

GREATER ROCHESTER OUTDOOR SPORTS FACILITY CORPORATION

Minutes of Meeting Held

on

March 19, 2013

Members Present: C. Campbell, T. Mazzullo, H. Stuart, R. Gerbracht, S. Moore, E. Caccamise, G. Larder

Others Present: J. Seil, M. Townsend, R. Finnerty

Chairman Mazzullo called the meeting to order at 1:05 PM.

Public forum was open and no comments were made.

Ms. Seil asked the board to approve the sixth sublease agreement with Rochester Community Baseball, Inc. for RCB to assume certain additional duties and obligations. The board approved the sixth sublease agreement. In addition, the board appointed Judith A. Seil Executive Director of the Corporation.

The board approved the minutes from the January 15, 2013 meeting.

The board re-appointed the officers:

Theresa Mazzullo, Chair

Stephen Moore, Vice Chair

Hank Stuart, Secretary

Ann Burr, Treasurer

Rosalind Gerbracht, Asst. Treasurer

The board re-appointed the following committees:

Governance Committee

Hank Stuart, Chair, Clint Campbell, and Theresa Mazzullo

Audit Committee

Ann Burr, Chair, Rosalind Gerbracht, Stephen Moore, Gary Larder

Finance Committee

Stephen Moore, Chair, Rosalind Gerbracht, Ann Burr

Mr. Shepard from the Bonadio Group reviewed the 2012 financial audit and noted that it is a clean or unqualified opinion. There were several adjustments that were made due to timing issues. The Audit Committee has reviewed the audit and recommends that the full board accept it as presented. Upon motion by Ms. Gerbracht, seconded by Mr. Larder, all approved, the board accepted the 2012 financial audit as presented.

The policies were reviewed. Upon motion by Mr. Stuart, seconded by Ms. Gerbracht, all approved, the board amended the by-laws to allow for eight board members instead of seven. Upon motion by Mr. Stuart, seconded by Ms. Gerbracht, all approved, the board amended the Purchasing Policy to increase the dollar amount from \$15,000 to \$35,000 to be the same as the Monroe County Purchasing Policy. Upon motion by Mr. Stuart, seconded by Mr. Moore, all approved, the board appointed Judy Seil as the

March 19, 2013

Page 2

Corporation's Contracting Officer as stated in the Policy for Tracking, Inventory, and Disposal of Assets. Upon motion by Mr. Stuart, seconded by Mr. Moore, all approved, all other policies were amended to replace the term resident manager to resident contractor.

Code of Ethics

Compensation, Reimbursement, and Attendance

Extension of Credit

Internal Controls and Financial Accountability

Travel Policy

Whistleblower Policy

Public Participation Policy

Investment Policy

Responsibilities of Members and Officers

Internal Controls Statement

Annual Operations Report

Mission Statement and Performance Measures

Mr. Stuart will finish summarizing the confidential board evaluations so they can be sent to the Authority Budget Office.

Mr. Larder noted that Baseball Opening Day at Frontier Field is Saturday, April 6th.

The meeting adjourned at 1:20 PM.

The next meeting is scheduled for June 18th, 2013.

Submitted by:

Robin Finnerty