

Board Meeting Minutes

Orleans Land Restoration Corporation

August 11, 2023

**121 N Main St 2nd Floor Albion NY
Board Room
9:19 am**

Directors Present:

Craig Tuohey, Assistant Secretary
John Fitzak, Treasurer
Skip Draper, Vice Chairman
Jeff Martin, Director

Directors Absent:

John Misiti, Chairman
Carol D'Agostino, Assistant Treasurer
Ed Urbanik, Secretary

Also Present:

Michael Dobell, CEO/CFO
Gabrielle Barone, Vice President Business Development
Kevin Zanner, OEDA Legal Counsel
Diane Blanchard, Administrative Manager
Matt Holland, Administrative Manager

I. Roll Call- The meeting was called to order by Skip Draper at 9:19 a.m. Matt Holland called the roll. Board members Skip Draper, Craig Tuohey, John Fitzak, and Jeff Martin were present, constituting a quorum of the Board.

II. Approval of Previous Board Minutes July 14, 2023---The July 14, 2023 Board meeting minutes were reviewed. A motion was made by Jeff Martin to approve the meeting minutes as presented, seconded by John Fitzak. Motion unanimously carried.

III. OLRC Financials

OLRC Monthly Financial Report--- Michael presented the Financial Report for the month ending July 31, 2023. There was discussion of the impact of some upcoming projects on financials.

Motion to accept the OLRC Monthly Financial Report made by Craig Tuohey, seconded by Jeff Martin. Motion unanimously carried.

- IV. **Legal**—Kevin Zanner reported on a recent audit conducted by the NYS Office of the State Comptroller with respect to the operations of the Chautauqua County IDA and its affiliated corporations. Kevin recommended sharing this report with the Board. The Board discussed the importance of compliance and making sure all Board members have the proper training.
- V. **Operations Report—Facilities/Sites**—No report.
- VI. **Old Business**---No report.
- VII. **New Business**

Consider resolution authorizing the OLRC to enter into a grant agreement with the Village of Medina to fund a loan to Takeform Architectural Graphics, to execute and deliver loan documents and take such other actions as necessary to facilitate the grant, the loan and the expansion of Takeform Architectural Graphics

Michael and Kevin presented the following proposed Resolution:

RESOLUTIONS OF THE BOARD OF DIRECTORS OF ORLEANS LAND RESTORATION CORPORATION AUTHORIZING THE ORLEANS LAND RESTORATION CORPORATION TO ENTER INTO A GRANT AGREEMENT WITH THE VILLAGE OF MEDINA TO FUND A LOAN TO QUORUM GROUP LLC D/B/A TAKEFORM ARCHITECTURAL GRAPHICS, TO EXECUTE AND DELIVER LOAN DOCUMENTS AND TAKE SUCH OTHER ACTIONS AS MAY BE NECESSARY TO FACILITATE THE GRANT, THE LOAN AND THE ACQUISITION AND IMPLEMENTATION OF A NEW ENTERPRISE RESOURCE PLANNING (ERP) SYSTEM AT QUORUM GROUP, LLC D/B/A TAKEFORM ARCHITECTURAL GRAPHICS FACILITIES WITHIN ORLEANS COUNTY.

Jeff Martin made a motion to adopt the resolution, Craig Tuohey seconded. By roll call vote, the following members voted in the affirmative, Craig Tuohey, Jeff Martin, John Fitzak, and Skip Draper. Resolution was unanimously approved, copy attached

Consider resolution authorizing the OLRC to enter into a grant agreement with the County of Orleans to fund a loan to Freeze-Dry Foods LLC, to execute and

deliver loan documents and take such other actions as necessary to facilitate the grant, the loan and the expansion of Freeze-Dry Foods LLC

Michael presented the following proposed resolution to the Board:

RESOLUTION OF THE BOARD OF DIRECTORS OF ORLEANS LAND RESTORATION CORPORATION AUTHORIZING THE ORLEANS LAND RESTORATION CORPORATION TO ENTER INTO A GRANT AGREEMENT WITH THE COUNTY OF ORLEANS TO FUND A LOAN TO FREEZE-DRY FOODS LLC d/b/a THRIVE FOODS, TO EXECUTE AND DELIVER LOAN DOCUMENTS AND TAKE SUCH OTHER ACTIONS AS MAY BE NECESSARY TO FACILITATE THE GRANT, THE LOAN AND THE EXPANSION OF FREEZE-DRY FOODS LLC d/b/a THRIVE FOODS FACILITIES WITHIN ORLEANS COUNTY.

Jeff Martin made a motion to adopt the resolution, seconded by Craig Tuohey. By roll call vote, Board members Craig Tuohey, Jeff Martin, John Fitzak, and Skip Draper voted in the affirmative. Resolution was unanimously approved, copy attached.

VIII. Executive Session---None.

IX. Adjournment

Craig Tuohey made a motion to adjourn the meeting subject to the Chairman's recall. Seconded by Jeff Martin and unanimously carried at 9:34 a.m.

Respectfully Submitted,

Matt Holland