

SENECA COUNTY
INDUSTRIAL DEVELOPMENT AGENCY

MEETING MINUTES

Regular Meeting
Monday, March 28, 2011
12:00 Noon
Abigails Restaurant
Waterloo, New York

Attendance:

Board Members Present: Thomas Kime, Chairman; Thomas Macinski; Robert Rosenkrans; Robert Kernan; Kenneth Riemer; Patricia Amidon and Steve Brusso

Board Members Absent: Michael Hryzak

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

Others Attending: Suzanne Sinclair, County Manager and David Shaw, Finger Lakes Times

Call to Order:

Chairman Kime called the meeting to order at 12:10 p.m. A quorum of the Agency's members were present.

Approval of IDA Minutes / Meeting of February 3, 2011:

The minutes of the Agency's meeting of February 3, 2011 had been sent to Board members prior to the meeting. A motion was made by Mr. Rosenkrans to approve the February 3, 2011 minutes. Seconded by Mr. Reimer. Motion carried.

Approval of January 2011:

The January 2011 Financial Statements had been mailed to Board members prior to the meeting. Mr. Kernan presented the January 2011 Financial Statements to the board. After discussion, a motion was made by Mr. Rosenkrans to approve the January 2011 Financial Statements. Seconded by Mr. Macinski. Motion carried.

Approval of Loan to Pine Tree Farms:

Mr. Aronson advised Board Members that the RLF Loan Committee met on March 23, 2011 to consider a \$100,000 loan towards a total investment of \$400,000 for new equipment for Pine Tree Farms, a bird seed

manufacturer out of Interlaken. The equipment is needed to modernize the company's current equipment in order to reduce the cost of production. Without this improvement, sales will begin to decline, along with jobs being lost. Since new equipment will enable the company to maintain and grow sales, 30 jobs will be retained. Company management advises that discussions with customers have already yielded promises of new orders that would increase sales by 25%, and thus job growth may be conservatively underestimated. The committee voted to recommend approval by the full board, subject to commitment by the bank. After discussion, a motion was made by Mr. Macinski to match bank financing up to \$100,000 subject to conveyance and conditions set by bank and the Loan Committee. Seconded by Mr. Brusso. Members Kime, Macinski, Kernan, Rosenkrans, Riemer, Brusso and Amidon voted "yea". Mr. Hryzak was absent. Motion carried.

Use of Local Services Recommendation for IDA Projects:

Up for discussion is recommending companies receiving IDA benefits to be proactive in using local vendors and contractors in their endeavors. Mr. Aronson advised board members that other communities are becoming more active and requesting the same. A document, to be drafted by Legal Counsel and approved by the Board, would be included in the closing process that would acknowledge this preference of Agency. After discussion, staff was directed to draft a document with the guidance of Legal Counsel and return to the Board for approval.

Approval of Revised Audit/Finance Committee Charter:

A Finance Committee has been put in place and a new Charter has been created. The Audit Charter and Finance Charter have been combined into one and renamed Audit/Finance Committee Charter with additions pertaining to finance. A copy of the newly drafted charter had been provided to members before the meeting. Mr. Aronson noted that the Governance Committee has met and is recommending approval of the revised Audit /Finance Committee Charter. After discussion, a motion was made by Mr. Rosenkrans approving the Audit/Finance Committee Charter. Seconded by Mr. Reimer. Motion carried.

Annual Review of IDA Procurement and Investment Policies:

The following policies were reviewed by the Governance Committee and approval is being recommended. There were no changes to the policies.

Procurement Policy: A motion was made by Mr. Rosenkrans to approve the Procurement Policy. Seconded by Mr. Kernan. Motion carried.

Investment Policy: A motion was made by Mr. Rosenkrans to approve the Investment Policy. Seconded by Mr. Reimer. Motion carried.

Approval of IDA Mission Statement and Goals:

Public Authorities Law is requiring local public authorities to develop and adopt a mission statement along with performance measures to assist how well it is carrying out its mission. With the assistance from Legal Counsel, a mission statement with performance measures was drafted and provided to board members prior to the meeting. Mr. Macinski, Chairman of the Governance Committee, advised Board Members that the Governance Committee had met and is recommending approval of the IDA Mission Statement and Goals. After discussion, a motion was made by Mr. Kernan to approve the IDA Mission Statement and Goals. Seconded by Mr. Rosenkrans. Motion carried.

Approval of IDA Single Audit for 2010:

The 2010 Single Audit of the Revolving Loan Fund had been mailed to Board Members prior to the meeting. Mr. Kernan, Chairman of the Audit Committee, advised Board Members that the Single Audit for 2010 was accepted by the Audit Committee on March 23, 2011 and approval is recommended. After discussion, a motion was made by Mr. Rosenkrans to approve the IDA Single Audit for 2010. Seconded by Mr. Kernan. Members., Kime, Macinski, Kernan, Brusso, Riemer, Rosenkrans and Amidon voted “yea”. Motion carried. Mr. Hryzak was absent.

Approval of IDA Annual Audit for 2010:

The 2010 Annual IDA Audit had been mailed to Board Members prior to the meeting. Mr. Kernan, Chairman of the Audit Committee, advised Board Members that the IDA Annual Audit for 2010 was accepted by the Audit Committee on March 23, 2011 and approval is recommended. After discussion, a motion was made by Mr. Rosenkrans to approve the IDA Annual Audit for 2010. Seconded by Mr. Kernan. Members., Kime, Macinski, Kernan, Brusso, Riemer, Rosenkrans and Amidon voted “yea”. Motion carried. Mr. Hryzak was absent.

Management Letter and Response to Management Letter:

The Management Letter and Response to Management Letter had been mailed to Board Members prior to the meeting. Mr. Kernan, Chairman of the Audit Committee, advised Board Members that the Management Letter and Response to Management Letter had been reviewed by the Audit Committee on March 23, 2011 and approval is recommended. After discussion, a motion was made by Mr. Reimer to approve the Management Letter and Response to Management Letter. Seconded by Mr. Macinski. Members., Kime, Macinski, Kernan, Brusso, Riemer, Rosenkrans and Amidon voted “yea”. Motion carried. Mr. Hryzak was absent.

Approval of DOT Agreement of Adjustments:

Ms. Jones advised board members that the Department of Transportation is planning the reconstruction of NYS Routes 5&20 in the Town of Seneca Falls to begin this year. DOT has sent letters to the IDA requesting temporary/permanent easement agreements with compensation on four properties held by the IDA known as Rodman Drive, Lamb Road, Routes 5&20 and Cayuga Street. At this time, Legal Council is reviewing all of the documentation and approval will be contingent on their recommendation. After discussion, a motion was made by Mr. Kernan approving DOT Agreements of Adjustments contingent on the recommendation of Legal Counsel. Seconded by Mr. Brusso. Motion carried.

Approval of Sales Tax Exemption for Seneca Bio-Energy:

Mr. Aronson advised the board that Seneca BioEnergy has requested an extension of their Sales Tax Exemption through 2011. Seneca Bio-Energy is in the process of acquiring additional equipment. Chairman Kime requested that the application be re-submitted with the proposed acquisitions and a description of the costs and expenditures expected. After discussion, a motion was made by Mr. Macinski to approve the Extension of Sales Tax Exemption for Seneca BioEnergy with the re-submission of their application. Seconded by Mr. Brusso. Motion Carried.

Approval to Pay State IDA Tax Assessment:

Mr. Aronson advised Board Members that new bills on the IDA Tax Assessment were issued on October 28, 2010. The Seneca IDA Tax of \$31,462.71 is due no later than March 31, 2011. It is the recommendation of the legal counsel that the IDA pays this bill "Under Protest". Legal Counsel is hopeful that the tax may be repealed after the NYS Budget comes out at the end of the month. The IDA Audit/Finance Committee met on March 23, 2011 and is recommending approval of payment of the IDA Tax, "Under Protest". After discussion, a motion was made by Mr. Kernan approve payment of the IDA Tax, "Under Protest". Seconded by Mr. Brusso. Motion carried.

Airfield Property Tax:

Mr. Aronson advised Board Members that the IDA has received a tax bill from the Town of Romulus for the depot airfield property pertaining to special district charges, which in this case are for the "Fire District". This charge is based on an assessment of the property of \$6 million dollars. . Mr. Aronson advised members that the IDA was not notified when this property was added to the tax rolls; therefore, the assessment could not be challenged. He further explained that staff has been communicating with the Tax Assessor for the Town of Romulus and it is hoped that the next assessment will be lower. This item was brought before the Audit/Finance Committee on March 23, 2011 and they have recommended payment of the tax bill to be paid, "Under Protest". After discussion, a motion was made by Mr. Rosenkrans to approve payment of the Airfield Property Tax bill, under protest. Seconded by Mr. Kernan. Motion carried.

Approval to Designate IDA as SEQR Lead Agency for Met Tower Project:

In order to move forward in the process to install Meteorological Measuring Equipment (Met Towers) on the Seneca Army Depot, the IDA needs to begin the SEQR process designating the IDA as Lead Agency. Mr. Aronson advised Board Members that there are five sites being looked at. When the final site is chosen, the SEQR process can begin. After discussion, a motion was made by Mr. Macinski to designate the Seneca County IDA as SEQR Lead Agency for the Met Tower Project. Seconded by Mr. Kernan. Members., Kime, Macinski, Kernan, Brusso, Riemer, Rosenkrans and Amidon voted "yea". Motion carried. Mr. Hryzak was absent.

Approval of Professional Services Agreement with Fisher Associates for 2011:

A copy of the Agreement with Fisher Associates was mailed to board member prior to the meeting. Mr. Aronson advised the board that for the past several years, the IDA has had an agreement with Fisher Associates to provide professional engineering services. Our past agreements have been for one year with an option to renew the same services for one additional year. This agreement is to not-to-exceed \$10,000 and provides funding for survey, environmental and traffic studies, geotechnical analyses, landscape architecture, site plan design, constructability reviews, architectural design activities and other professional tasks as may be identified by the IDA. In the past, we have used this contract for work associated with Deer Run Industrial Park. Lastly, Mr. Aronson stated that if services are not requested, then the IDA pays nothing. After discussion, a motion was made by Mr. Kernan to approve agreement with Fisher Associates for 2011 and authorize the Executive Director to execute the agreement. Seconded by Mr. Brusso. Motion carried.

Other Business:

Rochester Business Journal Best of the Web Awards:

Mr. Aronson advised Board members that the SCIDA website was nominated for the Rochester Business Journal's 2011 Annual Best of the Web Award, held on March 8, 2011. The IDA was one of three finalists in the category of Government/Economic Development. Even though the IDA did not win, we were honored to be nominated and in turn we received a lot of exposure within the pages of Rochester Business Journal and at the event itself.

Moving Expense:

Mr. Macinski, Chairman of the Governance Committee, advised board members that the Governance Committee is recommending an additional \$5,000 reimbursement to Mr. Aronson for his moving expenses. A motion was made by Mrs. Amidon approving an additional \$5,000 for moving expenses for Mr. Aronson. Seconded by Mr. Rosenkrans. Motion carried.

Executive Session:

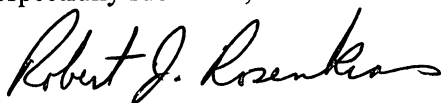
Chairman Kime requested a motion to enter into Executive Session for the purpose of potential sale or lease of real estate where publicity could substantially affect the value thereof.. A motion was made by Mrs. Amidon at 12:56 p.m. to enter into Executive Session. Seconded by Mr. Rosenkrans. Motion carried. A motion was made by Mr. Rosenkrans at 1:32 p.m. to come out of Executive Session. Seconded by Mr. Macinski. Motion carried

Adjournment:

A motion to adjourn the meeting was made by Mr. Rosenkrans. Seconded by Mr. Macinski. Motion carried. The meeting adjourned at 1:33 p.m.

The next regular scheduled meeting will be held on **May 5, 2011, 12:00 Noon at Abigails Restaurant, Waterloo , NY**

Respectfully submitted,



Robert Rosenkrans
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
Kevin Overton, Esq., Harris Beach