

TO: Tony Lomma
Jim Moran
Bill Jenkins
Jim Timlin
Joe DeAntona
Attorney Bill Jones
Jeremy Ruby, General Manager
Tom Durkin, Controller

FROM: Tony Lomma
Multi-Purpose Stadium Authority

DATE: September 14, 2006

RE: Special Meeting

The Multi-Purpose Stadium Authority held a Special Meeting on Thursday September 14, 2006 at 12:00pm at the Lackawanna County Commissioner's Conference Room 200 Adams Ave. Scranton Pa.

**MULTI-PURPOSE STADIUM AUTHORITY
SPECIAL MEETING
SEPTEMBER 14, 2006**

The Multi-Purpose Stadium Authority held a Special Meeting on Thursday September 14, 2006 at 12:00 pm at the Lackawanna County Commissioner's Conference Room 200 Adams Ave, Scranton Pa.

PRESENT: Tony Lomma
Jim Moran
Jim Timlin
Joe DeAntona
Attorney Bill Jones

ABSENT: Bill Jenkins
Jeremy Ruby
Tom Durkin

I. CALL TO ORDER:

The meeting was called to order at 12:00 pm with Tony Lomma presiding. The meeting commenced with the Pledge of Allegiance.

Mr. Lomma stated that Kelly omitted from the September 11, 2006 meeting, which Mr. Jenkins asked for a moment of silence for the victims of 9/11. Mr. Lomma stated that the Commissioner's received a letter of resignation from Mr. Roy Davis. We are sorry to see Roy go. He was a heck of a nice guy and a gentleman. Also, we have the appointment of another heck of a nice guy, Mr. Joe DeAntona. Welcome aboard. We will swear in Mr. DeAntona. Mr. DeAntona read the oath. Mr. Lomma stated the Mr. Bill Jenkins could not make the meeting due to work issues but he was excused.

I have a statement that he has sent and I will read it. Mr. Lomma stated that Mr. Davis was the Treasurer of the Authority. We need a new treasurer.

MOTION: Entertain a motion that James Timlin be the Treasurer of the Board.

MOVED BY: Jim Moran

SECOND BY: Jim Timlin

VOTE: Unanimous

Mr. Timlin stated that he is going to resign as the Secretary of the Board. Mr. Lomma stated we have an opening for a Secretary to the Board.

MOTION: Entertain a motion that Joe DeAntona be the Secretary to the Board.

MOVED BY: Jim Moran

SEOCND BY: Jim Timlin

VOTE: Unanimous

Mr. Lomma stated he had a motion to entertain.

MOTION: Lackawanna County Commissioner Robert C Cordaro is hereby Authorized by the Board to negotiate and execute any and all offers of affiliation or management or any related agreements of the term and /or franchise.

MOVED BY: Jim Timlin

SECOND BY: Joe DeAntona

VOTE: 3 YES 1 NO Jim Moran

Mr. Lomma stated he would read the letter from Mr. Jenkins now. (Per attached). Mr. Lomma asked Kelly to attach this letter to the minutes. Mr. Lomma stated that my feelings are known. I believe that Commissioner Cordaro should have the authority to negotiate and execute. There is a two week window that we have to make any deals with Major League teams. We need to move fast and quick. Mr. Moran stated one of his problems of delegation of the power is under the Sunshine Act. All contracts have to come before this board, the Authority. I would like to ask our solicitor to give us an opinion on the Sunshine Act. If we can enter into a contract with out having a public meeting?

Mr. Jones replied you are delegating to an agent. The League says you can have an agent go out and make your negotiations know. Mr. Lomma stated to ratify the Sunshine Law is to have another meeting and you vote. You can't loose the team. We checked with Randy Mobley about having an agent. He said it was okay. I don't see a problem. We need to move quickly. Mr. Cordaro stated that because of this nonsense, that is why they don't want to deal with the full Board.

Politics has been a part of this for a long time and that is ending weather you like it or not. The Commissioner's are responsible to the tax payers of Lackawanna County. The County has paid the Stadiums bills. We cleaned up the mess. We gave you, the Board and the General Manager hands off. The ability to operate this team. Which has brought it forward. We have to cover the loses. Our idea not is get the politics out number one. Number two hopefully with a management team. Get professionals who will come in and ensure that they are going to take all of our people and train them better.

Work harder and smarter and move forward. So this team and the Stadium makes money that is our goal. I have a game plan and I will execute that game plan. It will be brought back to the Stadium Authority for any questions or input you will have. It all starts on Saturday September 16, 2006 at 12:01 am. It has to be done very quickly. We have to move. Mr. Lomma asked if anyone from the public had anything to say. Mr. McGee stated I have a couple of things. The nature of this body is that you're not a creature, agent or a representative of the County of Lackawanna. It is an indepent agency of the Commonwealth of Pa.

That motion the way it is worded which gives an individual the authority to bind this Authority is in volition of the Municipality Act of 1945. It is also a violation of the Sunshine Law. Let me explain both. With respect of the Municipality Act of 1945. There is a specific case that deals with the prohibition of this body abagating its duties and delegating to a person the ability to bind this board. Samson Brothers Inc. vs. Monroe Vellwater Authority opinion rendered March 10, 1964.

Mr. Lomma asked Mr. McGee if he had a cite for that? Mr. McGee replied I will get it to you after the meeting before I leave. (Mr. McGee never provided the case citation to Mr. Lomma) Secondly it is a violation of the Sunshine Law, you say it can be cured after another meeting. The problem is, it is a violation of the Sunshine Law because if Mr. Cordaro enters into a binding contract at the other end, there is no open discussion about what the terms of that contract are. There is an obligation for what ever contract is negotiated to be brought back before this body. You have been given the authority to make the decision on behalf of the people of the Commonwealth of Pa. You are violating the law by delegating to one person cartblanche with out knowing what the terms are.

There are two issues here. Let me be real clear here. The first one is the Player Development Contract. Under that contract, as you said Tony, it is a standard contract and the only thing that can be negotiated is the duration. It is either two years or four years. But, with respect to a management contract, that needs to be looked at in its entirety as to what is in there. What is the Authority obligating itself to do? That agreement needs to be brought back before this Board. Mr. Cordaro replied, that is what I am going to do. Bring it back to the Board. It has to be sent to the League which only the Authority can do a management agreement. The Authority will vote on it and then send it to the League. It will be brought back. Mr. McGee replied then change the wording of that motion. That's not what it says.

That gives him the ability to bind this board to execute a document that is were my problem lies. I have faith in you gentleman making the right decision when everything is right in front of you. But, it has to be in front of you, not given to one person. The law does not allow that. I put you on notice to respect to these issues. Mr. Moran asked Mr. Lomma, could you read how the motion is going to read now? Mr. Lomma replied I already read the motion. I will read it in a minute. Mr. Lomma stated the problem is John, I would agree with you but the time constraints with everything coming back here. We are going to have to move quickly you have to recognize that. You are lawyer you have negotiated deals through time constraints. The Sunshine Act can be cured, I don't believe that there is a violation with the Municipality Act. Until I see that case, this is the third meeting in a week in a half.

We are telling people today. Mr. McGee asked Mr. Lomma where are the terms if you brought it up before. There is not one single term on here with respect to what item is included in that management contract. There is no deadline in signing a management contract in baseball. Mr. Lomma replied none of these things are interrelated. I heard you on the news stating you support a management contract. Mr. McGee replied, I do but not one that contains an option to buy the franchise, a right of first refusal or transfer or any ownership interest to any private business enterprise. That is what I said, I am not willing to give cartblanche authority to someone to come in and bring a management group.

Mr. Lomma replied we are not giving carte blanche authority to someone. We are giving it to a person who formed this Authority. Not him personally but prior people who sat in his seat, formed this Authority. We are delegating it back up stairs. The Municipality Acts allows you to appoint an agent. Mr. McGee replied, it does not allow you to have an agent to bind this Authority. That is where we differ Tony. Mr. Lomma replied, I do not see any exclusion on the Act specifically that says that. Mr. McGee stated, gentleman I trust you to make the right decision when all the facts are in front of you. You should not put your faith in someone to do something for you that doesn't have that same. I heard Mr. Cordaro said he is going to come back to the Board but that is not what this motion says. That motion is not compliant with the laws. Mr. Cordaro stated one of things that are important and what we believe and I think the majority of the Board believes it to. I want to address the concerns just because I am in political office, does not mean it is political.

That is very important. I have committed to this Board that the Stadium and the team we will be here in perpetuity regardless of anything that is a necessary component of anything we discuss with anyone. If someone comes and that is not what they are discussing. These discussions will go no farther nor will they. The team will stay in Lackawanna County period, forever. I think we underestimate how great the market is by the way. People are coming because they want to be here not because that they just want a Minor League team. They want to be in Scranton/Wilkes Barre Pa. That is why they are coming here. They want to be with our fans. They want to be with our management team. So I think a lot of people underestimate how important this market place is.

Any group I talked to, other than one they agreed that they wanted it here in perpetuity, that was never an issue. Just to address that. I know we don't have any trust in politics but the fact is any team I talk to my game plan is set and ready. They will know that if they don't require a management team that is our preference. I would rather do that down the road. But I am merely given the option to execute that agreement not required, that is the difference. I will tell you this. If anyone questions our commitment to baseball, the locker room facility that we put in with taxpayers money is one of the main reasons we have the best chance of a baseball team. I have heard that over and over again. Our employees are assured employment, granted. We will be giving ourselves the opportunity to get the best franchise possible.

That is why the option has to be on the table for me. It will be a Triple A team not an A or AA team. A triple A team. Mr. Lomma stated, like I have said in the past we need to be able to move quickly and get the best thing for this area. Mr. Lomma stated, we already have motion and second. Mr. Moran asked could you reread the motion because the motion has changed. Mr. Lomma replied no it has not. I will read it again. Mr. Lomma read the motion and stated that is the original motion we read at the beginning of the meeting. We had a motion made and a second we had public comment.

Kelly please take roll call. Mr. Moran stated he can not vote for this and I will tell you why. Number one is the Sunshine Act I need an opinion on that and number two as Mr. McGee said, we need a legal opinion on that one. Mr. Cordaro there has been times that I have voted with you. I voted for CPI to come in, I voted the manager that you wanted, voted for the Soclitor, voted for the Left Field party deck, voted for the Clubhouse. I voted for many things up there. This one I just can not do. There have been three meetings to discuss this. At all three meetings, I have asked for an opinion. If we can give away our power and I am still asking for that opinion. I vote no. Mr. Lomma replied I don't remember asking for that opinion James to be honest with you. Mr. Moran stated when we get sued personally and they come back and want to know what happened with this franchise and why we are being sued personally I have a clear conscious on this one.

Mr. Lomma asked Kelly to continue with the roll call. Mr. Lomma stated the motion has passed with a three to one vote. Kelly please attach Mr. Jenkins letter to the minutes to this meeting. Mr. Jenkins can not vote by proxy. Mr. Lomma stated if there is nothing else I will enter a motion to adjourn this meeting. Thank you.

II. ADJOURNMENT:

MOTION: To adjourn the meeting

MOVED BY: Jim Timlin

SECOND BY: Joe DeAntona

VOTE: Unanimous