<u>AUBURN INDUSTRIAL DEVELOPMENT AUTHORITY</u> SALARY, COMPENSATION AND REIMBURSEMENT POLICY

Pursuant to and in accordance with the Public Authorities Law § 2304 of the state of New York, the members of the board of the Auburn Industrial Development Authority (the "Board") shall serve at the pleasure of the Common Council of the City of Auburn, New York (the "City") without salary or compensation, but may be reimbursed for their actual and necessary expenses incurred in the performance of Authority duties at the approval of the Board.

The officers, employees and agents of the Authority shall serve at the pleasure of the Authority 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 Authority duties at the approval of the Board.

Members of the Board, as well as any officers, employees and agents of the Authority, shall seek approval for reimbursement from the board prior to expending any funds ("pre-approval"). In the case of an emergency or short notice expenditure, the Board member, officer, employee, or agent shall discuss the need for the expenditure with the Chair prior to making the expenditure to ensure that it may be considered a reasonable expense, as well as seek approval for reimbursement at the first regular meeting following the expenditure. It shall be understood that the Agency will have no obligation to reimburse expenses that did not receive pre-approval.

Approved and adopted this 17th day of December 2014.