

**SENECA COUNTY  
INDUSTRIAL DEVELOPMENT AGENCY**

**MEETING MINUTES**

Annual Meeting  
Thursday, January 8, 2009  
12:00 Noon  
Abigails Restaurant  
Waterloo, New York

**Attendance:**

Board Members Present: Robert Rosenkrans, Chairman; Thomas Kime; David M. Kaiser; Thomas Macinski; Robert Kernan; Fred Gaffney; Kenneth Riemer; and Kenneth Lee Patchen, Jr.

Board Members Absent: None

Staff Attending: Robert Aronson, Executive Director; Patricia Jones, Deputy Director; Monica Novack, Office Manager; Kelly Kline, Receptionist/Office Assistant; Russell Gaenzle, Harris Beach

Others Attending: Suzanne Sinclair, County Manager; Kevin Swartley, Empire Green Biofuels; Ed Primrose, Empire Green Biofuels; Dave Shaw, Finger Lakes Times; Megan Connor-Murphy, Dixon Schwabl; Jessica Savage, Dixon-Schwabl.

**Call to Order:**

Chairman Rosenkrans called the meeting to order at 12:05 p.m. A quorum of the Agency's members was present.

**Approval of IDA Minutes / Meeting of December 4, 2008:**

The minutes of the Agency's regular meeting of December 4, 2008 had been sent to Board members prior to the meeting. A motion was made by Tom Kime to approve the December 4, 2008 minutes. Seconded by Fred Gaffney. Motion carried.

**Approval of November 2008 Financial Statements:**

The November 2008 financial statements had been mailed to Board members prior to the meeting. After discussion, a motion was made by David Kaiser to approve the November 2008 financial statements. Seconded by Thomas Macinski. Motion carried

**Report of the Nominating Committee and Election of Officers for 2008:**

Ken Riemer reporting that the Nominating Committee, comprised of Lee Patchen, Ken Reimer and Tom Macinski had met, and were recommending the following slate of officers for calendar year 2009: Thomas Kime – Chairman; Thomas Macinski – Vice-Chairman; Kenneth Lee Patchen, Jr., Secretary and Robert Kernan – Treasurer. After discussion, a motion was made by Kenneth Riemer to approve the proposed slate of officers. Seconded by Fred Gaffney. Motion carried.

**Resolutions Required for Audit:**

These seven resolutions were handled in three groupings:

Group 1

- IDA Resolution No. 2009-1 – Designation of Banking Institutions – designating the Bank of America, Community Bank, NA, M&T Bank, Five Star Bank, Lyons National Bank and The Seneca Falls Savings Bank as the institutions to be used for IDA banking purposes during the year 2009.
- IDA Resolution No. 2009-2 – Designation of Persons Authorized to Sign Agency Checks – authorizing Thomas Kime, Chairman; Thomas Macinski, Vice-Chairman; Kenneth Lee Patchen, Jr., Secretary; Robert Kernan, Treasurer and Robert Aronson, Executive Director to sign checks issued by the Seneca County IDA during year 2009.

A motion was made by Lee Patchen to approve IDA Resolution No. 2009-1 and IDA Resolution No. 2009-2. Seconded by Dave Kaiser. Patchen, Rosenkrans Kaiser, Reimer and Gaffney voted “yea”. Motion carried with Thomas Kime, Thomas Macinski and Robert Kernan abstaining.

Group 2

- IDA Resolution No. 2009-3 – Designation of Legal Counsel – designating Agency Counsel as Franklin & Gabriel and Transaction Counsel as Harris Beach.
- IDA Resolution No. 2009-4 – Designation of Accountant – designating the accounting firm of Dermody, Burke, & Brown to be utilized as the IDA accountant for the year 2009.

- IDA Resolution No. 2009-5 – Designation of Auditor – designating the audit firm of Raymond F. Wager, CPA to be utilized as the IDA audit firm for the year 2009.

A motion was made by Robert Rosenkrans to approve IDA Resolution No. 2009-3; IDA Resolution No. 2009-4 and IDA Resolution No. 2009-5. Seconded by Lee Patchen. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Riemer, Macinski, and Gaffney voted “yea”. Motion carried.

### Group 3

- IDA Resolution No. 2009-6 – Appointment of Chief Financial Officer – appointing Robert J. Aronson as the IDA Chief Financial Officer for the year 2009.

- IDA Resolution No. 2009-7 – Appointment of Chief Executive Officer – appointing Robert J. Aronson as the IDA Chief Executive Officer for the year 2009.

A motion was made by Robert Rosenkrans to approve IDA Resolution No. 2009-6 and IDA Resolution No. 2009-7. Seconded by Lee Patchen. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Riemer, Macinski, and Gaffney voted “yea”. Motion carried.

### Adoption of 2009 IDA Budget:

Bob Aronson presented the 2009 IDA Budget Proposal, which had been mailed to board members prior to the meeting. The Budget Working Group met previously to review a revised budget format and to address various matters for clarification. The proposed budget includes a new budgeted income statement and a cash flow budget. Key changes to the budgeted income statement include a reduction in administrative fees and an increase in interest income. Expenses have not materially changed, although some categories have been changed.

After discussion, a motion was made by Robert Kernan to approve the 2009 IDA Budget. Seconded by Lee Patchen. Motion carried.

### Annual Financial Disclosure and No Conflict of Interest Forms:

The PAAA requires the annual completion of the Financial Disclosure Form and Certification of No-Conflict of Interest form. Pat Jones reported that the 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. Pat requested that Board members return the completed forms by the end of January.

### Approval of Quotation for Accounting Services for IDA and EDC (Wager):

The Quotation for Accounting Services for the IDA and the EDC were mailed to the board members prior to the meeting. The Audit Committee has recommended that the Board approve Raymond F. Wager’s estimate of services for the 2009 audit. After discussion a motion was made by Robert Kernan to approve the Quotation for Accounting Services for the IDA and the EDC by Raymond F. Wager, CPA, P.C. Seconded by Lee Patchen. Motion carried

**Committee Appointment Discussion:**

Incoming Chairman Tom Kime advised the appointment of a Committees will be forthcoming in February 2009.

**Approval of IDA Resolution No. 2009-08 / Intent to be Lead Agency for SEQR for Building Demolition and Infrastructure:**

Bob Aronson advised the Board that IDA Resolution No. 2009-8, which had been forwarded to Board members prior to the meeting, is needed to start the SEQR process for the demolition of structures at the former Seneca County Army Depot. This effort is being considered in anticipation of possible funding from the economic stimulus bill proposed by the new Obama administration. To start that effort, the IDA will need to declare their intent to be Lead Agency for the purposes of SEQR and begin the Coordinated Review. Mr. Aronson then presented IDA Resolution No. 2009-08 as follows:

RESOLUTION DECLARING SENECA COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY LEAD FOR SEQRA REVIEW OF PROPOSED  
DEMOLITION PROJECT

A motion was made by Lee Patchen accepting IDA Resolution No. 2009-8. Seconded by Robert Rosenkrans. Kernan, Kime, Rosenkrans, Patchen, Riemer, Macinski, and Gaffney voted “yea”. Motion carried with David Kaiser abstaining.

**Regional Public Education Campaign:**

Robert Aronson advised the board of the memo sent out prior to the meeting from the NYSEDC, which explains a statewide effort being put forth to lobby against Hoyt-like legislation. Hence, the public education campaign being proposed regionally is meant to support that effort, not be the central part of it. This may not have been the impression most of the board had at the last meeting. Bob then explained that most regional IDAs have approved funding and the project is moving forward on a slightly reduced budget. The Seneca County IDA is again being asked to consider joining in on the funding.

After discussion a motion was made by Robert Kernan to approve a \$5,000 contribution. Seconded by Robert Rosenkrans. Motion carried.

**Dixon-Schwabl Update**

Megan Conner-Murphy and Jessica Savage of Dixon-Schwabl updated the Board regarding their work with IDA staff and board members. The objectives that they presented are to develop a business strategy that would clearly define what Seneca County IDA is to its constituents as well as to the general public; to refresh and energize the Seneca County IDA brand identity and to redesign the Seneca County IDA website. Dixon-Schwabl will be presenting a final proposal to the Board in the near future.

**Consideration of Executive Session:**


Tom Kime requested a motion to enter into Executive Session for the discussion of the employment of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation. A motion was made by Robert Rosenkrans at 12:50 p.m. to enter into Executive Session. Seconded by Thomas Macinski. Motion carried. A motion was made by Lee Patchen at 2:05 p.m. to come out of Executive Session. Seconded by Thomas Macinski. Motion carried

**Adjournment:**

A motion to adjourn the meeting was made by Thomas Macinski. Seconded by Ken Reimer. Motion carried. The meeting adjourned at 2:06 p.m.

The next regular scheduled meeting will be held on **February 5, 2009 at 12:00 Noon** at Abigails Restaurant, Routes 5 & 20, Waterloo, NY.

Respectfully submitted,

  
Kenneth Lee Patchen, Jr.  
Secretary

pc: Suzanne Sinclair, Seneca County Manager  
Margaret Li, Clerk, Board of Supervisors  
Russell Gaenzle, Esq, Harris Beach  
Roberta Jordans, Harris Beach  
Shawn Griffin, Esq, Harris Beach