ERIE COUNTY MEDICAL CENTER CORPORATION AUGUST 30, 2019 MINUTES OF THE BOARD OF DIRECTORS SPECIAL MEETING BOARD OF DIRECTOR'S CONFERENCE ROOM

Present Bishop Michael Badger, Scott Bylewski, Ronald A. Chapin, Anthony J. Colucci, III,

via phone: Jonathan Dandes, Darby Fishkin, Kathleen Grimm, MD, Sharon Hanson, Michael

Hoffert, Christopher O'Brien, Jennifer Persico, Thomas J. Quatroche, Jack Quinn,

Eugino Russi, Michael Seaman

Excused: Ronald Bennett, James Lawicki, William Pauly

Also

Present: Andrew Davis, Steven Gary, Joseph Giglia (via phone), Karen Ziemianski

I. Call to Order:

The meeting was called to order at 8:01 a.m.

II. Action Items

Resolution Approving New York State Nurses Association Agreement

The Board received a presentation concerning the pending collective bargaining agreement; discussion ensued. Moved by Jennifer Persico and seconded by Michael Seaman to authorize the Corporation to enter into the agreement in substantiually the form as presented at this meeting.

Motion approved unanimously

III. Adjournment

Moved by Jonathon Dandes seconded by Jennifer Persico to adjourn the Board of Directors meeting at 8:11 p.m.

Michael A. Badger Corporation Secretary

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A Resolution Approving New York State Nurses Association Agreement

Approved August 30, 2019

WHEREAS, the Corporation has engaged in good faith negotiations for a new collective bargaining agreement (the "Agreement") with the New York State Nurses Association ("NYSNA"), with an effective date of September 1, 2019, and with such Agreement to replace the existing agreement with NYSNA; and

WHEREAS, NYSNA members voted on the acceptability of the Agreement on August 29, 2019 and ratified the Agreement at that time; and

WHEREAS, the Board of Directors has received information from Corporation administrative staff concerning the Agreement along with the recommendation from the administrative staff to approve the Agreement and has determined it is in the best interest of the Corporation to execute the Agreement substantially consistent with the terms and conditions presented to the Board on August 30, 2019; and

Now, Therefore, the Board of Directors resolves as follows:

- 1. The Corporation is hereby authorized to enter into the Agreement with NYSNA and to execute the Agreement, subject to formal notice of ratification of the Agreement by NYSNA members.
 - 2. This resolution shall take effect immediately.

Bishop Michael A. Badger Corporation Secretary