



Chautauqua, Cattaraugus, Allegany & Steuben Counties
Southern Tier Extension Railroad Authority
 Center for Regional Excellence, 4039 Route 219, Suite 200, Salamanca, New York 14779
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"This institution is an equal opportunity organization"

Terry Everetts, Chairman
 Richard Zink, Chief Executive Officer

Minutes of Board of Director Meeting

March 27, 2017

The Board of Directors of the Chautauqua, Cattaraugus, Allegany and Steuben Southern Tier Extension Railroad Authority met at 9:30 AM on March 27, 2017 in the Conference Room in the office of the Southern Tier West Regional Planning and Development Board, 4039 Route 219, Suite 200, Salamanca, New York. The following persons were in attendance:

Board Members In Attendance

Michael Brisky
 Seth Corwin
 Terry Everetts
 Jay Gould
 James Griffin
 Steve Havey
 Robert Keis
 Earl McElfresh
 Jerry Scott

Representing

Cattaraugus County
 Steuben County
 Cattaraugus County
 Chautauqua County
 Steuben County
 Allegany County
 Southern Tier West RPDB
 Cattaraugus County
 Allegany County

Board Members Not In Attendance

Rich Dixon
 Adam Gorczyca
 John Malter
 Vacancy
 Vacant

Representing

Chautauqua County
 Chautauqua County
 Steuben County
 Allegany County
 Seneca Nation of Indians

Others Attending

Thomas Barnes
 Carl Belke
 Jesse Coats
 Richard Zink

Representing

STERA Secretary
 WNYP RR
 WNYP RR
 STERA CEO

1. Call to Order and Introduction of Those Present

Chairman Terry Everetts called the meeting to order at 9:38 AM. Introductions were made of those present.

2. Reading and Approval of the Minutes of the December 5, 2016 Meeting

The Board adopted a resolution approving the minutes of the December 5, 2016 Board Meeting (Corwin, Griffin, passing unanimously).

3. Presentation of Audit

The Board adopted a resolution approving a change in the order of business to allow for the presentation of the audit (Keis, Scott, passing unanimously).

It was noted that the Audit Committee had met earlier on March 27, 2017 and had received a presentation by the auditor and had reviewed the audit and management letter.

Mr. Edward Bysiek of Bysiek CPA, PLLC presented the audit, including the management letter, for the year ending December 31, 2016, to the STERA Board. The audit indicated an unqualified (clean) opinion and did not find any deficiencies in STERA's internal control procedures for the year ending December 31, 2016, or any compliance findings for the year ending December 31, 2016. After discussion, the Board adopted a resolution recommending accepted the audit for the year ending December 31, 2016 and the accompanying management letter (Gould, Griffin, passing unanimously).

4. Communications

STERA received a communication from Steuben County appointing John Malter to fill Randy Weaver's unexpired term, running through 8/31/19.

STERA received a communication from the Chautauqua Lake Association requesting a donation. It was noted that it was improper for an authority to utilize its funds for this purpose.

There were no other communications.

5. Treasurer's Report

Mr. Zink presented the Treasurer's Report for February 28, 2017. Mr. Zink noted that the Audit Committee had met to review the financial statements. For the year to date ending February 28, 2017, STERA had a net income of \$0.00 on revenues of \$536,121.38. As of February 28, 2017, STERA had net assets of \$4,663,374.80 on assets of \$4,683,874.80, with a cash balance of \$108,510.56. Accounts payable as of February 28, 2017 were \$20,500.00, and accounts receivable and grants receivable as of February 28, 2017 were \$121,960.90 and \$767,761.80, respectively. The Board adopted a resolution approving the Treasurer's Report for February 28, 2017 (Scott, Corwin, passing unanimously).

The Board adopted a resolution approving the payment of certain specific checks (\$15,000 to Southern Tier West, \$3,000 to Edward Bysiek CPA, LLC, and \$1,000 to RONY) (Corwin, Keis, passing unanimously).

6. Reports of Committees

A. Audit Committee

Mr. Griffin reported that the Audit Committee had met earlier on March 27, 2017, and had reviewed the charter report, self-evaluation report, and internal controls policy, and had heard a presentation by the auditor of the audit and management letter. The Committee recommended that the Board accept the two reports and make no changes to the internal controls policy (none were recommended by the auditor). The Board adopted a resolution accepting the two reports and making no changes to the internal controls policy (Keis, Corwin, passing unanimously).

B. Executive Committee

Mr. Everetts reported that the Executive Committee scheduled for earlier that same day had been canceled due to the lack of a quorum. He indicated that the Board would have to directly discuss and act on certain business without formal discussion by the Committee.

Mr. Everetts reported that the Executive Committee had met earlier on March 27, 2017, and had reviewed the self-evaluation report. The Committee recommended that the Board accept the report. The Board adopted a resolution accepting the report (Griffin, Corwin, passing unanimously).

C. Governance Committee

Mr. Everetts reported that the Governance Committee had met earlier that same day, and had reviewed and discussed STERA's current policies, the draft reports for the year ending December 31, 2016, and STERA's structure, governance, and operating activities.

1. Review of Current Policies

After discussion, and with the recommendation of the Governance Committee, the Board adopted a resolution making a finding that STERA was in compliance with all of the current policies and applicable laws and that the policies should not be revised (Corwin, Scott, passing unanimously). These policies are as follows:

- Audit Committee Charter
- Bylaws
- Code of Ethics
- Compensation, Reimbursement, and Attendance Policy
- Competencies and Personal Attributes Required of Board Members Policy
- Defense and Indemnification Policy
- Equal Opportunity and Affirmative Action Policy
- Fee Schedules
- Governance Committee Charter
- Internal Control Procedures
- Investment Policy
- Lobbying Policy
- Management Performance Evaluation Standards
- Measurement Standards Performance Evaluation
- Mission Statement

New Member Orientation Process
New Member Orientation Process Reference Document
Procurement Guidelines (Contract and Procurement Policy)
Property Disposition Guidelines
Public Access to Records Policy
Public Access to Records - Subject Matter List
Records Management Program
Travel and Use of Discretionary Funds Policy
Uniform Tax Exemption Policy
Whistleblower Policy

Mr. Everetts noted that the New Member Orientation Process should be followed for all new members, and one important aspect was to insure that new members comply with required NYS ABO training requirements.

The Board noted that the NYS ABO requires STERA to have in place a Personnel Policy. The Personnel Policy is perhaps moot, as STERA has no employees, and no intention to have employees. However, a draft policy currently is being developed.

2. Review of Reports

After discussion, and with the recommendation of the Governance Committee, the Board adopted a resolution approving these reports (Corwin, McElfresh, passing unanimously). These reports are as follows:

Active and Completed Projects
Annual Report
Audit FYE Dec 31, 2016, including Audit Management Letter FYE Dec 31, 2016
Audit Committee Charter Review Report
Audit Committee Self-Evaluation Report
Authority Performance Self-Evaluation Report
Board Member Attendance Report
Board Performance Self-Evaluation Report
Board Performance Self-Evaluation Report 2014 vs 2015 vs 2016
Budget for 2017
Compliance Report
Effectiveness of Internal Controls Report
Executive Committee Self-Evaluation Report
Financial Disclosure and Ethics Report
Four-Year Financial Plan for 2017 to 2020
Governance Committee Charter Review Report
Governance Committee Self-Evaluation Report
Investment Report
Management Evaluation Report
Operations and Accomplishments Report
Procurement Report
Property Disposition Report
Property Listing Report
Records Management Program Report

Schedule of Debt Report

The Board noted that the following reports were discussed and approved at the October 3, 2016 Board meeting:

Budget for 2017
Four Year Financial Plan for 2017 to 2020

The Board noted that the following report was discussed and approved at the June 6, 2016 Board meeting:

Management Report: Financial Disclosures and Ethics Report June 2016

3. Review of structure, governance, and operating activities

The Governance Committee has responsibilities for reviewing STERA structural, governance and operating policies and activities. Many of the policies and governance practices practiced by STERA derive directly from the cornerstone principles (transparency, independence, accountability, fiduciary responsibilities, and management oversight) prescribed by the State Legislature and NYS ABO, and from model practices recommended or mandated by the NYS ABO.

In this regard, on March 27, 2017, the Committee discussed the report on the Board Member Self Evaluation process, and discussed whether the Board may wish to make any changes so as to improve STERA's performance. The Board previously had decided to add an open-ended question to the Board self evaluation survey to ask members if they had any suggestions for improvement of authority operations. There were no suggestions made in response to this question. Mr. Barnes noted that authority members should, at any time during the year, bring any such suggestions forward to Mr. Everetts, Mr. Zink, or himself, or to the full Board or the Governance Committee at any meeting.

The results of the Board Member Self Evaluation were favorable, with unfavorable ratings received for none of the questions in the survey, and with the overwhelming majority of responses indicating agreement with the survey questions. In fact, this year's survey indicated a higher percentage of favorable responses to all questions than ever had been indicated in prior years. The four questions which generated the least number of "Agree" responses (i.e., "potential problem areas") were:

- Question 3: Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles. (10 agree, 1 somewhat agree)
- Question 5: The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission. (10 agree, 1 somewhat agree)
- Question 8: Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions. (9 agree, 2 somewhat agree)
- Question 10: The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law. (10 agree, 1 somewhat agree)

It was noted that the Committee previously had recommended that the Board should set aside some time at each Board meeting for presentations or training sessions on each of the

issues raised in the Board Self Evaluation survey, and on other relevant issues relating to the Authority, the Board, and to governance and operations. However, the Committee chose to make no specific recommendation about addressing any of these potential issues, and the Board took no action in this regard.

The Governance Committee also discussed:

- the Competencies and Personal Attributes Required of Board Members Policy and the New Member Orientation Process Policy, and noted that it had reviewed and approved these policies at this meeting and recommended no changes. It was also noted that the New Member Orientation Process Reference Document has been updated and is current.
- the number and structure of STERA Committees, and noted that it had reviewed this issue at this meeting and recommended no changes in the number and structure of committees. STERA does not have a Finance Committee, but is not required to have one as it has not issued any debt.
- Board and staff compliance with NYS ABO training requirements, and noted that all Board members and staff are in compliance with the required training, with the exception of John Malter, newly appointed member from Steuben County.
- the compensation and benefits for the managing director and other senior Authority officials, and noted that the Authority has no direct employees, and accordingly there are no such individuals (Board or corporate officers or other management personnel) receiving compensation and benefits from the Authority, and recommended no action in this matter by the Board.

After discussion and at the recommendation of the Governance Committee, the Board made a finding that the Authority's policies and procedures are being effectively implemented and are effective in guiding and controlling the Authority's governance and operations, and accordingly made no changes to the Authorities governance and operating policies and procedures, but indicated an interest in

- addressing the results of the annual Board Self Evaluation process through internal Board training
- filling Committee vacancies
- encouraging all Board members and staff to take the required NYS ABO training

(Corwin, Scott, passing unanimously).

Old or Unfinished Business

7. WNYP RR Operating Status Report

Carl Belke, President and Chief Operating Officer of the WNYP RR, provided a Management Report to the STERA Board. The Management Report covered the areas of Safety and Security, Grant Activities, Real Property, Operations and Customer Service, Marketing and Freight Business, Mechanical Issues, and Engineering and Maintenance of Way.

Highlights of his report are:

- **Operations, Service Levels, and Freight:**
 - The **national rail system** is running smoothly, but nationally reduced traffic levels are causing the STERA/WNYP system’s interconnecting railroads to reduce train service and connection frequency at interchanges. NS deliveries at Meadville have been reduced from three to two times per week.
 - **Service levels:** Falconer to Meadville service has been restored to weekly service (had been running biweekly). Olean to Meadville service will be restored tomorrow, with 286K trains from Meadville needing to go to Olean. Olean to Hornell service is operated less than once per week as needed. Olean to Falconer is operated regularly once per week. Olean to Machias service has been restored for ballast trains, with weekly service. In Pennsylvania, service is provided to Driftwood on a weekly basis, with Olean to Port Allegany being operated on a daily basis.
 - **Freight levels:** Overall system traffic in 2016 was down slightly from 2015 levels, reflecting the national reduction in traffic. The delivery of sand for fracking gas wells continues at Emporium PA, with projections for this traffic to continue into 2017.
 - **Car Storage:** WNYP continues to store tank cars and other cars.
- **Safety and Security:**
 - WNYP has scheduled a professional assessment this spring of its **security and emergency response plans, practices, and procedures**.
 - WNYP is planning **First Responders training sessions** in Oil City/Franklin PA, Jamestown, and Olean in the spring/summer of 2017.
- **STERA Construction Projects:**
 - Although these STERA projects were discussed during Mr. Belke’s report, they are reported on separately under item #8 in these minutes.
- **WNYP Construction Projects:**
 - **Emporium PA sand unloading terminal project:** WNYP has received a \$100,000 “PA First” grant for blacktop and drainage improvements to the Emporium PA sand unloading terminal. WNYP will provide a \$25,000 match. The project currently is in the design and permitting phase, and has been delayed.
 - **PennDOT 2015 RTAP Project:** WNYP has been awarded a \$500,000 grant (\$215,000 WNYP match) for the installation of 7,500 ties on the Buffalo Line between Larabee Road, Eldred PA and North Kean in Port Allegany PA. WNYP is awaiting the PennDOT contracts. Agreement documents are expected by early April. WNYP will perform this project this summer using WNYP forces.
 - **PennDOT 2016 RTFAP Project:** WNYP currently is in the application phase for this proposed \$1,010,000 project (\$700,000 PennDOT, \$310,000 WNYP match) for the installation of 7,500 ties on the Buffalo Line between North Eldred and Larabee Road, Eldred PA and North Kean and Kean in Port Allegany PA. The project will include re-timbering two turnouts and rebuilding a two-track public grade crossing in Port Allegany. Grants have not yet been awarded by PennDOT, but PennDOT is anticipated to announce these awards in two to three months. If funded, WNYP will undertake this project in 2017, probably finishing in 2018. These last two PennDOT projects will be combined into a single project.

- **Grade Crossing Projects:** WNYP has underway or planned track and highway surface replacements at 25 grade crossings and highway warning signal upgrades at 6 crossings, in both NY and PA, using \$130,000 of US DOT funds. Work is proceeding ahead of schedule and 3 additional surface upgrades have been added for repair this fall.
- **Oil City Bridge Project:** There are two bridges in Oil City, at least one of which has been reduced to 273K capacity, and probably should be lower. It may be possible to repair one bridge, enhancing its weight capacity. The other bridge, located in downtown Oil City, is a large and expensive project. Oil City is asking PA for funding for the bridge reconstruction/replacement.
- **Real Property and Municipal Projects:**
 - **Olean Trail Project** – This “rails with trails” project has been terminated due to Norfolk Southern objections. Olean still would like a trail crossing the Olean Creek, but will have to re-route its trail as a consequence of Norfolk Southern’s objections. Trespass on the rail bridge over the Olean Creek is an ongoing problem, for which there is no immediate solution. WNYP is developing a plan for arbors and fencing.
 - **Lucy-Desi / National Comedy Center Park Project** – Construction work on the at-grade pedestrian crossing has been completed. WNYP is discussing the lease of additional adjacent property to the City for the extension of the park along the riverfront.
 - **Jamestown Engine House** – Norfolk Southern has approved the lease of the enginehouse to a local group, which will make improvements thereto. The redevelopment concept includes and trolley and museum. Environmental cleanup has not yet been completed.
 - **East Branch Trail** – This is a trail project in Corry PA, involving the transfer of an unused rail bridge overpassing the active rail line to a trail group. The group is seeking funding for the project. Negotiations continue.
- **Salamanca Main Street Bridge Replacement and Track Realignment:** WNYP has had discussions with Seneca Nation of Indians with respect to the potential replacement of the Main Street (Salamanca) rail bridge (replacing the 6 lane rail bridge with a two lane bridge, with higher clearance for Main Street underpass traffic) and the re-routing of the main line in this area to remove the curvature of the line (which is a safety issue and which keeps train speeds down). Such a project would be eligible for NYS DOT funding. This is still an active project, and ongoing discussions with the Seneca Nation of Indians on other issues could lead to the project moving forward. Previously, WNYP had met with the City engineer and other City representatives to discuss the project, and had made some temporary repairs (welding) to the walkway framing underneath the bridge. Mr. Barnes noted that Ms. Abers had suggested that the Salamanca Main Street Redevelopment Committee might be an entrée to the Seneca Nation on this topic. Mr. Belke noted that WNYP’s relationship with the SNI is good at the current time.
- **Litigation status report:** This involves the collision of a FedEx truck with a WNYP train in a prior year. The litigation is still in the deposition and interrogatory phase. From STERA’s perspective, there has been no change in STERA’s position: STERA has been sued (one of several defendants), but the 1998 MOU requires Norfolk Southern to indemnify STERA. STERA’s attorney Harris Beach has been in contact with Norfolk Southern’s and WNYP’s attorneys.

The Board adopted a resolution approving Mr. Belke’s report (Corwin, Scott, passing unanimously).

Status reports on individual STERA projects, which were discussed during Mr. Belke's report, are provided below under item #8.

8. Status Reports on Current and Proposed Rehabilitation Projects

FEMA Project (Southern Tier Extension Line)

This STERA project, funded by FEMA, WNYP, and NYS DHSES, involved repairs to 47 locations on the Southern Tier Extension that were damaged in a storm occurring May 13 – 22, 2014. FEMA had declared a disaster in Allegany, Cattaraugus, Chautauqua, and Steuben Counties, relating to this storm. All work on the project has been completed and financial closeout of the project is underway. STERA is awaiting project closeout from FEMA.

NYS DOT 2005 Bond Act Bridge Rehab and Track Realignment (Falconer) Project (Southern Tier Extension Line)

This STERA project is funded by NYS DOT and WNYP. This project consisted of the realignment of track from a bridge located in the Falconer area in Chautauqua County that in recent years had been in service to an adjacent bridge that in recent years had not been in service. The project's primary objectives have been completed; the realigned route and bridge crossing were placed back in service in November 2013. The project replaced a bridge in need of major repair that had only a 273,000 pound per carload weight capacity with a bridge (the bridge placed back into service) that has a 315,000 pound per carload weight capacity (above the industry standard of 286,000 pounds); it was the last remaining 273,000 pound-per-carload bridge in the line.

The project had come in under budget and NYS DOT had approved the installation of additional welded rail, the installation of 1,200 ties, and the improvement of a switch serving the RHI Monofrax siding in Falconer. STERA had received (from NYS DOT) and executed a no-cost time extension for the project through December 31, 2015. All project work was completed, but approximately \$482,000 of funds (\$240,839 NYS DOT, \$241,621 WNYP) still remained in the budget.

On 12/31/15, the last day of the NYS DOT contract, STERA received an extension to accommodate additional work under the project, utilizing the underrun. STERA will use the extension and unspent funds to install an additional 5,000 ties in the Southern Tier Extension east of the Falconer bridge, between Steamburg and Poland Center. All matching funds and overruns for the additional work would be WNYP's responsibility. STERA and WNYP executed an amendment of the existing agreement on the project on March 7, 2016.

In late September, STERA was informed by NYS DOT that it could not approve this additional project work because it was outside the geographic bounds of the original project. However, STERA will be able to install approximately \$25,000 of ties within the geographic bounds of the project. Accordingly, as WNYP does not have sufficient necessary work to be done within the original project bounds to utilize the balance of the remaining project funds, STERA must terminate the project and turn back the \$240,839 of funds remaining in the DOT grant award (less the approximate \$12,500 of funds for the additional tie work) to NYS DOT.

STERA is awaiting closeout by NYS DOT, which is awaiting invoicing by WNYP, which is awaiting a NYS DOT site visit for final inspection.

NYS DOT PFRAP Tie Replacement and Grade Crossing Repair Project (Buffalo Line)

The project involves the replacement of 8,000 cross ties and the rehabilitation of four highway-railroad grade crossings on the section of the Buffalo Railroad Line between Olean and the

Pennsylvania State Line. The grade crossing construction has been completed, including a track realignment in Olean. Cross tie shortages and delayed delivery had caused the postponement of the tie installation and surfacing work until 2015, but tie installation work and first surfacing work was completed in June 2015. Additional ballast is being applied and regulated, and final removal of the replaced ties will be completed shortly. All project work was completed, but approximately \$214,000 of funds (\$188,794 NYS DOT, \$25,741 WNYP) still remained in the budget.

On 12/31/15, the last day of the NYS DOT contract, STERA received an extension to accommodate additional work under the project, utilizing the underrun. STERA will use the extension and unspent funds to rehab four additional grade crossings on the Buffalo line north in the Olean area (Back Hinsdale Road, Oregon road, Haskell Road, and Promised Land Road), and install (approximately \$25,000 of) additional ties. All matching funds and overruns for the additional work would be WNYP's responsibility. STERA and WNYP executed an amendment of the existing agreement on the project on March 7, 2016. This project work has been completed.

STERA is rendering final invoices. Post invoice, there should be less than \$15,000 remaining of project funds.

NYS DOT PFRAP Cattaraugus Rail Rehabilitation Project (Southern Tier Extension Line)

The project involves the installation of 10,000 rail ties between Olean and Killbuck (Cattaraugus County), the repair of 11 rail switches, the installation of 12,000 tons of ballast, surfacing and alignment of track and turnouts, the rehabilitation of three at-grade crossings, and the rehabilitation of 11 turnouts. This project started in 2015. The tie installation, ballast installation, surfacing and alignment of track and turnouts, the rehabilitation of three at-grade crossings, and the rehabilitation of 11 turnouts all have been completed. The Olean yard work switch work began on September 27. Frank Tartaglia, Inc. of Syracuse is the subcontractor for the switch work. The project has been completed. Closeout is awaiting a NYS DOT site visit for final inspection

STERA Track and Bridge Rehabilitation Project (Southern Tier Extension Line and Buffalo Line)

STERA had submitted an application to NYS DOT for \$1,600,000 of PFRAP grant funds, to be matched by \$400,000 of WNYP funds. The project would involve replacing 8,000 linear feet of welded rail in Carrolton in Cattaraugus County, and repairing three bridges in Jamestown, one bridge in Salamanca, and one bridge in Olean. The three cities will contribute traffic control. All work except the Olean bridge is to be done on the Southern Tier Extension; the Olean bridge is on the Buffalo line. The Olean bridge (Queen Street) will now involve a deck replacement. STERA received a contract for the project from NYS DOT in November 2016, and has executed a contract with WNYP for contractual services in support of the project. Unfortunately, due to the lateness of season, the actual construction work will not commence until the spring of 2017.

Olean Enginehouse and Yard Improvement Project

In late 2016, STERA submitted a grant application to NYS DOT for the 2016 PFRAP funding cycle. The project would involve improvements to the enginehouse in the Olean yard, installation of a yard video security system, the installation of 6,000 6x8 ties in the Olean yard, and the replacement of 8 switches in the Olean yard. The work would be done on the Southern Tier Extension Line. The goal of the project is to improve safety and track speeds within the Olean Yard, which would further improve competitiveness of rail service. Further, the project is part of an overall strategy to raise the entire Southern Tier Extension Railroad and Buffalo lines to a 286,000 lb. capacity specification for 4-axle rail cars. The enginehouse improvements specifically are intended to improve safety and productivity related to operations within the enginehouse. The security system is intended to

improve public safety and reduce vandalism. STERA's intention is to contract directly with WNYP for the provision of engineering, construction, and construction inspection services on this contract (augmented by engineering review and inspection review by NYS DOT). WNYP may engage one or more third party private sector construction contractor(s) to provide certain construction services under sub-contract to WNYP; interested potential subcontractors may contact STERA and/or WNYP directly. NYS DOT has announced that STERA has been funded for this project, but a contract is not yet in hand. The proposed timeline for the project is that the project will begin in 2017, and be completed in 2017.

Proposed Multi-Modal Freight Transfer Facility and Manufacturing Center Project (Olean)

Mr. Barnes indicated that there has been no change in this potential initiative. STERA has been unsuccessful to date in obtaining first phase construction funds, but continues to seek funding.

STERA has received communication from a potential developer's agent indicating some interest in developing the project, but the developer has not made any progress toward moving the project forward.

Site Development Project

Mr. Barnes indicated that there has been no change in this potential initiative. Southern Tier West has not advanced this project at the current time.

9. Seneca Nation of Indians Representation on STERA Board

There has been no movement on the appointment of a representative to the STERA Board by the Seneca Nation of Indians.

10. Compliance with NYS Public Authorities Accountability Act (PAAA) and Public Authorities Reform Act (PARA) and Other Statutory and Regulatory Requirements

Compliance Status – NYS ABO Training Requirements

Mr. Everetts noted that with the exception of Mr. Malter, all STERA Board members and staff are in compliance with NYS ABO training requirements.

Discussion of Any Desired Policy Modifications

Mr. Everett's encouraged Board members to bring any desired policy modifications forward at any time of the year.

11. Other Old or Unfinished Business

There was no other old or unfinished business discussed at the meeting.

New Business

12. New Business

A. Appointment of Nominating Committee

Mr. Everetts appointed Mr. Dixon, Mr. McElfresh, Mr. Havey, and Mr. Corwin to a Nominating Committee to present a slate of nominees for the Board and Corporate officer positions at the June 12, 2017 meeting. Mr. Everetts appointed Mr. Corwin to chair the Nominating Committee. The Board ratified these appointments (McElfresh, Keis, passing unanimously).

B. Appointment of Committee Members

Mr. Everetts appointed Mr. Havey to the Governance Committee and Mr. Malter to the Audit Committee. The appointments were ratified by the Board (Gould, Griffin, passing unanimously).

C. Annual Ethics Form Filing

Mr. Everetts reminded members to complete the annual Ethics Form and transmit it to Mr. Zink as soon as is possible.

D. Other New Business

There was no new business discussed at the meeting.

13. Public Comment

There was no public comment.

14. Next Meeting Date and Agenda for Next Meeting

The remaining regularly scheduled 2017 meetings of the STERA Board will be on the following dates: June 12, 2017; October 16, 2017; and December 11, 2017. The next Board meeting (June 6) will be the Annual Meeting. Special meetings may also be called as needed. Unless otherwise amended, all meetings of the STERA Board will be at 9:30 AM in the Conference Room in the office of the Southern Tier West Regional Planning and Development Board, 4039 Route 219, Suite 200, Salamanca, New York.

There will be an Audit Committee meeting immediately preceding each scheduled Board meeting. The Governance Committee and Executive Committee will meet as required. Additional special meetings of the committees may be called as needed during 2016. The meetings of the committees will be held at the office of the Southern Tier West Regional Planning and Development Board in Salamanca, NY.

15. Adjournment

The meeting adjourned at 11:05 AM (Corwin, Griffin, passing unanimously).

I certify that this is an accurate summary of the meeting of the Board of Directors of the Chautauqua, Cattaraugus, Allegany and Steuben Southern Tier Extension Railroad Authority held on the date indicated above.

Name: Thomas M. Barnes

Office: Secretary

Date: March 27, 2017