

**CORTLAND COUNTY DEVELOPMENT CORP.
COMPENSATION, REIMBURSEMENT AND ATTENDANCE POLICY**

The directors of the Cortland County Development Corp. shall serve without salary. Directors may be reimbursed for reasonable and necessary expenses incurred in the discharge of their duties, including travel expenses in accordance with the Corporation's Travel Policy, as such policy may be amended from time to time.

The employees of the Corporation, if any, shall serve at the pleasure of the Corporation at such compensation levels as may be approved by the Corporation from time to time and may be reimbursed for reasonable expenses incurred in the performance of Corporation duties, including travel expenses in accordance with the Corporation's Travel Policy, as such policy may be amended from time to time.

The directors of the Corporation shall be available as required to perform the operations of the Corporation as may be required by law and set forth within the By-Laws 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 the Executive Director, are expected to attend all regular and special meetings of the Corporation.