

COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY

JUNE 22, 2017

Meeting Minutes

CALL TO ORDER

Chair Devin Morgan called to order the monthly meeting of COIDA at 8:00 a.m. at the offices located at 189 Main Street, Suite 500, Oneonta, NY. Voting members present were Devin Morgan, Rick Hulse, Jeff Lord, Craig Gelbsman and Cheryl Robinson. Also in attendance were staff members Sandy Mathes and Patrick Doyle; Agency Counsel Kurt Schulte and Bond Counsel Joe Scott.

CHAIRMAN'S REMARKS

The Chair gave a brief introduction to the meeting and noted the progress of the new CEO search.

MEETING MINUTES

The Chair presented the minutes from the May 25, 2017 meeting to the Board. Mr. Gelbsman moved to approve the minutes, Mr. Hulse seconded and the motion passed by unanimous voice vote.

TREASURER'S REPORT

Mr. Lord presented the financial reports. Mr. Lord noted the \$95,000 payment and the resulting changes in the report. The balance of the report is essentially the same. Mr. Lord also noted that he and Jim Lozano had been reviewing the burn rate and will be continuing to make reports to the Audit and Finance Committee and the full board. Regarding administrative matters, Mr. Lord reported that he had received a formal proposal from CFO for Hire and that he would be introducing a resolution later in the meeting to permit Jim Lozano to have viewing privileges of COIDA accounts. Mr. Hulse then moved to approve the financials. Ms. Robinson seconded and the motion passed by unanimous voice vote.

- Bills to be paid were reviewed in short and approved

COMMITTEE REPORTS

Governance Committee

Mr. Hulse and the Chair reported on the last Committee meeting. Action by the Committee that needs action by the full board is the consideration by the board of a resolution to provide for the early termination of the current CEO. That resolution will be considered later in the meeting today.

Audit & Finance Committee

Mr. Lord reported on Committee actions and noted that it was contained in his Treasurer's Report.

Project Committee

The minutes of the Project Committee were reviewed and discussed. Mr. Hulse moved and Mr. Gelbsman seconded and the motion passed by unanimous voice vote.

Hiring Committee

Ms. Robinson presented the Hiring Committee report. The consultant is moving forward on the hiring of a new CEO. There was discussion on the process and the rules regarding the scheduling and conducting of meetings.

CEO's REPORT

Mr. Mathes updated the Board on the following matters:

Siemens/Treffeisen – Mr. Mathes noted that the repair work needs to be done and that he recommended that the board authorize an expenditure not to exceed \$5,000 to do the repairs.

Project Test Tube – Mr. Mathes indicated that the Chair will be the contact point on behalf of COIDA for the matter. He has spoken to ESD and has received an e-mail back from ESD describing next steps. He also noted that this matter will be transitioned to TOMA.

Broadband – Mr. Mathes has spoken to Tim Johnson and this matter has been transitioned to the Chair as the contact point.

MOTIONS AND RESOLUTIONS

Siemens/Treffeisen – A resolution was introduced to authorize an expenditure of up to \$5,000 to undertake the repairs. Mr. Hulse moved and Mr. Lord seconded and the motion passed by unanimous voice vote.

CEO Termination – A resolution was introduced to provide for the early termination of the current CEO. The impact of the resolution would be to eliminate the 90 day notice period contained in the agreements with COIDA and OCCRC. The CEO would be paid the salary for the 90 days. After some discussion, Mr. Hulse moved the resolution and Mr. Lord seconded the resolution and the resolution passed by unanimous vote.

TOMA Consultants - A resolution was introduced to provide for the retaining of TOMA consultants. After some discussion, Mr. Hulse moved the resolution and Ms. Robinson seconded the resolution and the resolution passed by unanimous vote.

CFO Proposal - A resolution was introduced to provide for the retaining of CFO for Hire to provide for financial consulting services. After some discussion, Mr. Lord moved the resolution and Mr. Hulse seconded the resolution and the resolution passed by unanimous vote.

Lobbyist Termination – There had been discussion at the committee level and a recommendation forwarded to the full board to terminate the existing arrangement with the lobbying firm working for COIDA. A resolution was introduced to provide for the termination effective June 30, 2017.

Executive Session: There was a motion by Mr. Hulse and seconded by Mr. Gelbsman to enter into Executive Session to discuss personnel matters. The motion was approved unanimously and the COIDC went into Executive Session at 8:37 a.m. The COIDA came out of Executive Session at 8:48 a.m. and reported that no action was taken in Executive Session.

After some discussion, Mr. Hulse moved the resolution and Mr. Gelbsman seconded the resolution and the resolution passed by unanimous vote.

Transfer Streetscape Grant – The Mayor described the status of the grants and the DRI and requested that COIDA transfer the grants/matters to the City in order to facilitate the undertaking of the projects. There was agreement on the part of the board and a motion approving the transfer was made by Mr. Gelbsman and seconded by Mr. Lord. The resolution passed by unanimous vote.

Operation Interim Plan – The Governance Committee has prepared an interim plan and reported it out to the full board. The board reviewed the plan and Mr. Hulse made a motion to approve it, seconded by Mr. Lord and it was approved by unanimous vote.

CFO Viewing Account Privileges – On the recommendation of Mr. Lord, a resolution was introduced to provide Mr. Lozano viewing privileges for COIDA accounts. Ms. Robinson moved the resolution and Mr. Hulse seconded the resolution and the resolution passed by unanimous vote.

NEW BUSINESS

The Chairman then asked if there was any new business. Ms. Robinson noted that in light of changes at the Unatego Central School District there may be a building or buildings that will

become available. She recommended that this matter be referred to the Projects Committee. The board agreed.

PUBLIC COMMENT

The Chair then noted that there was a member of the general public in attendance and invited any comments.

Mr. Treffeisen then offered the following comments regarding a road located in the Railyards Industrial Park: (a) the road is in bad shape, (b) there was an unwritten agreement with the City to fix the road, (c) he always had a good relationship with the COIDA, (d) the road needs to be graded and is not drivable, (d) not sure what can be done, and (e) that many years ago there was an agreement that if a certain number of jobs were created a road would be built.

The Mayor responded as follows: (a) there was never any formal agreement re maintenance or upkeep with the City, (b) it currently not passable, and (c) decisions need to be made whether it will be rebuilt, relocated or closed.

There was some discussion at the board level, and the Chair noted that COIDA should discuss the matter with Delaware Engineering. The full board agreed.

ADJOURNMENT

There being no further business, Mr. Hulse moved to adjourn the meeting at 9:21 a.m., Ms. Robinson seconded, and the meeting was adjourned.

The next meeting of the COIDA Board will take place on Thursday, August 24, 2017, at 8:00 a.m., at 189 Main Street, Suite 500, Oneonta, NY.