

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 3rd day of December, 2020 and commencing at 10:00 a.m. in the *Grandstands*, Corporate Headquarters at 8315 Park Road Batavia, New York.

Participating were:

Cattaraugus	Richard E. Haberer
Cayuga	Paul Lattimore, Jr. (via Phone)
Erie	Francis Warthling
Genesee	Richard Siebert
Livingston	Thomas P. Wamp
Monroe	Richard D. Bianchi
Niagara	Elliott Winter
Orleans	Edward Morgan
Oswego	Ronald B. Darrow
Rochester	Dennis Bassett (via Phone)
Seneca	Richard L. Ricci
Steuben	Norman Schneider
Wayne	Ken Lauderdale
Wyoming	Susan May

Absent:

Parmer-Garner
Hendrickson
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; Mark Gabriele, Associate General Counsel; Steven Haigh, Internal Auditor;

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 regular meeting.

Chairman then asked Director May to lead the assemblage in the Pledge of Allegiance.

1. Approval of Previous Minutes:

Chairman Bianchi called for amendments, additions, deletions, or corrections to the minutes of the previous meeting of October 22, 2020 and the November 17, 2020 special plan meeting. There being none, a motion was made by Director May and seconded by Director Morgan to approve the October and November minutes as submitted. The minutes were approved unanimously by voice vote.

2. Communications:

Mr. Scott P. Kiedrowski, Vice President - Operations informed the Board of the following thank you note:

A thank you note from Barbara A. Matarazzo (Euchrettes) for the wonderful dinner and service in the Clubhouse.

3. Officers' Reports:

There were no Officers reports.

4. Personnel Committee Report:

Committee Chairman Winter reported that the Personnel Committee meeting was held on Wednesday December 2, 2020 at 1:02 p.m. and the following business was discussed.

Mrs. Jacquelyne A. Leach, Chief Financial Officer and Mr. Scott Nasca, Generation Capital Management presented the Equitable Advisors Deferred Compensation plan. A motion was made by Director Bianchi, seconded by Director Ricci to accept Resolution #62-2020. It was passed unanimously by the Committee to bring to the full Board.

Upon motion by Director Winter and seconded by Director Morgan a roll call vote was taken. The motions passed to retain Equitable Advisors for Western's Deferred Compensation Plan for a period of five years with an additional two, one year options to extend. Ayes: 14; Via Phone: Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #62-2020.**

4. **Personnel Committee Report continued:**

Mr. William R. White, Vice President – Administration and Mr. Sean Schiano, Director of Branch Operations informed the Committee of the status of Branch Union Collective Bargaining Contract talks and what has been accomplished.

Mr. Henry F. Wojtaszek, President & CEO informed the Committee of an extension of Connors LLP Law Firm to represent Western in the additional amount not to exceed \$25,000.00.

Upon motion by Director Winter and seconded by Director Ricci a roll call vote was taken. The motion passed to approve the extension of Connors LLP Law Firm in the amount not to exceed \$25,000.00. Ayes: 12; Via Phone: 2 Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #56-2020.**

Mr. Wojtaszek informed the Committee to continue to engage with Harris Beach to represent Western regarding the purchase of a hotel in the additional amount of \$50,000.00.

Upon motion by Director Winter and seconded by Director Lauderdale a roll call vote was taken. The motion passed to continue to engage legal services to Western in the additional amount of \$50,000.00 with Harris Beach Ayes: 11; Via Phone: 2; Lattimore, Bassett; Nays: 1; Ricci; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #57-2020.**

Mr. Wojtaszek informed the Committee to continue to engage Hodgson Russ to represent Western in personnel matters in the additional amount of \$50,000.00.

Upon motion by Director Winter and seconded by Director Ricci a roll call vote was taken. The motion passed to continue to engage Hodgson Russ to represent Western in personnel matters in the additional amount of \$50,000.00. Ayes: 12; Via Phone: 2; Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #58-2020.**

4. **Personnel Committee Report continued:**

A motion was made by Chairman of the Committee Winter to enter into Executive Session at 1:20 p.m., seconded by Director Wamp to discuss personnel matters.

The Committee came out of Executive Session by a motion from Director Haberer, seconded by Director May.

The Personnel meeting was adjourned at 1:59 p.m.

5. **Finance Committee Report:**

Committee Chairman Lauderdale reported that the Finance Committee meeting was held on Wednesday December 2, 2020 at 2:00 p.m. and the following business was discussed.

Mrs. Megan Glor, Director of Purchasing presented the Resolution #51-2020 for W. B. Mason Co., Inc. for the purchase of office supplies, janitorial supplies, paper products and water from State Contract vendor W.B. Mason Co., Inc. for the period of January 1, 2021 through December 31, 2021, not to exceed the amount of \$150,000.00.

Upon motion by Director Lauderdale and seconded by Director Winter a roll call vote was taken. The motion passed to approve purchase of office supplies, janitorial supplies, paper products and water from State Contract vendor W.B. Mason Co., Inc. not to exceed amount of \$150,000.00. Ayes: 12; Via Phone: 2; Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #51-2020.**

Mrs. Glor presented the Resolution #52-2020 for the purchase of office supplies, janitorial supplies and paper products from State Contract vendor Staples for the period of January 1, 2021 to December 31, 2021 in the amount not to exceed \$50,000.00.

5. Finance Committee Report continued:

Upon motion by Director Lauderdale and seconded by Director Haberer a roll call vote was taken. The motion passed to approve the purchase of office supplies, janitorial supplies and paper products from State Contract vendor Staples for the period of January 1, 2021 to December 31, 2021 in the amount not to exceed \$50,000.00. Ayes: 12; Via Phone: 2; Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #52-2020.**

Mrs. Glor presented the Resolution for Wex Bank Inc. as part of NYS Contract Award #23062 to provide gas cards to staff for the purchase of fuel while conducting Western's business for 2021, in the amount not to exceed \$35,000.00.

Upon motion by Director Lauderdale and seconded by Director Morgan a roll call vote was taken. The motion passed to provide gas cards to staff for the purchase of fuel while conducting Western's business for 2021, in the amount of \$35,000.00. Ayes: 12; Via Phone: 2; Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #63-2020.**

Mrs. Jacquelyne Leach, Chief Financial Officer presented the 2021 Final Operating Plan to the Committee highlighting Plan assumptions and certain revenues and expenses. The Final Operating Plan is presented as a fluid working document. Its purpose is to facilitate discussion amongst WROTBC Management and the Board of Directors. The plan projects surcharge revenues available to municipalities in the amount of \$812,705 and annualized operational earnings of \$1,396,290.

Upon motion by Director Lauderdale and seconded by Director Wamp a voice vote was taken. The motion was passed to approve the 2021 Operating Plan unanimously. Ayes: 12; Via Phone: 2; Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes.

Mrs. Leach reviewed the October 2020 Chief Financial Officer Reports with Committee members. Mrs. Leach discussed the results of operations for branches and Batavia Downs. The Corporation will distribute \$88,505 in surcharge to member municipalities for October.

5. **Finance Committee Report continued:**

Mrs. Leach also reviewed the October 2020 Batavia Downs results of operations, and provided information on credits played, net win and free play, food and beverage, and other statistics.

Mrs. Leach reviewed the NYGA Weekly Numbers with Committee members, highlighting Batavia Downs Gaming net win performance through October as compared to same period 2020 and 2019.

The Finance Committee meeting adjourned at 2:32 p.m.

6. **Advertising Committee Report:**

Committee Chairperson May reported that the Advertising & Promotions Committee meeting was held on Wednesday December 3, 2020 at 2:39 p.m. and the following business was discussed.

Mr. Todd Haight, Director/GM Live Racing/Branch Ops Specialist provided a live racing update.

Mr. Ryan Hasenauer, Director of Marketing-WROTBC & Video Gaming reported the success of many events including Thanksgiving and Sinatra.

The Resolution #53-2020 was presented to the Committee for additional comped rooms from Hart Hotel for the remainder of 2020 in the amount not to exceed \$45,000.00.

Upon motion by Director May and seconded by Director Ricci a roll call vote was taken. The motion passed to purchase comped rooms from Hart Hotel for the remainder of 2020 in the amount not to exceed \$45,000.00. Ayes: 11; Via Phone: 2; Lattimore, Bassett; Nays: 1; Schneider; Absent: 3; Parmer-Garner; Hendrickson; Barnes. **See Resolution #53-2020.**

The Resolution #55-2020 was presented to the Committee for Mark-it-Smart the lowest responsible bidder to purchase patron promotions in the total amount of \$51,120.00.

6. **Advertising Committee Report continued:**

Upon motion by Director May and seconded by Director Schneider a roll call vote was taken. The motion passed to purchase promotional items from Mark-it Smart in the total amount of \$51,120.00. Ayes: 12; Via Phone: 2; Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #55-2020.**

The Resolution #61-2020 was presented to the Committee for comped rooms from Hart Hotel in the amount not to exceed \$50,000.00 for the 2021 year.

Upon motion by Director May and seconded by Director Lauderdale a roll call vote was taken. The motion passed to purchase comped rooms from Hart Hotel for the 2021 year in the amount not to exceed \$50,000.00. Ayes: 14; Via Phone: Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #61-2020.**

Directors Ricci and May both expressed their gratitude for the efforts by the Marketing Department given all the restrictions imposed on the facility through this pandemic.

The Advertising & Promotions Committee meeting adjourned at 2:53 p.m.

7. **Legislative Committee Report:**

Committee Vice-Chairman Siebert reported the Legislative Committee meeting was held on Wednesday December 3, 2020 at 3:27 p.m. and the following business was discussed.

Mr. Henry F. Wojtaszek, President & CEO provided a Legislative update.

Mr. Wojtaszek presented the Resolution #59-2020 to the Committee to continue to engage with Upstate Strategic Advisors, LLC., from January 1, 2021 thru June 30, 2021 in the amount of \$3,500.00 per month.

7. **Legislative Committee Report continued:**

Upon motion by Director Siebert and seconded by Director Lauderdale a roll call vote was taken. The motion passed to continue to engage with Upstate Strategic Advisors, LLC. from January thru June 2021 in the amount of \$3,500.00 per month. Ayes: 14; Via Phone: Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #59-2020.**

Mr. Wojtaszek presented the Resolution #60-2020 to the Committee to continue to engage with Mercury Public Affairs, LLC., from January 1, 2021 thru June 30, 2021 in the amount of \$8,000.00 per month.

Upon motion by Director Siebert and seconded by Director Darrow a roll call vote was taken. The motion passed to continue to engage with Mercury Public Affairs, LLC., from January 1, 2021 thru June 30, 2021 in the amount of \$8,000.00 per month. Ayes: 2; Via Phone: 2; Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #60-2020.**

The Legislative Committee meeting adjourned at 3:32 p.m.

8. **Insurance Committee Report:**

The Insurance Committee did not meet.

9. **Audit Committee Report:**

The Audit Committee did not meet.

10. **Batavia Downs Operations Committee Report:**

Committee Chairman Morgan reported the Batavia Downs Operations Committee meeting was held on Wednesday December 3, 2020 at 2:55 p.m. and the following business was discussed.

10. **Batavia Downs Operations Committee Report continued:**

Mark Wolf, General Manager-Video Gaming provided gaming statics to the Committee.

Mr. Todd Haight, Director /General Manager-Live Racing provided a Live Racing update.

Mr. Wojtaszek provided a warehouse project update. He also provided an update regarding the possible purchase of a stage in early 2021.

Committee Chairman Morgan informed the Committee of the Resolution #54-2020 needed for various Food & Beverage vendors for 2021.

Upon motion by Director Winter and seconded by Director Wamp a roll call vote was taken. The motion passed to approve the purchase of Food & Beverage products for 2021 from various vendors. Ayes: 12; Via Phone: 2; Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #54-2020.**

Committee Chairman Morgan informed the Committee of the Resolution #64-2020 needed for maintenance service from Cummins Allison Corporation for a period of one (1) year ending on September 30, 2021 for the annual amount not to exceed \$29,768.00.

Upon motion by Director Morgan and seconded by Director May a roll call vote was taken. The motion passed to approve the service from Cummins Allison Corporation for a period of one (1) year ending on September 30, 2021 for the annual amount not to exceed \$29,768.00. Ayes: 12; Via Phone: 2; Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #64-2020.**

The Batavia Downs Committee meeting adjourned at 3:26 p.m.

11. **Branch Operations Committee Report:**

Committee Vice-Chairperson Darrow reported the Branch Operations Committee meeting was held on Thursday December 3, 2020 at 9:30 a.m. and the following business was discussed

11. **Branch Operations Committee Report continued:**

Mr. Sean Schiano, Director of Branch Operations updated the Committee on the work that maintenance did in clearing out closed buildings, as well as upcoming work of re-installing T.V.'s to other branches. Mr. Schiano also mentioned that due to COVID, there will be no "Santa" visits this year.

Mr. Schiano informed the Committee that Batavia Bets handled \$1,875,000 in October and was up \$912,000 or 100%, a good portion due to the October Preakness that brought in \$200,000; Batavia Bets handled \$1,540,000 and was up \$430,000 or 39% in November. Year to date, we handled \$16.3 million and are up \$4.2 million or 36%.

Mr. Schiano mentioned that the E-Z Bet application for Hunt's Pub in Mumford, Monroe County was submitted. He added that staff is in touch with other locations but with COVID everyone is moving very slowly and carefully.

Mr. Schiano discussed the due diligence for the sale of the Hornell Property. The Jefferson Road property has had two very low offers that were rejected, and no offers yet on McKinley.

Mr. Schiano informed the Committee of the Resolution #34-2020 to approve the closing of the French Road branch and termination of the existing lease at 1460 French Road in Erie County as of November 30, 2020.

Upon motion by Director Darrow and seconded by Director Wamp a voice vote was taken. The motion passed unanimously to approve the closing of the French Road branch and termination of the existing lease at 1460 French Road in Erie County as of November 30, 2020. Ayes: 12; Via Phone: 2 Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #34-2020.**

Mr. Schiano presented Resolution #65-2020 to approve and accept the offer of \$705,000.0 from Benderson Development Company, LLC. for the property located of 2228 Delaware Avenue, Buffalo, New York.

11. **Branch Operations Committee Report continued:**

Upon motion by Director Darrow and seconded by Director Siebert a voice vote was taken. The motion passed unanimously to approve and accept the offer of \$705,000.00 from Benderson Development Company, LLC. for the property located of 2228 Delaware Avenue, Buffalo, New York. Ayes: 12; Via Phone: 2 Lattimore, Bassett; Nays: 0; Absent: 3; Parmer-Garner, Hendrickson, Barnes. **See Resolution #65-2020.**

The Branch Committee meeting adjourned at 9:40 a.m.

12. **Resolutions:**

#34-2020 French Rd Termination
#51-2020 W.B. Mason Co.
#52-2020 Staples Business Advantage
#53-2020 Hart Hotel 2020
#54-2020 F & B 2021
#55-2020 Mark-It-Smart
#56-2020 Connors LLP Law Firm
#57-2020 Harris Beach
#58-2020 Hodgson Russ Law Firm
#59-2020 Upstate Strategic Advisors, LLC.
#60-2020 Mercury Public Affairs, LLC.
#61-2020 Hart Hotel 2021
#62-2020 Generation Capital Management
#63-2020 WEX Bank Inc.
#64-2020 Cummins-Allison Corporation
#65-2020 Benderson Development Company, LLC Sale of Delaware Ave.

13. **Unfinished Business:**

There was no unfinished business.

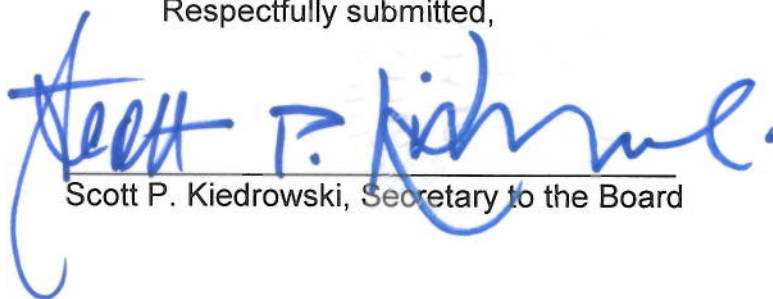
14. **New Business:**

The next Board of Directors meeting is scheduled for January 20 & 21, 2021 respectively.

15. **Adjournment:**

Director May made a motion to adjourn which Director Morgan seconded.
The meeting was adjourned at 10:43 a.m.

Respectfully submitted,



Scott P. Kiedrowski, Secretary to the Board

/pma

RESOLUTION #34-2020

WHEREAS, Western Regional Off-Track Betting Corporation ("Western") wishes to reduce its presence in Erie County; and

WHEREAS, the Board of Directors of Western, upon recommendation from its officers and staff, recommend that the branch facility located on French Road in Depew, New York be closed as of November 30, 2020; and

WHEREAS, the lease for the French Road branch location allows Western to terminate the existing lease upon thirty (30) day notice to the Landlord; and therefore, be it

RESOLVED, that the Board of Directors of the Western hereby approve the closing of the French Road branch and termination of the existing lease at 1460 French Road in Erie County as of November 30, 2020; and

BE IT FURTHER, RESOLVED, that Board of Directors of Western authorize an Officer to take such actions as are required to close the branch and terminate the existing lease.

Respectfully submitted,

Michelle Parmer-Garner, Chairperson
Branch Operations Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION #51-2020

WHEREAS, Western Regional Off-Track Betting Corporation ("Western") purchases office supplies, janitorial supplies, paper products and water for the operation of the existing branches and the Batavia Downs Gaming facility on an as-needed basis; and

WHEREAS, the Staff has compared pricing from various available vendors and is recommending such items be purchased from State Contract vendor W.B. Mason Co. Inc., for the period of January 1, 2021 to December 31, 2021; and,

RESOLVED, that the Board of Directors of Western approve the purchase of office supplies, janitorial supplies, paper products and water in the amount not to exceed \$150,000.00 from W.B. Mason Co. Inc. for the period of January 1, 2021 to December 31, 2021; and further

BE IT RESOLVED, that an Officer of Western is authorized to execute any agreement in furtherance of the Boards approval of this resolution.

Respectfully submitted,


Ken Lauderdale, Chairman
Finance Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION #52-2020

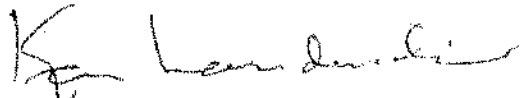
WHEREAS, Western Regional Off-Track Betting Corporation ("Western") purchases office supplies, janitorial supplies and paper products for the operation of the existing branches and the Batavia Downs Gaming facility on an as-needed basis; and

WHEREAS, the Staff has compared pricing from various available vendors and is recommending such items be purchased from State Contract vendor Staples Business Advantage ("Staples") for the period of January 1, 2021 to December 31, 2021 in an amount not to exceed \$50,000.00; and,

RESOLVED, that the Board of Directors of Western approve the purchase of office supplies, janitorial supplies and paper products in the amount not to exceed \$50,000.00 from Staples for the period of January 1, 2021 to December 31, 2021; and further

BE IT RESOLVED, that an Officer of Western is authorized to execute any such agreements in furtherance of the Boards approval of this resolution.

Respectfully submitted,



Ken Lauderdale, Chairman
Finance Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION #53-2020

WHEREAS, it is the responsibility of the Western Regional Off Track Betting Corporation ("Western") to provide patrons of Batavia Downs Gaming with the best experience when visiting the facility; and

WHEREAS, the Batavia Downs Gaming and Hotel is a first class lodging facility that provides a great amenity to our visiting patrons; and

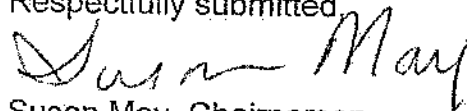
WHEREAS, staff believes it is in the best interest of Western to purchase additional comped rooms from Hart Hotel for the remainder of 2020 in the amount not to exceed \$45,000.00; and

WHEREAS, the Board of Directors of Western wishes to purchase additional comped rooms per an existing contractual agreement with Hart Hotels for the remainder of 2020 in an amount not to exceed \$45,000.00; and therefore

BE IT RESOLVED, that the Board of Directors of Western approve the purchase of additional comped hotel rooms from Hart Hotel in an amount not to exceed \$45,000.00; and further

RESOLVED, that an officer of Western is authorized to execute such documentation in furtherance of the Board's approval of this resolution.

Respectfully submitted,



Susan May, Chairperson
Advertising and Promotions Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION #54-2020

WHEREAS, Western Regional Off-Track Betting Corporation ("Western") purchases various food, beverage and various supplies and maintenance items for the operation of the Homestretch Grill, Grandstands, Fortune's, 34 Rush and the Clubhouse restaurant on an as-needed basis; and

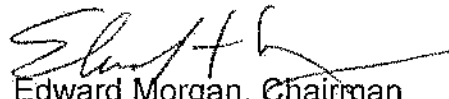
WHEREAS, based on Western's desire to provide high quality food to our customers, Staff requests the authority to purchase food & beverage products from various vendors in the amounts attached for the 2021 year; and

WHEREAS, that the Board of Directors of the Western wishes to purchase the products for 2021 from the delineated list of vendors not to exceed the amounts noted; now therefore, be it further

RESOLVED, that the Board of Directors of the Western approves the purchase of various products for 2021 from the delineated list of vendors not to exceed the amounts set forth; and, be it further

RESOLVED, that an Officer of Western is authorized to execute such purchases in furtherance of the Board's approval of this resolution.

Respectfully submitted,



Edward Morgan, Chairman
Batavia Downs Operations Committee

Dated: December 3, 2020
Batavia, New York

2021 BLANKET PO

VENDOR	AMOUNT	DESCRIPTION
CH WRIGHT	240,000	BEER/WINE
JEFF CONDIDORIO	20,000	BREADS/ROLLS
EMPIRE MERCHANTS	130,000	LIQUOR/WINE
JACOB KERN & SONS	70,000	CIGARETTES/NUTS/CHIPS
LATINA FOOD SERVICE	100,000	DESSERTS/PASTERIES/FOOD
PALMER FOOD SERVICE	800,000	FOOD
PEPSI BOTTLING CORP	175,000	BEVERAGES
SANZO	120,000	BEER/WINE
SOUTHERN WINE & SPIRITS	125,000	WINE/LIQUOR
TARANTINO FOODS	95,000	FOOD
UPSTATE NIAGARA COOPERATION	40,000	MILK/ICE CREAM/YOGURTS
U.S. FOODS	300,000	FOOD
JACOBSTEIN FOOD SERVICE	200,000	FOOD
TOTAL:	\$2,415,000	

RESOLUTION #55-2020

WHEREAS, as part of its ongoing patron attraction and retention program, Western Regional Off-Track Betting Corporation ("Western") purchases various promotional items that are given away to patrons of Batavia Gaming; and,

WHEREAS, Western has sent out an RFP requesting pricing for various items; and

WHEREAS, Mark-It-Smart Inc. ("Smart") was the lowest responsible bidder to purchase the following items for patron promotions:

Flannel Throw in the amount of \$10,000.00;

Quilt/Sham set in the amount of \$19,000.00;

Sheet set in the amount of \$12,120.00; and

Pillow set in the amount of \$10,000.00.

WHEREAS, Staff requests that the Board approve the above referenced purchases to be used as promotional items from Smart to be given away to various patrons of Batavia Gaming in an amount not to exceed each of the specific amounts above, and in the total amount of \$51,120.00; and therefore

BE IT RESOLVED, that the Board of Directors of Western hereby acknowledges and approves that Western enter into a series of purchase agreements with Smart for the purchase of the various promotional items set forth above to be given away to various patrons of Batavia Gaming in an amount not to exceed each of the specific amounts set forth above, and in the total amount of \$51,120.00; and further

RESOLVED, that the Board of Directors of Western hereby authorizes an officer of Western to execute any such agreements in furtherance of this resolution.

Respectfully submitted,

A handwritten signature in cursive script that reads "Susan May".

Susan May, Chairperson
Advertising & Promotions Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION #56-2020

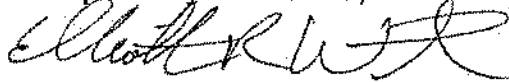
WHEREAS, the Western Regional Off-Track Betting Corporation ("Western") has been the subject of media attention based upon unfounded allegations and an alleged investigation of Western; and

WHEREAS, Western has previously engaged the Connors LLP Law Firm to represent Western in its efforts to deal with any such allegations, including to conduct an internal review of the allegations, as well as to interact with any authority regarding such matters; and

WHEREAS, the Board of Western wishes to continue to use the Connors LLP Law Firm to handle such matters in an additional amount not to exceed \$25,000.00; and, therefore be it

RESOLVED, that the Board of Directors of Western hereby approve the continued utilization of the Connors LLP Law Firm to represent Western in an additional amount not to exceed \$25,000.00.

Respectfully Submitted,



Elliott Winter, Chairman
Personnel Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION #57-2020

WHEREAS, the Western Regional Off-Track Betting Corporation ("Western") has previously engaged the law firm of Harris Beach to represent Western in regards to various matters, including the acquisition of a hotel and bond refinancing; and

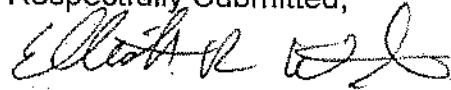
WHEREAS, Western wishes to continue to engage Harris Beach to represent Western in its efforts to negotiate an agreement regarding the purchase of a hotel, as well as the terms of bond refinancing, together with other related matters; and

WHEREAS, Western wishes to engage Harris Beach to continue to provide legal services to Western in the additional amount of \$50,000.00; and now be it

RESOLVED, the Board of Directors of Western wishes to continue to engage the law firm of Harris Beach to provide such continued legal services as outlined above in an additional amount of \$50,000.00; and further

RESOLVED, that the Board of Directors of Western hereby authorizes Western's legal counsel to execute an engagement agreement with Harris Beach to represent Western as set forth in this resolution.

Respectfully Submitted,



Elliott Winter, Chairman
Personnel Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION #58-2020

WHEREAS, the Western Regional Off-Track Betting Corporation ("Western") has previously engaged the law firm of Hodgson Russ to represent Western in regards to an ongoing personnel matter; and

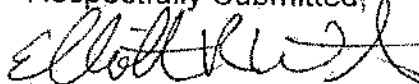
WHEREAS, Western wishes to continue to engage Hodgson Russ to represent Western in its efforts to deal with any such personnel matters, including defending Western against any and all claims or actions brought against it, and to provide a legal defense to any such claim; and

WHEREAS, Western wishes to engage Hodgson Russ to continue to provide legal services to Western in the additional amount of \$50,000.00; and now be it

RESOLVED, the Board of Directors of Western wishes to continue to engage the law firm of Hodgson Russ to provide such continued legal services as outlined above in an additional amount of \$50,000.00; and further

RESOLVED, that the Board of Directors of Western hereby authorizes Western's legal counsel to execute an engagement agreement with Hodgson Russ to represent Western as set forth in this resolution.

Respectfully Submitted,



Elliott Winter, Chairman
Personnel Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION #59-2020

WHEREAS, the Western Regional Off-Track Betting Corporation ("Western") has previously entered into an agreement with Upstate Strategic Advisors, LLC. ("Upstate"); and

WHEREAS, Western previously engaged Upstate to act as an independent consultant for purposes of assisting Western to enhance its operations. Upstate will continue to provide professional guidance, strategic advice and to work and perform with the intent to help Western increase their revenue and improve their marketing strategies; and

WHEREAS, Western would like to continue to engage Upstate for such purposes; and

WHEREAS, the Board desires to enter into a six (6) month extension agreement with Upstate effective January 1, 2021 through June 30, 2021 at the rate of \$3,500.00 per month; and therefore, be it

RESOLVED, that Western enter into a six (6) month extension agreement with Upstate for the period of January 1, 2021 through June 30, 2021, at the rate of \$3,500.00 per month for the services set forth above; and further

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

Respectfully Submitted,


Allan Hendrickson, Chairman
Legislative Committee

Richard E. Siebert

Dated: December 3, 2020
Batavia, New York

RESOLUTION #60-2020

WHEREAS, the Western Regional Off-Track Betting Corporation ("Western") has previously entered into an agreement with Mercury Public Affairs LLC ("Mercury") for purposes of providing Western certain consulting services as a liaison with various government officials; and

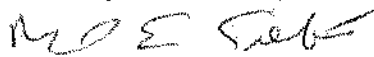
WHEREAS, Western would like to continue to engage Mercury for such purposes; and

WHEREAS, the Board desires to enter into a six (6) month extension to the agreement with Mercury for the amount of \$8,000.00 per month, covering the period from January 1, 2021 through June 30, 2021; and therefore, be it

RESOLVED, that Western agrees to enter into an extension to the agreement with Mercury for the amount of \$8,000.00 per month, covering the six (6) month period from January 1, 2021 through June 30, 2021, along the same terms and conditions of the agreement previously entered into between the parties.

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

Respectfully Submitted,



^{VICE}
Allan Hendrickson, Chairman
Legislative Committee

Richard E. Siebert

Dated: December 3, 2020
Batavia, New York

RESOLUTION #61-2020

WHEREAS, it is the responsibility of the Western Regional Off Track Betting Corporation ("Western") to provide patrons of Batavia Downs Gaming with the best experience when visiting the facility; and

WHEREAS, the Batavia Downs Gaming and Hotel is a first class lodging facility that provides a great amenity to our visiting patrons; and

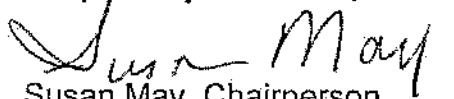
WHEREAS, staff believes it is in the best interest of Western to purchase comped rooms from Hart Hotel in the amount not to exceed \$50,000.00 for the 2021 year; and

WHEREAS, the Board of Directors of Western wishes to purchase comped rooms from Hart Hotels in an amount not to exceed \$50,000.00 for the 2021 year; and therefore

BE IT RESOLVED, that the Board of Directors of Western approve the purchase of comped hotel rooms from Hart Hotel in an amount not to exceed \$50,000.00 for the 2021 year; and further

RESOLVED, that an officer of Western is authorized to execute such documentation in furtherance of the Board's approval of this resolution.

Respectfully submitted,



Susan May, Chairperson
Advertising and Promotions Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION #62-2020

WHEREAS, Western Regional Off-Track Betting Corporation ("Western") provides a Deferred Compensation Plan to employees of Western; and

WHEREAS, in September 2020, Western requested responses from qualified firms to its Request for Proposal to provide a Deferred Compensation Plan to employees of Western; and


WHEREAS, Western has previously retained Scott Nasca from Generation Capital Management as Western's deferred compensation consultant to review the responses to the Request of Proposal; and

WHEREAS, the consultant and staff recommend that the Board of Directors of Western retain Equitable Advisors for Western's Deferred Compensation Plan, now therefore

BE IT RESOLVED, that the Board of Directors of Western hereby retain Equitable Advisors for Western's Deferred Compensation Plan for a period of five years, with an additional two, one year options to extension; and

IT IS FURTHER RESOLVED, that an Officer of Western is directed to execute such documents as to further this resolution.

Respectfully Submitted,



Elliott Winter, Chairman
Personnel Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION - #63-2020

WHEREAS, it is the corporate responsibility of the Western Regional Off-Track Betting Corporation ("Western") to operate its Batavia Downs location in the most efficient manner possible; and

WHEREAS, Western operates numerous vehicles which are operated by Western employees while conducting business throughout New York State; and

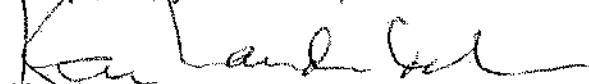
WHEREAS, as part of NYS Contract Award #23062, Wex Bank Inc. will provide Western with gas cards to be distributed to staff for their purchase of fuel while conducting Western's business in the total amount not to exceed \$35,000.00 for 2021; and

WHEREAS, Staff recommends that the Board approve the purchase of gas cards from Wex Bank Inc. for the 2021 year; now therefore

BE IT RESOLVED, that the Western's Board of Directors hereby approve the purchase of gas cards from Wex Bank Inc. in the amount of \$35,000.00 for 2021; 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,



Ken Lauderdale, Chairman
Finance Committee

Dated: December 3, 2020
Batavia, New York

RESOLUTION #64-2020

WHEREAS, it is the corporate responsibility of the Western Regional Off-Track Betting Corporation ("Western") to operate Batavia Downs Gaming in an efficient manner; and

WHEREAS, the use of money counting machines is indispensable to Western's gaming operation; and

WHEREAS, Western currently owns a number of money counting machines and associated equipment; and

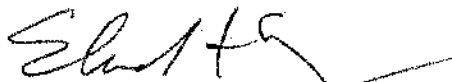
WHEREAS, it is essential to Western's gaming operation that the money counting machines operate reliably 24 hours a day and that they are maintained and serviced on a regular basis throughout the year; and

WHEREAS, Cummins-Allison Corporation ("Cummins"), a sole source provider, has offered a maintenance and service agreement to Western for the money counting machines and associated equipment for a period of one (1) year ending on September 30, 2021 for the annual amount not to exceed \$29,768.00; and therefore

BE IT RESOLVED, that the Board of Directors of Western hereby approves the maintenance and service agreement with Cummins for a one (1) year term ending of September 30, 2021 in an amount not to exceed \$29,768.00; 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 3, 2020
Batavia, New York

RESOLUTION #65-2020

WHEREAS, Western Regional Off-Track Betting Corporation ("Western") currently is offering for sale the property located at 2228 Delaware Avenue, Buffalo, New York; and

WHEREAS, Western has received an offer to purchase that property from Benderson Development Company, LLC, on behalf of itself or an entity formed or to be formed, in the amount of \$705,000.00; and

WHEREAS, Staff recommends to the Board of Directors of Western to accept said offer.

THEREFORE, BE IT RESOLVED, that the Board of Directors of Western approves and accepts the offer of \$705,000.00 from Benderson Development Company, LLC, on behalf of itself or an entity formed or to be formed, for the real property located at 2228 Delaware Avenue, Buffalo, New York; and

BE IT FURTHER, RESOLVED, that Board of Directors of Western authorize an Officer to execute a sale contract for this transaction.

Respectfully submitted,

Michelle Parmer- Garner, Chairperson
Branch Operations Committee

Dated: December 3, 2020
Batavia, New York