

COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY

March 3, 2016

DRAFT Annual Meeting Minutes SUBJECT TO BOARD APPROVAL

CALL TO ORDER

Chair Robert Hanft called to order the annual meeting of COIDA at 8:01 a.m. at the COIDA offices located at 189 Main Street, Suite 500, Oneonta, NY. Voting members present were Joseph Bernier, Devin Morgan, Craig Gelbsman, Robert Hanft, James Salisbury, Hugh Henderson, Rick Hulse and James Jordan.

Also in attendance were staff members Sandy Mathes, Elizabeth Horvath, Joe Hughes, and Dawn Rivers; agency counsel A. Joseph Scott; and guests Len Carson, Wayne Treffeisen, and Al Colone.

ELECTION OF OFFICERS

The election of officers and the housekeeping resolution was presented to the Board by Mr. Scott. Notable changes were Mr. Hanft declining to stand for reelection and Mr. Gelbsman asking to be removed from Finance Committee and put on Governance Committee.

HOUSEKEEPING RESOLUTION

Mr. Scott presented the Annual Housekeeping Resolution 2016 to the Board, which included the election of officers as follows:

Devin Morgan, Chairman
James M. Jordan, Vice Chairman
Joseph A. Bernier, Secretary
Craig Gelbsman, Assistant Secretary
Jeffrey C. Lord, Treasurer

After a brief discussion, Mr. Salisbury moved to approve the resolution. Mr. Bernier seconded, and the motion carried unanimously by roll call vote (8 yes, 0 no, 0 abstentions).

MEETING MINUTES

The Chair presented the Minutes from the February 26, 2015 annual meeting of COIDA to the Board. Mr. Salisbury moved to approve the minutes. Mr. Morgan seconded and the motion passed by unanimous voice vote.

TREASURER'S REPORT

Mrs. Horvath presented the financial reports in Mr. Lord's absence. There was nothing remarkable in the financial reports. Ms. Horvath noted that Mostert, Manzanero & Scott would present a draft of the 2015 certified financial audit at the next Audit and Finance Committee meeting. Also of note were the annual PILOT fees on the Profit and Loss Report. The Board took no action.

BILLS TO BE PAID, PAYROLL REPORT and LOAN REPORT

Ms. Horvath presented the Loan Report to the Board and mentioned that a Hudson Valley company is potentially interested in purchasing some if not all of Larry's Custom Meats. Ms. Horvath also noted she is receiving updates from Enviro Energy and their effort to sell. The Board took no action.

Ms. Horvath then presented the Bills to be Paid. Mr. Gelbsman asked for clarification concerning the cost of Paperkite's Social Media monthly contract. After much discussion Mr. Bernier moved to approve the Bills to be Paid. Mr. Gelbsman seconded and the motion passed by unanimous voice vote.

Ms. Horvath presented the Payroll Report. Mr. Bernier moved to approve. Mr. Gelbsman seconded and the motion passed by unanimous voice vote.

COMMITTEE REPORTS

Project Committee

The Project Committee met on February 18, 2016. Mr. Mathes reported on the following matters discussed at the Project Committee meeting:

- Updates on the Cooperstown and Richfield Springs Comprehensive Plans
- Paperkite Social Media
- Bob Murray from Shelter Planning
- Energy Projects
 - Possible solar projects in Richfield Springs and Oneonta Business Park
- NYSEG issues addressed with "interruptible service" and rate increases

Mr. Mathes notified the Board of upcoming topics to be addressed at the next Project Committee Meeting:

- Oneonta Airport
- Update on unmanned aerial vehicles
- RFP - \$50,000 grant for the economic feasibility study to be conducted on the area adjacent to the Oneonta Airport
- Solar Projects
- Workforce Center

Audit and Finance Committee

The Audit and Finance Committee met on February 11, 2016. Mrs. Horvath reported that the upcoming Resolution and Motions would address what needed to be discussed.

CEO's REPORT

Mr. Mathes updated the Board on the following matters:

- NYSEG meeting scheduled for next week with Senator Seward and Mr. Lynch from NYSEG.
 - To be discussed at the meeting is NYSEG's commitment for participation in the development of the Oneonta Railyards. Mr. Mathes mentioned that discussions in the meeting will also include; SEQR, energy needs and requirements, timeframe, and costs associated with NYSEG and the Railyards. In addition the issue of "interruptible service" and the DeRuyter Line will be addressed.
- New requirements and/or recommendations re: Clawback Policies and Local Labor Policies
- Meetings scheduled with Potential Funding Sources
 - "Menu" of funding available to the IDA for building and infrastructure
 - EB5 Funding
 - Venture Capital
- Workforce Consultant Recommendation

Workforce Training Center Report

Ms. Rivers updated the Board on the following matters:

- New Classes Scheduled
- Community College Potential Partnerships
 - Hudson Valley CC and Fulton Montgomery CC

MOTIONS AND RESOLUTIONS

Approve Investment Report

Ms. Horvath presented to the Board the COIDA Investment Report that will be uploaded to PARIS. Mr. Morgan moved to approve the report. Mr. Jordan seconded and the motion passed by unanimous voice vote.

Approve Procurement Report

Ms. Horvath presented the Procurement Report that would provide information to ABO for procurements over \$5,000. Mr. Bernier moved to accept the report. Mr. Jordan seconded and the motion passed by unanimous voice vote.

Next Steps for CompDirectUSA

Ms. Horvath updated the Board on the possible next steps in pursuing legal action against CompDirectUSA based on the recommendation agreed upon during the past Audit and Finance Committee meeting. Mrs. Horvath asked for a motion to approve approximately \$2,500 in additional expenses for Christian Soller of Hodgson Russ to pursue the next legal steps necessary. Mr. Jordan moved to approve. Mr. Hulse seconded, and with a voice vote (7 yes, 1 no [Mr. Bernier] and 0 abstentions), the motion passed.

UNFINISHED BUSINESS

Mr. Mathes and Mr. Hanft updated the Board on the progress of the Strategic Planning report.

NEW BUSINESS

Mr. Jordan notified the Board of Jane Clark's upcoming speech at the Otesaga Resort.

ADJOURNMENT

There being no further business, Mr. Hanft motioned to adjourn the meeting at 9:09 a.m., Mr. Bernier seconded, and the meeting was adjourned.

The next annual meeting of the COIDA Board will take place in February 2017, at a time, date and place to be determined.