

COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY

December 22, 2016

Meeting Minutes

CALL TO ORDER

Chair Devin Morgan called to order the monthly meeting of COIDA at 8:15 a.m. at the COIDA offices located at 189 Main Street, Suite 500, Oneonta, NY. Voting members present were Devin Morgan, Robert Hanft (who joined the meeting at 8:19), Craig Gelbsman, Hugh Henderson, Cheryl Robinson, Jim Jordan (who joined the meeting at 8:22), and Jim Salisbury.

Also in attendance were staff members Sandy Mathes, Elizabeth Horvath, and Joe Hughes; agency counsel Kurt Schulte. Also present was Mike Maben, Brian Gillette of Oneonta Youth Soccer Association, Vince Foti of Gordon B. Roberts and Patrick Doyle of Doyle Consulting.

Chairman's Remarks

Mr. Morgan welcomed Cheryl Robinson, who replaces Joseph Bernier, to the Board. Mr. Morgan notified the Board of the need to fill Board and Committee vacancies. He anticipates doing so in early 2017. Mr. Morgan indicated that January's Governance Committee meeting will address 2017 goals for the board as a whole, and individual staff members, and that he anticipates approving those goals by the February board meeting.

MEETING MINUTES

The Chair presented the Minutes from the November 17, 2016 meeting to the Board. Mr. Salisbury moved to approve the minutes. Mr. Gelbsman seconded and the motion passed by unanimous voice vote.

TREASURER'S REPORT

Ms. Horvath presented the financial reports in Mr. Lord's absence. Mr. Salisbury 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. Hanft moved to approve the Bills to be Paid. Mr. Jordan seconded and the motion passed by unanimous voice vote.

COMMITTEE REPORTS

Governance Committee

Mr. Morgan spoke about succession planning and requested ideas for overall Board and Committee improvements for the upcoming year. Mr. Morgan informed the Board that the Committee reviewed the annual self-assessment questionnaire that Ms. Horvath had revised and voted to recommend it to the full Board; further, Ms. Horvath created a board skills/experience assessment forms that he expected to be adopted during today's meeting. Mr. Morgan notified the Board that he will begin tracking board member meeting attendance as well as participation in certain agency events (for example, attending public hearings, press conferences, consultant presentations). Governance Committee also reviewed and approved the performance review Ms. Horvath had drafted for Joe Hughes, and Patrick Doyle's consulting contract, also to be sent to full Board for approval.

Project Committee

The Project Committee met on December 20, 2016. Mr. Jordan and Mr. Mathes reported on the following matters discussed at the Project Committee meeting:

- *CFA Funding Awards*
 - Mr. Mathes provided an update on the strategy behind the awards, along with updates concerning the DRI, MVREDC URI, and Restore NY grant.
- *Food & Beverage Innovation District*
 - Mr. Mathes updated the Board on negotiations with the owners of the proposed food & beverage building site, and indicated he will ask the Board for a motion to pursue the next step in the eminent domain action, a public hearing.
- *Rail Yards – Closing timeframe*
- *Town of Maryland Property*
 - Mr. Mathes updated the Board on the status of an option on land in the Town of Maryland that could be used for site development.

Audit and Finance Committee

The Audit and Finance Committee met on December 8, 2016. Ms. Horvath reported on the following matters discussed at the Audit and Finance Committee meeting:

- *Audit Dashboard:* Everything is on track as of early December, and auditors are scheduled for January 23, 2017 for field work.

- *J. Hughes Review:* As only one Board member was present at the meeting (Mr. Lord), the committee could not review and make a recommendation to the full board concerning a salary increase. Mr. Lord asked Ms. Horvath to bring her recommendation for a salary increase directly to the Board at its monthly meeting.

CEO's REPORT

Mr. Mathes updated the Board on the following matters:

- *Norfolk Southern*
 - Mr. Mathes briefed the Board concerning a recent Norfolk Southern retreat he attended. Mr. Mathes continues to build that relationship which is critical to the success of the Rail Yards.
- *Railroads of New York*
 - Mr. Mathes informed the Board that he attended a quarterly meeting of RONY's Board in Utica where he built relationships and learned about grant funding opportunities. He expects the relationship and resources with RONY to help integrate into the Rail Yards vision and plans.
- *Federal Funding Opportunities*
 - TIGER and FastLane grants – to help with infrastructure improvements.
- *Lobbyist Report*
 - Mr. Mathes, per the request of the Board, plans on having a report on the evaluation of Otsego Now's lobbyist for January's Audit and Finance Committee meeting.
- *Broadband*
 - Mr. Mathes informed the Board of a meeting he had with Tim Johnson of Otsego Electric Co-Op and Jim Becker of Mid-Tel. Otsego Electric Co-Op submitted two applications for Phase 2 funding. The first application would look to serve roughly 450 units/households with the second application adding an additional 350 units. Mr. Mathes anticipates knowing the status of those applications before the January 11th announcement deadline.

Workforce Training Center Report

Mr. Doyle reported on the following matters:

- WDI – Mr. Doyle plans to work with another local company to possibly utilize the same successful model of workforce training he used with a previous company. Mr. Doyle also informed the Board of Brooks' Bottling being the recipient of a \$7,500 grant for an equipment purchase that Mr. Doyle helped secure through WDI.
- DSP Training – Continued training for Pathfinder and ARC Otsego
- Antoinette Kuzminski – Working on possible ways for the library and our Workforce Center to combine capabilities and resources, specifically around adult computer literacy.

- Joe Mahon, Fenimore Art Museum and Betsy Cutter, ONC BOCES, discussions

MOTIONS AND RESOLUTIONS

OYSA Use Agreement

Mr. Schulte addressed the OYSA use agreement with the Board. The discussion revolved around responsibility for the cost of capital improvements, particularly around handling the removal/replacement of the current on-site bleachers and replacing the gas generator (used for irrigation) with underground electric. Representatives from OYSA, Vince Foti, Brian Gillette, and Mike Maben, addressed the Board concerning the same. After some discussion, Mr. Gelbsman made a motion to approve a 5 year a contract with Oneonta Youth Soccer Association. The agreement provides for a 90 day opt out provision for the IDA. The Soccer association will be responsible for all capital improvements at the facility however if the IDA opts out for a non-soccer related reason, the IDA will reimburse the soccer association a depreciated share of the cost of the improvement. If the IDA opts out for a soccer related reason wherein the soccer club benefits because of the opt out, there will be no reimbursement. Mr. Salisbury seconded and the motion passed by unanimous voice vote.

Funding for Oneonta Appraisals

Ms. Horvath requested from the Board approval of funding for appraisals on two pieces of real property owned by the City of Oneonta, the Westcott parking lot and the parking garage on Main/Market Street. She received two quotes ranging from \$2,500 to \$6,500 to appraise both properties. After some discussion, the Board found it beneficial to also include an appraisal of the Armory building as well. With the inclusion of cost associated with an additional appraisal, Mr. Hanft made a motion to approve the cost of appraising the three properties at a cost not to exceed \$6,000. Mr. Salisbury seconded and the motion passed by unanimous voice vote.

Adopt Board Skills Audit and New Board Self-Evaluation

Mr. Salisbury moved to adopt both the new form for Board annual self-evaluation, and the Board skills audit; Mr. Jordan seconded, and the motion passed by unanimous voice vote.

Patrick Doyle Contract

Mr. Doyle's contract was presented to the Board, noting that the only changes to the contract was the addition of a mileage reimbursement component. Mr. Gelbsman made a motion to accept the 6-month extension of Mr. Doyle's contract. Mr. Salisbury seconded and the motion passed by unanimous voice vote.

Action Items from Project Committee

Mr. Mathes asked the Board to approve scheduling a public hearing regarding eminent domain procedures on the Ford Building. The hearing would be scheduled for January 26, 2017 at 11:00 a.m. to be held at 189 Main Street, Oneonta, NY. Mr. Salisbury moved to approve. Mr. Hanft seconded and the motion passed by voice vote (6 yes, 0 no, 1 abstain).

Joe Hughes Review

Mr. Hanft made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, for the following reason: To discuss the medical, financial,

credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation. Mr. Salisbury seconded and the motion passed by unanimous voice vote. The committee entered executive session at 10:02 a.m. Mr. Salisbury moved to exit executive session. Mr. Jordan seconded and the motion passed unanimously, and the committee exited executive session at 10:14. No action was taken during executive session. In open session Mr. Salisbury made a motion to give Mr. Hughes a \$5/hour raise and one additional day of PTO per year, with a performance review in six months' time to evaluate and (possibly) consider a pay increase depending on performance and scope of responsibilities. Mr. Hanft seconded and the motion passed by voice vote (6 yes, 0 no, 1 abstain).

Upcoming Board Meetings

Governance Committee – 1/5 @ 8:00 a.m. in Cooperstown, NY

Audit Committee – 1/12 @ 7:30 a.m. in Oneonta, NY

Project Committee – 1/19 @ 7:30 a.m. in Oneonta, NY

Board Meeting – 1/26 @ 8:00 a.m. in Oneonta, NY

NEW BUSINESS

No new business.

OLD BUSINESS

No old business.

ADJOURNMENT

There being no further business, Mr. Salisbury motioned to adjourn the meeting at 10:19 a.m., Mr. Gelbsman seconded, and the meeting was adjourned.

The next meeting of the COIDA Board will take place on January 26, 2017, at 8:00 a.m., at 189 Main Street, Oneonta NY.