

okay so let's call to order a meeting of the orleans county local development corporation on this thursday april 6 2020 at 8 33 a.m before we begin let me just say because of the corona 19 emergency and state and federal bans and large meetings and pursuant the governor como's executive order 220.1 suspending the open meetings law the orleans county local development corporation board meeting will be held electronically via video streaming instead of a public meeting members of the public may listen to the board meeting live by viewing the live stream on the orleans county economic development agency youtube channel or by following the link on our website's home page this meeting will be transcribed and posted on the orleans economic development agency website at a later date so we'll call the meeting to order diane if you would please do a roll call attendance

here

um

milller here

edibanic lower island here

okay okay thank you diane and we do have a quarrel okay to begin we're going to do a review of our financial statements from efpr jim and dave you want to kick us off well i don't want to i don't want to do anything but dave does okay all right as jim mentioned uh i'm dave dave gable from the fdr group uh i'm the director in charge of the audit of the orleans lbc uh we uh came to your offices in february uh we were spent a few days out there with diane and completed all our necessary testing with a wrap up done back in our offices um this year we expressed an unmodified opinion on financial statements for the year end of december 31st 2019. that's the opinion you want to have no modifications to them in opinion is a good thing also issued another report in accordance with government auditing standards on internal control over financial reporting and on compliance and other matters based on audit in accordance with government auditing standards in this report we noted no material weaknesses in internal control again that is what you want you don't want to have material weaknesses in internal control so uh both reports are what we would consider a clean report some other information your form 990 and the new york state chart 500 were e-filed back in april those were timely filed um onto some financial information results of operations during the year this year your cash decreased by about a hundred and forty nine thousand seven hundred dollars to just over a hundred twenty one thousand seven hundred dollars at the end of the year uh some sources and uses of of the cash are the operating activities used about 172 000 that's running the business and then your investing activities provided about twenty four thousand three hundred dollars uh you issued loans of about fifteen thousand dollars and you collected on some other loans to the tune of about thirty nine thousand dollars uh your loans receivable this year decreased by about twenty four thousand three hundred dollars um that's they were 169 000 last year this year they're just about 145 000 as i mentioned just a second ago you had additional loans with fifteen thousand dollars and you had some repayments for thirty nine thousand dollars there is a footnote football five that uh explains those loans receivable that you have the collections and additional loans made so this year your total assets decreased to about 266 thousand seven hundred dollars last year's amount was about four hundred thirty nine thousand seven hundred dollars

um this year the due to the ida decreased from 16 000 to about 13 000 that was a decrease in the payables for jim's consulting for the year at december 31st the corporation had 253 600 in net assets with donor restriction last year there was about 423 600 uh this year is the second year that we're

reporting functional expenses and the net assets with donor restrictions and that was due to adoption of the new accounting standards last year that required those disclosures one of the things i look at um when i audit organizations like this is the current ratio uh the current ratio this year for the lbc was 12.12 to 1. last year was 19 to 1. a little bit of a drop off but that's not a big deal uh the ratio provides an indication of the corporation's ability to meet any immediate obligations without taking on debt anything in excess of one to one is considered good for similar organizations so 12.1 or 12 to 1 is a pretty healthy current ratio

are there any questions yet just kind of zipping through this stuff i'll take that as a no okay on to your revenue your total revenue amounted about twenty six thousand dollars this year last year was only about ninety two hundred dollars it's an increase of about seventeen 17 000 this year this year you had a recognition of the settlement proceeds of about 20 000 and that was settling those loans and paying off your grant that you had this year your total expenses were about 196 thousand uh last year's about fifty nine thousand five hundred dollars the primary reason for that increase was the repayment of the grants to the tune of about a hundred and eighteen thousand six hundred dollars and then you had some increase in legal fees and consulting fees uh they increased about five thousand and seventeen thousand dollars respectively and that involved all the payoffs of those grants uh reason for those increases other expenses were pretty consistent bottom line this year there was a decrease or a net loss of about 170 thousand dollars last year is about 50 000 again the major reason for that is the repayment of that grant um that pretty much covers the financial statements i don't know if anybody had any questions or discussion that they wanted to have about the financial statements

this is paul hundle i just want to remind board members that if you do have a comment or a question if you would start off with your name the same would be for making any type of motions or second emotions so at this time any comments or questions to dave about the financials

then just let me cover a couple short points a required communication that's uh what we deem a report to the board it's a little letter that we issue that you should have a copy of it's usually three four pages long i'll just hit a couple of highlights basically this letter is a result of the enrons of the world and this is where we would tell you if there's anything you needed to be aware of uh as you're responsible for running the organization anything that you need to be aware of that would be something you need to pay attention to or troubling in the organization the letter we've issued is a standard what we call standard boilerplate letter basically uh it just covers the points some certain points in the letter and there isn't really anything to be aware of you know that we didn't find any issues or have any problems in our audit so your accounting policies are described in no wonder the financial statements there weren't any unusual policies or policies where there was lack of guidance all the significant estimates were evaluated and considered appropriate estimates are things like collectibility of receivables and things like that uh we did not have any material uncorrected misstatements we did make material adjustments that were suggested and approved by management and those adjustments were made to bring the financial statements in accordance with government auditing standards and we had no difficulties in performing our audit uh diane and jim were both very helpful uh to get the audit done quickly and efficiently and uh your audits were one of the last audits that i was actually out in the field on before this whole covet thing hit you know we haven't been in the field but since then we've pretty much conducted all of our audits remotely much like you're conducting your board meetings and that's really all i have for you guys today just wanted to thank jim and diane for helping us out getting the audit done on a timely basis this year

yeah yeah thank you jim and diane for helping out with that and thank you dave for your uh work i'm glad we could be one of your italians in field uh that makes it makes it memorable i'm sure uh any questions any questions or comments to date

thank you dave

thank you dave you're more than welcome to stay out you're more than welcome to stay on dave um i guess we won't know if you leave

well thank you and everyone have a good day all right thanks thank you stay safe thank you you guys do thanks bye okay moving on approval of the previous board minutes you all should just receive your copy of the previous board minutes of april 2nd 2020 are there any corrections additions deletions to those minutes

carrying none of the happy entertainment motion to accept the minutes draper move to approve

motion made by skip taper to approve do we have a second second by martin seconded by jeff martin diane if you would please roll call vote kathy blackburn mike well yes jeff martin yes tip draper yes billy yes i'll handle yes

fred miller yes

laura bentley okay the motion is carried thank you moving on to financials first we have consideration the acceptance of the 2019 financial statements and that is what dave just went over with us any comments or corrections on that i should say comments if not be happy and obtain a motion to accept the 2019 financial statements

made by jeff martin to accept the 2019 financial statement do we have a second jackie scraper by skip draper diane if you would please roll paul vote kathy blackburn mike bonwell

yeah okay and the motion the motion is carried thank you moving on consideration the acceptance of the monthly financials on page three you want to give us uh i will brief um overview of the financial student please um page three and also i would ask again if if you are watching this on youtube if you will turn that devices uh on mute so that because we'll get a we get a delay feedback on that it'll pick up on your other device so if you're listening to it on youtube mute it and listen through um the one that's doing the that you're doing the meeting on anyways uh page three uh key bank seven uh we have uh seven eight hundred and four dollars and fifty nine cents uh five stars got ten bucks and a holding account and seventy 72 000 605 21. um the next few pages are the detail and on page seven is the balance sheet

uh really not much to call out here um we you know we're down a little bit but but um dave just went over that so you kind of know the answers to that page um page nine and going on forward are all the transaction details out of our operating account i'm not going to cover those but you can go through there if there's any questions certainly we would answer that but um i put them in here only because we hadn't met since april and i wanted to make sure that this was um in the packet so that's kind of a real quick financial rundown i would certainly answer any questions

good thanks jim any questions or comments on the financials

okay hearing none i'll be happy to entertain a motion to accept the monthly financials i'll make a  
martian time corolla motion made by tom carolla do we have a second second seconded by fred miller  
diane if you would please roll call vote kathy blackburn mike

yes

yes brad miller yes

and laura allen's here okay and the motion is carried thank you moving on legal nick good morning

uh oh nick is

good morning good morning i hope everybody's doing all right um not uh not too much to report today i  
just wanted to touch uh base about the virtual meetings as you know uh governor cuomo signed an  
executive order that permits electronically as we're doing today the executive order was extended  
yesterday to uh september 4th so while that doesn't reach our our next meeting in two months uh i i  
guess as long as this as long as the um corona virus remains a threat uh we don't see indications you  
know the situation is fluid and we'll just keep an eye on on the executive orders that they as they come  
through and and we'll let you know you know it's for for next meeting virtually or whether we're gonna  
have to uh you know explore other options but again there's there's really no indication so far that we  
wouldn't expect it to be extended for the next meeting

and i'm happy to answer any questions about that or anything else that anybody wants to talk about

thank you nick any questions

nick i do have a question and i don't know if you have the answer i know some local boards are  
considering to begin to hold their meetings uh open up their doors and hold their meetings but i believe  
the governor has a limit on the maximum number of individuals that can meet in one spot do you know  
that number um i don't know i don't know the number off-hand um but i can certainly i can certainly  
prevent that uh pretty much know um it may vary uh by region um in the states although i can't  
although i can uh you know again i can confirm that um one of the things about the executive orders um  
know although it suspends the the requirement that these meetings be held first doesn't prohibit them  
from being held in person so we are seeing some boards consider that if they can do it um you know and  
still maintain uh the the proper social business um right guidelines so if i can i can i can certainly look  
into that for you now yeah i was just curious i've heard the number 50 but i don't know if that's accurate  
or not you know it seems that i've heard 50 i've heard times i mean it's like the situation is kind of fluid i  
think just depending on the you know the numbers so right i will uh you know i'll look into what it is now  
at least at the five door links county and and get back to you awesome great thanks appreciate it any  
other questions for nick just uh this is jim um i talked to bill like and bill um offered the uh the legislative  
chambers as a possibility um it's obviously big enough our our conference room here at the ida would  
not would we could not make that work with this board in fact i don't think i can make it work with any  
board but um bill made that suggestion so if the board decided to meet um we might have to move to a  
particular location like that and uh and to me so just keep that in mind

yeah well that's good thank you bill i appreciate that i think for now that we just kind of keep that on the  
back burner and see where this whole thing winds up going as we were talking prior to the meeting

being flexible is the key word in this day and age things so but appreciate the offer bill thanks um okay moving on loans and grants executive do we have any need for an executive session uh staff does not

any board member have a need for an executive session

okay hearing none we will not have an executive session this month and we'll move on to the loan aging report page 15 diane um so fast fitness and gallows hauling were a little bit behind but now now the current so all the loans occur okay any questions today in

okay moving on operations diane once again the operations report page 16. okay so the fog class is all set to start on september 1st and it ends on november 10th to date we've had 518 participants and i started the interview process and i've got about 12 candidates that are going to go through the fog class

and we had two two businesses um the uh or the tom cruella wait i guess we got cut off there but i'm back in welcome back tom i tell you okay i'm going in and taking out but hopefully i'll be in there again i don't know

um okay so there's a new store in and her name is jackie chen and she started lyric and lizzie which is uh she sells baby clothing and pets of wine and she went through my class in the spring of 2009 and i was a little bit surprised to see her opening up this type of business because originally she wanted to open up a credit repair and credit uh building business so um yeah so she's at 335 north main street in medina um so that was exciting news and um also um lynn palmer she opened up her business uh left ball upscale overstock in medina she took my course in 2019 and they adapted her store you know she's out she her daughter made tons of masks and they also made sanitizing um doubt so that got her through this coven when it started in march and i guess he's doing really well right right yes yeah okay so that's it

two things i would say number one great picture diane on page 17. very photogenic um the other question i have is you're going to start you're going to start your class on september 1st i'm assuming that you have enough room there so everybody can stay safe socially distant and still participate in the program correct yep it's uh you know still at the arnold gregory and now we were you know when i come in i'm going to disinfect all the tables uh they've disinfected everything's going upstairs and we've got enough seating for social distance everybody's going to come in with their masks on when they sit down they don't need the mask and so yeah following following the rules great great thank you any questions for diane it's great to hear that even in this time of uncertainty that our training programs continue and you still have 12 people that are interested that's great news yeah yeah okay okay moving on projects anything to add under projects uh no projects we did moving on old business go ahead no i'm just gonna say um originally we had hope when we reported last time that there may be some money for um for uh another loan grant fund um right now we're looking that that's probably not going to happen again next year either so

they're pulling they're they're pulling all the money back into wherever they can get it oh yeah oh yeah understandable okay moving on old business discussion of the future of the board's makeup page 24. probably turn this over to both jim and nick um i'll take the first crack at it um

the um we've we've gone through this several times um nick has updated the the um you know our uh our bylaws and you can start you can see that on page 24. so basically we come down to a proposal of seven board members and as you can see here we have um uh kathy is kathy is listening so she's up she's gonna be up to speed i think we have what eight here now today diane is it eight i didn't i'll be

honestly i didn't encounter no yes we have seven we have seven yeah and kathy's listening so we got eight um uh so this would be a change down to seven um and the one thing we're looking at is um mike's mike's position is being uh on the on the ldc board is being eliminated um so i don't know if mike will stay or not stay that's that's kind of up to mike um but uh then we haven't we would have an extra legislator and that would obviously be um either bill or or fred and then we have skip who represents the ida skip's position would also be um eliminated on the new board so that's kind of a real basic thing nick i don't know if you had did i get that right you we good yeah that's that's how that's how i understand it um but obviously i think it's certainly up to this board you know how how they i guess how we want to fill it going forward or how you want to feel it going forward with the with the seventh position so but yeah that was accurate yeah so again it's it's the chairman of the ida as paul it's one rep from the county legislature so it's either fred or bill and then there's three representatives from businesses and um uh jeff miller from from the from the east um laura from the central and um uh kathy kathy blackwell what yeah kathy would be from the west and then you've got two residents as appointed so those are kind of like at-larges whether it's oh i forgot to mention ed um ed's also been appointed to the ida board so ed would would would be going off too at urbanic so we've got uh tom which would probably take one of those positions and who else who'd i miss one of the resident positions yep tom carrillo could take a resident position

and then if mike decided to stay he could take a resident position or i'll be honest with you we could use um either fred or bill could go on as a resident not as a legislator and so could skip as a resident so i mean we could fill backfill um with some of the existing board members if that if that was what you guys wanted to do and whoever would like to be off and who wouldn't you know who wants to stay that we kind of we gotta kind of get down to the point where and then most of you guys have been very gracious saying look if it if my time is up my time is up so i want to make sure i point that out

yeah i mean jim this is my i'm fine floating out you know i've been eight nine years now right there maybe other folks that are more connected to business per se and would be you know would be better members in that sense okay well we do appreciate your serving mike it's been good so i appreciate that yeah we certainly do you you've added a lot to this board and we certainly appreciate your tenure yeah yeah happy to do it but i'm also happy to allow others who have maybe a more direct connection

okay jen jim do we think there's a is there agreement or i guess like it's closest to the board too is are we in agreement or supporting agreement as to how this makeup no i don't mean the actual individuals but the actual the restructure of the board does everybody sort of come to an agreement on that or if that's well for discussion

we haven't done a vote i mean we could ask paul to to call for a straw vote that this you know this this particular structure works for everybody and then um if it does uh continue our discussion on who might be the new board members and then at the next board meeting we could set it up to to do the vote and be done or we could do it now yeah yeah i wasn't i wasn't saying that we need to do a formal vote on it now i just didn't want to i guess skip over i didn't want to start talking about who would build a position because we weren't sure guys that that you know we were kind of we felt most comfortable going forward so that's awesome this is uh this is paul this is paul hendell and if i'm wrong please correct me but i seem to recall the last time we had this discussion there was a general overall acceptance by the current board of the restructuring and an interest in moving ahead to begin to zero in on specific positions and then people to fill those positions that's my recollection if i'm wrong somebody please correct me paul

yeah well this is skip um yeah i mean just for what it's worth i'm in favor of moving forward with the restructuring i would just assume complete everything today if that's allowable thank you skip for their comment are you saying that you would like to make a motion

i i'd be happy to do that you may want to pull it to a straw polish instead

thanks kip any other comments or opinions at this point

so let's just take it

so let me make a suggestion here let's just have diane do a straw of the board of whether or not they'd be intro if if they accept this reorganization and are interested in moving ahead with that today so if diane if you would just do a roll call this is non-binding it is just a straw a straw ballot on whether your acceptance of the reorganization and wish to move ahead with that today hopefully i made that clear

so if you would diane just go down the roll and let's see where we stand say kathy blackburn uh kathy is hey diane kathy is tex kathy is texting me and she votes yes okay um mike bonewell yeah jeff martin yes chip draper yes eli yes bob handgun yep yes but i'd just like to comment and i think i sincerely would join mike and the fact that i've been on this board and i've enjoyed it very much for over 10 years but i think it probably would be a good time for me also to exit because i think there's other members that would be uh you know would have have uh more reason to be involved in the board and i think you know i would recommend to the board that i agree with this motion but i also too think it would be an appropriate time for me to exit as well that's all i have to say well again tom thank you yeah really appreciate your comments tom sorry to hear it but i appreciate it thank you thank you and you have been a great a great board member for us yeah yeah absolutely okay go ahead diane uh brad neller yeah eduardo laura laura allen here okay it seems like it sounds like then that we do have a quorum or a majority of the board that is interested in moving ahead so i guess at this point in time i'd be happy to entertain a motion by the board to accept the reorganization plan that is proposed in your package today

and i just want to clarify paul paul i just want to clarify that the motion is to demand the lbc's bylaws as proposed in this forecast okay good thanks nick uh so we have that motion made by skip draper do we have a second

second but second is i think i heard bill ice if you would please diane roll call vote cathy blackburn um yeah i don't cathy votes yes i don't know if it can be official or not um nick would have to rule on that but at least she does vote yes i i don't think yeah i don't think we can counter for purposes of this vote yeah i agree

hey mike phone well yes jeff martin yes skip yes now i yes

yes

yes fred miller yes

laura allen's here

okay the motion is carried thank you very much so i guess the next step um if you folks are comfortable jim and i can sit down and start putting names to the positions and come back with you folks with that at the next board meeting does that make does that seem like the next logical step um well since we've changed it i don't know what nick thinks paul but maybe we need so that we can actually meet next time um maybe we've got the the two legislators are here are one of you let me let me propose something quickly we have three open spots we have three people that have that are still interested at least we we think they're still interested in a board position which is skip fred and bill so those three could technically fill the three openings and then we would be able to see the full

board

okay i'm just quickly going through my list so it looks like to me we would have kathy blackburn skip draper bill ike paul hundle fred miller chef martin correct and they fill certain slots but they all those could be filled by those people and that's six individuals seven kendall martin laura cathy skip fred and bill oh laura i forgot laura

okay um nick how do we do this so i think what i do i think what i'd like i i think what i'd like to do is put this in a written resolution for the board kind of the new makeup the numbers and appointing the new board so if it's okay with everybody i think if this board doesn't mind meeting one more time and just to approve the new board the next meeting in that way we can have it in fighting uh pursuant to a written resolution and then that every other answer is the meeting um and then there's just a better kind of there's a better record of it okay it gives us a chance to kind of consider this once more that's that's the way i guess i would i would prefer to do it we we approved the amendment to the bylaw the proposed amendment to the bylaws today but we still have to actually amount the bylaws um and i would just i would just assume do it at night meeting okay electing the new you know election new board if you will so

yeah that makes sense is there any uh comments or discussions on that uh strategy by other board members yeah or objection

okay so it sounds like this board will meet at least one more time and take action on the participants or the makeup of the exact individuals at the next board meeting okay okay sounds good well thank you all for serving i do appreciate it thank you for those who have served and are stepping away um you have contributed a lot to this community and they'll be tough shoes to fill but thank you all very much it's uh a pleasure to work with all of you for sure

okay moving on any other old business

hearing none move on to new business item first is the consideration for approval of an agreement with dorothy daniels for instructional services and that's on page 32. i'm ian and jim yep we lost uh with him we've been going through it um we've been going through instructors haven't we diane sam had uh sam had a little car accident and um and he decided to retire um diane had known dorothy for a while you have a um you know one pager here on her we've interviewed her and nick has drawn up a an agreement on page 33 and staff is recommending that dorothy become our instructor for um well for how long is the contract for i forget to the year she do two classes i think it's yearly yep for ten classes isn't it yep ten classes two i think it's um for two yes spring and fall



okay any questions or comments hearing none i'd be happy to attend a motion to approve the working agreement with dorothy daniels as the instructional part of the instructional staff for our program

do we have a second i'll second time cruella seconded by tom carrillo diana if you would please roll call both kathy gladburn

mike yes jeff martin yes yes yes

yes i'll handle yes yes brad miller yes

and laura allende

okay and the motion is carried thank you moving on consideration of taking a second position on a consolidation loan for d.c hauling page 39. jim um yep uh i'll just go over and diane has looked at their financials um they're doing a consolidation loan um with canandaigua national bank and um we of course do not want them to pay us off excuse me pay us off because of our um restrictions on bringing money in you know we i don't want to go all through the loan thing again that we went through in 2018 but she is one of those loans so um we want her to continue to pay us monthly um so ken and daniel national has asked us to take a second position we've done this many times before and um so staff is recommending that we take the second position and diane can maybe would you just speak a little bit to the financials

um i don't have him in front of me but uh you know she is her businesses you know she's doing great so

okay i think the financials are strong and we have not had any problem with payment repayment from her so um i think this will help help their business by getting it consolidated and it helps us because we continue to get that cash flow um and meet our obligations so

okay good any discussion

hearing none i'd be happy to entertain a motion to take a second position and found a loan for dc hallway removed motion made by skip draper do we have a second

second by i'm sorry who was that bill oh sorry seconded by bill white uh diana if you would please we'll call vote kathy blackburn

mike bonwell

yes

and the motion is carried thank you any other new business

hearing none be happy entertaining motion to adjourn

do we have a second

right now seconded by fred miller diane if you would please roll call vote

kathy blackburn mike bonwell yep jeff martin yeah the draper yes eli yes yes

yes brad miller yes edibania laura allender and we are adjourned thank you all very much please stay safe and we'll see you all at our next board meeting

you