

BUFFALO ERIE NIAGARA LAND IMPROVEMENT CORPORATION
COMPENSATION, REIMBURSEMENT AND ATTENDANCE POLICY

Pursuant to and in accordance with the Not-for-Profit Corporation Law of the State of New York, the members of the board (the “Board”) of the Buffalo Erie Niagara Land Improvement Corporation (the “Corporation”) shall serve without any salary at the pleasure, respectively, of the County of Erie, New York, the City of Buffalo, the City of Lackawanna and the City of Tonawanda but may be reimbursed for reasonable expense incurred in the performance of Corporation duties at the approval of the Board. Directors may be reimbursed for reasonable and necessary expenses incurred in the discharge of their duties, including travel expenses in accordance with Corporation’s Travel Policy, as such policy may be amended from time to time.

The officers, employees and agents of the Corporation shall serve at the pleasure of the Corporation at such compensation levels as may be approved by the Board from time to time and may be reimbursed for reasonable expenses incurred in the performance of Corporation duties at the approval of the Board.

The members of the Board and officers of the Corporation shall be available as required to perform the operations of the Corporation as set forth within the By-Laws and/or the Rules and Procedures of the Corporation, as may be amended, restated or revised from time to time. The directors shall put forth their best efforts to perform their respective duties as may be required by law and as outlined in the By-Laws of the Corporation and any other directives, policies or procedures of the Corporation. As a quorum is required for the Corporation to conduct business, the directors, together with Executive Director, are expected to attend all regular and special meetings of the Corporation.