**MINUTES OF A MEETING OF THE
JOINT GOVERNANCE COMMITTEE OF THE
ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (ECIDA),
BUFFALO & ERIE COUNTY REGIONAL DEVELOPMENT CORP. (RDC)
AND
BUFFALO & ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORP. (ILDC)**

DATE: March 18, 2026, at the Erie County Industrial Development Agency, 95 Perry Street, 4th Floor Conference Room, Buffalo, New York 14203

PRESENT: Thomas Baines, Zachary Evans, Tyra Johnson, Kenneth Schoetz and David State

EXCUSED: Jacqueline Hall, Brenda W. McDuffie and Hon. Taisha St. Jean Tard

OTHERS PRESENT: John Cappellino, President & CEO; Mollie Profic, Chief Financial Officer; Beth O'Keefe, Vice President of Operations; Jerry Manhard, Chief Lending Officer; Carrie Hocieniec, Operations Assistant/Assistant Secretary; Brian Krygier, Director of Information Technology; Soma Hawramee, Compliance Portfolio Manager; Lori Szewczyk, Director of Grants; Michelle Moore, Compliance Associate; Robbie McPherson, Director of Marketing and Communications and Robert G. Murray, Esq., General Counsel/Harris Beach Murtha

GUESTS: None.

At 12:05 pm, Mr. Cappellino called the meeting to order, noting that there was no quorum, and the members assembled would proceed with informational items on the agenda.

PARIS REPORT UPDATE

Ms. Profic reviewed the PARIS Report with the Committee. Mr. Cappellino directed that the report be received and filed.

BOARD MEMBER PAAA TRAINING UPDATE

Ms. Hawramee updated members on ABO best-practices training requirements and confirmed 14/17 ECIDA and RDC, and 5/7 ILDC members had completed their required training to date.

2025 BOARD OF DIRECTORS EVALUATION/SURVEY

Mr. Cappellino reviewed the Board of Directors 2025 self-evaluation and survey. General discussion ensured.

At this point in time, Mr. Baines joined the meeting and a quorum is now present.

MINUTES

The January 29, 2026, minutes of the joint meeting of the Governance Committee of the ECIDA, RDC and ILDC were presented. Upon motion made by Mr. Schoetz and seconded by Mr. Evans, the January 29, 2026 meeting minutes were unanimously approved.

2025 PAAA ANNUAL REPORT

Ms. Profic reviewed the report. General discussion ensued.

2025 ECIDA MISSION STATEMENT & PERFORMANCE MEASUREMENTS WITH RESULTS

Ms. O'Keefe reviewed this report and updated members on revisions made since the last Governance Committee. General discussion ensued.

2026 ECIDA MISSION STATEMENT & PERFORMANCE MEASUREMENTS WITH GOALS

Ms. O'Keefe then reviewed the 2026 Mission Statement and Performance Goals. General discussion ensued.

Upon motion made by Mr. Evans and seconded by Mr. Schoetz to approve of the 2025 PAAA Annual Report, 2025 ECIDA Mission Statement & Performance Measurements with Results and 2026 ECIDA Mission Statement & Performance Measurements with Goals, the Committee resolved to recommend the 2025 PAAA Annual Report, 2025 ECIDA Mission Statement & Performance Measurements with Results and 2026 ECIDA Mission Statement & Performance Measurements with Goals be submitted to the Boards of the respective entities for approval.

GOVERNANCE COMMITTEE 2025 SELF-EVALUATION

Ms. Hawramee reviewed the 2025 Governance Committee self-evaluation. Upon motion to approve the Governance Committees 2025 Self-Evaluation made by Mr. Schoetz and seconded by Mr. Baines, Mr. Cappellino called for the vote, and the motion was unanimously carried.

ECIDA/RDC/ILDC POLICIES

Ms. Profic reviewed the following ECIDA/RDC/ILDC Policies for re-adoption:

a. Procurement Policy
b. Property Disposition Guidelines

Upon motion made by Mr. Evans and seconded by Mr. Schoetz, the Committee unanimously resolved to re-adopt the above two policies and recommend readoption to the Boards of each respective entity.

EXTEND PROFESSIONAL SERVICES AGREEMENT WITH ON-CALL ENGINEERING CONSULTANTS

Mr. Baines moved and Mr. State seconded to approve of the proposed one year extension of the Professional Services Agreement with C&S Companies and LiRo Engineers. Mr. Cappellino then called for the vote and the motion was unanimously approved.

ABSTENTION DISCLOSURE POLICY DISCUSSION

Mr. Cappellino described a recent request that Board members who choose to abstain from voting be required to disclose the reason for such abstention, in addition to the required disclosure that is already mandated under the Conflicts of Interest Policy. General discussion ensued. Mr. Schoetz moved the Committee table for further consideration before any recommendation is made to the Board. Mr. Evans seconded. Mr. Cappellino then called for the vote and the motion was unanimously approved.

There being no further business to discuss, Mr. Cappellino adjourned the meeting at 1:10 p.m.

Dated: March 18, 2026

Mollie M. Profic

Mollie M. Profic, Secretary