

**The Orleans County Local Development Corporation
Board of Directors Meeting**

April 4th, 2024

**121 N Main St., 2nd Floor, Albion, New York
Board Room
8:30 a.m.**

Directors Present:

John Misiti, Chairman
Bill Eick, Director
Fred Miller, Director
Kathy Blackburn, Secretary

Directors Absent:

Laura Bentley, Treasurer
Skip Draper, Director

Also Present:

Michael Dobell, CEO/CFO OEDA
Matt Holland, OEDA Admin/MAP Manager
Gabrielle Barone, OEDA Vice President Business Development
Kevin Zanner, Hurwitz Fine P.C., Legal Counsel (via Zoom)

The meeting was called to order by Chairman John Misiti at 8:48 am.

I. Roll Call

Matt Holland called the roll of Board members. John Misiti, Bill Eick, Fred Miller, and Kathy Blackburn were present, constituting a quorum of the Board.

II. Approval of Previous OCLDC Board Meeting Minutes February 1st, 2024

The February 1st, 2024 Board meeting minutes were reviewed by the Board. A motion was made by Kathy Blackburn to approve the meeting minutes as presented. The motion was seconded by Bill Eick and unanimously carried.

III. Financials

Consider the Acceptance of the OCLDC Monthly Financial Report

Michael Dobell presented the OCLDC financial report for the period ending March 31, 2024. The HUD unrestricted account balance as of 03/31/24 is \$5,796.33, and the money market account has a balance of \$85,306.31. Michael reviewed the OCLDC Balance Sheet and Profit & Loss reports.

Motion to accept the financial report made by Kathy Blackburn, seconded by Bill Eick. Motion unanimously carried.

Consider the approval of the 2023 Audited Financial Statements

The Board reviewed the 2023 Audited Financial Statements, which have been recommended for approval by the Audit Committee. It was noted that the auditors are issuing an unmodified (clean) opinion. Motion to accept the 2023 Audited Financial Statements made by Kathy Blackburn, seconded by Bill Eick. Motion unanimously carried.

Consider the Approval of the 2023 Investment Report

Michael Dobell reviewed the 2023 Investment Report with the Board. Motion to approve the 2023 Investment Report was made by Bill Eick, seconded by Fred Miller. Motion unanimously carried.

IV. Legal--- No report.

V. Executive Session. None.

VI. Loans/Grants

Loans Aging Report

Matt Holland reviewed the Loan Aging Report with the Board. There was discussion about delinquent loan payments and how the organization can best proceed with pursuing collection.

Matt is helping Reborn Fitness Beauty & Spa LLC dba Serenity Spa spend down their \$35,000 grant. Finishing this grant marks the last of the funding received in the 2022 CDBG Micro-enterprise Program Assistance grant.

Michael Dobell and Matt Holland shared information from their discussion with Scott LaMountain, Program Director of the NYS Office of Community Renewal. LaMountain explained that it is within program guidelines for the OCLDC to interpret their own requirements of grant applicants and grantees.

VII. Operations—No report.

VIII. Projects-No report.

IX. Old Business-None.

X. New Business

Approval of Guidelines and Policies

Investment Policy

Michael presented the OCLDC investment policy. No changes were proposed to the investment policy. Kathy Blackburn made a motion to approve the investment policy as presented, seconded by Bill Eick, and unanimously carried.

Real Property Acquisition Policy

Michael presented the real property acquisition policy. No changes were proposed to the real property acquisition policy. Bill Eick made a motion to approve the real property acquisition policy as presented, seconded by Fred Miller, and unanimously carried.

Property Disposal Guidelines

Michael presented the property disposal guidelines. No changes were proposed to the property disposal guidelines. Kathy Blackburn made a motion to approve the property disposal guidelines as presented, seconded by Fred Miller, and unanimously carried.

Procurement Policy

Michael presented the procurement policy. No changes were proposed to the procurement policy. Bill Eick made a motion to approve the procurement policy as presented, seconded by Fred Miller, and unanimously carried.

Approval of the 2023 Property Report

Michael reviewed the OCLDC's 2023 Property Report. There were no new sales or changes to add to the report from 2023. The OCLDC does not own any real property. Fred Miller made a motion to approve the property report, seconded by Kathy Blackburn, and unanimously carried.

Election of Officers

The Board discussed current officer positions and the need for a Vice Chairman in 2024. Fred Miller volunteered to serve as Vice Chairman. Bill Eick made a motion to approve the following slate of officers seconded by Kathy Blackburn, and unanimously carried:

Chairman: John Misiti
Vice Chairman: Fred Miller
Treasurer: Laura Bentley
Secretary: Kathy Blackburn

Committee Appointments

The Board discussed committee assignments for 2024.. Fred Miller made a motion to approve the committee appointments to the Finance/Loan Committee, Audit Committee and Governance Committee as set forth in the 2024 Committee Structure document included in the Board meeting packet. The motion was seconded by Kathy Blackburn and unanimously carried.

Approval of the Governance Committee Charter

Michael presented the OCLDC Governance Committee charter. No changes were proposed to the charter. Kathy Blackburn made a motion to approve the Governance Committee charter as presented, seconded by Fred Miller, and unanimously carried.

Approval of the Audit Committee Charter

Michael presented the OCLDC Audit Committee charter. No changes were proposed to the charter. Bill Eick made a motion to approve the Audit Committee charter as presented, seconded by Fred Miller, and unanimously carried.

Approval of OCLDC Mission Statement and Performance Measurements

Michael presented the OCLDC Mission Statement and Performance Measurements. No changes were proposed to the Mission Statement. He reviewed the OCLDC's performance of the 2023 Performance Measurements and then reviewed the proposed 2024 Performance Measurements. Kathy Blackburn made a motion to approve the Mission Statement and 2024 Performance Measures as presented, seconded by Fred Miller, and unanimously carried.

XI. Motion to Adjourn

Motion to adjourn subject to Chairman's recall made by Fred Miller, seconded by Kathy Blackburn and unanimously carried at 9:27 a.m.

Respectfully Submitted,

Matt Holland