

Board Meeting Minutes

Orleans Land Restoration Corporation

April 14, 2023

**121 N Main St 2nd Floor Albion NY
Board Room
10:00 am**

Directors Present:

John Misiti, Chairman
Craig Tuohey, Director
John Fitzak, Director
Skip Draper, Director
Ed Urbanik, Director
Carol D'Agostino, Director

Directors Absent: [None]

Also Present:

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

- I. Roll Call-** The meeting was called to order by John Misiti at 10:20 a.m. Diane called the roll. Board members Skip Draper, John Misiti, Craig Tuohey, John Fitzak, Ed Urbanik and Carol D'Agostino were present, constituting a quorum of the Board.
- II. Approval of Previous Board Minutes March 3, 2023---**The March 3, 2023 Board meeting minutes were reviewed. A motion was made by Carol D'Agostino to approve the meeting minutes as presented, seconded by Skip Draper. Motion unanimously carried (6-0-0).
- III. OLRC Financials**

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

Motion to accept the OLRC Monthly Financial Report made by John Fitzak, seconded by Skip Draper. Motion unanimously carried (6-0-0).

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

2023 Mission Statement and Measurement Report
Corporate Action By-Laws

Michael presented the proposed 2023 mission statement and proposed performance measurements for 2023. Ed Urbanik made a motion to approve the 2023 mission statement and the 2023 performance measurements. The motion was seconded by John Fitzak and unanimously carried. (6-0-0)

Election of 2023 Directors:

Motion to elect those individuals currently serving as board members of the County of Orleans Industrial Development Agency as the 2023 Directors of OLRC made by Craig Tuohey, seconded by John Fitzak. Motion Passed.

2023 Election of Officers:

The following proposed slate of officers for 2023 was presented:

Chairman, John Misiti
Vice Chairman, Skip Draper
Secretary, Ed Urbanik
Treasurer, John Fitzak
Assistant Treasurer, Carol D’Agostino
CEO/CFO, Michael Dobell

A motion to elect the individuals to the offices as set forth in the proposed slate of officers and also to appoint Craig Tuohey as Assistant Secretary was made by John Fitzak, seconded by Skip Draper. Motion unanimously carried.

2023 Committee Appointments:

A proposed slate of committee members to serve on the Audit Committee, Finance Committee, Governance Committee and Executive Committee was presented as set forth in the board meeting materials with one modification—that John Fitzak serve as chair of the Finance Committee.

Motion to approve the proposed committee appointments as presented made by John Fitzak, seconded by Skip Draper. Motion unanimously carried (6-0-0).

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,

Diane Blanchard