

NIAGARA POWER COALITION MEETING MINUTES

Tuesday, March 25, 2014 – 12:45 p.m.

Niagara County Department of Economic Development
6311 Inducon Corporate Drive, Suite One
Sanborn, New York 14132

1.0 Call to Order

Chairman Ross called the meeting to order at 1:37 p.m.

2.0 Roll Call

Ms. Melloni performed roll call:

Representatives Present:

Cynthia Bianco, Superintendent / Chairperson, HCSC	Niagara Falls City School District
Chris Roser, Superintendent/Vice Chairperson, HCSC	Lewiston Porter School District
William L. Ross, Chairman, NC Legislature	Niagara County
Allison Brady, Superintendent	Niagara Wheatfield School District
Jackie Siegmann	Town of Niagara
Dennis Brochey	Town of Lewiston
Thomas O'Donnell, Esq.	City of Niagara Falls

Alternates/Guests:

Thomas Burgasser, Esq.	Niagara County
Angelo Massaro, Esq.	Niagara Falls City School District
Michael Risman, Esq.	Town of Niagara
Paul Kloosterman	Town of Lewiston

Staff Present:

Mary Melloni, Recording Secretary
John M. Baird, Treasurer, NPC
Stan Widger, Esq., NPC Counsel, Nixon Peabody
Samuel M. Ferraro, Executive Director/Commissioner, Niag. Co. Dept of Economic Development

3.0 Annual Membership Meeting

3.1 Confirm Directors/Membership

Chairman Ross confirmed that the Directors/Membership are correct as currently listed. Mr. Ross noted that Ms. Allison Brady now represents Niagara-Wheatfield School District; Mr. Dennis Brochey is now representing the Town of Lewiston; and the remaining members are the same.

3.2 Elect Chairperson & CEO/President

Mr. Widger asked for nominations for the position of Chairperson and CEO/President of the Niagara Power Coalition.

Mr. Roser nominated Mr. Ross as Chairperson of the Niagara Power Coalition; Mr. O'Donnell seconded the nomination. There were no other nominations; nominations were closed.

3.0 Annual Membership Meeting

3.2 Elect Chairperson & CEO/President (Continued...)

A roll call vote was taken.

Town of Lewiston	<u>Yes</u>
Town of Niagara	<u>Yes</u>
Lewiston Porter	<u>Yes</u>
City of Niagara Falls	<u>Yes</u>
Niagara-Wheatfield	<u>Yes</u>
Niagara County	<u>Yes</u>
Niagara Falls Schools	<u>Yes</u>

The motion was approved.

Mr. Widger asked for nominations for the position of CEO/President of the Niagara Power Coalition.

Mr. Roser nominated Mr. Ross as CEO/President of the Niagara Power Coalition; Mr. O'Donnell seconded the nomination. There were no other nominations; nominations were closed.

A roll call vote was taken.

Town of Lewiston	<u>Yes</u>
Town of Niagara	<u>Yes</u>
Lewiston Porter	<u>Yes</u>
City of Niagara Falls	<u>Yes</u>
Niagara-Wheatfield	<u>Yes</u>
Niagara County	<u>Yes</u>
Niagara Falls Schools	<u>Yes</u>

The motion was approved.

3.3 Appoint Committees

Chairman Ross stated that he will keep the Finance/Audit Committee members the same (Chairman Ross, John Baird and Scott Hapeman); On the Governance Committee he, Ms. Bianco and Mr. Risman will remain members. The Ad Hoc Committee will also now consist of Mr. Roser, Mr. Risman, and Ms. Bianco.

Mr. Risman made a motion, seconded by Mr. Roser, to approve the Committees as appointed. Motion carried.

3.0 Annual Membership Meeting (Continued...)

3.4 2013 Annual Report for Authority Budget Office

Mr. Widger explained that the NPC is obligated to provide an Annual Report to the Authority Budget Office annually. This year's report is comparable the previous years' reports. One of the major components of the report is the budget report and it will be reported on by the Budget committee.

Mr. O'Donnell made a motion, seconded by Mr. Roser, to approve the 2013 Annual Report as presented. Motion passed.

3.4.1 2014 Budget Report

Mr. Widger explained that the budget was established earlier in the year and approved by NPC members. It will be submitted as part of the 2013 Annual Report to the Authority Budget Office.

3.4.2 2013 NPC Audit Report

Ms. Dayton gave a brief summary of the 2013 NPC Audit Report (*a copy of which will be attached hereto and become a part hereof these minutes.*)

Ms. Dayton explained that there is a clean opinion on the financial statements, which means that they are in accordance with generally accepted accounting principles. There is a 990 Return that will be filed by May 15th. She reviewed the balance statement which indicates that cash and other assets remain relatively consistent on the current asset side. The Host Community funds are down from \$7.5 million to \$5.9 million. Nothing on the liability side except legal fees. Unrestricted net assets is \$28,034 and remains very consistent on a year-to-year basis. Income statement for the year reflects dues based on the yearly budget. On the expense side there was an increase in legal fees; rent is consistent and that will likely change in 2014 with the change in office space and then the clerical assistant will be an adjustment. There was a \$189 loss for the year. Ms. Dayton reviewed the Cash Flow statements.

Ms. Dayton reviewed notes on Host Community Standing Committee.

Mr. O'Donnell made a motion to accept the 2013 NPC Audit as presented; seconded by Ms. Bianco. Motion passed.

3.5 Reaffirm NPC Mission Statement & Performance Measurements for 2013

Mr. Widger explained that the reaffirming of the Mission Statement and Performance Measurements and reporting of the Performance Evaluation of the Board are all requirements of PAAA.

Chairman Ross indicated that the Governance Committee reviewed the Mission Statement and Performance Measurement Standards and the Committee found all to be in order and that the standards have been complied with over the past year by the Niagara Power Coalition. They are recommending that both be reaffirmed.

Mr. O'Donnell made a motion, seconded by Mr. Brochey, to reaffirm the Mission Statement and Performance Measurement Standards as recommended by the Governance Committee. Motion passed.

3.6 Summary Results of Confidential Evaluation of Board Performance

The results were received of the Confidential Evaluation of Board Performance and they have been distributed to all members of the NPC. This information will be reported to the Authority Budget Office as required.

3.7 Reaffirm NPC Policies for 2014

The Governance Committee reviewed the policies and procedures of the NPC and found them to be in order and all had been complied with by the NPC. They are recommending that the policies be reaffirmed by the NPC membership.

Mr. O'Donnell made a motion, seconded by Ms. Bianco, to reaffirm the NPC Policies and Procedures as recommended by the Governance Committee. Motion passed.

4.0 Approval of NPC Meeting Minutes

4.1 Meeting Minutes of February 11, 2014

Mr. O'Donnell noted that he was not in attendance at the February 11th meeting and asked that the minutes be amended to reflect that.

A Motion to approve the February 11, 2014 meeting minutes was made by Mr. O'Donnell and seconded by Mr. Risman. Motion passed, with Ms. Brady abstaining.

5.0 Correspondence – None.

6.0 Unfinished Business – None.

7.0 New Business – None.

8.0 Legal Counsel – None.

9.0 Other Matters

10.0 Next Meeting – To be Determined

11.0 Adjournment

*Mr. O'Donnell made a motion to adjourn, seconded by Mr. Hapeman. Motion passed.
Meeting adjourned at 1:12 p.m.*

Respectfully submitted,

Mary P. Melloni
Secretary