

COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY

DRAFT March 23, 2017 **SUBJECT TO BOARD APPROVAL**

Meeting Minutes

CALL TO ORDER

Chair Devin Morgan called to order the monthly meeting of COIDA at 8:04 a.m. at the COIDA offices located at 189 Main Street, Suite 500, Oneonta, NY. Voting members present were Devin Morgan, Jeff Lord, Craig Gelbsman, Sarah Harvey, Bob Hanft, Cheryl Robinson, Rick Hulse and Jim Salisbury.

Also in attendance were staff members Sandy Mathes, Elizabeth Horvath and Joe Hughes; agency counsel Kurt Schulte. Also present was Jim Kevlin of Hometown Oneonta, Patrick Doyle of Doyle Consulting, Chris Martell of Hodgson Russ, and Bob Harlem, Jamie Reynolds, Jim Jordan of OCDC (all of whom departed at 9:08 a.m.).

Chairman's Remarks

None.

MEETING MINUTES

The Chair presented the minutes from the February 23, 2017 meeting to the Board. Mr. Salisbury moved to approve the minutes. Mr. Lord seconded and the motion passed by unanimous voice vote.

TREASURER'S REPORT

Mr. Lord presented the financial reports. There was nothing remarkable in the financials. Ms. Robinson moved to approve the financials. Mr. Gelbsman seconded and the motion passed by unanimous voice vote.

BILLS TO BE PAID

Ms. Horvath then presented the Bills to be Paid. Mr. Salisbury moved to approve the Bills to be Paid. Mr. Lord seconded and the motion passed by unanimous voice vote.

COMMITTEE REPORTS

Governance Committee

Mr. Hulse presented the Governance Committee minutes. There were no questions and no action was taken.

Project Committee

Mr. Hanft presented the Project Committee minutes and quickly noted conversations regarding the Town of Maryland Option and SEQR expenditures, which are reflected in the minutes and will be put to a Board vote during today's meeting. There were no questions and no action was taken.

Audit and Finance Committee

Mr. Lord presented the Audit and Finance Committee minutes in addition noting that Mostert, Manzanero, and Scott presented the certified financial audit during the Committee meeting. The Committee reviewed and discussed at length the audited financials and will recommend approval later in the meeting. There were no questions and no action was taken.

Reorganization Committee

Ms. Robinson presented the Reorganization Committee minutes. There were no questions and no action was taken.

CEO's REPORT

Mr. Mathes updated the Board on the following matters:

- *Rail Yards*
 - Mr. Mathes introduced to the Board Chris Martell of Hodgson Russ who has been working on finalizing the closing of the Oneonta Rail Yards property purchase. Mr. Martell informed the Board that a closing is imminent and should be expected next week.
- *Site Selectors Guild*
 - Mr. Mathes briefed the Board on his attendance at the Site Selectors Guild Annual Conference in Tucson, AZ.
- *Norfolk Southern*
 - Mr. Mathes informed the Board that he will give a tour later today of the Oneonta Rail Yards with Pete Fontana of Norfolk Southern and Mayor Gary Herzig.
- *CEO Quarterly Newsletter*

- Mr. Mathes updated the Board on his CEO e-newsletter that will be sent out quarterly to internal (local) and external (state) stakeholders. The overall goal is to keep the citizens of Otsego County and our valued partners fully “in the loop” as we develop and advance initiatives and projects.

MOTIONS AND RESOLUTIONS

Housekeeping

Ms. Horvath presented the annual housekeeping resolution to the Board. The resolution will approve certain appointments and administrative matters of the IDA. Mr. Salisbury made a motion to approve. Ms. Harvey seconded and the motion passed by unanimous voice vote.

Approve Certified Financial Audit

Mr. Lord presented the certified financial audit to the Board. Mr. Lord informed the Board that the Audit and Finance Committee reviewed the audit with the auditors, Mostert, Manzanero and Scott, during this month’s Committee meeting. Ms. Robinson made a motion to approve the certified financial audit. Mr. Hulse seconded and the motion passed by unanimous voice vote.

Approve Schenevus Site SEQR Expenditures

Mr. Mathes asked for approval to authorize Delaware Engineering to conduct SEQR at the Town of Maryland Site. The full cost of SEQR would total \$320,000 with an estimated \$150,000 being funding through Mohawk Valley URI funds. Mr. Mathes informed the Board that he anticipates being informed of the award in early April. Mr. Salisbury made a motion to approve the full SEQR expenditures contingent upon a State commitment of \$150,000 in grant support. Mr. Hulse seconded and the motion passed by unanimous voice vote. Should State support not be forthcoming, Mr. Mathes will discuss alternatives at the next meeting of the Project Committee.

Approve Schenevus Option

Mr. Mathes presented an updated Option to Purchase agreement for the property in the Town of Maryland. Mr. Mathes informed the Board that the questions addressed during the Audit and Finance Committee have been answered and incorporated into the new option. Mr. Mathes anticipates April 1st being the executed date of the option. Ms. Robinson made a motion to approve. Mr. Hanft seconded and the motion passed by unanimous voice vote.

Approve Lease for 139 Commerce

Mr. Hughes informed the Board the terms of the lease proposed to Hale Transportation. The terms would enable Hale Transportation to rent the building at \$5000/month for 3 years with an option to purchase at \$750,000. Mr. Salisbury made a motion to approve. Mr. Hanft seconded and the motion passed by voice vote (7 Yes, 1 No, 0 Abstain).

Approve By-Laws

Ms. Horvath presented the By-Law changes to the Board. She informed the Board that the appropriate notice period had passed and all changes had been reviewed by Governance

Committee. Mr. Salisbury made a motion to approve. Mr. Lord seconded and the motion passed by unanimous voice vote.

Approve Posting Admin Job Listing and Interviewing

Ms. Horvath asked for approval to post a hiring notice, and interview, for the soon to be vacant Administrative position. Mr. Gelbsman made a motion to approve. Mr. Hulse seconded and the motion passed by unanimous voice vote.

New and Unfinished Business

Mr. Morgan introduced Bob Harlem, Jamie Reynolds, and Jim Jordan of OCDC who spoke regarding Brooks Bottling. Mr. Harlem informed the Board that Brooks is currently being pursued strongly to fill a vacant building in Cobleskill, NY. He furthered expressed the OCDC's desire to assist the IDA. Several members of the IDA Board expressed a strong desire to find a solution for the company, and will be in contact with Ryan Brooks to schedule a meeting to discuss options.

Upcoming Board Meetings

Governance Committee – 4/6 @ 8:00 a.m. in Cooperstown, NY
Reorganization Committee – 4/3 & 4/17 @ 8:00 a.m. in Oneonta, NY
Audit Committee – 4/13 @ 7:30 a.m. in Oneonta, NY
Project Committee – 4/20 @ 7:30 a.m. in Oneonta, NY
Board Meeting – 4/27 @ 8:00 a.m. in Oneonta, NY

ADJOURNMENT

There being no further business, Mr. Salisbury motioned to adjourn the meeting at 9:16 a.m., Mr. Hulse seconded, and the meeting was adjourned.

The next meeting of the COIDA Board will take place on April 27, 2017, at 8:00 a.m., at 189 Main Street, Oneonta NY.