

Board Meeting Minutes

Orleans Land Restoration Corporation

May 10, 2019

**121 N Main St 2nd Floor Albion NY
Board Room
10:00 a.m.**

Draft

Directors Present:

Paul Hendel, Chairman
Skip Draper, Treasurer
Ken DeRoller, Secretary
John DeFilipps, Director
Ken Rush, Director
Carol D'Agostino, Director

Directors Absent:

John Misiti, Vice Chairman

Also Present:

Jim Whipple, CEO/CFO
Gabrielle Barone, Vice President Business Development/Empire Zone Coordinator
Diane Blanchard, Micro-enterprise Business Coordinator
Kevin Zanner, OEDA Legal Counsel
Jim Panek, COIDA Board Member

The meeting was called to order by Chairman Paul Hendel at 10:00 a.m.

- I. Roll Call**-A quorum of the Board was present.
- II. Approval of Previous Board Minutes April 22, 2019**—The Board reviewed the draft meeting minutes from the April 22, 2019 Board meeting. John DeFilipps made a motion to accept the meeting minutes as presented, seconded by Skip Draper. Ken DeRoller abstained. Motion Passed (4-0-1).

III. Financials

EFPR Joe Kehm, review of 2018 Audited Financial Statements

Joseph Kehm of EFPR Group, LLP presented the proposed audited financial statements for OLRC for the year ending December 31, 2018. The auditors reported

that they are issuing an unmodified (clean) opinion with respect to the financial statements.

Motion to accept the 2018 Audited Financial Statements made by Carol D’Agostino, seconded by Skip Draper. Motion Passed. M0519-001.

OLRC Financial Review---Jim reported that the balance in the OLRC is \$20,249.09 as of 04/30/2019. He reviewed the balance sheet and profit & loss reports.

Ken DeRoller made a motion to accept the OLRC financials, seconded by Skip Draper. Motion Passed. M0519-002.

IV. Executive Session---No Executive Session.

V. Legal---No report.

VI. Operations Report---Facilities/Sites---No report.

VII. Old Business---No report.

VIII. New Business

Election of New Board Member to fill Kenneth Rush’s Seat---Vacancies and other openings in the Board, created for any reason except removal of a Director, may be filled by the Board or by a majority of the Directors then in office if less than a quorum is in office. Jim Panek was nominated.

Skip Draper made a motion to appoint Jim Panek to the Board of Directors of the OLRC, seconded by Carol D’Agostino. Motion Passed. M0519-003

Fill Vacancy on the Project Committee---After some discussion, Jim Panek volunteered to fill this position.

Carol D’Agostino made a motion to appoint Jim Panek to fill the vacancy on the Project Committee spot, seconded by Skip Draper. Motion Passed. M0519-004.

IX. Motion to adjourn the meeting subject to Chairman’s recall, made by Ken DeRoller, seconded by Ken Rush. Motion Passed.

Respectfully Submitted,

Diane Blanchard