

SENECA COUNTY
INDUSTRIAL DEVELOPMENT AGENCY

MEETING MINUTES

Annual Meeting
Thursday, January 5, 2012
12:00 Noon
Abigails Restaurant
Waterloo, New York

Attendance:

Board Members Present: Thomas Kime, Chair; Thomas Macinski, Vice-Chairman; Robert Kernan; Robert Rosenkrans; Steven Brusso; Kenneth Riemer; Patricia Amidon and Ralph Lott

Board Members Absent: none

Staff Attending: Robert Aronson, Executive Director; Patricia Jones, Deputy Director; Kelly Kline, Executive Assistant and Russell Gaenzle, Harris Beach

Others Attending: Mitch Rowe, County Manager; Bob Hayssen, Chairman Seneca County Board of Supervisors; William Yale, Director, SVMC; Amy Cram, Bill Cram Inc. and Dave Shaw, Finger Lakes Times

Call to Order:

Chairman Kime called the meeting to order at 12:00 p.m. A quorum of the Agency's members was present.

Bill Cram Inc./ IDA Resolution No. 2012-7/Inducement Resolution/Bill Cram Inc. Project:

Mr. Aronson advised Board Members that Bill Cram Chevrolet, Inc. located on Routes 5 & 20 in Seneca Falls, has submitted an application for financial assistance. They are looking to expand their facility and will be investing \$3million into a new facility. Amy Cram, of Bill Cram Chevrolet, gave the board a presentation on the rebuilding of Bill Cram Inc. Ms. Cram advised Board Members that the facility has been in its current location for 39 years and they are doing a complete renovation. In order to make way for a new Rite Aid on the northwest corner, the existing showroom and offices will be demolished. They plan on keeping the existing service area while expanding it to the north and constructing a new showroom, parts department, and offices. Ms. Cram noted that General Motors Corporation requires dealers to complete an "Image up" renovation to their facilities. In order to proceed with the renovation, they would need the help from the IDA. They would be retaining 30 jobs and creating 10 new ones. They

also provide benefits to their employees by way of 401K plans, Profit Sharing, Life Insurance, and Medical Insurance.

Mr. Aronson advised the Board that the Town of Seneca Falls Planning Board is the SEQR Lead Agency for this project and they have approved the project and declared a negative declaration. Mr. Aronson advised the board that this motion is needed to approve an initial resolution for Bill Cram Inc. Project, which accepts the application and describes the forms of financial assistance being considered by the Agency for this project. The resolution also authorizes a public hearing to be held with respect to the project. Mr. Aronson then presented IDA Resolution No. 2012- / Initial Resolution/ Bill Cram as follows:

RESOLUTION AUTHORIZING THE SENECA COUNTY INDUSTRIAL DEVELOPMENT AGENCY TO (i) TAKE A LEASEHOLD INTEREST IN CERTAIN PROPERTY AND IMPROVEMENTS LOCATED AT 1913, ROUTES, 5 & 20, SENECA FALLS, NEW YORK; (ii) APPOINT BILL CRAM INC. AS ITS AGENT TO UNDERTAKE A CERTAIN PROJECT AS MORE FULLY DESCRIBED BELOW; (iii) HOLD A PUBLIC HEARING WITH RESPECT TO THE PROJECT (IF REQUIRED); (iv) NEGOTIATE THE TERMS OF A LEASE AGREEMENT, LEASEBACK AGREEMENT, PAYMENT-IN-LIEU-OF-TAX AGREEMENT AND RELATED DOCUMENTS; (v) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A PARTIAL REAL PROPERTY TAX ABATEMENT THROUGH A PILOT AGREEMENT, (B) A SALES TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT, AND (C) IF NECESSARY, A MORTGAGE RECORDING TAX EXEMPTION FOR ANY FINANCING RELATED TO THE PROJECT; AND (vi) EXECUTE RELATED DOCUMENTS.

After discussion, a motion was made by Mr. Macinski approving IDA Resolution No. 2012-7/Inducement Resolution/Bill Cram Inc. Project. Seconded by Mrs. Amidon. Members Kime, Macinski, Rosenkrans, Kernan, Riemer, Brusso, Amidon and Lott voted “yea”. Motion carried.

Board of Supervisors Update:

Mr. Aronson welcomed two of the county’s newest appointees, Mr. C. Mitchel Rowe, County Manager and Mr. Robert Hayssen, Chairman of the Board of Supervisors. Mr. Hayssen said that he looks forward to working together with the IDA and gave his congratulations to Mr. Rowe for his new seat as County Manager.

Approval of IDA Minutes / Meeting of December 1, 2011:

The minutes of the Agency’s regular meeting of December 1, 2011 had been sent to Board members prior to the meeting. A motion was made by Mr. Rosenkrans to approve the December 1, 2011 meeting minutes. Seconded by Mrs. Amidon. Motion carried.

Approval of November 2011 Financial Statements:

The November 2011 financial statements had been mailed to board members prior to the meeting. Mr. Kernan summarized the financial statements for the board. After discussion, a

motion was made by Mr. Rosenkrans to accept the November 2011 financial statements. Seconded by Mr. Macinski. Motion carried

Board Directors Evaluation:

Mr. Aronson advised Board Members that the 2009 Public Authorities Reform Act requires Board Members to perform his/her own evaluation of the whole board. Evaluations sheets provided by the ABO were given to board members. The evaluations are to be submitted confidentially and the results will be compiled by the Governance Committee.

Election of Officers for 2012:

Mr. Macinski, as Chairman of the Governance Committee, informed Board Members that the Governance Committee met on November 21, 2011 and approved presenting the following IDA slate of officers for the 2012 calendar year: Thomas Kime – Chairman; Thomas Macinski – Vice-Chairman; Robert Rosenkrans – Secretary and Robert Kernan – Treasurer. After discussion, a motion was made by Mrs. Amidon approving the 2012 IDA slate of officers. Seconded by Mr. Brusso. Members, Kime, Macinski, Rosenkrans, Reimer, Kernan, Brusso, Lott and Amidon voted “yea”. Motion carried.

Annual Financial Disclosure and No Conflict of Interest Forms:

PAAA requires the annual completion of the Financial Disclosure Form and Certification of No-Conflict of Interest form. Blank forms had been mailed to the board members prior to the meeting to be completed by each appointed member/employee/officer of the Seneca County IDA. Staff is requesting Board members to return the completed forms to the IDA office by the end of January.

RESOLUTIONS REQUIRED FOR AUDIT:

IDA Resolution No. 2012 – 1 / Designation of Banking Institutions :

Designating the Bank of America, Community Bank, NA, M&T Bank, Five Star Bank, Lyons National Bank, Savannah Bank, NA and The Seneca Falls Savings Bank as the institutions to be used for IDA banking purposes during the year 2012.

A motion was made by Mr. Macinski approving IDA Resolution No. 2012-1. Seconded by Mr. Brusso. Members, Macinski, Reimer, Brusso, Amidon and Lott voted “yea”. Mr. Kernan, Mr. Rosenkrans and Mr. Kime abstained. Motion carried.

IDA Resolution No. 2012-2 / Designation of Persons Authorized to Sign Agency Checks:

Authorizing the following officers to sign Checks for the IDA: Chairman; Vice-Chairman; Secretary; Treasurer; CFO and the Executive Director, to sign checks issued by the Seneca County IDA during year 2012.

A motion was made by Mr. Kernan approving IDA Resolution No. 2012-2. Seconded by Mrs. Amidon. Members, Kime, Macinski, Rosenkrans, Reimer, Brusso, Kernan, Amidon and Lott and voted “yea”. Motion carried.

IDA Resolution No. 2012-3 / Designation of Legal Counsel:

Designating Legal Counsel as Harris Beach for the year 2012.

A motion was made by Mr. Rosenkrans approving IDA Resolution No. 2012-3. Seconded by Mr. Macinski. Members, Kime, Macinski, Rosenkrans, Reimer, Kernan, Brusso, Amidon and Lott voted "yea". Motion carried.

IDA Resolution No. 2012-4 / Designation of Accountant/Bookkeeper:

Designating the accounting firm of Dermody, Burke, & Brown to be utilized as the IDA accountant and Eleanor Beattie to be the Bookkeeper for the year 2012.

A motion was made by Mr. Macinski approving IDA Resolution No. 2012-4. Seconded by Mr. Macinski. Members, Kime, Macinski, Rosenkrans, Reimer, Brusso, Amidon and Lott voted "yea". Mr. Kernan abstained. Motion carried.

IDA Resolution No. 2012-5 / Designation of Auditor:

Designating the audit firm of Raymond F. Wager, CPA to be utilized as the IDA audit firm for the year 2012.

A motion was made by Mrs. Amidon approving IDA Resolution No. 2012-5. Seconded by Mr. Lott. Members, Kime, Macinski, Rosenkrans, Reimer, Kernan, Brusso, Amidon and Lott voted "yea". Motion carried.

IDA Resolution No. 2012-6 / Appointment of Chief Executive Officer :

Appointing Robert J. Aronson as the IDA Chief Executive Officer for the year 2012.

A motion was made by Mr. Rosenkrans approving IDA Resolution No. 2012-6. Seconded by Mr. Macinski. Members, Kime, Macinski, Rosenkrans, Reimer, Kernan, Brusso, Amidon and Lott voted "yea". Motion carried

Renewal of Contracts for 2012:

The following Contracts for Professional Services for the 2012 calendar year are up for renewal: LM Consulting; Fisher Associates and Eleanor Beattie, IDA Bookkeeper.

LM Consulting is a lobbyist firm that represents the Seneca County IDA before the Executive, Legislative and Administrative branches of New York State and municipal government. They were successful in re-establishing the base reuse fund grant to the IDA for \$125,000, which was a tremendous achievement. They will remain at the current level of \$2,000 a month for the 2012 calendar year.

Fisher Associates offers professional engineering services on an as-needed basis. A good portion of their services relate to Deer Run Industrial Park; however, they recently provided up to date site date sheets which is an integral tool that helps attract developers to our area. Their annual contract fee is \$10,000.

Eleanor Beattie is an independent contractor who currently performs bookkeeping duties for the IDA. Currently, her fee schedule is \$400 a month for a maximum of 16 hours monthly. Due to the addition of the EDC and Sampson Veterans Memorial Cemetery and the workload relating to such, it was recommended that her fee schedule for 2012 be increased to \$500 per month for a maximum of 20 hours monthly.

Mr. Macinski, as Chairman of the Governance Committee informed Board Members that the Governance Committee met on November 21, 2011 and is recommending approval of the renewal of contracts to the Board. After discussion, a motion was made by Mr. Kernan approving the Renewal of Contracts for LM Consulting, Fisher Associates and Eleanor Beattie and authorizing the IDA Executive Director to sign such contracts. Seconded by Mr. Macinski. Members, Kime, Macinski, Rosenkrans, Reimer, Kernan, Brusso, Amidon and Lott voted "yea". Motion carried

Other Business:

Governor Cuomo's State of the State Address:

Mr. Aronson gave an update to the Board on Governor Patterson's State of the State Address from Wednesday, January 4, 2012. Some of the items mentioned were: A second Round of Regional Economic Development Awards in 2012 and the support of a Constitutional Amendment to allow gaming (casinos) in New York State, and the establishment of an infrastructure fund.

Sampson Veterans Memorial Cemetery Update:

Mr. Yale, Director of the Sampson Veterans Memorial Cemetery (SVMC), provided Board members with an update of the Cemetery. Things have slowed down due to the winter weather, but he does foresee more burials taking place before spring. The Wreaths Across America project was held on December 10, 2011 and was a great success, and we will continue with it on a yearly basis. He stated he is working with Dixon Schwabl on Fundraising and improving the website so that it is more utilitarian with more information on Burials and Fundraising. The process is moving along slowly, but is well organized.

Mr. Rowe gave an update on the progress of the bathrooms being renovated at the cemetery. They are looking for ways of funding the remainder of the project and, for the time being, are looking at limiting it to just one unisex bathroom to save on costs. All the waterlines are in and they are getting closer to closing out construction.

Executive Session:

Chairman Kime requested a motion to enter into Executive Session for the discussion of the medical, financial, credit or employment history of particular persons, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of particular persons. A motion was made by Mr. Kernan at 12:50 pm to enter into Executive Session. Seconded by Mr. Rosenkrans. Motion carried. A motion was made by Mr. Rosenkrans at 1:30 p.m. to come out of Executive Session. Seconded by Mr. Kernan. Motion carried.

Approval of IDA Staff Salary Adjustments for 2012:

Mr. Macinski, Chairman of the Governance Committee, advised board members that on November 21, 2011, the IDA Governance Committee met and is recommending the following salaries for 2012 for IDA Staff: Robert Aronson \$110,000 per year, Patricia Jones \$76,500 per year and Kelly Kline \$30,000 per year. A motion was made by Robert Rosenkrans approving staff salary adjustments. Seconded by Mrs. Amidon. Motion carried.

A motion to adjourn the meeting was made by Mr. Rosenkrans. Seconded by Mr. Brusso. Motion carried. The meeting adjourned at 1:31 p.m.

The next regular scheduled meeting will be held on **February 2, 2012 at 12:00 Noon** at **Abigails Restaurant**, Routes 5 & 20, Waterloo, NY.

Respectfully submitted,



Robert Rosenkrans
Secretary

pc: C. Mitchell Rowe, Seneca County Manager
Margaret Li, Clerk, Board of Supervisors
Russell Gaenzle, Esq, Harris Beach
Roberta Jordans, Harris Beach
Shawn Griffin, Esq, Harris Beach