

# **COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY**

**August 27, 2015**

## **Meeting Minutes**

### **CALL TO ORDER**

Chair Robert Hanft called to order the meeting of COIDA at 8:04 a.m. at the Otsego Now offices located at 189 Main Street, Suite 500, Oneonta, NY. Voting members present were Joseph Bernier, Robert Hanft, Hugh Henderson, James Jordan, Jeffrey Lord, Devin Morgan, and James Salisbury.

Also in attendance were staff members Sandy Mathes, Elizabeth Horvath, Dawn Rivers and Joshua Fitch; agency counsel A. Joseph Scott and Kurt Schulte; and guests Rick Hulse and Ed Frazier of the Otsego County Board of Representatives, and Patrick Doyle of Monticello Wind.

### **WELCOME TO MR. FITCH**

Chair Hanft introduced Joshua Fitch to the rest of the Board as COIDA's recently hired Administrative Director. After describing briefly Mr. Fitch's background and history, the Chair welcomed him and predicted that he would make important contributions to the staff and the organization.

### **MEETING MINUTES**

Minutes for the July 23, 2015 meeting of COIDA were presented to the Board. A number of technical changes were proposed by Mr. Scott. Approval of the minutes was tabled pending addition of the amendments required.

### **TREASURER'S REPORT**

Mr. Lord presented the financial reports to the Board. There was nothing remarkable in the financial reports. He noted that revenues are up, and that expenses were on track and in line with the outfitting of the Workforce Training Center as previously approved by the Board. There being no questions and no further discussion, Mr. Jordan moved to accept the Treasurer's Report. Mr. Salisbury seconded, and the motion was unanimously approved by voice vote.

### **BILLS TO BE PAID, PAYROLL REPORT and LOAN REPORT**

Ms. Horvath presented the Bills to be Paid to the Board. Mr. Salisbury moved to pay the bills. Mr. Lord seconded and the motion was approved unanimously by voice vote.

Ms. Horvath then presented the Payroll Report. The Board indicated that there was no need for monthly Payroll Reports unless something changes, since all members of the staff are salaried and there was no variation in the report from pay period to pay period. Ms. Horvath then presented the Loan Report, which had been re-formatted by Mr. Fitch for ease and accessibility of information, and requested feedback from the Board.

## **COMMITTEE REPORTS**

### **Project Committee**

Mr. Mathes reported to the Board on the Project Committee meeting, which took place on August 25, 2015. Mr. Mathes summarized for the Board updates presented to the Committee on the following matters:

- Hartwick StartUpNY site
- Mohawk Valley Regional Economic Development Council
- Broadband for Otsego County
- MV500 Funding Request (see below in Motions and Resolutions)
- CompDirect USA (see below in Motions and Resolutions)
- Cooperstown Strategic Plan

### **Audit and Finance Committee**

The Audit and Finance Committee did not meet in August. The next meeting will take place on September 10, 2015.

## **CEO's REPORT**

- Mr. Mathes advised the Board that he asked Ms. Horvath to begin discussions with a human resources consultant regarding development of HR policy documents for the IDA. He will keep the Board informed as that process moves forward.
- Mr. Mathes informed the Board that COIDA has received a PILOT application from Monticello Wind the prior week. He indicated that staff are completing an initial review of the application and its cost/benefit analysis, and that he expects that staff will have a recommendation for the next Board meeting on September 24, 2015.

## **MOTIONS AND RESOLUTIONS**

### Professional Development Budgets

Ms. Horvath presented to the Board budgets to cover professional development events for herself and Ms. Rivers for the balance of 2015. After brief discussion, Mr. Jordan moved to approve the professional development budgets. Mr. Morgan seconded, and the motion carried by unanimous voice vote.

#### Block Grant Disbursement Account

Ms. Horvath relayed to the Board the advice of Bob Murray of Shelter Planning, grant administrator for the five Community Development Block Grants (CDBG) awarded to COIDA, that there should be a separate, non-interest-bearing checking account for grant funds disbursements. Ms. Horvath then requested authorization from the Board to open the necessary account. Mr. Bernier so moved and Mr. Jordan seconded. The motion was approved unanimously by voice vote.

#### Rail Yards Consultant RFP

Ms. Horvath reported to the Board that, after publishing a Request for Proposals (RFP) for professional consulting services with respect to the Rail Yards study, only one proposal was received, from Clark Patterson Lee. Mr. Mathes then reminded the Board that the IDA had received \$47,500 from Empire State Development, with a matching funds requirement of \$2,500. Since the money would have to be spent first and then reimbursed at the end of the project, Mr. Mathes requested authorization to hire Clark Patterson Lee and to spend up to \$50,000 on the project, upon the understanding that \$47,500 was reimbursable by the State. After considerable discussion, Mr. Bernier so moved and Mr. Henderson seconded. The motion was approved by unanimous voice vote.

#### Next Steps re: CompDirect USA

Ms. Horvath shared with the Board an email she received from Chris Martell of Hodgson Russ, notifying her that he had entered the judgment against CompDirect USA in the amount of approximately \$177,000. Mr. Martell suggested two options for next steps: place a restraint on the corporation's bank accounts (provided that the IDA has evidence of where CompDirectUSA banks) or depose Mr. Spagnola to obtain information regarding his banking relationships and financials. After considerable discussion, Mr. Jordan moved to go forward with the deposition. Mr. Morgan seconded and the motion was approved by unanimous voice vote.

#### Next Steps re: Enviro Energy

Ms. Horvath reported on a meeting she participated in with the other major creditors of Enviro Energy: Bank of Cooperstown and Delaware County Economic Development. As a result of that meeting, Ms. Horvath advised the board that she and Mr. Nealis from Delaware County had agreed to recommend to their respective boards that they change the terms of Enviro Energy's loan to interest-only payments for a period of six months, contingent upon receipt of a plan and a pledge from Enviro Energy to sell the business within six months. Mr. Jordan so moved and Mr. Salisbury seconded. The motion carried by unanimous voice vote.

#### MV500 Funding

The MV500 group requested a contribution of \$20,000 to support their efforts, to be split between the IDA and the County (though it was noted that no other IDA in the region is contributing). The contribution is a reasonable expenditure, as the work of the MV500 contains

major potential benefits for Otsego County. Mr. Salisbury moved to approve payment of \$10,000 to the MV500. Mr. Henderson seconded and the motion was approved by unanimous voice vote.

## **OLD BUSINESS**

### Governance Committee Meeting

Ms. Horvath badgered Governance Committee members about scheduling another meeting, and she asked if a date and time could be agreed upon at the meeting. After some discussion, it was agreed that the Governance Committee would meet on September 17<sup>th</sup>, immediately following the meeting of the Project Committee.

## **DIRECTOR'S REPORT**

Ms. Rivers updated the Board on the following matters:

- New York Central Mutual
- Status of outfitting Workforce Training Center
- Schedule of courses for the rest of the year
- Center launch event

## **NEW BUSINESS**

### Strategic Planning Session

Chair Hanft advised the Board that he and Mr. Mathes had found a potential moderator who could facilitate a strategic planning session for the board. That conversation is ongoing; Chair Haft told the Board that dates and times for the session are forthcoming.

### Mathes Public Affairs Contract

Mr. Scott presented the findings of the Comptroller's Office with respect to the COIDA contract with Mathes Public Affairs. There were some revisions of Mr. Mathes' contract required by the Comptroller's Office of State Review in order to more thoroughly separate and distinguish the work Mr. Mathes does for COIDA from the work he does for the OCCRC. Therefore, Mr. Scott revised the contracts as needed, and indicated that the COIDA and the OCCRC should pass resolutions reauthorizing certain revisions of the June contract with Mathes Public Affairs. After some further discussion, Mr. Salisbury moved to approve the resolution. Mr. Morgan seconded, and the resolution was approved by unanimous voice vote.

## **ADJOURNMENT**

The next meeting of the COIDA Board will take place on September 24, 2015 at 8 a.m. at 189 Main Street, Oneonta, NY. There being no further business, at 9:29 a.m., the meeting was adjourned.