

# NIAGARA POWER COALITION MEETING MINUTES

Wednesday, March 16, 2016 – 12:45 p.m.

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

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## 1.0 Call to Order

Chairperson Bianco called the meeting to order at 12:04 p.m.

## 2.0 Roll Call

Ms. Melloni performed roll call:

### Representatives Present:

Cynthia Bianco, Superintendent / Chairperson, HCSC	Niagara Falls City School District
Paul Casseri, Superintendent/Vice Chairperson, HCSC	Lewiston Porter School District
Thomas Burgasser, Esq.	Niagara County
Scott Hapeman, Esq.	Niagara Wheatfield School District
Lee Wallace	Town of Niagara
Steve Broderick	Town of Lewiston
Thomas O'Donnell, Esq.	City of Niagara Falls

### Alternates/Guests:

Jackie Siegmann	Town of Niagara
Angelo Massaro, Esq.	Niagara Falls City School District

### Staff Present:

Mary Melloni, Secretary  
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

Chairperson Bianco asked for a motion to confirmed that the Directors/ Membership are correct as currently listed. Mr. Wallace made the motion, seconded by Mr. Hapeman. Mr. Hapeman requested that his address be corrected. Motion passed.

### 3.2 Elections

#### 3.2.1 Elect Chairperson & CEO/President

Mr. Widger asked for nominations for the position of Chairperson and CEO/President of the Niagara Power Coalition, noting that there are replacements this year for Chairperson/President, Vice President, and Treasurer.

Mr. Burgasser nominated Mr. Wallace as Chairperson/President of the Niagara Power Coalition; Mr. Hapeman seconded the nomination. There were no other nominations; nominations were closed. Nomination was unanimously approved.

**3.2 Elections (Continued...)**

**3.2.2 Elect Vice Chairperson**

Mr. Widger asked for nominations for the position of Vice Chairperson of the Niagara Power Coalition.

Ms. Bianco nominated Mr. O'Donnell as Vice Chairperson of the Niagara Power Coalition; Mr. Wallace seconded the nomination. There were no other nominations; nominations were closed. Nomination was unanimously approved.

**3.2.3 Elect Treasurer**

Mr. Wallace nominated Ms. Siegmann as Treasurer of the Niagara Power Coalition; Mr. O'Donnell seconded the nomination. There were no other nominations; nominations were closed. Nomination was unanimously approved.

Mr. O'Donnell proposed a resolution authorizing the Chairperson and Treasurer be authorized signatories on the Niagara Power Coalition bank account with Bank of America.

A discussion was held regarding the Town of Niagara members holding the positions of Chairperson/President and Treasurer and being the only two signatories on checks. It was decided that a third party should be selected as signatory on checks.

Mr. O'Donnell proposed a resolution that the Chairperson, Treasurer and Vice Chairperson be designated signatories for the Niagara Power Coalition account at Bank of America, authorizing the Chairperson or Treasurer as one signatory on checks, and the Vice Chairperson as the second signatory on all checks. Resolution was unanimously approved.

**3.3 Appoint Committees**

**3.3.1 Audit/Finance Committee**

Chairperson Bianco selected Mr. Hapeman, Mr. Wallace, and Mr. Laurrie as members of the Finance/Audit Committee.

**3.3.2 Governance Committee**

Chairperson Bianco selected Mr. Casseri, Mr. O'Donnell and Mr. Broderick as member of the Governance Committee.

**3.3.3 Ad Hoc Committee (Funding and related matters)**

Chairperson Bianco selected Mr. Massaro, Mr. Wallace, Mr. Burgasser and Mr. Laurrie to serve on the Ad Hoc Committee for Funding and Related Matters.

*Mr. Wallace made a motion, seconded by Mr. Burgasser, to approve the Committees as appointed. Motion carried.*

**3.0 Annual Membership Meeting (Continued...)**

**3.4 2015 NPC Audit Report**

Mr. Schiavone of Lumsden & Mcvcmormick gave a brief summary of the 2014 NPC Audit Report (*a copy of which will be attached hereto and become a part hereof these minutes.*)

Mr. Schiavone explained that Ms. Dayton is actually the auditor on this account; however, she was unable to attend today. PAAA requires that auditors rotate every five years and he initially was the auditor on the NPC account and Ms. Dayton took over after the five year term.

Mr. Schiavone reviewed the Financial statements. He stated that operating expenses have been very consistent with no concerns noted. Page 6 & 7 shows all activity of the Host Communities and projects that have been funded, etc. He reviewed the Yellowbook Report. Mr. Schiavone explained that typically a client will prepare their own financial statements and the auditor will review them; however, he wanted to disclose that they are involved in assisting with the NPC financial statements. Mr. Schiavone stated that the Management Letter brings up that point; there is nothing new. Communications Letter has no problems with the NPC providing information.

*Mr. O'Donnell made a motion to accept the 2015 NPC Audit as presented; seconded by Mr. Broderick. Motion passed.*

**3.5 2015 PAAA Requirements for Authority Budget Office (ABO)**

**3.5.1 Reaffirm NPC Mission Statement & Performance Measurements for 2016**

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.

Chairperson Bianco indicated that she reviewed the Mission Statement and Performance Measurement Standards and found all to be in order and that the standards have been complied with over the past year by the Niagara Power Coalition. She is recommending that both be reaffirmed.

*Mr. Wallace made a motion, seconded by Ms. Bianco, to reaffirm the Mission Statement and Performance Measurement Standards as recommended by the Governance Committee. Motion passed.*

**3.5.2 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.

*Ms. Bianco made a motion, seconded by Mr. O'Donnell, to accept the result of the Confidential Evaluation of Board Performance. Motion passed.*

**3.5 2015 PAAA Requirements for Authority Budget Office (ABO) Con't...**

**3.5.3 Reaffirm NPC Policies for 2015**

The Chairperson reviewed the policies and procedures of the NPC and found them to be in order and all had been complied with by the NPC. It is recommended that the policies be reaffirmed by the NPC membership.

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

**3.5.5 Approve 2014 Annual Report for ABO**

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 to the previous years' reports.

*Mr. Hapemand made a motion, seconded by Ms. Bianco, to approve the 2015 Annual Report to be filed with the Authorities Budget Office. Motion passed.*

**4.0 Approval of NPC Meeting Minutes**

**4.1 Meeting Minutes of December 1, 2015**

*Ms. Melloni will provide these at a later date via e-mail.*

**5.0 Correspondence – None.**

**6.0 Unfinished Business – None.**

**7.0 New Business – None.**

**8.0 Legal Counsel – None.**

**9.0 Other Matters – None.**

**10.0 Next Meeting – To be Determined**

**11.0 Adjournment**

*Mr. Wallace made a motion to adjourn, seconded by Mr. O'Donnell. Motion passed. Meeting adjourned at 12:41 p.m.*

Respectfully submitted,

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Mary P. Melloni  
Secretary