

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 27th day of May, 2021 and commencing at 9:56 a.m. in the *Boardroom*, Corporate Headquarters at 8315 Park Road Batavia, New York.

Participating were:

Cattaraugus	Richard E. Haberer
Erie	Francis G. Warthling
Genesee	Richard E. Siebert
Livingston	Thomas P. Wamp
Monroe	Richard D. Bianchi
Orleans	Edward F. Morgan
Oswego	Ronald B. Darrow
Seneca	Richard L. Ricci
Wayne	Ken Lauderdale
Wyoming	Susan May

Absent:

Buffalo	Parmer-Garner
Cayuga	Lattimore
Chautauqua	Hendrickson
Niagara	Winter
Rochester	Bassett
Schuyler	Barnes
Steuben	Vacant

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; Ryan Hasenauer, Director of Marketing-WROTBC & Video Gaming; Todd Haight, Director/GM Live Racing/Branch Ops Specialist; Mike Pettinella, The Batavian; Brian Quinn, The Batavia Daily News .

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 Bianchi asked Director Darrow 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 April 22, 2021. There being none, a motion was made by Director May and seconded by Director Morgan to approve the April 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:

A thank you note from Teresa Potrzebowski of the Genesee Cancer Assistance for the donation to the Drive-Thru Spaghetti Dinner on April 24, 2021.

A thank you note from Gateway Home for the donation.

A thank you note from Cassie Dennison for the kind words of sympathy after the passing of Edward Schneider, former Steuben County Director for WROTBC.

3. **Personnel Committee Report:**

Committee Vice-Chairman Wamp reported that the Personnel Committee meeting was held on Wednesday May 26, 2021 at 1:00 p.m. and the following business was discussed.

Mr. William R. White, Vice President – Administration discussed the need to add three (3) positions. The positions included two (2) Customer Engagement Specialists (2) and one (1) Hotel Maintenance Technician.

3. Personnel Committee Report continued:

A motion was made by Director Wamp and seconded by Director Ricci to approve the two (2) Customer Engagement Specialist positions. A voice vote was taken and passed unanimously.

A motion was made by Director Wamp and seconded by Director May to approve the Position of Hotel Maintenance Technician. A voice vote was taken and passed unanimously.

Mr. White discussed two (2) title changes. The title changes include Communications Manager and Maintenance Mechanic.

Upon motion by Director Wamp and seconded by Director Lauderdale a voice vote was taken and passed unanimously for the Communications Manager title change.

Upon motion by Director Wamp and seconded by Director Morgan a voice vote was taken and passed unanimously for the Maintenance Mechanic title change.

A motion was made by Director Morgan to enter into Executive Session at 1:15 p.m., seconded by Director May, 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.

At 1:50 p.m. a motion to exit Executive Session was made by Director Haberer, seconded by Director May.

The Personnel meeting was adjourned at 1:50 p.m.

4. Finance Committee Report:

Committee Chairman Lauderdale reported that the Finance Committee meeting was held on Wednesday May 26, 2021 at 1:52 p.m. and the following business was discussed.

4. **Finance Committee Report continued:**

Mrs. Jacquelyne A. Leach, Chief Financial Officer presented the Resolution #29-2021. The Resolution is for Roberts Communications Network, LLC, a sole source provider who will provide simulcast uplink reception service at Western's various locations, including equipment and installation cost for a one (1) year period beginning May 1, 2021 and ending April 30, 2022 in an amount not to exceed \$287,793.

Upon motion by Director Darrow, seconded by Director Morgan, and carried unanimously for Resolution - #29-2021 to be carried to the full Board.

Upon motion by Director Lauderdale and seconded by Director Morgan a roll call vote was taken. The motion passed for Roberts Communications Network, LLC a sole source provider of simulcast reception services for a one (1) year period for the total amount not to exceed \$287,793.00. Ayes: 10; Nays: 0; Vacant: 1; Steuben; Absent: 6; Parmer-Garner, Lattimore; Hendrickson; Winter; Bassett, Barnes. **See Resolution #29-2021**

Mrs. Leach reviewed the April 2021 Chief Financial Officer Report with Committee members. Mrs. Leach discussed the results of operations for branches and Batavia Downs. The Corporation will distribute \$84,349 in surcharge to member municipalities for the month of April.

Mrs. Leach also reviewed the April 2021 Batavia Downs results of operations, and provided information on credits played, net win and free play, food and beverage, and other statistics.

A motion was made at 2:14 p.m. by Director Darrow to enter into Executive Session, seconded by Director Wamp, to discuss a legal matter involving the Corporation.

A motion to exit Executive Session was made at 2:54 p.m. by Director Morgan, seconded by Director Darrow.

Upon motion by Director Darrow, and seconded by Director Morgan, the Finance Committee meeting adjourned at 2:54 p.m.

5. **Advertising Committee Report:**

Committee Chairperson May reported that the Advertising & Promotions Committee meeting was held on Wednesday May 26, 2021 at 3:45 p.m. and the following business was discussed.

Mr. Todd Haight, Director/GM Live Racing/Branch Ops Specialist delivered a presentation on the betting handle surrounding The Kentucky Derby and Preakness events.

Mr. Ryan Hasenauer, Director of Marketing-WROTBC & Video Gaming discussed a plan for an increase in hotel offers to current players.

Mr. Hasenauer reported that several gaming machine vendors have been very forthcoming with prize money for promotions.

Mr. Hasenauer requested permission for out of state travel for two (2) upcoming conventions.

Upon motion by Director May and seconded by Director Morgan a voice vote was taken and passed unanimously for the approval of the out of state travel requested.

Mr. Hasenauer presented Resolution #28-2021 for Mark It Smart the lowest responsible bidder to purchase promotional items to be given away to various patrons of Batavia Downs Gaming in an amount not to exceed \$166,040.00

Upon motion by Director May and seconded by Director Warthling a roll call vote was taken. The motion passed to purchase promotional items from Mark It Smart to be given away to various patrons of Batavia Downs Gaming in an amount not to exceed \$166,040.00. Ayes: 10; Nays: 0; Vacant: 1; Steuben; Absent: 6; Parmer-Garner, Lattimore; Hendrickson; Winter; Bassett, Barnes. **See Resolution #28-2021**

The Advertising & Promotions Committee meeting adjourned at 4:11p.m.

6. Legislative Committee Report:

Mr. Henry F. Wojtaszek, President & CEO reported that the Legislative Committee was held on Wednesday May 26, 2021 at 4:11 p.m. and the following business was discussed.

Mr. Wojtaszek informed the Committee that the RFP will be coming out for Sports Betting in mid-June.

Mr. Wojtaszek discussed the possibility of an early retirement bill passing before the end of session on June 10, 2021

Mr. Wojtaszek discussed the Attorney General's report regarding the Governor.

The Legislative Committee adjourned at 4:14 p.m.

7. Insurance Committee Report:

Committee Chairperson May reported the Insurance Committee met at 4:15 p.m. on Wednesday, May 26, 2021 and the following business was discussed.

Mr. Wojtaszek discussed the insurance renewal policy with Garland Insurance. The renewal policy includes a \$35,000.00 savings to the Corporation with the premium total of \$1,001,348.43.

Upon Motion by Director May and seconded by Director Morgan a roll call vote was taken. The motion passed to accept the policy renewal with Garland Insurance at the recommended rates. A roll call vote was taken. Ayes: 10; Nays: 0; Vacant: 1; Steuben; Absent: 6; Parmer-Garner, Lattimore; Hendrickson; Winter; Bassett, Barnes.

The Insurance Committee meeting adjourned at 4:25.

8. Audit Committee Report:

The Audit Committee did not meet.

9. Batavia Downs Operations Committee Report:

Committee Chairman Morgan reported the Batavia Downs Operations Committee meeting was held on Wednesday May 26, 2021 at 2:55 p.m. and the following business was discussed.

Mr. Mark Wolf, General Manager-Video Gaming provided a gaming floor status update. There are 508 total games in use with social distancing on the gaming floor.

Mr. Haight provided the Committee with a Live Racing update. He is finalizing the number of Live Racing dates for this season. There are fifty-nine (59) race nights scheduled.

Mr. Wojtaszek provided a Batavia Downs Concert Series update that will include twelve concerts beginning June 11, 2021 and every Friday through August 27, 2021. He informed members that it will be announced to the public that not Covid testing is required but social distancing is for the concert series. He informed members that the crowd is at about 2500 which is very manageable.

Mr. Wojtaszek provided a Hotel update with Mr. Dave Hart of Hart Hotels via phone with the committee and discussed steps to gain business back from the pandemic with a mission of syncing with staff, operations, accounting, and reporting, etc.

Mr. Wojtaszek presented Resolution #27-2021 for the purchase of a stage lighting package from Audio Images Sound & Lighting Inc. to provide various equipment and lighting for performers at the 2021 Batavia Downs Concert Series.

Upon motion by Director Morgan and seconded by Director May a roll call vote was taken. The motion passed to purchase a stage lighting package from Audio Images Sound & Lighting Inc. to provide various equipment and lighting for performers at the 2021 Batavia Downs Concert Series. Ayes: 10; Nays: 0; Vacant: 1; Steuben; Absent: 6; Parmer-Garner, Lattimore; Hendrickson; Winter; Bassett, Barnes. **See Resolution #27-2021.**

The Batavia Downs Committee meeting adjourned at 3:42 p.m.

10. Branch Operations Committee Report:

Committee Vice-Chairman Darrow reported the Branch Operations Committee meeting was held on Thursday May 27, 2021 at 9:39 a.m. and the following business was discussed.

Mr. Sean Schiano, Director of Branch Operations reiterated Mrs. Leach's report that branch numbers look very good through April. He also showed pictures from work at Wehrle and pictures from the Battle of the Branches victory party at Auburn.

Mr. Schiano reported that through May 23, EZ Bets have handled \$3.1 million up over \$1.7 million from 2020. Sean mentioned the How-To Bet event held at the Dr's Inn on May 14. He also noted the Grand Opening Party for Station 26 in Cohocton, Steuben County is scheduled for Friday June 4 starting at 3:00 PM. Norm Schneider's family has been invited and a large group is expected. Page's in Depew, Erie County should be reopened for Belmont Stakes, and Scruples in Newfane, Niagara County is reopening in the next month as well.

Mr. Schiano reported Batavia Bets handled \$1.6 million in April, up over \$807,000 or 96%. Through May 23, handle was \$1,775,000 up \$981,000 or 123%. Year to date handle is \$7.8 million up \$3.3 million or 73%. Compared to 2019 year to date handle is up over \$4 million.

Mr. Schiano reported that the due diligence continues for both the McKinley sale and the Jefferson sale.

The Branch Operations Committee adjourned at 9:45 a.m.

11. New Business:

The Committees and Board meetings are scheduled for June 23 and June 24, 2021 respectively.

Mr. Kiedrowski informed the Members that a Legislative night will be planned for this year in August and will be passed along to members at the next meeting.

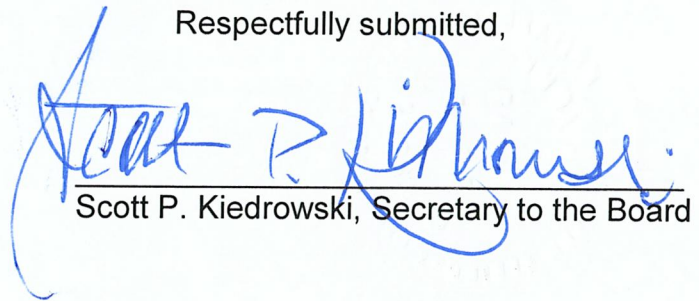
11. **New Business continued:**

Chairman Bianchi thanked Director Darrow for his years of service on Western's Board, it has been a pleasure working with.

12. **Adjournment:**

A motion made by Director Darrow to adjourn seconded by Director Lauderdale the meeting was adjourned at 10:22 a.m.

Respectfully submitted,



Scott P. Kiedrowski, Secretary to the Board

/pma

RESOLUTION #27-2021

WHEREAS, the Western Regional Off-Track Betting Corporation ("Western") is the owner and operator of Batavia Downs Gaming located at 8315 Park Road, Batavia, New York and holds concerts at that location; and

WHEREAS, in order to hold a concert, Western is required to provide various equipment and lighting for the performers; and

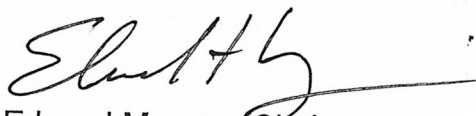
WHEREAS, Audio Images Sound & Lighting Inc. ("Audio") is a single source provider in Western New York that leases concert lighting and associated equipment; and

WHEREAS, Western wishes to purchase from Audio a stage lighting package that coincides mechanically to fit with the stage and truss Western has previously purchased to conduct its summer concert series in the total amount of \$27,159.00.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Western approve the purchase on the stage lighting package from Audio in the amount of \$27,159.00; and

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

Respectfully submitted,



Edward Morgan, Chairman
Batavia Downs Operations Committee

Dated: May 27, 2021
Batavia, New York

WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

The question of the adoption of the foregoing Resolution # 27-2021 was duly put to a vote on roll call, which resulted as follows:

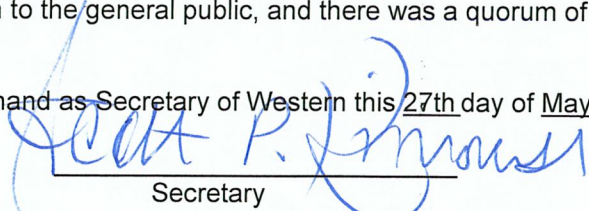
Motion by Director Morgan, seconded by Director May

AYE	NAY	ABSTAIN	ABSENT		COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugs	Haberer
			X		Cayuga	Lattimore
			X		Chautauqua	Hendrickson
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Darrow
			X		Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
				X	Steuben	
X					Wayne	Lauderdale
X					Wyoming	May

AYES 10 NAYS 0 ABSTAIN _____ ABSENT 6 VACANT 1

I, the undersigned Secretary of the Western Regional Off-Track Betting Corporation ("Western") does hereby certify that the above resolution was duly adopted by the Board of Western, that all Board members had due notice of said meeting, the the meeting was in all respects duly held pursuant to Article 7 of Public Officers Law, that said meeting was open to the general public, and there was a quorum of Board members present throughout the meeting.

IN WITNESS WHEREOF, I have hereunder set my hand as Secretary of Western this 27th day of May, 2021.



 Secretary

WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

The question of the adoption of the foregoing Resolution # 28-2021 was duly put to a vote on roll call, which resulted as follows:

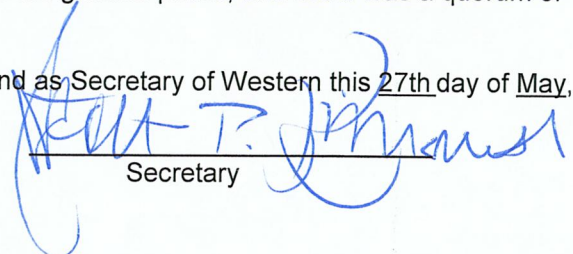
Motion by Director May, seconded by Director Warthling

AYE	NAY	ABSTAIN	ABSENT		COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugs	Haberer
			X		Cayuga	Lattimore
			X		Chautauqua	Hendrickson
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Darrow
			X		Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
				X	Steuben	
X					Wayne	Lauderdale
X					Wyoming	May

AYES 10 NAYS 0 ABSTAIN _____ ABSENT 6 VACANT 1

I, the undersigned Secretary of the Western Regional Off-Track Betting Corporation ("Western") does hereby certify that the above resolution was duly adopted by the Board of Western, that all Board members had due notice of said meeting, the the meeting was in all respects duly held pursuant to Article 7 of Public Officers Law, that said meeting was open to the general public, and there was a quorum of Board members present throughout the meeting.

IN WITNESS WHEREOF, I have hereunder set my hand as Secretary of Western this 27th day of May, 2021.


 Secretary

RESOLUTION #28-2021

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

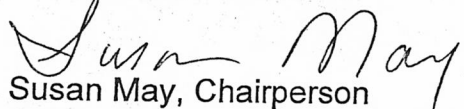
WHEREAS, Western has sent out an RFP requesting pricing for various items and Mark-It-Smart Inc. ("Smart") was the lowest responsible bidder to purchase those items set forth in the attached schedule to this resolution.

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 set forth in the attached schedule, and in the total amount of \$166,040.00; 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 in the attached schedule 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 \$166,040.00; 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,



Susan May, Chairperson
Advertising & Promotions Committee

Dated: May 27, 2021
Batavia, New York

WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

The question of the adoption of the foregoing Resolution # 29-2021 was duly put to a vote on roll call, which resulted as follows:

Motion by Director Lauderdale, seconded by Director Morgan

AYE	NAY	ABSTAIN	ABSENT		COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugs	Haberer
			X		Cayuga	Lattimore
			X		Chautauqua	Hendrickson
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Darrow
			X		Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
				X	Steuben	
X					Wayne	Lauderdale
X					Wyoming	May

AYES 10 NAYS 0 ABSTAIN _____ ABSENT 6 VACANT 1

I, the undersigned Secretary of the Western Regional Off-Track Betting Corporation ("Western") does hereby certify that the above resolution was duly adopted by the Board of Western, that all Board members had due notice of said meeting, the the meeting was in all respects duly held pursuant to Article 7 of Public Officers Law, that said meeting was open to the general public, and there was a quorum of Board members present throughout the meeting.

IN WITNESS WHEREOF, I have hereunder set my hand as Secretary of Western this 27th day of May, 2021.


 Secretary

RESOLUTION #29-2021

WHEREAS, it is the corporate responsibility of the Western Regional Off-Track Betting Corporation ("Western") to operate Batavia Downs, Off-Track Betting parlors and EZ bet locations; and

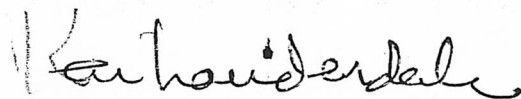
WHEREAS, the use of simulcast reception services at Western's Batavia Downs, Off-Track Betting parlors and EZ Bet locations is indispensable: and

WHEREAS, Roberts Communications Network, LLC ("Roberts"), a sole source provider, will provide simulcast reception services at Western's various locations, including equipment and installation costs, for a one (1) year period for the total amount of not to exceed \$287,793.00; and therefore

BE IT RESOLVED, that the Board of Directors of Western hereby approves the simulcast reception service agreement with Roberts for a one (1) year period in a total amount not to exceed \$287,793.00; 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,



Ken Lauderdale, Chairman
Finance Committee

Dated: May 27, 2021
Batavia, New York



Gaming Commission

One Broadway Center, P.O. Box 7500, Schenectady, NY 12301-7500
www.gaming.ny.gov

June 11, 2021

Ms. Bertina Lefkovics
Controller
Roberts Communications Network, LLC
4075 Volunteer Boulevard
Henderson, NV 89044

Dear Ms. Lefkovics:

On June 11, 2021, The New York State Gaming Commission (Commission) approved the Master Services Agreement and four addendums between Western Regional Off-Track Betting Corporation and Roberts Communications Network, LLC. The agreement and three addendums are effective January 1, 2021 through December 31, 2025. A fourth addendum is effective May 1, 2021 through April 30, 2026. The agreement and all four addendums automatically renew for additional one-year periods until either party terminates the agreement.

It should be noted that this approval is limited to the terms mentioned above. Any agreement extensions or amendments must be approved by the Commission.

Sincerely,

A handwritten signature in black ink that reads "Kristen M. Buckley". The signature is written in a cursive, flowing style.

Kristen M. Buckley
Acting Secretary to the Commission

cc: Ed Burns
William R. White