to and practice of safe driving techniques and adherence to current safety requirements.
- Restricting the use of vehicles to authorized driver.
- Reporting the occurrence of moving violations
- Accurate, comprehensive and timely reporting of all accident by an authorized driver and thefts of a Western vehicle to a supervisor.

Failure to comply with any of these responsibilities will result in disciplinary action, up to and including termination of employment.

9). **Preventable Accidents**

A preventable accident is defined as any accident involving a Western vehicle or any vehicle while being used on Western business that results in property damage and/or personal injury, and in which the driver in question failed to exercise every reasonable precaution to prevent the accident.

1. **Safety Guidelines to Prevent Accidents**

- Do Not Follow too close
- Do Not Drive too fast for conditions
- Do Not Fail to observe clearances
- Do Not Fail to obey signs
- Do Not Make improper turns
- Do Not Fail to observe signals from other drivers
- Do Not Fail to reduce speed
- Do Not Park improperly
- Do Not Pass improperly
- Do Not Fail to yield
- Do Not Back Up improperly
- Do Not Fail to obey traffic signals or directions
- Do Not Exceed the posted speed limit
- Do Not Drive While Intoxicated (DWI) or Drive Under the Influence (DUI), or similar charges

WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

MOTOR VEHICLE USE POLICY

Employee Acknowledgement

As a driver of a Western vehicle or my own vehicle on Western's behalf, I understand that it is my responsibility to operate the vehicle in a safe manner and to drive defensively to prevent injuries and property damage. Drivers must have a valid driver's license for the type of vehicle to be operated and keep the license(s) with them at all times while driving. All drivers must comply with all applicable regulations.

I also understand that Western will periodically review my Motor Vehicle Record to determine continued eligibility to drive a company vehicle or operate my own vehicle on Western's behalf. In accordance with the Fair Credit Reporting Act, I have been informed that a Motor Vehicle Record will be periodically obtained on me for continued employment purposes.

I acknowledge the receipt of the above disclosure and authorize Western or its designated agent to obtain a Motor Vehicle Record Report. This authorization is valid as long as I am an employee or employee candidate and may only be rescinded in writing.

Employee Name (Print)

(Driver's License Number)

Employee Signature

Date

Reviewer's Signature

Date

(Sign and retain the original copy in the employee's file)