

COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY

November 29, 2018

MEETING MINUTES

CALL TO ORDER

Vice Chairman, Jeffery Joyner, called to order the meeting of COIDA at 8:02am at the Otsego Now offices located at 189 Main Street, 5th floor, Oneonta, NY. Meaghan Marino conducted roll call and determined there was a quorum. Voting members present were:

Richmond Hulse, Jr.*
Jeffrey Lord
Tom Armao
Andrew Marietta*

Jeffery Joyner
Craig Gelbsman
Patricia Kennedy

Absent Board Member(s): Cheryl Robinson

Also, in attendance:

STAFF

Jody Zakrevsky, CEO
Meaghan Marino, Dir. Of Finance & Admin

COUNSEL

Kurt Schulte, Agency Counsel

* Joined the meeting in progress

CHAIRMAN'S REMARKS

Vice Chairman, J. Joyner, welcomed fellow board members and opted to move immediately into the agenda.

MEETING MINUTES

J. Joyner presented the meeting minutes from the October 25th COIDA board meeting. Board members were given a copy of the minutes prior to the meeting to review. There being no corrections to be made. C. Gelbsman made a motion to approve the meeting minutes. P. Kennedy seconded the motion and it was approved by the remaining members.

TREASURER'S REPORT

Treasurer, J. Lord briefed the board on topics from the November 8th Audit & Finance Committee meeting. Board members were given a draft copy of the minutes from the November meeting as a review of the committee. Members were also given a copy of the October CFO's report and J. Zakrevsky's amended budget that were both presented at the Audit & Finance meeting.

BILLS TO BE PAID

M. Marino provided a report reviewing the bills to be paid, and the deposits that have been made since the October Audit & Finance meeting. There was nothing out of the ordinary for the checks or deposits. T. Armao made a motion the pay the bills presented. J. Lord seconded the motion was approved by the remaining members.

COMMITTEE REPORTS

❖ GOVERNANCE COMMITTEE

Because Governance meetings are held quarterly, there was no Governance meeting in November. The next Governance Committee meeting will be held in December, 2018.

❖ AUDIT AND FINANCE COMMITTEE

The Audit and Finance Committee meeting was held on November 8th. Please refer to the 'Treasurer's Report', as the report for the Audit and Finance Committee.

❖ PROJECTS COMMITTEE

The Projects Committee meeting took place on November 8th. A copy of the draft meeting minutes from that meeting were given to board members as a review of the committee.

T. Armao made a motion to approve the report of the committees. C. Gelbsman seconded, and the committee reports were approved by remaining board members.

CEO'S REPORT

J. Zakrevsky updated the board on the following projects:

- Custom Electronics – J. Zakrevsky and K. Schulte are still working on finalizing an agreement between the Town of Oneonta and the IDA. At the time, the Town is requesting full indemnification from the IDA and Custom Electronics. Their concern is that if Custom Electronics doesn't meet the grant requirements, that NYS will recoup the money from the town. The Town is recommending a bond anticipation note with five years to pay back. J. Zakrevsky also suggested a \$100,000 loan from the IDA to be paid back by the grant within one year. J. Zakrevsky has no concerns that Custom Electronics will not meet all grant requirements. Should the Town and Custom Electronics not be able to come to an agreement, the project could be cancelled.
- Bassett Hospital/Templeton Foundation – Bond issuances have been completed and the OCCRC received its fees for the service.
- General Electric – John Catillaz, of GE's Power Distributed Energy Solutions Group, has asked for a follow-up skype call with J. Zakrevsky later next week.
- Consolidated Funding Applications – J. Zakrevsky received an email from the Governor's office and grant awards will be announced on December 18th.

- Solar Array – The IDA was approached by Green Spark Solar regarding a potential PILOT agreement for a new solar array to be installed at Corning’s property.
- Oneonta Youth Soccer Association – Gravel was placed on an overflow parking lot for one of the soccer club’s last tournaments of the season. Also, a fence was damaged that surrounds the fields. As opposed to going through the insurance, J. Zakrevsky opted to pay for the damage. However, upon receiving estimates, additional damage was done to the fence. The OYSA has asked to hold off on repairs until Spring ’19.
- Andela Products – J. Zakrevsky met with Andela about the possibility of a bond issue and PILOT agreement for their planned project. There will be another meeting next week.
- Oneonta Railyards Industrial Park – Due to the inclement weather, gravel was put down on Roundhouse Road by Steven’s Excavating.
 - Per the grant requirements for the Railyards redevelopment; 30% of the fees had to go to a MWBE vendor. As part of their contract, Delaware Engineering was to subcontract out the 30% MWBE requirement, but this did not happen. J. Zakrevsky met with Schumaker Engineering, of Binghamton NY, about the possibility of future design work for water and sewer installation, assuming the IDA applies for a federal EDA grant in the future. Schumaker Engineering is a certified MWBE business and they would fulfill the requirement of the grant. After the meeting with Schumaker, Elan Planning advised J. Zakrevsky that their portion of work for the Railyards will cover the 30% requirement. However, J. Zakrevsky is still interested in entering into an agreement with Schumaker Engineering, because of the services they can provide in redeveloping the Railyards. They submitted a Master Service Agreement, which does not lock the IDA into a specific project or contract amount, but rather freezes their 2019 rates.
 - J. Zakrevsky also met with Strategic Rail Finance, which is a public sector consulting firm that has worked to find markets for rail industrial parks. They’ve prepared a scope of proposed services for a fee of \$20,000 that the board will vote to approve.
- NYSEG – J. Zakrevsky advised the board that with the announcement of the grant awards mid-December, we need to anticipate that, should the IDA be awarded the grant, we are likely to receive public backlash. A brief discussion ensued regarding the steps that will be taken should the IDA be awarded the money to build the decompressor station. P. Kennedy suggested that J. Zakrevsky prepare a “decision tree” for the board, outlining each course of action that will take place upon the awards announcement.

RESOLUTIONS AND MOTIONS

Mostert, Manzanero, & Scott

Resolution hiring the accounting firm Mostert, Manzanero, & Scott, of Oneonta NY, to perform COIDA’s 2018 financial audit.

C. Gelbsman made a motion to approve. J. Joyner seconded, and the motion was approved by all members.

Contract with Schumaker Engineering

Resolution allowing the Chairman of the IDA to enter into a contract with Schumaker Engineering, at their 2019 rates, to design work for water and sewer improvements to the Oneonta Railyard

Industrial Park, as well as some additional site work. They are also a woman-owned business, which will assist the IDA in meeting state MWBE requirements.

R. Hulse Jr. made a motion to approve. J. Joyner seconded, and the motion was approved by all members.

Contract with Strategic Rail Finance

Resolution authorizing the Chairman of the IDA to enter into a contract with Strategic Rail Finance at a cost not to exceed \$20,000. Strategic Rail Finance's proposal will analyze the market for rail users associated with the Oneonta Railyard Industrial Park.

J. Joyner made a motion to approve. J. Lord seconded, and the motion was approved by all members.

2018 Mortgage Approval – Refinancing The Plains, LLC. Project / CSL Heritage

Resolution consenting to and authorizing the execution and delivery of certain mortgage documents with respect to the Plains, LLC project.

Upon discussion, there was some confusion over when the PILOT ended. The board approved signing the release of mortgage contingent that the PILOT did not expire December 31, 2018*. J. Lord made a motion to approve the execution and delivery of mortgage documents for The Plains/CSL Heritage.

*The PILOT expires December 31, 2022.

NEW BUSINESS / UNFINISHED BUSINESS

J. Zakrevsky and A. Marietta discussed with the board that the county has added \$75,000 in its budget to be given to the IDA. The vote to pass the budget is scheduled for Dec. 5th at the county board meeting. J. Zakrevsky advised the board of several ideas he has for the money, including; hiring a new staff person, and putting money towards the contracts with Schumaker Engineering and Strategic Rail Finance.

A. Marietta also mentioned that at the recent IGA meeting, the Town of Hartwick and Delaware Engineering spoke of their plan for a waste water study for the town. He advised that the county will provide \$80,000 of its program income, which will be the last of approximately \$500,000 that they had to commit by the end of the year. This led to a discussion on Coditum, also awarded program income from the county, and the likeliness of it getting off the ground. P. Kennedy advised that she has a meeting next week with Nick Savin, BOCES, and should have an update by the Projects Committee meeting.

C. Gelbsman asked if there were any updates on the purchase offer for the Pony Farm property. K. Schulte advised that he is still working on the purchase agreement.

K. Schulte advised the board that Douglas Zamelis, attorney for the Richfield Spring Youth Baseball, had requested a meeting with him regarding the legal conveyance of the property in Richfield Springs. The

board advised K. Schulte to meet with Mr. Zamelis, but with the understanding that the IDA currently has no intentions of giving anyone the property.

ADJOURNMENT

There being no further business to discuss, R. Hulse Jr. motioned to adjourn the meeting at 9:56am. C. Gelbsman seconded, and the meeting was adjourned.

UPCOMING MEETING SCHEDULE

- Audit & Finance Committee Meeting / Projects Committee Meeting / Governance Committee Meeting – December 13th, 2018
- COIDA/OCCRC Board Meeting – December 27th, 2018 at 8:00am.

***All meetings are held at the Otsego Now offices at 189 Main Street, Oneonta. NY. 13820**