

OEDA Board Meeting Minutes

December 11, 2020

121 N Main Street 2nd Floor Albion NY

Board Room

8:22 a.m.

Draft

Members Present:

Paul Hendel, Chairman

Ken DeRoller, Secretary

John DeFilipps, Assistant Secretary

Skip Draper, Treasurer

John Misiti, Vice Chairman

Carol D'Agostino, Member

Ed Urbanik, Member

Members Absent: None

Also Present:

Jim Whipple, CEO/CFO

Gabrielle Barone, Vice President Development

Diane Blanchard, Micro-Enterprise Business Coordinator

Kevin Zanner, OEDA Legal Counsel

Kelly Kiebala, Workforce Development

Pursuant to Executive Order 202, as amended, suspending certain provisions of the Open Meetings Law, this meeting was held via video conference call with a live video stream made available at the OEDA website to facilitate public access. The meeting was recorded, and a transcript of the meeting will be posted at the website at a later time. A roll vote was conducted for each item for which a Board vote was taken in order to assure that Board member votes were correctly recorded.

- I. **Roll Call**---- The meeting was called to order by Chairman Paul Hendel at 8:22 a.m. Diane called the roll. Board members Paul Hendel, Ken DeRoller, John DeFilipps, Skip Draper, John Misiti, Carol D'Agostino and Ed Urbanik were present, constituting a quorum of the Board.

II. **Approval of Previous Board Meeting Minutes November 13, 2020 (Electronic)**

The Board reviewed the draft minutes from the November 13, 2020 Board meeting. Skip Draper made a motion to accept the meeting minutes as presented, seconded by Carol D'Agostino. The motion carried by a vote of 7-0-0.

III. Financial Reports

COIDA/ORLF Accept Monthly Financials— Jim stated that the Finance Committee reviewed the COIDA and ORLF monthly financial reports and is recommending that the Board approve the reports. Ed Urbanik made a motion to accept the COIDA and ORLF financial reports, seconded by John Misiti. Motion Passed. (7-0-0) **M1220-01.**

Consideration of the Roush CPA Engagement Letter--- Jim reviewed the engagement letter to retain Roush CPA to provide bookkeeping and related accounting services.

Skip Draper made a motion to approve the retention of Roush CPA in accordance with the terms of the engagement letter. The motion was seconded by John Misiti and unanimously carried (7-0-0).

IV. Report of Committees/Departments/Sites

Business Development-- Gabrielle presented the Business Development update on the following matters:

La Maison Albion---Gabrielle reported that she is working with La Maison Albion regarding OCR financing for this project. The Town of Albion is to be the municipal pass-through of the OCR funds for the project. They are also working with the H. Sicherman Group.

Hotel Project---Gabrielle reported that Bri-Mark is moving forward with completing the construction of the hotel. Agency staff continues to be in close communication with Medina Hospitality and BriMark regarding the project.

Project Vellocii---Gabrielle reported on a conference call with Vellocii. The company is working with ESD on an application for an expansion project. The company is recruiting employees.

BMP America--- Gabrielle reported that BMP America has expanded its manufacturing to include reusable, machine washable face masks. The company is seeking project incentives through ESD.

Hinspergers---Gabrielle reported that Hinspergers is seeking to hire full time employees. The company has a backlog of orders to fill.

Project Updates--- Jim reviewed the current project list report with the Board, a copy of which was included in the Board meeting materials.

Niagara Food Specialties----Jim reported that Hurwitz & Fine is working with NFS attorneys to close on the sales tax exemption project.

Heritage Wind---Jim reported that the three of the four taxing jurisdictions have adopted resolutions approving the allocation of PILOT payments to the taxing jurisdictions for the Heritage Wind project. The Oakfield-Alabama Central School District is expected to approve the PILOT allocation soon.

Brewery/Distillery—Jim reported that he is working with a prospect on a Brewery/Distillery project in the Village of Holley.

Facilities/Sites---No Report.

MAP and LDC Report

Diane reported that the Spring MAP Class starts on April 6th and runs through June 15th. A few people have called showing interest in the next class. The instructor Dorothy Daniels and mentor Jon Costello continue to work with the past participants to complete their business plans.

Loans Status: Printed reports from 12/10/20 are available for review.

Total Funds in RLF account as of 11/30/20:

HUD unrestricted funds---\$2,708.59

Five Star Money Market Account-Unrestricted Funds---\$72,705.12.

Legal---No report.

Marketing—No report.

Workforce Development---Kelly Kiebala reported that Orleans County will be offering residents who are asymptomatic free drive-thru COVID-19 self-administered rapid testing at the Orleans County 4-H fairgrounds. The free testing will be offered from 1:00 p.m. to 4:00 p.m. on Wednesday, December 16.

Kelly also reported on ongoing recruitment efforts for businesses.

Leadership Orleans—Ken DeRoller, a participant in this year's Leadership Orleans program, reported that classes have been suspended until April of 2021.

Chamber of Commerce---Ken and Kelly reported on discussions with the Orleans County Chamber of Commerce. Skip is now a Board member.

Personnel-CEO Search-Update---Paul Hendel updated the Board on the CEO search. Four candidates will be interviewed. The Zoom interview process starts on Tuesday December 15th.

Consider One Time Exception to Vacation/Personal Time Rollover Policy---Jim informed the Board that due to COVID-19 and workload, Gabrielle, Diane and Jim have not been able to use all of their vacation/personal days for 2020. The current policy permits employees to roll over up to five days of personal time and five days of vacation time. It was suggested to rollover the vacation/personal time not used to 2021.

Skip Draper made a motion to approve a one-time exception to permit the rollover of employee vacation/personal time to 2021. The motion was seconded by Carol D’Agostino and unanimously carried. 7-0-0.

V. Unfinished Business

Consider an Extension of the Rail Spur Lease with WNY Energy Resolution.

Jim presented the following Resolution:

RESOLUTION OF THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE EXECUTION AND DELIVERY OF A RAIL SPUR LEASE EXTENSION AGREEMENT WITH ORLEANS LAND RESTORATION CORPORATION AND WESTERN NEW YORK ENERGY. LLC.

The Resolution was moved for adoption by Ken DeRoller, seconded by Ed Urbanik.

Roll Call Vote:

Paul Hendel	Aye
John DeFilipps	Aye
Ken DeRoller	Aye
Skip Draper	Aye
John Misiti	Aye
Carol D’Agostino	Aye
Ed Urbanik	Aye

7 Ayes

0 Nays

Resolution Passed; Resolution attached. M1220-02.

Consider an Amending Resolution for the Western NY Energy Project to reflect a change in Tax Parcels included in the Project and a change in the Sales Tax Incentive

Jim presented the following amendatory resolution for the Western New York Energy, LLC expansion project:

AMENDATORY RESOLUTION OF THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE CONSTRUCTION AND EQUIPPING OF A 6,050+-SQUARE FOOT EXPANSION OF AN EXISTING ETHANOL MANUFACTURING FACILITY BY WESTERN NEW YORK ENERGY, LLC LOCATED IN THE TOWN OF SHELBY, NEW YORK, FOR LEASE TO THE AGENCY AND SUBSEQUENT LEASE TO WESTERN NEW YORK ENERGY, LLC THE EXECUTION OF LEASE AGREEMENTS, A CUSTOM PILOT AGREEMENT AND THE TAKING OF OTHER ACTIONS.

The Resolution was moved for adoption by Skip Draper, seconded by John Misiti.

Roll Call Vote:

Paul Hendel	Aye
John DeFilipps	Aye
Ken DeRoller	Aye
Skip Draper	Aye
John Misiti	Aye
Carol D’Agostino	Aye
Ed Urbanik	Aye

7	Ayes
0	Nays

Resolution Passed; Resolution attached. M1220-03.

VI. New Business

Consideration of the Proposed 2021 Budget ---Jim reviewed the proposed budget for 2021. Jim noted that the proposed budget was reviewed by the Finance Committee and recommended for approval.

John DeFilipps made a motion to approve the 2021 OEDA budget. The motion was seconded by Carol D’Agostino and unanimously carried (7-0-0).

Consider the Acceptance of a \$25,000 Operating Loan from the OCLDC

Jim presented the following resolution:

RESOLUTION OF THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE ACCEPTANCE OF AN OPERATING FUNDS LOAN FROM

THE ORLEANS COUNTY LOCAL DEVELOPMENT CORPORATION

The Resolution was moved for adoption by Carol D’Agostino, seconded by Ken DeRoller. Paul Hendel and Skip Draper abstained.

Roll Call Vote:

Paul Hendel	Abstained
John DeFilipps	Aye
Ken DeRoller	Aye
Skip Draper	Abstained
John Misiti	Aye
Carol D’Agostino	Aye
Ed Urbanik	Aye

5	Ayes
0	Nays
2	Abstentions

Resolution Passed; Resolution attached. M1220-04.

Consideration of 2021 Staff Compensation Resolution

A Resolution was presented as follows:

RESOLUTION OF THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY (“COIDA”) APPROVING THE COMPENSATION OF COIDA STAFF.

The Resolution was moved for adoption by Skip Draper, seconded by Carol D’Agostino.

Roll Call Vote:

Paul Hendel	Aye
John DeFilipps	Aye
Ken DeRoller	Aye
Skip Draper	Aye
John Misiti	Aye
Carol D’Agostino	Aye
Ed Urbanik	Aye

7	Ayes
0	Nays

Resolution Passed; Resolution attached. M1220-05.

Consider Extending the Lease of 121 North Main Street, Albion NY 14411—Jim reviewed the lease with the Board. The new rent payment starting March 1, 2021 will be \$2111.00 per month.

Ed Urbanik made a motion to extend the lease through 2021, seconded by Skip Draper and unanimously carried. 7-0-0.

Consider the 2021 Agreement with Orleans County---Jim reviewed the agreement with Orleans County effective January 1, 2021.

Carol D’Agostino made a motion to approve the 2021 agreement with Orleans County, seconded by John Misiti and unanimously carried. 7-0-0.

Consider the Board Meeting Schedule for 2021---Jim reviewed the Board meeting schedule.

John Misiti made a motion to approve the meeting schedule for 2021, seconded by Carol D’Agostino and unanimously carried. 7-0-0.

Executive Session

Motion to enter into Executive Session for the purpose of discussing the proposed acquisition of real property made by John DeFilipps, seconded by John Misiti. Motion unanimously carried (7-0-0).

At the conclusion of the executive session discussion, Ken DeRoller made a motion to exit Executive Session, seconded by Ed Urbanik. Motion Passed (7-0-0). No votes were taken during Executive Session.

VIII. Adjournment

Skip Draper made a motion to adjourn the meeting subject to Chairman’s recall, seconded by John Misiti. Motion Passed (7-0-0).

Respectfully Submitted,

Diane Blanchard