

**SENECA COUNTY  
INDUSTRIAL DEVELOPMENT AGENCY**

**MEETING MINUTES**

Annual Meeting  
Thursday, January 10, 2008  
12:00 Noon  
Deerhead Inn  
Seneca Falls, New York

**Attendance:**

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

Board Members Absent: Kenneth Riemer

Staff Attending: Stephen Dennis, Executive Director; Patricia Jones, Project Coordinator for Reuse/Empire Zone; Monica Novack, IDA Administrative Assistant; Greg Keefe, IDA Chief Financial Officer; and Shawn Griffin, Justin Miller, Legal Counsel, Harris Beach. Also Roberta Jordans, Manager of Economic Programs, Harris Beach

Others Attending: Suzanne Sinclair, County Manager; Kevin Swartley, Jeremy Wilhelm, and Ed Primrose, Empire Green Biofuels; Jeff Warren, Top Quality Hay Processors; Craig Fox, Finger Lakes Times; Gary Craig, Democrat & Chronicle; and Joan Teichner, Rob Kriss, Carol Richardson, Tom Klotzbach, John Patti, Mike Kunes, Mary Anne Kowalski, and Linda Hiestand

**Call to Order:**

Chairman Rosenkrans called the meeting to order at 12:02 p.m. A quorum of the Agency's members was present.

The Chairman introduced and welcomed new Board members Thomas Macinski and Fred Gaffney. He also introduced Roberta Jordans, Harris Beach.

### **Approval of IDA Minutes / Meeting of December 12, 2007:**

The minutes of the Agency's regular meeting of December 12, 2007 had been sent to Board members prior to the meeting. After discussion, a motion was made by Thomas Kime to approve the December 12, 2007 minutes. Seconded by Robert Kernan. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Riemer was absent. Motion carried.

### **Approval of November 2007 Financial Statements:**

The November 2007 financial statements had been mailed to Board members prior to the meeting. Steve Dennis summarized the financial statements. After discussion, a motion was made by David Kaiser to approve the November 2007 financial statements. Seconded by Thomas Macinski. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Riemer was absent. Motion carried.

### **Report of the December 13, Public Hearing for the Sessler Project:**

Steve Dennis advised the Board of the report of the December 13, Public Hearing for the Sessler Project which was mailed to members prior to the meeting. He noted a correction to Exhibit D, which should read, "Audio tape on file with the IDA". After discussion, a motion was made by Robert Kernan to approve the Report of the Public Hearing. Seconded by Lee Patchen. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Riemer was absent. Motion carried.

### **Report of Correspondence:**

Steve Dennis advised the Board that the IDA had received a letter from Sessler Wrecking, a Division of L.M. Sessler Excavating and Wrecking Inc., dated December 21, 2007 requesting the Seneca County IDA defer any action on the Sessler Depot Development Plan for 90 days. Chairman Rosenkrans also reported receiving a letter from Sessler Wrecking regarding a 90 day deferral. Steve then advised that Board that the IDA had also received a letter from the Chairman of the Town of Varick Planning Board, dated January 7, 2008 reporting the Varick Planning Board does not concur with the Seneca County IDA being lead agency and stating the Varick Planning Board voted December 27<sup>th</sup>, 2007 to be lead agency. The letter further noted the Planning Board had received a letter from Sessler Wrecking to the Town of Varick indicating any decisions on the project be deferred for 90 days from December 21, 2007.

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

The Nominating Committee, comprised of Lee Patchen and Robert Kernan, reported and recommended the following slate of officers for calendar year 2007: Robert Rosenkrans – Chairman; Thomas Kime – Vice-Chairman; Kenneth Lee Patchen, Jr., Secretary; and Gregory Keefe – Chief Financial Officer. After discussion, a motion was made by Robert Kernan to approve the proposed slate of officers. Seconded by Dave Kaiser. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Riemer was absent. Motion carried.

## **Resolutions Required for Audit:**

Steve Dennis advised the Board that seven resolutions are required as part of the audit. Pat Jones then presented the following resolutions:

- IDA Resolution No. 2008-1 – Designation of Banking Institutions – designating the Bank of America, Community Bank, NA, M&T Bank, Five Star Bank and the Lyons National Bank as the institutions to be used for IDA banking purposes during the year 2008. A motion was made by Dave Kaiser to approve IDA Resolution No. 2008-1. Seconded by Lee Patchen. Messrs. Rosenkrans, Kernan, Patchen, Kaiser, Macinski, and Gaffney voted “yea”. Mr. Riemer was absent. Motion carried with Thomas Kime abstaining.
- IDA Resolution No. 2008-2 – Designation of Persons Authorized to Sign Agency Checks – authorizing Robert Rosenkrans, Chairman; Thomas Kime, Vice-Chairman; Kenneth Lee Patchen, Jr., Secretary; Gregory T. Keefe, Treasurer and Stephen Dennis, Executive Director to sign checks issued by the Seneca County IDA during year 2008. A motion was made by Robert Kernan to approve IDA Resolution No. 2008-2. Seconded by Dave Kaiser. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted “yea”. Mr. Riemer was absent. Motion carried.
- IDA Resolution No. 2008-3 – Designation of Legal Counsel – designating Agency Counsel as James A. Gabriel of Franklin & Gabriel and Transaction Counsel as Shawn M. Griffin of Harris Beach. A motion was made by Lee patchen to approve IDA Resolution No. 2008-3. Seconded by Robert Kernan. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted “yea”. Mr. Riemer was absent. Motion carried.
- IDA Resolution No. 2008-4 – Designation of Accountant – designating the accounting firm of Dermody, Burke, & Brown to be utilized as the IDA accountant for the year 2008. A motion was made by Thomas Kime to approve IDA Resolution No. 2008-4. Seconded by Dave Kaiser. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted “yea”. Mr. Riemer was absent. Motion carried.
- IDA Resolution No. 2008-5 – Designation of Auditor – designating the audit firm of Raymond F. Wager, CPA to be utilized as the IDA audit firm for the year 2008. A motion was made by Robert Kernan to approve IDA Resolution No. 2008-5. Seconded by Thomas Kime. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted “yea”. Mr. Riemer was absent. Motion carried.
- IDA Resolution No. 2008-6 – Appointment of Chief Financial Officer – appointing Gregory T. Keefe as the IDA Chief Financial Officer for the year 2008. A motion was made by Lee Patchen to approve IDA Resolution No. 2008-6. Seconded by Dave Kaiser. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted “yea”. Mr. Riemer was absent. Motion carried.
- IDA Resolution No. 2008-7 – Appointment of Chief Executive Officer – appointing Stephen L. Dennis as the IDA Chief Executive Officer for the year 2008. A motion was made by Dave Kaiser to approve IDA Resolution No. 2008-7. Seconded by Lee Patchen.

Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted “yea”. Mr. Riemer was absent. Motion carried.

**Adoption of 2008 IDA Budget:**

Steve Dennis advised the Board that the IDA staff met with the Tom Zuber, CPA and Greg Keefe, IDA Chief Financial Officer on Jan. 7 to review the final budget proposal. Steve also advised that the revisions to the previously approved draft budget are:

- a) Adding a “Capital Asset Outlay” line item to Uses for the anticipated costs of construction of new office space. The anticipated costs are \$65,000 based on conceptual drawing and estimates from the County Engineer.
- b) Adding a line item for Board Meeting under Uses. This was recommended by the Authority Budget Office to provide greater transparency regarding Board costs. The addition was \$1,800 for Board Meeting Expenses; Travel and Prof. Conferences was reduced by \$1,800.
- c) Increasing Unrestricted Balance under Sources by \$65,000 to balance anticipated costs of new office space construction.
- d) Total budget increased from \$641,600 to \$706,600, all resulting from the projects cost of new office space which will be a one time charge.

After discussion, a motion was made by Thomas Kime to approve the 2008 IDA budget. Seconded by Robert Kernan. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted “yea”. Mr. Riemer was absent. Motion carried.

**Approval of the Town of Romulus Planning Board to Act as SEQR Lead Agency for Top Quality Hay Producers LLC Project:**

Steve Dennis advised the Board that the Top Quality Hay Processors LLC is planning to lease warehouse space in Building 356 from Flaum Management to set up a hay drying operation. Steve also informed that hay will be gathered from contracted farmers in the area and cut/dried in one operation. Steve then advised that the project has been classified as an unlisted action with a Short Environmental Assessment Form. After discussion, a motion was made by Dave Kaiser to approve the IDA’s concurrence that the Town of Romulus Planning Board assume responsibility as lead agency and authorize the Director to submit the required form.

**Approval of the Village of Seneca Falls to Act as SEQR Lead Agency for Gould Hotel Project (Hotel Clarence):**

Steve Dennis advised the Board that initially, the Gould Hotel Project was classified under SEQR as an Unlisted Action; however, we have been advised that the demolition of four properties to accommodate the expansion of the Parking Lot now makes SEQR a Type I action. Steve also advised that IDA staff met with the staff of the Village of Seneca Falls to discuss this issue, and it was the consensus that it was more appropriate for the Village to be Lead Agency since they had more experience dealing with historic properties. Steve then advised that the Village Board at their meeting on January 7, 2008 declared their intent to be Lead Agency for the

purposes of SEQR for the Gould Hotel project. After discussion, a motion was made by Robert Kernan to approve the Village of Seneca Falls to Act of SEQR Lead Agency for this project. Seconded by Lee Patchen. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Riemer was absent. Motion carried.

**Approval to Utilize Seneca County Engineer for IDA Engineering Services in 2008, Reimbursement Rate of \$45 per Hour:**

Steve Dennis advised the Board that the County Engineer may be needed for IDA projects during course of the year for projects and services. After discussion, a motion was made by Thomas Kime to approve use of County Engineer at rate of \$45 per hour subject to approval by the Executive Director. Seconded by Thomas Macinski. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Riemer was absent. Motion carried.

**Approval of Amendment to SCIDA By-Laws:**

Steve Dennis advised the Board of the proposed amendments to the By-Laws: Section 4. Add "A quorum is defined as a majority of the then-appointed and serving members." Section 5. Order of Business has been revised to reflect Board practices. Section 6. Manner of Voting, revised to "The voting on all actions coming before the Agency shall identify how individual members voted, except in the case of appointments when the vote may be by ballot". Steve also noted recording of how individual members vote on actions is required by open meetings law, the wording of the By-Laws has been updated to be "gender neutral", and as per the by-laws, the proposed amendments were provided in writing to Board members seven days in advance. After discussion, a motion was made by Robert Kernan to approve the amendments to the SCIDA By-Laws. Seconded by Thomas Kime. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Riemer was absent. Motion carried.

**Approval of Proposal for Appraisal of Veterans Cemetery from Doan Appraisal for \$1,500:**

Pat Jones advised the Board that an appraisal of the Veterans Cemetery Site is required to establish market value prior to purchase. Pat then advised that Doan Appraisal responded to the IDA's request for proposals dated October 19, 2007 and has submitted a proposal with a fee of \$1,500. Pat also noted that funds will be provided via state grant. After discussion, a motion was made by Lee Patchen to approve the proposal for appraisal of Veterans Cemetery from Doan Appraisal for \$1,500. Seconded by Thomas Kime. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Riemer was absent. Motion carried.

**Consideration of Executive Session:**

Chairman Rosenkrans requested a motion to enter into Executive Session for the purposes of the employment/employment history of a particular person, pending or current litigation, and sale or lease of real property where publicity would affect the value thereof. A motion was made by Robert Kernan at 12:55 p.m. to enter into Executive Session. Seconded by Dave Kaiser. Motion carried. A motion was made by Dave Kaiser at 2:53 p.m. to come out of Executive Session. Seconded by Thomas Kime. Motion carried.

**Other Business:**

Hunt Engineering: Steve Dennis reported the IDA was requested to sign a retainer agreement for legal services necessary for a proceeding which had been settled among the involved parties. The Board had previously been given a copy of the proposed agreement. A motion was made by Thomas Kime. Seconded by Thomas Macinski to authorize the Director to sign the agreement. Messrs. Rosenkrans, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Kernan abstained and disclosed he is an officer and member of the Board of Directors of a party to the action. Mr. Riemer was absent. Motion carried.

New York State Retirement System: Steve Dennis reported the agency had been given information and estimates of costs for participation in the New York State Retirement System. The information provided by the state, including cost estimates had been provided to the Board prior to the meeting. A motion was made by Robert Kernan. Seconded by Lee Patchen to enroll the IDA in the New York State Retirement System and to authorize submission of the required application and documents. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Riemer was absent. Motion carried.

Stipend for Greg Keefe, CFO: A motion was made by Thomas Kime. to pay an annual stipend of \$1,500 to Greg Keefe, CFO. Further, the stipend to be paid in two equal payments. Seconded by Dave Kaiser. Messrs. Rosenkrans, Kernan, Kime, Patchen, Kaiser, Macinski, and Gaffney voted "yea". Mr. Riemer was absent. Motion carried.

**Adjournment:**

A motion to adjourn the meeting was made by Thomas Kime and seconded by Lee Patchen. Motion carried. The meeting adjourned at 2:55 p.m.

The next regular scheduled meeting will be held on **February 7, 2008 at 12:00 Noon** at Abigail's Restaurant, Route 5 & 20, Waterloo.

Respectfully submitted,



Kenneth Lee Patchen, Jr.  
Secretary

pc: Sharon Secor, Seneca County Manager  
Margaret Li, Clerk, Board of Supervisors  
Russell Gaenzle, Esq, Harris Beach