

## OEDA Board Meeting Minutes

March 3, 2023

121 N Main Street 2<sup>nd</sup> Floor Albion NY  
Board Room  
8:00 a.m.

### **Members Present:**

John Misiti, Chairman  
Carol D'Agostino, Member  
Craig Tuohey, Member  
John Fitzak, Member  
Skip Draper, Treasurer

### **Members Absent:**

Ed Urbanik, Member

### **Also Present:**

Michael Dobell, CEO/CFO  
Gabrielle Barone, Vice President Development  
Kevin Zanner, OEDA Legal Counsel (via Zoom)

**Roll Call**---- The meeting was called to order by John Misiti at 8:07 a.m. Michael called the roll. Board members John Misiti, Craig Tuohey, John Fitzak, Carol D'Agostino and Skip Draper were present, constituting a quorum of the Board.

### **I. Approval of Board Meeting Minutes January 23, 2023 (Electronic)**

The Board reviewed the draft minutes from the January 23, 2023 Board meeting. Craig Tuohey made a motion to approve the meeting minutes as presented. The motion was seconded by John Fitzak and unanimously carried (5-0-0).

### **II. Financial Reports**

#### **COIDA/ORLF Accept Monthly Financials**

Michael Dobell presented the COIDA and ORLF financial reports for the month ending January 31, 2023. Skip Draper made a motion to accept the COIDA and ORLF financial reports. The motion was seconded by Craig Tuohey and unanimously carried (5-0-0)  
**M0323-01.**

### **III. Report of Committees/Departments/Sites**

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

**Thrive-** The OCR application not submitted yet. Working through the paperwork with the company. A conference call has been scheduled to have everyone on track.

**Takeform-** The OCR application has been approved; the company will start their hiring. This is the third OCR project the company has done with the agency.

**Pridepak-** Looking at feasibility of expanding.

**County-** Working with the highway department on an EV study for a fleet of vehicles for the county.

**Project Pioneer-** Expecting further conversations next week to discuss the north parcel and how it fits in the Village of Medina. Looking at a compatible relationship with the ethanol facility.

**Leadership Orleans**—Gabrielle is working with them next week.

**Helner Development-** Working on multiple properties and projects in the area. The company has performed work in Niagara County. Gabrielle will be meeting with the principal.

**Project Updates** – Michael presented the following project updates:

**Hemlock Ridge Solar-** A conference call is set for later in the day to discuss the mega watt charge and the splits between the taxing jurisdictions.

**Facilities/Sites-** No update.

#### **MAP and LDC Report**

Michael reported that the Spring Class starts on April 4<sup>th</sup> and ends on June 13<sup>th</sup>. 15 participants have signed up for the class.

#### **Grants:**

The LDC Board approved 5 grants for a total of \$125,000.

**Loans Status:** Printed reports from 01/10/23 are available for review.

#### **Total Funds in RLF account as of 01/31/23:**

HUD unrestricted funds---\$14,682.61

Five Star Money Market Account-Unrestricted Funds---\$65,035.59.

**PILOT Report---**Michael reported that there is one company (BOMET) that has not yet paid their PILOT payment.

**Legal** – No report.

**Marketing ---** Focus on the past couple of sites visits, Congresswoman Tenney visit and upcoming visit from Senator Ortt. Looking at federal funding for the turning lane on Maple Ridge Rd.

**IV. Executive Session**

A motion to enter into Executive Session to discuss the proposed acquisition of real property was made by John Fitzak, seconded by Skip Draper. The motion was unanimously carried (5-0-0).

The Board reviewed a proposal to acquire certain easements in the Town of Shelby. After a discussion, the following resolution was adopted upon motion made by Craig Tuohey, seconded by Carol D’Agostino and unanimously carried (5-0-0):

**RESOLUTION OF THE COUNTY OF ORLEANS  
INDUSTRIAL DEVELOPMENT AGENCY  
APPROVING THE ACQUISITION OF CERTAIN  
EASEMENTS.**

RESOLVED, that the Agency hereby authorizes the acquisition of certain easements and property rights with respect to the parcels of real property located at 5070 South Gravel Road in the Town of Shelby (SBL No. 101.-1-25) and 4814 South Gravel Road in the Town of Shelby (SBL No. 101.-1-9.11) for a purchase price to be negotiated by the Chair and CEO/CFO of the Agency with the respective landowners, at an aggregate cost not to exceed Ten Thousand Dollars (\$10,000.00); and it is further

RESOLVED, that the Agency determines that the aforesaid acquisition (i) qualifies as a Type II action under SEQRA for which no further environmental review is required and (ii) is in furtherance of the corporate purposes of the Agency, which has been established for the benefit of Orleans County and the inhabitants thereof; and it is further

RESOLVED, the Chair and CEO/CFO are each authorized to execute such documents, instruments and agreements and take such as actions may be necessary to effectuate the purpose and intent of these resolutions.

A motion to exit Executive Session was made by Craig Tuohey seconded by John Fitzak. The motion was unanimously carried (5-0-0).

**V. Unfinished Business**

Board reviewed the proposed new mission statement for the IDA. Carol D'Agostino left the meeting at this point. Skip Draper made a motion to approve the mission statement. The motion was seconded by Craig Tuohey and unanimously carried (4-0-0)

**VI. New Business**

**Consider Engagement Letter from EFPR Group for Audit Services**

Michael presented the proposed engagement letter for audit services. John Fitzak made a motion to approve the engagement letter from EFPR Group for audit services. The motion was seconded by Craig Tuohey and unanimously carried (4-0-0)

**Consideration of Guidelines and Policies**

**Investment Policy**

Michael presented the Investment Policy, which was reviewed by the Governance Committee and recommended for approval. Motion to approve the Investment Policy made by Craig Tuohey, seconded by Skip Draper and unanimously carried (4-0-0). **M0323-03.**

**Real Property Acquisition Policy**

Michael presented the Real Property Acquisition Policy, which was reviewed by the Governance Committee and recommended for approval. Motion to approve the Real Property Acquisition Policy made by John Fitzak, seconded by Craig Tuohey and unanimously carried (4-0-0). **M0323-04.**

**Property Disposal Guidelines**

Michael presented the Property Disposal Guidelines, which were reviewed by the Governance Committee and recommended for approval. Motion to approve the Property Disposal Guidelines made by Craig Tuohey, seconded by Skip Draper and unanimously carried (4-0-0). **M0323-04.**

**Procurement Policy**

Michael presented the Procurement Policy, which was reviewed by the Governance Committee and recommended for approval. Motion to approve the Procurement Policy made by John Fitzak, seconded by Skip Draper and unanimously carried (4-0-0). **M0323-05.**

### **Governance Committee Charter**

Michael presented the Governance Committee Charter, which was reviewed by the Governance Committee and recommended for approval. Motion to approve the Governance Committee Charter made by Skip Draper, seconded by John Fitzak and unanimously carried (4-0-0). **M0323-05.**

### **Adjournment**

Skip Draper made a motion to adjourn the meeting subject to Chairman's recall. The motion was seconded by John Fitzak and unanimously carried (4-0-0).

Respectfully Submitted,

Michael Dobell