

OEDA Board Meeting Minutes

June 12, 2020

121 N Main Street 2nd Floor Albion NY

Board Room

8:47 a.m.

Draft

Members Present:

Paul Hendel, Chairman
John Misiti, Vice Chairman
Ken DeRoller, Secretary
John DeFilipps, Assistant Secretary
Skip Draper, Treasurer
Carol D'Agostino, Member (left the meeting at 9:00 a.m.)
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

Pursuant to Executive Order 220.1 suspending certain provisions of the Open Meetings Law, this meeting was held via telephonic 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 8:47 a.m. Diane called the roll. Board members Hendel, Misiti, DeRoller, DeFilipps, D'Agostino, Draper and Urbanik were present, constituting a quorum of the Board.

II. Approval of Previous Board Meeting Minutes May 8, 2020 (Electronic)

The Board reviewed the draft minutes from the May 8, 2020 Board meeting. Ed Urbanik 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— Jim stated that the Finance Committee reviewed the COIDA and ORLF monthly financial reports and is recommending that the Board approve the reports. Carol D’Agostino made a motion to accept the COIDA and ORLF financial reports, seconded by John Misiti. Motion Passed. (7-0-0) **M0620-01**.

Presentation of the 2019 Audited Financial Statements—Jim presented the audited financial statements of COIDA for the year ending December 31, 2019. Jim noted that the Agency’s auditors EFPR Group, presented the audited financial statements to the Audit Committee and that the Audit Committee is recommending that the Board approve the audited financial statements as presented. Motion to accept the 2019 audited financial statements made by Carol D’Agostino, seconded by John DeFilipps. Motion unanimously carried (7-0-0).

IV. Report of Committees/Departments/Sites

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

Gabrielle reported that Hinspergers has brought back approximately 49 employees and is very busy with work. Finding additional employees has been difficult in part because of the generous unemployment benefits provided in response to the COVID-19 crisis.

St Gobain---Gabrielle reported that all 207 employees have returned to work at St. Gobain.

CRFS continues to work remotely.

Snappy---Gabrielle reported that 80% of Snappy’s employees are working. The company’s orders are down by approximately 30%.

Associated Brands and Baxter are hiring.

Bernzomatic Site--- Gabrielle reported that they continue to work with National Grid on their grant. The demolition of the front building is expected to be completed during the last quarter of 2020. Additional land was also acquired from the Village of Medina.

Re-Open Orleans---Gabrielle updated the Board regarding the Re-Open Orleans initiative. Most businesses know what they have to do to reopen. The Agency is addressing inquiries from businesses as they come in. Jim reported that ads were placed in the Orleans Hub and Pennysaver to provide information on the novel coronavirus and re-opening New York.

Project Updates

Jim reported that most projects are on hold.

Northern Borders/Falls Road Project---Jim reported the Falls Road Railroad project consists of three tasks: Reconstruction of the Medina Team Track, construction of a new Holley Team Track and performing preliminary engineering to extend rail access to Median Business Park South. The estimated total project cost is \$520,000.

Heritage Wind-Update/Action--- Jim presented a draft letter to the Town of Barre, County of Orleans, Albion CSD and Oakfield-Alabama CSD asking for a consensus on the PILOT structure for the Heritage Wind project. The letter states that if the taxing jurisdictions are unable to negotiate a PILOT agreement within 60 days, COIDA will move forward with a PILOT structure that is consistent with the host community agreement to be executed between the Town of Barre and Apex, and COIDA's PILOT Policy for Wind Energy Projects, which provides for PILOT payments to be at least 20% of any amounts paid to local governments. The PILOT payments under this structure, absent an agreement by the taxing jurisdictions, will be allocated proportionately among the taxing jurisdictions as required by law. The Board discussed the letter and agreed with the approach.

Facilities/Sites---Nothing Reported

MAP and LDC Report

Diane reported she received a call from Sam Campanella the main instructor of the Microenterprise Class. He has decided to retire from SBDC. Dorothy Daniels has applied with SBDC and hopes to replace Sam as an SBDC consultant. Dorothy went through the Microenterprise Course in 2019. She started On Point Bookkeeper on West Avenue in Albion. On Point Bookkeeper provides individuals, families and small businesses financial clarity through bookkeeping services. Workshops and online training courses are also provided. Dorothy is a dependable hard-working business manager with over 20 years of experience. Once Dorothy is hired as an SBDC consultant, Sam and Diane will meet with Dorothy to discuss taking over Sam's position teaching the class. She is very interested.

Loans Status: Printed reports from 05/10/2020 are available for review.

Total Funds in RLF account as of 05/31/20:

HUD unrestricted funds---\$36,078.23

Five Star Money Market Account-Unrestricted Funds---\$97,494.93.

Legal—No report.

Marketing—No report.

Workforce Development— Jim commented that Kelly Kabala’s work has been exceptional during the last 2 months.

V. Unfinished Business—None.

VI. New Business

Jim presented a resolution to authorize the Agency to apply for a \$35,000 Line of Credit from M&T Bank. He noted that the Finance Committee reviewed this item and is recommending Board approval.

RESOLUTION OF THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE ESTABLISHMENT OF A LINE OF CREDIT WITH M&T BANK.

Ken DeRoller made a motion to approve the resolution, which was seconded by John Misiti. Motion unanimously carried (6-0-0).

Resolution attached. M0620-03.

Consider Legal Representation Agreement

Jim presented the Hurwitz & Fine P.C. letter of engagement to serve as general counsel for OEDA. A motion was needed to approve.

Motion to approve the Hurwitz & Fine P.C. legal representation agreement made by Ed Urbanik, seconded by Ken DeRoller. Motion unanimously carried (6-0-0). M0620-04.

Consider the Amendment to the WNYE Rail Spur Lease Agreement

RESOLUTION OF THE BOARD OF THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE EXECUTION AND DELIVERY OF A FIFTH AMENDMENT TO RAIL SPUR LEASE AGREEMENT IN CONNECTION WITH THE 2006 WESTERN NEW YORK ENERGY, LLC PROJECT.

Ken DeRoller made a motion to approve the resolution, which was seconded by John Misiti. The motion carried with five affirmative votes (5-0-1). Ed Urbanik abstained from the vote. Resolution attached. M0620-05.

VII. Executive Session---Motion to go into Executive Session to discuss the financial and credit information and history of a particular corporation made by Skip Draper, seconded by John Misiti. Motion unanimously carried (6-0-0).

Motion made to exit of Executive Session made by John DeFilipps, seconded by John Misiti. Motion unanimously carried (6-0-0). The Chairman reported that no action was taken during executive session.

VIII. Adjournment

Ken DeRoller made a motion to adjourn the meeting subject to Chairman's recall, seconded by John Misiti. Motion Passed (6-0-0).

Respectfully Submitted,

Diane Blanchard