

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #139A-2022 was duly put to a vote on roll call, which resulted as follows: EVERI

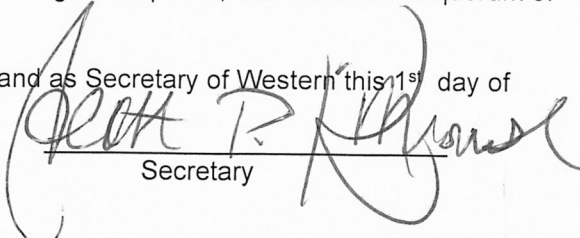
Motion by Director Morgan seconded by Director Lauderdale

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 11<sup>th</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## RESOLUTION - # 139A - 2022

**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**, Western previously agreed to enter into an agreement with Everi, a sole source vendor, who proposed to provide routine maintenance and repairs to Western's kiosks for the December 1, 2022, through November 30, 2023; and

**WHEREAS**, Everi proposes to provide routine maintenance and repairs to Western's kiosks at the revised annual cost of \$32,183.52 for the December 1, 2022 through November 30, 2023; and therefore

**BE IT RESOLVED**, that the Western's Board of Directors accepts the revised proposal from Everi for the one (1) year period from December 1, 2022 through November 30, 2023 for a kiosk maintenance and repair service agreement for an amount not to exceed \$32,183.52; 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,



Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #143-2022 was duly put to a vote on roll call, which resulted as follows: Disability- Shelter Point

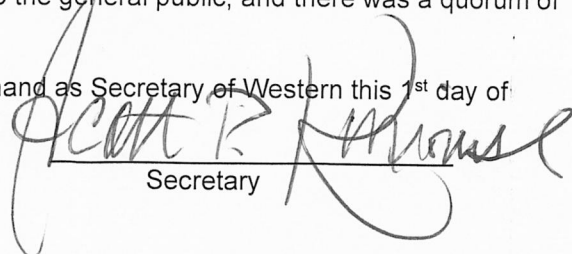
Motion by Director Morgan seconded by Director Warthling

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 Secretary

## RESOLUTION #143-2022

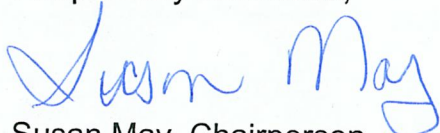
**WHEREAS**, the Western Regional Off-Track Betting Corporation ("Western") has received proposals in respect to Western's New York State Disability coverage for 2023; and

**WHEREAS**, Staff is recommending to the Board of Directors of Western to accept a proposal from Shelter Point to provide New York State Disability coverage for Western for 2023 at the annual cost not to exceed \$30,500.00; and therefore, be it

**RESOLVED**, that the Board of Directors of Western hereby accepts the proposal from Shelter Point to provide New York State disability coverage to Western for 2023 for the amount not to exceed \$30,500.00; and further

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

Respectfully Submitted,



Susan May, Chairperson  
Insurance Committee

Dated: December 1, 2022  
Batavia, New York

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #144-2022 was duly put to a vote on roll call, which resulted as follows: Riviera Theatre

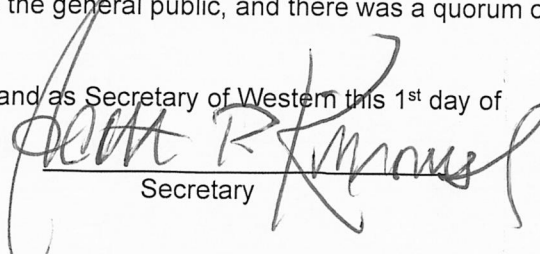
Motion by Director Morgan seconded by Director Siebert

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 Secretary

## RESOLUTION #144-2022

**WHEREAS**, as part of its ongoing patron attraction and retention program, Western Regional Off-Track Betting Corporation ("Western") contracts with local venues to provide entertainment event tickets for a certain level of our patrons, as well as for special promotions; and

**WHEREAS**, Western was provided an opportunity to purchase a Sponsorship for the Riviera Theatre ("Riviera") for the 2023 season in an amount not to exceed \$20,000.00; and

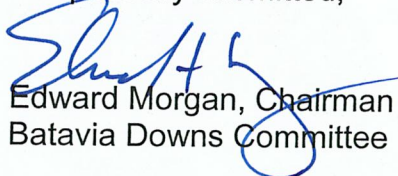
**WHEREAS**, as part of the arrangement, Western would be provided on site advisement, as well as advertising on the back of each Riviera event ticket throughout the 2023 season; and

**WHEREAS**, Staff recommends that Western enter into a sponsorship agreement with Riviera for the 2023 season at an amount not to exceed \$20,000.00; and therefore

**BE IT RESOLVED**, that the Board of Directors of Western hereby approves entering into a sponsorship agreement with Riviera for the 2023 season in an amount not to exceed \$20,000.00; and further

**RESOLVED**, that the Board of Directors of Western hereby authorizes an officer of Western to execute an agreement with Riviera in furtherance of this resolution.

Respectfully submitted,

  
Edward Morgan, Chairman  
Batavia Downs Committee

Dated: December 1, 2022  
Batavia, New York

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #145-2022 was duly put to a vote on roll call, which resulted as follows: Schneiders Seafood Supp

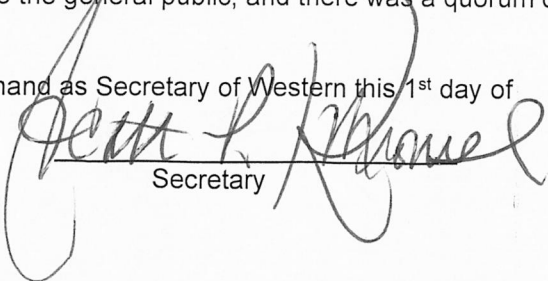
Motion by Director Morgan seconded by Director Horton

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## RESOLUTION - #145-2022

**WHEREAS**, it is the corporate responsibility of the Western Regional Off-Track Betting Corporation ("Western") to provide the best dining experience to its patrons at Western's Batavia Downs restaurants; and

**WHEREAS**, Western had previously approved a blanket purchase order for the purchase of seafood and meats and related items from Schneiders Seafood & Meats ("Schneiders") for the 2022 calendar year; and

**WHEREAS**, Western requires a supplemental blanket purchase order in the amount of \$10,000.00 for use by the Food and Beverage Department through the end of 2022; and

**WHEREAS**, staff requests that the Board of Directors of Western approve a supplemental blanket purchase order in an amount not to exceed \$10,000.00 with Schneiders for the purchase of seafood and meats and related products through the end of 2022; now therefore

**BE IT RESOLVED**, that the Western's Board of Directors hereby approves a supplemental blanket purchase order in an amount not to exceed \$10,000.00 from Schneiders through the end of 2022; 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,



Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #146-2022 was duly put to a vote on roll call, which resulted as follows: Crosby Brownlie

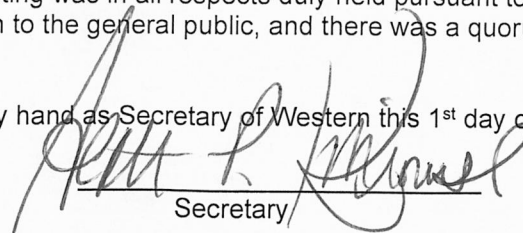
Motion by Director Morgan seconded by Director Siebert

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## RESOLUTION - #146-2022

**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, while providing a comfortable experience to our patrons; and

**WHEREAS**, Western requires that a new kitchen hood be relocated and installed with required venting in Rush 34 at the Batavia Downs location: and


**WHEREAS**, Western has sent out an RFP requesting pricing for such installation and that Crosby Brownie ("Crosby") was the lowest responsible bidder to perform the installation work as set forth in the total amount of \$52,700.00; and

**WHEREAS**, Staff recommends that the Board approves an agreement with Crosby to install the kitchen hood at 34 Rush; now therefore

**BE IT RESOLVED**, that the Western's Board of Directors hereby approves entering into an agreement with Crosby for the installation of the kitchen hood at 34 Rush in an amount not to exceed \$52,700.00; 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,

  
Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York

## WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

The question of the adoption of the foregoing Resolution #147-2022 was duly put to a vote on roll call, which resulted as follows: Mariacher Thomas LLC

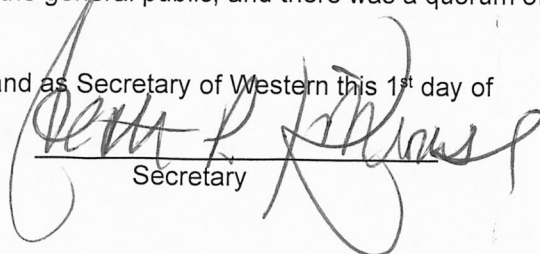
Motion by Director Morgan seconded by Director Bassett

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES \_\_\_\_\_ 13 \_\_\_\_\_ NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4 \_\_\_\_\_

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## RESOLUTION #147-2022

**WHEREAS**, as part of its ongoing patron attraction and retention program, Western Regional Off-Track Betting Corporation ("Western") has in the past contracted with Mariacher Thomas LLC ("Mariacher") for Thurman Thomas to act a Western's spokesman; and

**WHEAREAS**, Western wishes to continue to engage Mariacher for purposes of having Thurman Thomas as Western's spokesman; and

**WHEREAS**, Staff recommends that the Board of Directors of Western enter into a two (2) year extension of the agreement with Mariacher along the same terms as set forth in the original agreement for the annual amount of \$120,000.00 for the period January 1, 2023 to December 31, 2024; and; therefore

**BE IT RESOLVED**, that the Board of Directors of Western hereby approves entering a two (2) year extension with Mariacher for Thurman Thomas spokesman services for the annual amount of \$120,000.00; and further

**RESOLVED**, that the Board of Directors of Western hereby authorizes an officer of Western to execute an agreement in furtherance of this resolution.

Respectfully submitted,



Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #148-2022 was duly put to a vote on roll call, which resulted as follows: Hanson Aggregates

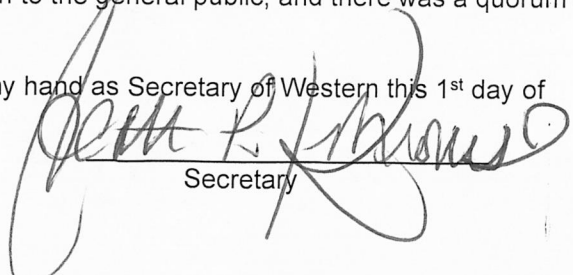
Motion by Director Morgan seconded by Director Burr

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES   13   NAYS            ABSTAIN            ABSENT   4  

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 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 1<sup>st</sup> day of December 2022.

  
 Secretary

## **RESOLUTION #148-2022**

**WHEREAS**, it is the responsibility of Western Regional Off-Track Betting Corporation ("Western") to maintain the physical condition of the horse racing track at Batavia Downs; and

**WHEREAS**, Western resurfaces and re-banks the racetrack prior to the beginning of the race season and as needed throughout the year; and

**WHEREAS**, Western previously entered into an agreement with Hanson Aggregates ("Hanson") a NYS OGS Contractor can provide the matching material needed to resurface the racetrack in 2022 at a cost not to exceed \$30,000.00; and

**WHEREAS**, Western requires additional material in 2022 to be used at the racetrack at a cost of an additional \$5,000.00; and

**WHEREAS**, Staff recommends that the Board of Directors of Western authorize payment to Hanson in the amount not to exceed an additional \$5,000.00 for the purchase of the resurfacing material for the racetrack for 2022; and, therefore be it

**BE IT RESOLVED**, that the Board of Directors of Western hereby authorize the payment of an amount not to exceed an additional \$5,000.00 to Hanson for the purchase of resurfacing material needed to resurface the horse racetrack at Batavia Downs for 2022 and further; and be it further

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

Respectfully submitted,



Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York



**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #149-2022 was duly put to a vote on roll call, which resulted as follows: **Servicemaster Restoration Services**

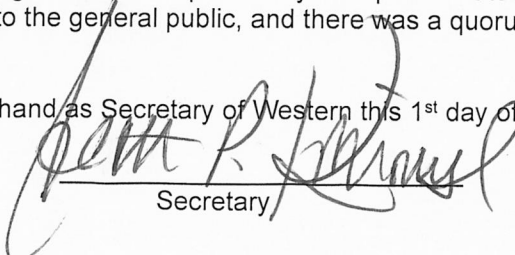
Motion by Director Morgan seconded by Director Bombardo

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS            ABSTAIN            ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 Secretary

## **RESOLUTION #149-2022**

**WHEREAS**, it is the responsibility of Western Regional Off-Track Betting Corporation ("Western") to maintain the physical condition of its facility at Batavia Downs; and

**WHEREAS**, Western experienced a water leak that caused ongoing and significant damage to the facility at Batavia Downs; and

**WHEREAS**, Western was able to respond to the emergency by contracting with Servicemaster Restoration Services ("Servicemaster") to clean the water damage and conduct structural cleaning and demolition to areas effected at Batavia Downs for the amount of \$15,178.55; and

**WHEREAS**, Staff requests that the Board of Directors of Western acknowledge the emergency declaration and agree to the payment to Servicemaster the amount of \$15,178.55 for services rendered; and, therefore be it

**RESOLVED**, that the Board of Directors of Western hereby acknowledge the emergency declaration and agree to the payment to Servicemaster the amount of \$15,178.55; and be it further

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

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Edward Morgan", with a large, stylized flourish extending from the end of the signature.

Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #150-2022 was duly put to a vote on roll call, which resulted as follows: Upstate Strategic Affairs

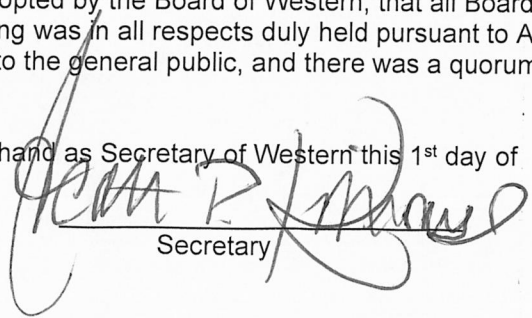
Motion by Director Bombardo seconded by Director May

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## RESOLUTION #150-2022

**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 a 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

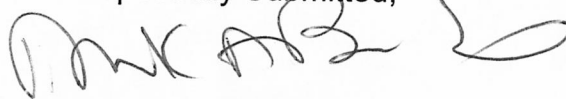
**WHEREAS**, Western would like to continue to engage Upstate for such purposes; and

**WHEREAS**, the Board desires to enter into a one (1) year extension agreement with Upstate effective January 1, 2023 through December 31, 2023 at the rate of \$3,500.00 per month; and therefore, be it

**RESOLVED**, that Western enter into a one (1) year extension agreement with Upstate for the period of January 1, 2023 through December 31, 2023, 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,



Mark Bombardo, Chairman  
Legislative Committee

Dated: December 1, 2022  
Batavia, New York



Government,  
Community,  
and Media  
Strategies

**Agreement Between Western Regional Off-Track Betting Corporation  
and Upstate Strategic Advisors, LLC**

Upstate Strategic Advisors, LLC and **Western Regional Off-Track Betting Corporation** have agreed to extend the agreement dated July 8, 2022 for legislative/administrative counsel through December 31, 2023. The fee for these services shall remain \$3,500 per month. All other terms of the July 8, 2022 agreement remain in full force and effect.

Agreed to by:

*Henry F. W. ...*

12/13/2022

Western Regional Off-Track Betting Corporation

Date

*Sam Hoyt*

12/12/2022

Sam Hoyt, President

Date

Upstate Strategic Advisors, LLC

Sam.Hoyt@UpstateStrategicAdvisors.com

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #151-2022 was duly put to a vote on roll call, which resulted as follows: Mercury Public Affairs

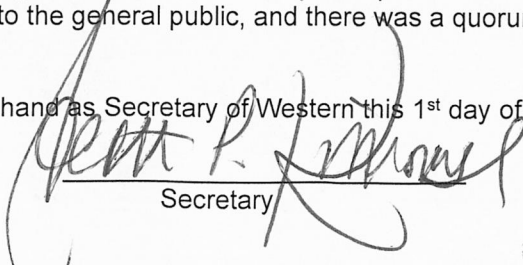
Motion by Director Bombardo seconded by Director May

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 Secretary

## RESOLUTION #151-2022

**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

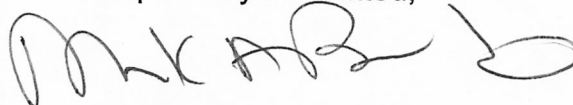
**WHEREAS**, Western would like to continue to engage Mercury for such purposes; and

**WHEREAS**, the Board desires to enter into a one (1) year extension to the agreement with Mercury for the amount of \$8,000.00 per month, covering the period from January 1, 2023 through December 31, 2023; 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 one (1) year period from January 1, 2023 through December 31, 2023, 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,



Mark Bombardo, Chairman  
Legislative Committee

Dated: December 1, 2023  
Batavia, New York



# Mercury.


## AMENDMENT TO CONTRACT AGREEMENT

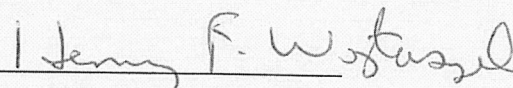
This AMENDMENT TO CONSULTING SERVICES AGREEMENT (this "Amendment") is made and entered into as of August 3, 2022 to amend the certain Consulting Services Agreement dated September 1, 2017, and subsequent amendments of July 1, 2018, January 1, 2019, July 1, 2019, January 1, 2020, December 1, 2020, July 1, 2021, January 1, 2022, and March 1, 2022 (collectively, the "Agreement") between **Mercury Public Affairs, LLC** ("Consultant") and **Western Regional OTB** ("Client"), copies of which are attached hereto as Exhibit A. Terms not otherwise defined herein shall have the meanings ascribed to them in the Agreement. Consultant and Client agree as follows:

1. Term. The Term of this Agreement is hereby extended effective as of July 1, 2022 (the "Amended Effective Date") and will continue in effect until June 30, 2023. The Term of this Agreement shall continue on a month to month basis thereafter, unless terminated by either party on thirty (30) days prior written notice to the other party, which notice shall be given prior to the end of the initial Term or any other month thereafter.
2. Compensation. Client agrees to pay Consultant lobbying fees of \$8,000.00 per month beginning on the Amendment Effective Date.
3. No Other Changes. Except as modified hereby, all other terms and conditions of the Agreement are confirmed and shall remain in full force and effect.

MERCURY PUBLIC AFFAIRS, LLC

WESTERN REGIONAL OTB

BY: 

BY: 

Name: Tom Doherty

Name: Henry F. Wojtaszek

Title: Partner

Title: President/CEO

Date: 8/9/2022

Date: 8/8/22

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #152-2022 was duly put to a vote on roll call, which resulted as follows: Bolton St John

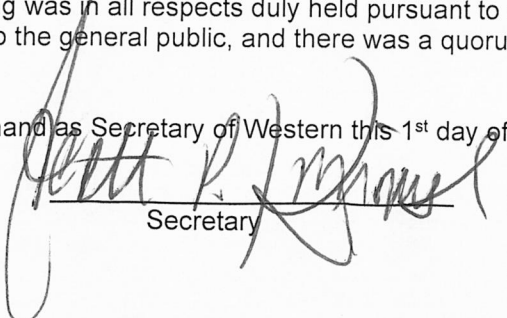
Motion by Director Bombardo seconded by Director Burr

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES   13   NAYS            ABSTAIN            ABSENT   4  

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## RESOLUTION #152-2022

**WHEREAS**, the Western Regional Off-Track Betting Corporation ("Western") has previously entered into an agreement with Bolton-St. Johns ("BSJ") for purposes of providing Western certain consulting services as a liaison with various government officials; and

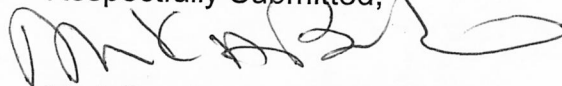
**WHEREAS**, Western would like to continue to engage BSJ for such purposes; and

**WHEREAS**, the Board desires to enter into a one (1) year extension to the agreement with BSJ for the amount of \$8,500.00 per month, covering the period from January 1, 2023 through December 31, 2023; and therefore, be it

**RESOLVED**, that Western agrees to enter into an extension to the agreement with BSJ for the amount of \$8,500.00 per month, covering the one (1) year period from January 1, 2023 through December 31, 2023, 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,



Mark Bombardo, Chairman  
Legislative Committee

Dated: December 1, 2022  
Batavia, New York

## WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

The question of the adoption of the foregoing Resolution #153-2022 was duly put to a vote on roll call, which resulted as follows: Live Racing Consultant M Loewe

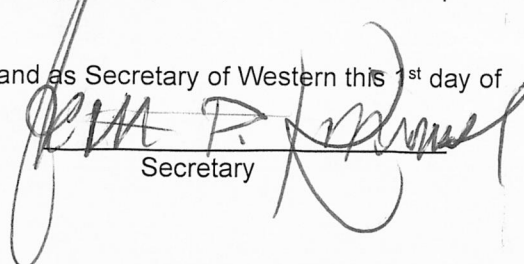
Motion by Director Morgan seconded by Director May

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## RESOLUTION #153-2022

**WHEREAS**, it is the responsibility of Western Regional Off-Track Betting Corporation ("Western") to provide the patrons the best experience while attending a live racing event at Batavia Downs; and

**WHEREAS**, the Board of Directors of Western previously engaged the services of Mark Lowe LLWE ("Lowe") as live racing consultant for the period April 1, 2022 through December 31, 2022, at a rate of \$3,500 a month; and

**WHEREAS**, the Board of Directors of Western wishes to continue to engage the services of Mark Lowe LLWE ("Lowe") as live racing consultant for the period January 1, 2023 through March 31, 2023, at a rate of \$3,500 a month; and, therefore be it

**RESOLVED**, that the Board of Directors of Western hereby engages the services of Lowe as a live racing consultant for the period January 1, 2023 through March 31, 2023 for the total amount of \$10,500.00; and further

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

Respectfully submitted,



Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York

## CONSULTING AGREEMENT

**THIS AGREEMENT** is entered into on March 30, 2022, effective as of April 1, 2022 (the "Effective Date"), between **WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**, a public benefit corporation, with principal offices at 8315 Park Road, Batavia, New York 14020 ("**WESTERN**"), and Mark J. Loewe an individual with mailing address at PO Box 26, Goshen, New York 10924 ("**CONSULTANT**").

### WITNESSETH:

**WHEREAS**, **WESTERN** is the owner and operator of Batavia Downs, a harness horse racetrack that conducts live pari-mutuel racing and wagering. Batavia Downs will conduct live winter racing in 2023 and desires to continue to engage the services of **CONSULTANT**, subject to the terms and conditions hereinafter set forth; and

**WHEREAS**, **CONTRACTOR** desires to provide specialized services to **WESTERN** during the term of this agreement as set forth in Exhibit A attached hereto and subject to the terms and conditions hereinafter set forth;

**NOW THEREFORE**, in consideration of the above premises and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. Engagement. **WESTERN** hereby engages **CONSULTANT** and **CONSULTANT** hereby agrees to serve **WESTERN** providing professional associated services as a live racing consultant to **WESTERN**, such services being more particularly described in the attachment hereto (Exhibit A), and by reference made a part hereof. **CONSULTANT** will be referenced as "Live Racing Consultant," providing services on behalf of **WESTERN**.

a). **CONSULTANT** will provide services to **WESTERN** as "Live Racing Consultant" at Batavia Downs from January 1, 2023, through March 31, 2023. The **CONSULTANT** will be paid \$3,500.00 per month during this three (3) month period and will be reimbursed for mileage at the current standard IRS mileage rate, tolls and out of pocket expenses during this period.

2. Term. The term of this Agreement will commence on January 1, 2023 and will continue until March 31, 2023.

3. Participation in Benefit Plans. **CONSULTANT** shall not be entitled to participate in or receive benefits under any benefit plans offered to **WESTERN's** employees, including but not limited to health care, dental care, pension, unemployment benefits, workers compensation or disability benefits eligibility.

4. Proprietary Work, Product and Confidential Information.

**CONSULTANT** acknowledges and agrees that as a result of the services to be provided hereunder, **CONSULTANT** may acquire knowledge and information of a secret and confidential nature. **CONSULTANT** further acknowledges and agrees that this information constitutes valuable property of **WESTERN**, and also that confidential information of others may be received by **WESTERN** with restrictions on its use and disclosure. Accordingly, **CONSULTANT** agrees that:

(i) **CONSULTANT** shall not, at any time during the term of this Agreement or thereafter, disclose to anyone outside **WESTERN** or use in other than **WESTERN** business any secret or confidential information of **WESTERN** or its subsidiaries or affiliates, except as authorized by **WESTERN**. **WESTERN** information which is not readily available to the public shall be considered secret and confidential for the purpose of this Agreement and shall include, but not be limited to, information relating to **WESTERN**, its customers, processes, products apparatus, data, compounds, business studies, business and contracting plans, business procedures and finances;

(ii) **CONSULTANT** shall not, at any time during the term of this Agreement or thereafter, disclose to any other person or use secret or confidential information of others, which, to the knowledge of **CONSULTANT**, has been disclosed to **WESTERN** with restriction on the use or disclosure thereof, in violation of those restrictions.

(iii) Notwithstanding the foregoing, **CONSULTANT** shall not be liable for the disclosure of information, which may otherwise be deemed confidential hereunder, if:

(a) the information is in, or becomes part of, the public domain, other than by **CONSULTANT**'s disclosure of the information;

(b) the information is furnished to a third party by **WESTERN** without restriction on the third party's right to disseminate the information;

(c) the information is disclosed with **WESTERN**'s written approval; or

(d) the information is compelled to be revealed via subpoena, civil investigative demand or other judicial or administrative process.

The provisions of this Section 5 shall survive the termination or expiration of the term of this Agreement.

5. Indemnification. **WESTERN** hereby agrees to indemnify and hold harmless **CONSULTANT** to the full extent lawful, from and against any and all losses, claims, damages or liabilities (collectively, "Losses") incurred by him. **WESTERN** shall have no obligation to indemnify and hold harmless **CONSULTANT** in respect of any Losses or expenses

which are finally judicially determined to have resulted from the gross negligence or willful misconduct of **CONSULTANT** in fulfilling its duties under this agreement.

6. Assignment. Neither party may assign its rights or its obligations under this Agreement.

7. Governing Law. This Agreement shall be governed by and construed in accordance with the laws of the State of New York applicable to contracts made and to be performed entirely within such State and any dispute resolution brought shall be initiated in New York Supreme Court with venue in Genesee County.

8. Amendments. No amendment or modification of any provision of this Agreement shall be effective unless made in a writing signed by each of the parties hereto which specifically references this Agreement.

9. No Waiver; Cumulative Remedies. No failure or delay on the part of any party in exercising any right, power or remedy hereunder shall operate as a waiver thereof, nor shall any single or partial exercise of any such right, power or remedy preclude the exercise of any other right, power or remedy. The remedies provided herein are cumulative and not exclusive of any remedies available at law or in equity.

10. Headings. Headings in this Agreement are for convenience only and shall not be used to interpret or construe its provisions.

11. Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument.

12. Independent Contractor Relationship: **CONSULTANT** shall serve as an independent contractor to **WESTERN** pursuant to the terms and conditions of this Agreement, and this Agreement does not create and shall not be construed to create a relationship of principal and agent, joint venture, partnership, employer and employee, master and servant or any similar relationship between **CONSULTANT** and **WESTERN**, and the parties hereto expressly deny the existence of any such relationship.

**CONSULTANT** acknowledges that the sums paid to **CONSULTANT** by **WESTERN** are, under ordinary circumstances, subject to federal and state income taxes; that the sums paid to **CONSULTANT** are "gross" payments without any deduction retained by **WESTERN** for such federal or state income taxes, FICA or other such associated obligations; and that **WESTERN** has



no obligation nor makes any payments under provisions of federal or state labor or tax laws, and that **CONSULTANT** may be obliged to make payments in lieu thereof.

13. Force Majeure. Neither party shall be liable in damages or have the right to terminate this Agreement for any delay or default in performing hereunder if such delay or default is caused by conditions beyond its control including, but not limited to acts of nature, Government restrictions (including the denial or cancellation of any export or other necessary license), wars, communications, power, and electronic failures, including common carrier failures, Internet service provider disruptions, insurrections, and/or any other cause beyond the reasonable control of the party whose performance is affected. Neither party shall be liable for any failure or delay in performance under this Agreement to the extent said failures or delays are proximately caused by causes beyond that party's reasonable control and occurring without its fault or negligence. If any of the above results in the discontinuance of the live race season beyond the control of either party, either party shall give the other prompt written notice of such occurrence, and any and all future obligations under this agreement are deemed terminated.

IN WITNESS WHEREOF, each party has executed and delivered this Agreement by its duly authorized officer as of the Effective Date.

Western Regional Off-Track Betting Corporation

Dated: 12/15/22

By

  
Henry F. Wojtaszek  
President/CEO/General Counsel

Consultant

Dated

12/14/22

By

  
Mark J. Loewe

## EXHIBIT A

Consultant agrees to the following duties:

- Will work with staff to oversee the improvement and development of Western's live racing product at its Batavia Downs location.
- Will assist with the implementation and execution of regulatory policy, while working closely with the NYS Gaming Commission.
- Will help train Batavia Downs racing staff, ensuring all such staff are competent and knowledgeable of regulations, laws, and policies relative to harness racing in NY State.
- Will participate in key industry conferences and meetings to maintain knowledge of current gaming issues and best practices, while establishing relationships with other gaming regulators and jurisdictions.
- Will perform other related duties as may be required.

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #154-2022 was duly put to a vote on roll call, which resulted as follows: Pepsi Supp

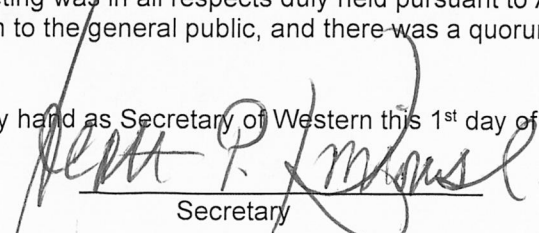
Motion by Director Morgan      seconded by Director Horton

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES   13   NAYS            ABSTAIN            ABSENT   4  

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## RESOLUTION #154-2022

**WHEREAS**, Western Regional Off-Track Betting Corporation ("Western") has previously purchased various beverages and related supplies for its Batavia Gaming facility restaurant and concessions stand operations from Pepsi Bottling Group ("Pepsi"); and

**WHEREAS**, Western had previously approved a blanket purchase order for the purchase of various beverages and related supplies from Pepsi for the 2022 calendar year; and

**WHEREAS**, Western requires a supplemental blanket purchase order in the amount of \$40,000.00 for use by the Food and Beverage Department through the end of 2022; and

**WHEREAS**, staff requests that the Board of Directors of Western approve a supplemental blanket purchase order in an amount not to exceed \$40,000.00 with Pepsi for the purchase of various beverages and related supplies through the end of 2022; now therefore

**BE IT RESOLVED**, that the Western's Board of Directors hereby approves a supplemental blanket purchase order in an amount not to exceed \$40,000.00 from Pepsi through the end of 2022; 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,



Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #155-2022 was duly put to a vote on roll call, which resulted as follows: Heinrich Chevrolet

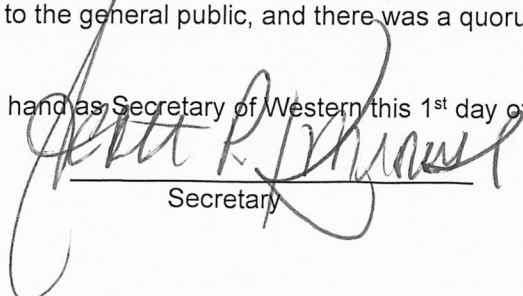
Motion by Director Morgan seconded by Director Burr

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## **RESOLUTION #155-2022**

**WHEREAS**, it is the responsibility of Western Regional Off-Track Betting Corporation ("Western") to conduct meets and maintain the physical condition of the horse racing facility at Batavia Downs; and

**WHEREAS**, Western requires a four-wheel drive pickup truck to use for the starting gate for its live racing meets at Batavia Downs; and

**WHEREAS**, Western sent out an RFP for such vehicle whereby two (2) responses were received; and

**WHEREAS**, Staff recommends that the Board of Directors of Western to accept the proposal from Heinrich Chevrolet for a 2022 Silverado 1500 crew 4WD truck for the amount of \$49,850.00 that will be immediately available to have the starting gate attached; and, therefore

**BE IT RESOLVED**, that the Board of Directors of Western hereby accepts the proposal of Heinrich Chevrolet for a 2022 Silverado 1500 crew 4WD truck for use as the starting gate for live racing for the amount of \$49,850.00; and be it further

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

Respectfully submitted,



Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York



**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #156-2022 was duly put to a vote on roll call, which resulted as follows: Van Bortel

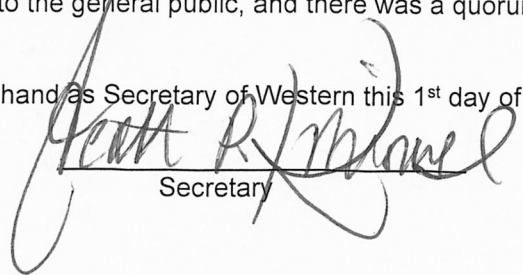
Motion by Director Morgan seconded by Director Bombardo

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 Secretary

## RESOLUTION #156-2022

**WHEREAS**, it is the responsibility of Western Regional Off-Track Betting Corporation ("Western") to maintain the physical condition of various properties including the Batavia Downs facility; and

**WHEREAS**, Western requires a four-wheel drive pickup truck to be added to Western's Batavia Downs fleet; and

**WHEREAS**, Western has an opportunity to purchase a 2023 Ford F250 Pickup Truck from Van Bortel Ford through A NYS contract; and

**WHEREAS**, Staff recommends that the Board of Directors of Western to authorize the purchase of a 2023 Ford F250 Pickup Truck from Van Borel Ford for the amount of \$48,778.23 that will be available in 16 weeks; and, therefore

**BE IT RESOLVED**, that the Board of Directors of Western hereby authorize the purchase of a 2023 Ford F250 Pickup Truck from Van Bortel Ford for the amount of \$48,778.23; and be it further

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

Respectfully submitted,



Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #157-2022 was duly put to a vote on roll call, which resulted as follows: Canal Concerts Inc.

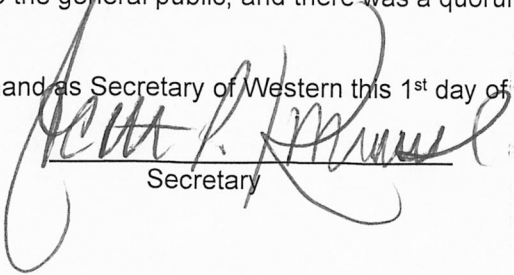
Motion by Director Morgan seconded by Director Bombardo

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## RESOLUTION #157-2022

**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 concert series, Western previously retained Canal Concerts Inc. ("Canal"), a professional concert consultant to oversee the setup and presentation of each concert, as more fully described in the original agreement dated October 2021; and

**WHEREAS**, Western and Canal would like to enter into an addendum to the existing agreement whereby Canal would provide additional services as more fully described in the attached addendum agreement at a total cost of \$5,500.00 per concert, not exceeding \$55,000.00 annually.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors of the Western approve the addendum to the existing agreement with Canal whereby Canal would provide services as more fully described in the original agreement and the addendum at a total cost of \$5,500.00 per concert, not exceeding \$55,000.00 annually; and

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

Respectfully submitted,



Edward Morgan, Chairman  
Batavia Downs Committee

Dated: December 1, 2022  
Batavia, New York

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #158-2022 was duly put to a vote on roll call, which resulted as follows: Don Hoover

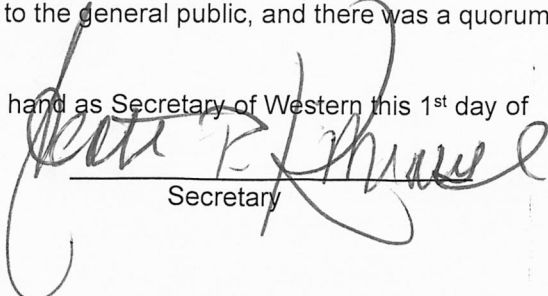
Motion by Director Morgan seconded by Director Wamp

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## RESOLUTION #158-2022

**WHEREAS**, it is the responsibility of Western Regional Off-Track Betting Corporation ("Western") to provide the patrons the best experience while attending a live racing event at Batavia Downs; and

**WHEREAS**, the Board of Directors of Western previously engaged the services of Don Hoover ("Hoover") as Director of Live Racing / Race Secretary for the period ended December 31, 2022, at a rate of \$12,000 a month; and

**WHEREAS**, the Board of Directors of Western wishes to continue to engage the services of Hoover as Director of Live Racing / Race Secretary for the period January 1, 2023 through February 28, 2023, at a rate of \$12,000.00 per month; and, therefore be it

**RESOLVED**, that the Board of Directors of Western hereby engages the services of Hoover as Directory of Live Racing / Race Secretary for the period January 1, 2023 through February 28, 2023 for the total amount of \$24,000.00; and further

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

Respectfully submitted,



Edward Morgan, Chairman  
Batavia Downs Operations Committee

Dated: December 1, 2022  
Batavia, New York

## WESTERN REGIONAL OFF-TRACK BETTING CORPORATION

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows: 4% All Employees Non Gaming Union

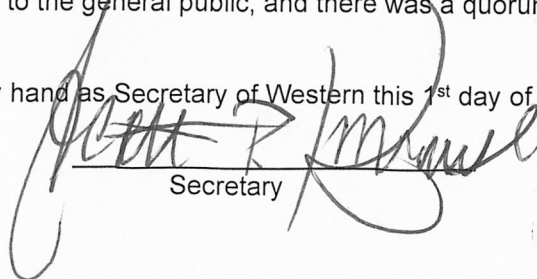
Motion by Director Morgan seconded by Director May

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary

## **RESOLUTION #159-2022**

**WHEREAS**, the Western Regional Off-Track Betting Corporation (“Western”) has been the subject of allegations and an investigation of Western’s operations and activities; and

**WHEREAS**, certain Western employees are being interviewed as part of such investigation as to past operations and activities of Western and are being represented by Personius Melber LLP; and

**WHEREAS**, such interviews and representation are directly related to such employment with Western; and

**WHEREAS**, the Board of Directors of Western wish to enter into an agreement with Personius Melber LLP whereby Western would agree to cover the cost of such legal services being provided to certain Western employees that is directly connected to such employment as in accordance with the attached engagement letter, in an amount not to exceed \$20,000.00; and, therefore be it

**RESOLVED**, that the Board of Directors of Western hereby authorizes Counsel for Western to execute the attached engagement letter with Personius Melber LLP; and further



**RESOLVED**, that the Board of Directors of Western hereby agrees to cover the costs of such legal services being provided to certain Western employees in an amount not to exceed \$20,000.00.

Respectfully Submitted,

A handwritten signature in blue ink, appearing to read "Edward Morgan", with a large, sweeping flourish extending to the right.

Edward Morgan, Chairman  
Batavia Downs Operations

Dated: December 1, 2022  
Batavia, New York

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution #159-2022 was duly put to a vote on roll call, which resulted as follows: Personius Melber, LLC.

Upon motion to waive the rules of order by Director Morgan and seconded by Director Siebert a voice vote was taken and approved unanimously

Motion by Director Lauderdale seconded by Director Bombardo

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
			X		Niagara	Winter
X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES   13   NAYS            ABSTAIN            ABSENT   4  

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 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 1<sup>st</sup> day of December 2022.

\_\_\_\_\_  
Secretary

**WESTERN REGIONAL OFF-TRACK BETTING CORPORATION**

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows: Mind Squad References CFO & VP-A

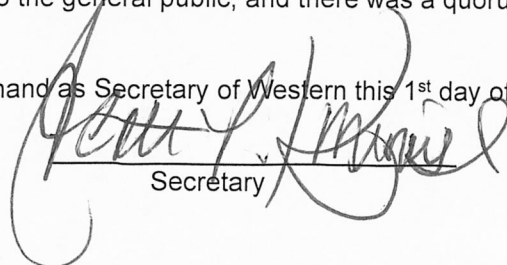
Motion by Director Bassett seconded by Director Lauderdale

AYE	NAY	ABSTAIN	ABSENT	VACANT	COUNTY	DIRECTOR
			X		Buffalo	Parmer-Garner
X					Cattaraugus	Burr
			X		Cayuga	Lattimore
X					Chautauqua	Horrigan
X					Erie	Warthling
X					Genesee	Siebert
X					Livingston	Wamp
X					Monroe	Bianchi
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X					Orleans	Morgan
X					Oswego	Bombardo
X					Rochester	Bassett
			X		Schuyler	Barnes
X					Seneca	Ricci
X					Steuben	Horton
X					Wayne	Lauderdale
X					Wyoming	May

AYES 13 NAYS \_\_\_\_\_ ABSTAIN \_\_\_\_\_ ABSENT 4

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 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 1<sup>st</sup> day of December 2022.

  
 \_\_\_\_\_  
 Secretary