

COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY
September 26, 2019

MEETING MINUTES

CALL TO ORDER

Vice Chairman, Jeffery Joyner, called to order the meeting of COIDA at 7:58am 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 included:

Jeffery Joyner
Craig Gelbsman
Tom Armao
David Rowley

Jeffrey Lord
Cheryl Robinson
Patricia Kennedy

Absent Board Member(s): Richmond Hulse, Jr., Andrew Marietta

Also, in attendance:

STAFF

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

COUNSEL

Kurt Schulte, Agency Counsel

CHAIRMAN'S REMARKS

Vice Chairman, J. Joyner, welcomed fellow board members and counsel and moved immediately into the agenda.

MEETING MINUTES

J. Joyner presented the meeting minutes from the July 25th COIDA board meeting. Board members were unable to approve these minutes at the August board meeting due to a lack of quorum. Board members were given a copy of the minutes prior to the meeting for review. D. Rowley made a motion to approve the meeting minutes. The motion was seconded by C. Robinson, and it was approved by the remaining members present.

J. Joyner also presented the meeting minutes from the August 22nd COIDA board meeting. There was no quorum at this meeting. Board members were given a copy of the minutes prior to the meeting for review. D. Rowley made a motion to approve the meeting minutes. The motion was seconded by J. Lord, and it was approved by the remaining members present.

TREASURER'S REPORT

Treasurer, J. Lord, requested that board members review the draft minutes from the September Audit & Finance meeting, as well as the August financial reports reviewed in that meeting, as a report of the Audit & Finance Committee.

BILLS & COMMUNICATIONS

M. Marino provided a report reviewing the bills to be paid, and the deposits that have been made since the September Audit & Finance meeting. All the expenses were normal operating expenses, with the largest being the rent payment for 189 Main Street to Melex, LLC. C. Gelbsman made a motion to approve payment of the bills. The motion was seconded by C. Robinson, and approved by the remaining members present.

COMMITTEE REPORTS

❖ GOVERNANCE COMMITTEE

The Governance Committee meeting is held quarterly, as such, there was no Governance meeting in the month of September. The next Governance Committee meeting will be held in December, 2019.

❖ AUDIT AND FINANCE COMMITTEE

The Audit and Finance Committee meeting was held on September 12th, 2019. Please refer to the 'Treasurer's Report', as the report for the Audit and Finance Committee.

❖ PROJECTS COMMITTEE

The Projects Committee meeting was held on September 12th, 2019. C. Robinson, Chair of the Projects Committee, requested that board members refer to the draft meeting minutes as a report of the Projects Committee.

NEW BUSINESS / UNFINISHED BUSINESS

- **Cooperstown Distillery** – J. Zakrevsky explained to the board that the Projects Committee reviewed the Uniform Criteria Evaluation for Projects for the Cooperstown Distillery Expansion Project. The Projects Committee recommended moving forward with the IDA administering the CDBG funds, on behalf of the Village of Cooperstown, and signing the sub-recipient agreement that has already been approved by the Village. Board member, C. Gelbsman, questioned whether IDA staff has enough time to administer these funds. J. Zakrevsky explained that he is confident that this project is on track and should be completed in a few short months, and doesn't feel that it will be a burden on IDA staff.
- **ESD** – Empire State Development sent the agency a final offering letter for redevelopment of the Rail Yards. The award would be in the amount of \$500,000 for a \$5mil project. Although no specific project has been identified, the award would be valid for the next few years. There is a \$250 fee for signing the offer.

RESOLUTIONS AND MOTIONS

Cooperstown Distillery – Sub-Recipient Agreement with Village of Cooperstown

Resolution authorizing the IDA to enter into a sub-recipient agreement with the Village of Cooperstown to administer CDBG funds for the Cooperstown Distillery Expansion.

RESOLUTION

A RESOLUTION TO ENTERING INTO A SUB-RECIPIENT AGREEMENT BETWEEN THE VILLAGE OF COOPERSTOWN AND THE COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY

WHEREAS, the Village of Cooperstown was awarded a \$100,000 Community Development Block Grant (CDBG) for equipment, furnishings and supplies for the expansion of the Cooperstown Distillery; and

WHEREAS, the Cooperstown Distillery will provide additional employment at its Cooperstown facilities which would be made available to persons of low and moderate income; and

WHEREAS, the County of Otsego Industrial Development Agency has had experience in administering CDBG programs in the past; and

WHEREAS, the Village of Cooperstown has indicated that it does not have the expertise to administer said grant, and

WHEREAS, the Village of Cooperstown at its Village Board meeting held on August 16, 2019, did authorize the Mayor to sign a sub-recipient agreement with the County of Otsego Industrial Development Agency to administer said grant, and

WHEREAS, the grant allows for payment of up to \$5,000 to administer said grant; now, therefore be it

RESOLVED, that the Chairman of the County of Otsego Industrial Development Agency is hereby authorized to sign a sub-recipient agreement with the Village of Cooperstown for the administering said grant for a sum of \$5,000.

D. Rowley made a motion to approve entering into a sub-recipient agreement with the Village of Cooperstown. P. Kennedy seconded the motion, and it was approved by the remaining members.

ESD Rail Yard Development Incentive Offer

Resolution authorizing the CEO of the agency to sign an incentive offer from Empire State Development for the redevelopment of the Rail Yards.

D. Rowley made a motion to approve the resolution. T. Armao seconded the motion, and it was approved by the remaining members.

Changes to Agency Whistleblower Policy

Resolution amending the agency's current whistleblower policy, by adding language found in Section A-3 of the General Municipal Law.

3.3 Whistleblower Policy

Every member of the board of Otsego Now, all officers, and employees thereof, in the performance of their duties shall conduct themselves with honesty and integrity and observe the highest standards of business and personal ethics as set forth in the Code of Ethics. The Agency's Whistleblower Policy adheres to Section A-3 of the General Municipal Law. Any dishonest and /or unethical acts may be reported without fear of retaliation. This can be found in the Agency policy manual. All employees, contracted individuals, board members, interns and volunteers are expected to follow all provisions of the Whistleblower Policy at all times.

Recommended Revised Whistleblowing Policy:

3.3 Whistleblower Policy

Every member of the board of Otsego Now, all officers, and employees thereof, in the performance of their duties shall conduct themselves with honesty and integrity and observe the highest standards of business and personal ethics as set forth in the Code of Ethics. The Agency's Whistleblower Policy adheres to ~~(Section A-3 of the General Municipal Law)~~ [Section 2867 of the NYS Public Authorities Law](#) and Otsego Now shall not fire, discharge, demote, suspend, threaten, harass or discriminate against an employee because of the employee's role as a whistleblower, insofar as the actions taken by the employee are legal. Any dishonest and /or unethical acts may be reported without fear of retaliation. This can be found in the Agency policy manual. All employees, contracted individuals, board members, interns and volunteers are expected to follow all provisions of the Whistleblower Policy at all times.

Sections in ~~(red)~~ are deleted and sections in [blue](#) have been added.

This Policy shall be added as a separate document to our web page.

J. Lord made a motion to approve submission of the grant application. C. Robinson seconded the motion, and it was approved by the remaining members.

PUBLIC COMMENT

There were no public comments.

ADJOURNMENT

There being no further business to discuss, D. Rowley made a motion to adjourn the meeting. P. Kennedy seconded the motion, and the meeting was adjourned at 8:24am.

UPCOMING MEETING SCHEDULE

- COIDA/OCCRC Audit & Finance Committee Meeting / Projects Committee Meeting – October 10th, 2019 at 8:00am
- COIDA/OCCRC Board Meeting – October 24th, 2019 at 8:00am.

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