

**Board Meeting Minutes**

**Orleans Land Restoration Corporation**

**March 3, 2023**

**121 N Main St 2<sup>nd</sup> Floor Albion NY  
Board Room  
9:27 am**

**Directors Present:**

John Misiti, Chairman  
Craig Tuohey, Director  
John Fitzak, Director  
Skip Draper, Director

**Directors Absent:**

Ed Urbanik  
Carol D'Agostino

**Also Present:**

Michael Dobell, CEO/CFO  
Gabrielle Barone, Vice President Business Development  
Kevin Zanner, OEDA Legal Counsel (via Zoom)

- I. Roll Call-** The meeting was called to order by John Misiti at 9:27 a.m. Michael called the roll. Board members Skip Draper, John Misiti, Craig Tuohey and John Fitzak were present, constituting a quorum of the Board.
- II. Approval of Previous Board Minutes January 23, 2023---**The January 23, 2023 Board meeting minutes were reviewed. A motion was made by Skip Draper to approve the meeting minutes as presented, seconded by Craig Tuohey. Motion unanimously carried (4-0-0). **M0323-001.**
- III. OLRC Financials**

**OLRC Monthly Financial Report---** Michael presented the monthly Financial Report for the month ending January 31, 2023.

Motion to accept the OLRC Monthly Financial Report made by John Fitzak, seconded by Skip Draper. Motion unanimously carried (4-0-0). **M0323-002.**

- IV Legal**—No report.
- V. Operations Report**—**Facilities/Sites**—No report.
- VI. Old Business**---No report.
- VII. New Business**

**Consider Engagement Letter from EFPR Group for Audit Services**

Michael discussed costs associated with the 2022 audit and presented the proposed engagement letter from EFPR Group for 2022 audit services. Motion to approve the engagement letter from EFPR Group made by Skip Draper, seconded by Craig Tuohey. Motion unanimously carried (4-0-0). **M0322-003**

**Consideration of Guidelines and Policies**

**Investment Policy**

Michael presented the Investment Policy, which was reviewed by the Governance Committee and recommended for approval. Motion to approve the Investment Policy made by John Fitzak, seconded by Skip Draper. Motion unanimously carried (4-0-0). **M0323-004**

**Real Property Acquisition Policy**

Michael presented the Real Property Acquisition Policy, which was reviewed by the Governance Committee and recommended for approval. Motion to approve the Real Property Acquisition Policy made by Craig Tuohey, seconded by John Fitzak. Motion unanimously carried (4-0-0). **M0322-005.**

**Property Disposal Guidelines**

Michael presented the Property Disposal Guidelines, which were reviewed by the Governance Committee and recommended for approval. Motion to approve the Property Disposal Guidelines made by Skip Draper, seconded by Craig Tuohey. Motion unanimously carried (4-0-0). **M0323-005.**

**Procurement Policy**

Michael presented the Procurement Policy, which was reviewed by the Governance Committee and recommended for approval. Motion to approve the Procurement Policy made by John Fitzak, seconded by Skip Draper. Motion unanimously carried (4-0-0). **M0323-006**

**Governance Committee Charter**

Michael presented the Governance Committee Charter, which was reviewed by the Governance Committee and recommended for approval. Motion to approve the Governance Committee Charter made by Skip Draper, seconded by John Fitzak. Motion unanimously carried (4-0-0). **M0323-007**

**VIII. Executive Session---None.**

**IX. Adjournment**

John Fitzak made a motion to adjourn the meeting subject to the Chairman's recall. The motion was seconded by Craig Tuohey and unanimously carried.

Respectfully Submitted,

Michael Dobell