

Orleans Land Restoration Corporation

121 North Main Street
Albion, NY 14411

(585) 589-7060

OLRC Audit Committee Agenda

Friday April 8, 2022 at 9:00 AM

Updated: 04/04/22

- **Call OLRC Audit Committee meeting to order**
- **Roll Call** – Calling of Committee members, announcement as to whether a quorum is present
- **Approval of Previous Committee Meeting Minutes**
 - *April 09, 2021 - (Electronic) – Motion*
- **OLRC Financial**
 - **Review of 2021 Financials/ Audit Report for the COIDA & OLRC -David Gabel EFPR Group (Separate handout)- - Motion to/not to recommend to Board**
 - **Review Monthly Financials (Page 1) – Motion to/not to recommend to Board**
- **Legal**
- **Old Business**
- **New Business**
 - **Recommend or not recommend for the approval of the 2021 Investment report – Motion**
 - **Recommend or not recommend for the approval of the Audit Committee Charter - Motion**
- **Motion to adjourn**



KeyBank
 P.O. Box 93885
 Cleveland, OH 44101-5885

Business Banking Statement
March 31, 2022
 page 1 of 3

329681253194

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ORLEANS LAND RESTORATION CORP
 GAIN - ACCOUNT
 121 N. MAIN STREET - FLOOR 2
 ALBION NY 14411-1237

Questions or comments?
 Call our Key Business Resource Center
 1-888-KEY4BIZ (1-888-539-4249)

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KeyNotes

Change in Terms for accounts opened between 11/1/2021 and 1/17/2022: Small Business Debit Card and Electronic Funds Transfer Services Agreement and Disclosures

At KeyBank, we want to be sure that you are aware of any changes to your Small Business Debit Card and Electronic Funds Transfer Services Agreement and Disclosures.

For accounts opened between 11/1/2021 and 1/17/2022, your Agreement for Small Business Debit Card and Electronic Funds Transfer Services will be updated effective 5/1/2022 and this Account will no longer receive provisional credit for a disputed transaction(s). However, you will not be responsible for unauthorized transactions when you safeguard your Card from risk of loss or theft and promptly report any loss or theft once discovered. For accounts opened prior to 11/1/2021 or after 1/17/2022, this change in terms is already in place.

Please retain this information with your Account opening Agreement and Disclosure documents.

KeyBank Business Interest Checking 329681253194
 ORLEANS LAND RESTORATION CORP
 GAIN - ACCOUNT

Beginning balance 2-28-22	\$143,365.11
1 Addition	+1,752.08
Interest paid	+1.23
Ending balance 3-31-22	\$145,118.42

Reviewed on 4/4/22
[Signature]



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Public Sector Statement
March 31, 2022
page 1 of 2

329681311687

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COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT
VILLAGE OF MEDINA PROJECT ACCOUNT
121 N MAIN ST FL 2
ALBION NY 14411-1237

Questions or comments?
Call our Key Business Resource Center
1-888-KEY4BIZ (1-888-539-4249)

Public Transaction Basic Interest 329681311687
COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT
VILLAGE OF MEDINA PROJECT ACCOUNT

Beginning balance 2-28-22	\$433.10
Net fees and charges	-25.00
Ending balance 3-31-22	\$408.10

Interest earned

Current Interest Rate	variable
Number of days this statement period	31
Interest paid year-to-date	\$0.01
Interest earned (2021)	\$0.06

Fees and charges

Date		Quantity	Unit Charge	
3-31-22	Service Charge	1	25.00	-\$25.00
Fees and charges assessed this period				-\$25.00

*Reviewed 4/1/22
D. Blanchard*



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Corporate Banking Statement
March 31, 2022
 page 1 of 3

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5 X 968 00005 R EM T1
 ORLEANS LAND RESTORATION CORPORATION
 121 N MAIN ST FL 2
 ALBION NY 14411-1237

Questions or comments?
 Call 1-800-821-2829

— OLRC —

Commercial Transaction 852359047
 ORLEANS LAND RESTORATION CORPORATION

Beginning balance 2-28-22	\$97,693.06
2 Additions	+5,349.32
5 Subtractions	-3,745.54
Net fees and charges	-30.24
Ending balance 3-31-22	\$99,266.60

Additions

Deposits	Date	Serial #	Source	
	3-2		Deposit Branch 0290 New York	\$2,674.66
	3-30		Deposit Branch 0290 New York	2,674.66
Total additions				\$5,349.32

Subtractions

Paper Checks * check missing from sequence

Check	Date	Amount	Check	Date	Amount	Check	Date	Amount
934	3-7	\$1,103.35	936	3-28	2,000.00	938	3-25	341.36
935	3-15	25.00	937	3-28	275.83			

Paper Checks Paid \$3,745.54

Fees and charges

Date	Quantity	Unit Charge	
3-8-22	1	30.24	Feb Analysis Service Chg
Fees and charges assessed this period			-\$30.24

*Reviewed on 4/4/22
 D. Bon...*

Orleans Land Restoration Corporation
Balance Sheet Prev Year Comparison
As of March 31, 2022

	Mar 31, 22	Mar 31, 21	\$ Change	% Change
ASSETS				
Current Assets				
Checking/Savings				
200 · Cash Account				
200.001 · OLRC Checking Acc Non Interest	99,266.60	22,294.59	76,972.01	345.3%
200.004 · OLRC GAIN Interest Bearing	145,118.42	126,552.61	18,565.81	14.7%
Total 200 · Cash Account	244,385.02	148,847.20	95,537.82	64.2%
Total Checking/Savings	244,385.02	148,847.20	95,537.82	64.2%
Accounts Receivable				
1200 · Accounts Receivable	-2,674.66	-10,109.56	7,434.90	73.5%
Total Accounts Receivable	-2,674.66	-10,109.56	7,434.90	73.5%
Other Current Assets				
Loan Principal-Current				
ARG Services of WNY Inc.	21,696.62	20,977.56	719.06	3.4%
LynOaken Farms Inc.	14,776.78	14,629.82	146.96	1.0%
Quorum-Takeform	18,518.08	17,903.48	614.60	3.4%
Quorum-Takeform#2	45,320.08	44,423.43	896.65	2.0%
Quorum Group LLC	150,000.00	150,000.00	0.00	0.0%
Quorum Group ORLF	0.00	1,317.97	-1,317.97	-100.0%
Total Loan Principal-Current	250,311.56	249,252.26	1,059.30	0.4%
Total Other Current Assets	250,311.56	249,252.26	1,059.30	0.4%
Total Current Assets	492,021.92	387,989.90	104,032.02	26.8%
Fixed Assets				
Accum Depreciation	-4,675.00	-4,675.00	0.00	0.0%
Equipment	4,675.00	4,675.00	0.00	0.0%
Holley Business Park	319,622.09	319,622.09	0.00	0.0%
Land				
OLRC 3959 Bates Road	83,966.00	83,966.00	0.00	0.0%
Land - Other	196,241.00	196,241.00	0.00	0.0%
Total Land	280,207.00	280,207.00	0.00	0.0%
Medina Business Park				
MBP Sewer System	182,326.00	182,326.00	0.00	0.0%
SS Interagency Installment	12,565.50	12,565.50	0.00	0.0%
Medina Business Park - Other	99,347.40	99,347.40	0.00	0.0%
Total Medina Business Park	294,238.90	294,238.90	0.00	0.0%
Total Fixed Assets	894,067.99	894,067.99	0.00	0.0%
Other Assets				
Contingent Deferred Loans				
Quorum-Takeform#2 5/30/19	-300,000.00	-300,000.00	0.00	0.0%
Quorum Group LLC 2/1/2019	-150,000.00	-150,000.00	0.00	0.0%
Total Contingent Deferred Loans	-450,000.00	-450,000.00	0.00	0.0%
Deposit for Land Option	45,000.00	45,000.00	0.00	0.0%
Due from OEDA	135,023.24	135,023.24	0.00	0.0%
Loan Receivable-Non Current				
ARG Services of WNY Inc.	81,741.02	110,548.83	-28,807.81	-26.1%
LynOaken Farms Inc.	124,039.39	143,717.21	-19,677.82	-13.7%
Quorum-Takeform	31,924.24	56,511.58	-24,587.34	-43.5%
Quorum-Takeform #2	108,425.96	168,702.41	-60,276.45	-35.7%
Total Loan Receivable-Non Current	346,130.61	479,480.03	-133,349.42	-27.8%
Quorum Group LLC	300,000.00	300,000.00	0.00	0.0%
Total Other Assets	376,153.85	509,503.27	-133,349.42	-26.2%
TOTAL ASSETS	1,762,243.76	1,791,561.16	-29,317.40	-1.6%

9:12 AM

04/04/22

Accrual Basis

Orleans Land Restoration Corporation
Balance Sheet Prev Year Comparison
As of March 31, 2022

	Mar 31, 22	Mar 31, 21	\$ Change	% Change
LIABILITIES & EQUITY				
Liabilities				
Current Liabilities				
Other Current Liabilities				
Keppler Site - C/P	10,000.00	10,000.00	0.00	0.0%
Keppler Site Loan Payable	-5,000.00	0.00	-5,000.00	-100.0%
Keppler Site Loan Payable - Cur	-5,000.00	-5,000.00	0.00	0.0%
Loan NYBDC 2019	0.00	20,142.90	-20,142.90	-100.0%
Mortgage Payable-Current	40,813.00	40,813.00	0.00	0.0%
Repay to OEDA/ORLF/OLRC	81,685.04	81,685.04	0.00	0.0%
Total Other Current Liabilities	<u>122,498.04</u>	<u>147,640.94</u>	<u>-25,142.90</u>	<u>-17.0%</u>
Total Current Liabilities	122,498.04	147,640.94	-25,142.90	-17.0%
Long Term Liabilities				
Current Portion-Contra Account	-40,813.00	-40,813.00	0.00	0.0%
Mortgage Loan-Cardone Trust	-813.18	-813.18	0.00	0.0%
Total Long Term Liabilities	<u>-41,626.18</u>	<u>-41,626.18</u>	<u>0.00</u>	<u>0.0%</u>
Total Liabilities	80,871.86	106,014.76	-25,142.90	-23.7%
Equity				
1110 - Retained Earnings	1,514,281.99	1,458,973.89	55,308.10	3.8%
1120 - Transfer to IDA	226,395.79	226,395.79	0.00	0.0%
Net Income	-59,305.88	176.72	-59,482.60	-33,659.2%
Total Equity	<u>1,681,371.90</u>	<u>1,685,546.40</u>	<u>-4,174.50</u>	<u>-0.3%</u>
TOTAL LIABILITIES & EQUITY	<u><u>1,762,243.76</u></u>	<u><u>1,791,561.16</u></u>	<u><u>-29,317.40</u></u>	<u><u>-1.6%</u></u>

9:12 AM

04/04/22

Accrual Basis

Orleans Land Restoration Corporation
Profit & Loss Budget Performance
March 2022

	<u>Mar 22</u>	<u>Budget</u>	<u>Jan - Mar 22</u>	<u>YTD Budget</u>	<u>Annual Budget</u>
Ordinary Income/Expense					
Income					
980.Revenues					
Economic Development fees	0.00	0.00	0.00	89,697.10	89,697.10
Total 980.Revenues	0.00	0.00	0.00	89,697.10	89,697.10
OLRC Interest Income	827.00		2,547.06		
Total Income	827.00	0.00	2,547.06	89,697.10	89,697.10
Expense					
4191 · Special District Taxes	0.00		283.80		
6270 · Professional Fees					
6280 · Legal Fees	1,379.18		1,633.80		
6650 · Accounting	25.00		70.00		
6655 · Consulting	2,341.36		6,341.36		
6270 · Professional Fees - Other	0.00		1,027.50		
Total 6270 · Professional Fees	3,745.54		9,072.66		
6770 · Supplies					
6780 · Marketing	0.00		5,000.00		
Total 6770 · Supplies	0.00		5,000.00		
Total Expense	3,745.54		14,356.46		
Net Ordinary Income	-2,918.54	0.00	-11,809.40	89,697.10	89,697.10
Other Income/Expense					
Other Income					
7010 · Interest Income	1.23		3.52		
Total Other Income	1.23		3.52		
Other Expense					
8012 · Transfer to related party	0.00		47,500.00		
Total Other Expense	0.00		47,500.00		
Net Other Income	1.23		-47,496.48		
Net Income	<u>-2,917.31</u>	<u>0.00</u>	<u>-59,305.88</u>	<u>89,697.10</u>	<u>89,697.10</u>

Orleans Land Restoration Corporation Transaction Detail by Account March 2022

Type	Date	Name	Memo	Split	Amount	Balance
Mar 22						
Invoice	03/01/2022	ARG Services of WNY I...		-SPLIT-	2,674.66	2,674.66
Invoice	03/01/2022	ARG Services of WNY I...	Monthly Principle Payment	1200 · Accounts R...	-2,377.06	297.60
Invoice	03/01/2022	ARG Services of WNY I...	Interest due on this payment	1200 · Accounts R...	-297.60	0.00
Invoice	03/01/2022	Quorum-Takeform		-SPLIT-	2,176.57	2,176.57
Invoice	03/01/2022	Quorum-Takeform	Monthly Principle Payment	1200 · Accounts R...	-2,028.78	147.79
Invoice	03/01/2022	Quorum-Takeform 2	Interest due on this payment	1200 · Accounts R...	-147.79	0.00
Invoice	03/01/2022	Quorum-Takeform 2		-SPLIT-	5,258.33	5,258.33
Invoice	03/01/2022	Quorum-Takeform 2	Monthly Principle Payment	1200 · Accounts R...	-4,993.76	264.57
Invoice	03/01/2022	Quorum-Takeform 2	Interest due on this payment	1200 · Accounts R...	-264.57	0.00
Invoice	03/01/2022	LynOaken Farms Inc		-SPLIT-	1,752.08	1,752.08
Invoice	03/01/2022	LynOaken Farms Inc	Monthly Principle Payment	1200 · Accounts R...	-1,635.04	117.04
Invoice	03/01/2022	LynOaken Farms Inc	Interest due on this payment	1200 · Accounts R...	-117.04	0.00
Paym...	03/02/2022	ARG Services of WNY I...	OLRC Loan Pmt for 2022	1200 · Accounts R...	2,674.66	2,674.66
Check	03/02/2022	ARG Services of WNY I...	OLRC Loan Pmt for 2022	200.001 · OLRC C...	-2,674.66	0.00
Check	03/03/2022	Hurwitz & Fine P.C.	Inv# 2028135 Legal Services through ...	6280 · Legal Fees	-1,103.35	-1,103.35
Check	03/03/2022	OEDA	Inv# 2028135 Legal Services through ...	200.001 · OLRC C...	1,103.35	0.00
Paym...	03/04/2022	LynOaken Farms Inc	OLRC GAIN Loan Pmt for March 2022	1200 · Accounts R...	1,752.08	1,752.08
Paym...	03/04/2022	LynOaken Farms Inc	OLRC GAIN Loan Pmt for March 2022	200.004 · OLRC G...	-1,752.08	0.00
Check	03/10/2022	Roush C.P.A. PC	Accounting Services for February 2022	6650 · Accounting	-25.00	-25.00
Check	03/10/2022	OEDA	Accounting Services for February 2022	200.001 · OLRC C...	25.00	0.00
Check	03/24/2022	Hurwitz & Fine P.C.	Inv 2028726 Legal Services through ...	6280 · Legal Fees	-275.83	-275.83
Check	03/24/2022	OEDA	Inv 2028726 Legal Services through ...	200.001 · OLRC C...	275.83	0.00
Check	03/24/2022	Orleans Economic Deve...	OLRC Activity Log Hrs DB 1st Qtr Ja...	6655 · Consulting	-341.36	-341.36
Check	03/24/2022	OEDA	OLRC Activity Log Hrs DB 1st Qtr Jan ...	200.001 · OLRC C...	341.36	0.00
Check	03/25/2022	Mindful Media Group	Inv# 1410 Consulting	6655 · Consulting	-2,000.00	-2,000.00
Check	03/25/2022	OEDA	Inv# 1410 Consulting	200.001 · OLRC C...	2,000.00	0.00
Paym...	03/30/2022	ARG Services of WNY I...	OLRC Loan Pmt for April 2022	1200 · Accounts R...	2,674.66	2,674.66
Paym...	03/30/2022	ARG Services of WNY I...	OLRC Loan Pmt for April 2022	200.001 · OLRC C...	-2,674.66	0.00
Deposit	03/31/2022		Interest	7010 · Interest Inc...	1.23	1.23
Deposit	03/31/2022		Interest	200.004 · OLRC G...	-1.23	0.00
Mar 22					0.00	0.00

2021 Annual Investment Report
Orleans Land Restoration Corporation (OLRC)
Updated: 03/31 /22

Section 2925(6) of New York Public Authorities Law requires that State Authorities prepare and approve an investment report annually. The Law requires the Annual Investment Report to include the following:

- **A copy of the Investment Policy in force at year end;**
 - Found at: <http://www.orleansdevelopment.org/publicdocs-lrc>

- **An explanation of the Policy;**
 - To conform with all applicable federal, state and other legal requirements;
 - To adequately safeguard principal;
 - To provide sufficient liquidity to meet all operating requirements; and
 - To obtain a reasonable rate of return.

- **Results of the Annual Independent Audit;**
 - Found at: <http://www.orleansdevelopment.org/olrc-reports>

- **The investment income record;**
 - \$ 12,200.00 interest earned.

- **List of the total fees paid to anyone rendering investment;**
 - No investment-related fees were incurred during reporting period.

ORLEANS LAND RESTORATION CORPORATION
AUDIT COMMITTEE CHARTER

This Audit Committee Charter was adopted by the Board of Directors of the Orleans Land Restoration Corporation (the "Authority"), a not-for-profit corporation established under the laws of the State of New York, on this 20th day of August, 2010.

Purpose

Pursuant to Article III of the Authority's by-laws, the Authority's Board may appoint committees to consist of three (3) or more Directors as the Board may from time to time determine. The Authority's Board has voted to create an audit committee which shall be constituted and shall have the purposes, powers and responsibilities as set forth in this Audit Committee Charter. The purpose of the audit committee shall be to (1) assure that the Authority's Board fulfills its responsibilities for the Authority's external audit process, the financial reporting process and the system of risk assessment and internal controls over financial reporting; and (2) provide an avenue of communication between management, the independent auditors and the Board of Directors.

Powers of the Audit Committee

It shall be the responsibility of the audit committee to:

- Recommend the appointment of, compensate and oversee the work of any public accounting firm employed by the Authority.
- Conduct or authorize investigations into any matters within its scope of responsibility.
- Seek any information it requires from Authority employees, all of who should be directed by the Board to cooperate with committee requests.
- Meet with Authority staff, independent auditors or outside counsel, as necessary.
- Retain, at the Authority's expense, such outside counsel, experts and other advisors as the audit committee may deem appropriate.

The Authority's Board will ensure that the audit committee has sufficient resources to carry out its duties.

Composition of Committee and Selection of Members

The audit committee shall consist of at least three members of the Board of Directors who are "independent members" within the meaning of, and to the extent required by, Section 2825 of the New York Public Authorities Law, as amended from time to time. The Authority's Board will appoint the audit committee members and the audit committee chair. The members shall serve until their resignation, retirement, removal by the Board or until their successors shall be appointed and qualified. The members of the audit committee shall be familiar with corporate financial and accounting practices and

shall possess the necessary skills to understand the duties and functions of the audit committee.

Audit committee members shall be prohibited from being an employee of the Authority or an immediate family member of an employee of the Authority. In addition, audit committee members shall not engage in any private business transactions with the Authority or receive compensation from any private entity that has material business relationships with the Authority, or be an immediate family member of an individual that engages in private business transactions with the Authority or receives compensation from an entity that has material business relationships with the Authority.

The audit committee shall have access to the services of at least one financial expert, whose name shall be disclosed in the annual report of the Authority. The audit committee's financial expert should have 1) an understanding of generally accepted accounting principles and financial statements; 2) experience in preparing or auditing financial statements of comparable entities; 3) experience in applying such principles in connection with the accounting for estimates, accruals and reserves; 4) experience with internal accounting controls and, 5) an understanding of audit committee functions.

Meetings

The audit committee will meet a minimum of twice a year, with the expectation that additional meetings may be required to adequately fulfill all the obligations and duties outlined in the Charter.

Members of the audit committee are expected to attend each committee meeting, in person or via videoconference. The audit committee may invite other individuals, such as members of management, auditors or other technical experts to attend meetings and provide pertinent information, as necessary.

The audit committee will meet with the Authority's independent auditor at least annually to discuss the financial statements of the Authority.

Meeting agendas will be prepared for every meeting and provided to the audit committee members along with briefing materials five (5) business days before the scheduled audit committee meeting. The audit committee will act only on the affirmative vote of a majority of the members at a meeting. Minutes of these meetings will be recorded.

Responsibilities

The audit committee shall have responsibilities related to: (a) the independent auditor and annual financial statements; (b) oversight of management's internal controls, compliance and risk assessment practices; (c) special investigations and whistleblower policies; (d) miscellaneous issues related to the financial practices of the Authority; and (e) the review of proposals for the issuance of debt by the Authority and making recommendations regarding such proposed debt issuance.

A. Independent Auditors and Financial Statements

The audit committee shall:

- Recommend the appointment of, compensate and oversee independent auditors retained by the Authority and pre-approve all audit services provided by the independent auditor.
- Establish procedures for the engagement of the independent auditor to provide permitted audit services. The Authority's independent auditor shall be prohibited from providing non-audit services unless having received previous written approval from the audit committee or the Board of Directors. Non-audit services include tasks that directly support the Authority's operations, such as bookkeeping or other services related to the accounting records or financial statements of the Authority, financial information systems design and implementation, appraisal or valuation services, actuarial services, investment banking services, and other tasks that may involve performing management functions or making management decisions.
- Review and approve the Authority's audited financial statements, associated management letter, report on internal controls and all other auditor communications.
- Review significant accounting and reporting issues, including complex or unusual transactions and management decisions, and recent professional and regulatory pronouncements, and understand their impact on the financial statements.
- Meet with the independent audit firm on a regular basis to discuss any significant issues that may have surfaced during the course of the audit.
- Review and discuss any significant risks reported in the independent audit findings and recommendations and assess the responsiveness and timeliness of management's follow-up activities pertaining to the same.

B. Internal Controls, Compliance and Risk Assessment

The audit committee shall:

- Review management's assessment of the Authority's internal controls and review the actions taken by management on the suggestions of the independent accountants and auditors for correcting weaknesses, if any, in the Authority's internal controls, regulatory compliance, organizational structure and operations and, if applicable, any weaknesses noted.
- Ensure that the Authority has an appropriate confidential mechanism for individuals to report suspected fraudulent activities, allegations or corruption, fraud, criminal activity, conflicts of interest or abuse by the directors, officers or employees of the Authority or any persons having business dealings with the Authority or breaches of internal control, in accordance with the Authority's Whistleblower Policy.

- Develop procedures for the receipt, retention, investigation and/or referral of complaints concerning accounting, internal controls and auditing to the appropriate body.
- Request and oversee special investigations as needed and/or refer specific issues to the appropriate body for further investigation.

C. Other Responsibilities of the Audit Committee

The audit committee shall:

- Present annually to the Authority's Board a written report of how it has discharged its duties and met its responsibilities as outlined in the charter.
- Obtain any information and training needed to enhance the committee members' understanding of the role of the independent auditor, the risk management process, internal controls and a certain level of familiarity in financial reporting standards and processes.
- Review the committee's charter annually, reassess its adequacy, and recommend any proposed changes to the Board of the Authority. The audit committee charter will be updated as applicable laws, regulations, accounting and auditing standards change.
- Conduct an annual self-evaluation of its performance, including its effectiveness and compliance with this Charter and request Board approval for proposed changes.

D. Debt Issuance

The audit committee shall review proposals for the issuance of debt and make recommendations regarding such proposed debt issuance.