

**NIAGARA POWER COALITION
MEETING MINUTES**

Thursday, March 27 2012 – 12:00 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 12:16 p.m.

2.0 Roll Call

Ms. Melloni performed roll call:

Representatives Present:

Don Rappold, Asst. Superintendent – Chairman, HCSC	Lewiston-Porter School District
Cynthia Bianco, Superintendent	Niagara Falls City School District
Tom O'Donnell, Esq.	City of Niagara Falls
Rob Daly, Special Advisor, Relicensing	New York Power Authority
William L. Ross, Chairman, NC Leg & NPC	Niagara County
Scott Hapeman, Esq.	Niagara Wheatfield School District
Michael Risman, Esq.	Town of Niagara
Steve Reiter, Supervisor	Town of Lewiston

Guests:

Tom Prohaska	Buffalo News
Chris Roser, Superintendent	Lewiston-Porter School District
Thomas Burgasser, Esq.	Niagara County
Mike Johnson	Town of Lewiston
Jackie Siegmann	Town of Niagara
Mark Scheer	Niagara Gazette
Angelo Massaro, Esq.	Niagara Falls City School District

Staff Present:

Charles W. Miller, Jr., President
Mary Melloni, Recording Secretary
John M. Baird, Treasurer, NPC
Stan Widger, Esq., NPC Counsel, Nixon Peabody

Chairman Ross of NPC and Chairman Rappold of the HCSC recognized outgoing President Charles Miller for his dedication of time and energy to the position he held for the past five years as President of the Niagara Power Coalition. Mr. Miller was presented with a certificate and applauded for his volunteer efforts on behalf of the organization.

3.0 Amendment to NPC By-Laws

3.1 Article III, Section 2(a)

Mr. Widger explained that under the PAAA, one of the amendments was to change the criteria for Officers of public authorities. It is now permitted to elect officers from the membership of an authority. This amendment was not included in the NPC by-laws. Therefore, the proposed amendment to the by-laws reflects the deletion of the restriction on the Officers' positions.

Mr. O'Donnell made the motion, seconded by Mr. Risman, to approve this amendment to the by-laws of the Niagara Power Coalition.

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.

4.0 Annual Membership Meeting

4.1 Confirm Directors/Membership

Chairman Ross confirmed that the Directors/Membership are correct as currently listed.

4.2 Elect Chairperson & CEO/President

Mr. Widger asked for nominations for the position of Chairperson of the Niagara Power Coalition and replacement for President of the NPC.

Mr. Rappold nominated Mr. Ross as Chairperson and 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.

4.0 Annual Membership Meeting (Continued...)

4.3 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. Richards (Mike Risman) will remain members.

4.4 2011 Annual Report for Authority Budget Office

The Annual Report must be submitted yearly to the Authority Budget Office. 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.

4.4.1 2011 Budget Report

Mr. Hapeman stated that the budget was established earlier in the year. Attorney fees were over budget due to the cost of power issue with NYPA. Expenditures overall are comparable to last year.

4.4.2 2011 NPC Audit Report

Mr. Schiavone gave a brief summary of the 2011 NPC Audit Report (*a copy of which will be attached hereto and become a part hereof these minutes.*)

Mr. Schiavone explained that the balance sheet reflects \$14,000 cash; \$24,000 in payables at the end of the year. The majority of the assets belong to the Host Community Standing Committee. \$7.5 million in assets. The NPC has fiduciary responsibility over this money so it is shown as an asset and then as a liability in the exact same amount. He stated that legal fees came in a little greater than anticipated.

Mr. Hapeman made a motion to accept the 2011 NPC Audit as presented; seconded by Mr. O'Donnell. Motion passed.

4.5 Reaffirm NPC Mission Statement & Performance Measurements for 2012

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.

4.0 Annual Membership Meeting (Continued...)

4.5 Reaffirm NPC Mission Statement & Performance Measurements for 2012

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

4.5.1 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.

4.6 Reaffirm NPC Policies for 2012

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.

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

5.0 Approval of NPC Meeting Minutes

5.1 Meeting Minutes of February 9, 2012

A Motion to approve the February 9, 2011 meeting minutes was made by Mr. O'Donnell and seconded by Mr. Risman. Motion passed.

6.0 Financial Report

6.1 January – February 2012

Mr. Hapeman made a motion, seconded by Mr. O'Donnell, to approve the March – October 2011 financial report. Motion carried.

6.2 Renewal of Maintenance Contract for Web Site

Ms. Melloni stated that when the budget was done it was not anticipated that the maintenance hours would be used up as quickly as they were; however, due to PAAA requiring more and more information to be posted to the site, the remaining 3.25 hours have been used. It was necessary to adjust the site to accommodate meeting agendas and minutes. The package for web site maintenance is 10 hours for \$850. Mr. Hapeman stated that the Audit Committee did review this and feels it is a necessary expense to insure that the NPC is in compliance with PAAA and recommend approval.

6.0 Financial Report (Continued...)

6.2 Renewal of Maintenance Contract for Web Site (Continued...)

Mr. Hapeman made the motion, seconded by Mr. O'Donnell, to approve the renewal of a 10-hour maintenance contract with Beyondus, Inc. in the amount of \$850.00. Motion passed.

7.0 Correspondence – Senator Maziarz Letter (See Item 8.0)

8.0 Unfinished business

Chairman Ross indicated that he received a letter from Senator Maziarz, as did all the members. This letter referred to receiving information on community funds and energy allocations. Members did send this information to the NPC and it was hand-delivered, along with a cover letter, to the Senator's office. Chairman Ross stated that he has not had any response since the letter was delivered. Since that time he received further correspondence from the Senator asking for the NPC members to attend a meeting at the Niagara County Center for Economic Development on Thursday, April 12 at 2:00 p.m. There is no agenda at this time. It will be regarding the Community Funds and energy allocations. This meeting will not be on the Greenway projects because the results of the RFP for that audit will not be determined until late June, early July. Chairman Ross indicated that he will attempt to get more information on the April 12th meeting and he will request an agenda.

Senator Maziarz also requested information regarding the legal fees. In the letter Chairman Ross sent to the Senator he indicated that the first monies from NYPA were not received until December 20, 2005, and he asked the Senator if this would be an appropriate starting point to begin summarizing legal fees. It is Chairman Ross' opinion that no money from NYPA was used for legal fees until the initial money was received.

9.0 New Business – None.

10.0 Legal Counsel – None.

11.0 Other Matters – None.

12.0 Next Meeting – To be Determined

13.0 Adjournment

Mr. O'Donnell made a motion to adjourn, seconded by Mr. Hapeman. Motion passed. Meeting adjourned at 1:02 p.m.

Respectfully submitted,

Mary P. Melloni
Secretary