

## **Local Development Corporation Board Meeting**

**February 2, 2017**

**121 N Main St 2<sup>nd</sup> Floor Albion NY Board Room  
8:30 a.m.**

### **Draft**

#### **Members Present:**

Paul Hendel, Chairman  
Tom Kuryla, Member  
Fred Miller, Legislature  
Bill Eick Legislature  
Clark Godshall, Secretary  
Kathy Blackburn, Member  
Michael Bonnewell, Member  
Kevin Diehl, Member  
Karen Sawicz, Vice Chairman  
Ed Urbanik, Treasurer

#### **Also, Present:**

Diane Church, Legal Counsel  
Jim Whipple, CEO/CFO OEDA  
Diane Blanchard, OEDA Admin/MAP Manager

#### **Members Absent:**

**Skip Draper, Member**

The Meeting was called to order by Paul Hendel, Chairman at 8:30 a.m.

#### **I. Roll Call**

#### **II. Approval of Previous Board Meeting Minutes December 8, 2016**

The Board meeting minutes from December 8, 2016 were reviewed. A motion was made to accept the meeting minutes as presented, by Karen Sawicz, seconded by Kathy Blackburn. Motion Passed.

#### **Financials**

##### **LDC Account Balance & Financial Statements**

Jim Whipple/Diane Blanchard reported on the LDC financials. The GOSC loan fund account as of 12/31/16 has a balance of \$155,701.77, the HUD administrative account has a balance of \$7473.09, the HUD unrestricted account has a balance of \$741.43, the LDC account has a balance of

\$74,534.42 and the savings account has a balance of \$139,63.65. Jim discussed the Balance Sheet and Profit & Loss reports.

**Motion to accept financials made by Clark Godshall, seconded by Bill Eick. Motion Passed.**

**Consideration of Roush CPA Engagement Letter for 2017----**Jim reported their services are used all year long and greatly appreciated.

**Motion to approve Roush CPA Engagement Letter for 2017 made by Clark Godshall, seconded by Kathy Blackburn. Motion Passed.**

**III. Legal---Nothing reported by Diane Church**

**IV. Loans/Grants**

**V. Executive Session**

**Motion to go into Executive Session for the discussion of financial and credit matters of a person or corporation and to invite staff Diane Blanchard, Jim Whipple, also Counsel Diane Church to be present in Executive Session made by Karen Sawicz, seconded by Kathy Blackburn. Motion Passed.**

**Motion to return to regular meeting made by Kathy Blackburn, seconded by Fred Miller. Motion Passed.**

**No action taken from discussion in Executive Session.**

**Loan Aging Report----**Diane Blanchard reviewed the loan report with the Board.

**VI. Operations Report**

**Board Report**

Diane Blanchard reported the Spring MAP class starts again on April 11 to June 20. The class will be held at the Arnold Gregory Building. Ben will provide the class with a new projector, Wi-Fi and office space for the consultants at his cost.

The CFA grant was approved for \$200,000. \$100,000 for the funding of Microenterprise grants, \$60,000 for the funding of Downtown Commercial Rent Subsidy grants, \$30,000 for program delivery costs and \$10,000 for grant administration costs. We closed on a \$10,000 grant for Kustom Kreations on January 3<sup>rd</sup>. To date \$80,000 has been disbursed.

**ABO Training Requirements----**Jim reported the Authorities Budget Office requires all Board members to take this training.

## **VII Projects**

### **Update on Rent Subsidy/Grant Program**

Diane B. reported to date \$80,000 has been drawn from the grant program. Diane is working with two other participants who have applied for a total grant amount of \$30,000. Jim discussed the OCR activity budget and expenditures to date and reported that staff has been using the \$20,000 previously approved by the Board to provide “bridge funding” for the grant, to fund project costs to allow for draw-down of the grant funds. Since the grant funds will only be advanced to reimburse participants for costs already paid. Jim also reported the Rent Subsidy Program is not being used due to lack of interest but instead offering participants more grant funding.

## **VIII Old Business.**

**Consideration of Independent Contractor Agreement for Training Program----** Diane Church discussed the Independent Contractor Agreements for the MAP Training Program for Dick Petite and Sam Campanella. Specifically, the indemnity and insurance paragraph of the agreement. After some discussion, it was agreed to waive the requirement for contractors to obtain comprehensive general liability insurance coverage.

**Motion to waive the requirement for contractors Sam Campanella and Dick Petite to obtain comprehensive general liability insurance coverage made by Clark Godshall, seconded by Kathy Blackburn. Motion Passed.**

**Consideration of Changes to By-Laws Resolution-----**Diane Church discussed the changes and comprehensive review of the LDC By-Laws

A Resolution was presented as follows:

**RESOLUTION OF THE MEMBERSHIP AND BOARD OF DIRECTORS  
OF THE ORLEANS COUNTY LOCAL DEVELOPMENT  
CORPORATION AUTHORIZING THE AMENDMENT AND  
RESTATEMENT OF ITS BY-LAWS AND AMENDMENTS TO ITS  
CERTIFICATE OF INCORPORATION**

**Resolution moved by Karen Sawicz, seconded by Kathy Blackburn.**

### **Roll Call:**

|                          |            |
|--------------------------|------------|
| <b>Paul Hendel</b>       | <b>Aye</b> |
| <b>Karen Sawicz</b>      | <b>Aye</b> |
| <b>Bill Eick</b>         | <b>Aye</b> |
| <b>Michael Bonnewell</b> | <b>Aye</b> |
| <b>Clark Godshall</b>    | <b>Aye</b> |

|                        |               |
|------------------------|---------------|
| <b>Tom Kuryla</b>      | <b>Aye</b>    |
| <b>Kevin Diehl</b>     | <b>Aye</b>    |
| <b>Ed Urbanik</b>      | <b>Aye</b>    |
| <b>Kathy Blackburn</b> | <b>Aye</b>    |
| <b>Fred Miller</b>     | <b>Aye</b>    |
| <b>Skip Draper</b>     | <b>Absent</b> |

**Resolution Passed.**

**Review of Employee Dishonesty Insurance**----Jim reported employee dishonesty coverage on the insurance policy was increased to \$100,000 for 10 employees.

## **IX. New Business**

**Annual Meeting**---Jim reviewed the OCLDC By-Laws

**Annual Report**----Jim reviewed the 2016 Highlights of the OCLDC Microenterprise training, loans and the OCLDC's mission to work with Orleans County residents to promote additional employment and to maintain and encourage job opportunities and business development.

### **2017 Election of Officers**

**Motion to approve the 2017 Officers as listed, with Karen Sawicz continuing as Vice Chair, Ed Urbanik continuing as Treasurer, and Clark Godshall continuing as Secretary and with Paul Hendel continuing as Chairman made by Kathy Blackburn, seconded by Bill Eick. Motion Passed.**

### **2017 Committee Appointments**

**Motion to continue existing committee appointments as listed for 2017 made by Bill Eick, seconded by Tom Kuryla. Motion Passed.**

### **Property Value Report**

**Motion to approve the property value report made by Karen Sawicz, seconded by Fred Miller. Motion Passed.**

**Mission Statement & Mission Statement Measurement Report** (Jim reviewed with the Board the Mission Statement and the 2017 measurement and the five questions under the Governance Certification)

**Motion to approve the mission statement & mission statement measurement report made by Clark Godshall, seconded by Fred Miller. Motion Passed.**

**2017 Board Evaluations---**Jim stated the 2017 Board Evaluations had to be filled out by all Board members by 2/28/17.

**Consideration of Guidelines and Policies**

Investment Policy, Procurement Policy, Property Disposal Guidelines, Real Property Acquisition Policy.

**Motion to approve all four policies/guidelines made by Kathy Blackburn, seconded by Ed Urbanik. Motion Passed.**

**Motion to Adjourn**

**Motion to adjourn at 9:30 am subject to Chairman's recall made by Clark Godshall, seconded by Ed Urbanik. Motion Passed.**

**Next meeting scheduled for April 6, 2017.**

**Respectfully Submitted,  
Diane Blanchard**