

**COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY**  
**October 22<sup>nd</sup>, 2020**

**MEETING MINUTES**

*Due to the Coronavirus (COVID-19), Federal and State emergency bans on large meetings or gatherings, and pursuant to Governor Cuomo's Executive Order 220.1, issued on March 12, 2020 suspending the Open Meetings Law, this COIDA Board of Director's Meeting was held via video conferencing, instead of an open meeting for the public to attend. Members of the public were given instructions on how to join the meeting.*

**CALL TO ORDER**

Vice Chairman, D. Rowley, called to order the meeting of COIDA at 8:00am via video conferencing app GoToMeeting. J. Zakrevsky conducted roll call and determined there was a quorum. Voting members present electronically included:

David Rowley  
Cheryl Robinson  
Jeffrey Lord  
Joshua Edmonds

Patricia Kennedy  
Andrew Marietta  
Tom Armao

Absent Board Member(s): Jeffery Joyner, Craig Gelbsman

Also, in attendance:

**STAFF**

Jody Zakrevsky, **CEO**

**COUNSEL**

Kurt Schulte, **Agency Counsel**

**CHAIRMAN'S REMARKS**

Vice Chairman, D. Rowley, welcomed fellow board members and moved immediately into the agenda.

**MEETING MINUTES**

D. Rowley presented the meeting minutes from the September 24<sup>th</sup> COIDA board meeting. Board members were given a copy of the minutes prior to the meeting for review. A. Marietta made a motion to approve the meeting minutes. The motion was seconded by P. Kennedy, and it was approved by the remaining members present.

## BILLS & COMMUNICATIONS

J. Zakrevsky reviewed the bills and deposits since the October 8<sup>th</sup> Audit & Finance Committee meeting. There was only one bill to approve in this meeting; a bill from Paperkite for their services with the marketing campaign. T. Armao made a motion to pay the expenses listed. J. Edmonds seconded the motion and it was approved by the remaining members.

## COMMITTEE REPORTS

- ❖ **Audit & Finance** – The Audit & Finance Committee meeting was held on October 8<sup>th</sup>. J. Lord deferred the Board to the draft October 8<sup>th</sup> Audit & Finance minutes as a report of the Committee.
- ❖ **Governance Committee** – Governance Committee meetings are held quarterly. As such, there was not a Governance Committee meeting in October.
- ❖ **Projects Committee** – The Projects Committee meeting was held on October 8<sup>th</sup>. C. Robinson deferred the board to the draft October 8<sup>th</sup> Projects Committee meeting minutes as a report of the Project Committee meeting.

## NEW BUSINESS / UNFINISHED BUSINESS

- **Payment of Bills** – J. Zakrevsky spoke with the board about potential changes to the way that the agency pays bills. Currently, expenses are approved at board meetings, checks for those expenses are cut, and two board members are required to sign each check. Prior to the pandemic, board members would sign checks at in-person board meetings, but with virtual board meetings, it has been challenging to get board members to sign. Online bill pay had come up in previous meetings, but there is no way for two-person review prior to submitting payment. There was a brief discussion over the current policies and active signatories on the board, and J. Zakrevsky asked if there were any suggestions to make the process a bit easier. A. Marietta questioned why J. Zakrevsky wasn't a signatory, since he would have the easiest ability to sign. Working in non-profits, A. Marietta mentioned that most executive directors can sign checks. J. Edmonds asked if the two-party authorization is required for checks of any amount, and J. Zakrevsky confirmed. J. Edmonds noted that since we have a third-party (Jim Lozano, CFO) who audits the books each month, we already have an added layer of security to the process. A. Marietta suggested that J. Zakrevsky be a single signer for any checks under \$5,000, and any checks above that threshold require two-party signatures. P. Kennedy agreed, and noted that since M. Marino draws the checks, there would still be a separation of duties with J. Zakrevsky signing. D. Rowley questioned what Mostert, Manzanero, & Scott's (audit firm) opinion on this was. J. Zakrevsky advised that since this issue just came up in recent days, there hasn't been a chance to ask them, but he will reach out to Mary Manzanero and get her opinion. J. Lord also agreed with the suggested system, and also noted the three layers of review between M. Marino, J. Zakrevsky, and the CFO. P. Kennedy suggested that this be written up as a policy, so that it can be reviewed by the board and memorialized, and then passed as a resolution.
- **Custom Electronics** – Custom Electronics dropped off their final list of receipts/expenses, so that J. Zakrevsky can begin working on the final drawdown request, which will effectively close out the grant, as they've also already hit their target goal of 50 new employees.
- **Cooperstown Distillery** – J. Zakrevsky advised he will be attending the public hearing in Cooperstown to close out this CDBG grant. There is one final drawdown for administrative and program delivery costs.

- **Brooks Bottling** – J. Zakrevsky met with Ryan Brooks who advised that they would like to close on a new property in late Spring of 2021, most likely June. They are interested in applying for any type of financial assistance for their expansion project. They discussed the CDBG application process, based on the creation of 50 new jobs over an 18-month period. They also discussed Excelsior tax credits from ESD, that they would likely be eligible for based on the costs of acquisition of the property, renovation, and specialized equipment. J. Zakrevsky advised that Brooks would need to apply for those tax credits on their own, as ESD doesn't recommend third parties completing them. J. Zakrevsky also recommended that Brooks confer with their bank about possible tax-exempt bond issuance. The last recommendation would be to apply for a PILOT, mortgage recording exemption, and sales tax exemptions, also through the IDA.
- **Richfield Springs** – J. Zakrevsky had a meeting in Richfield Springs with the both the Village board and the Town board, and Cynthia Andela, of Andela Products. Currently, most board members, on both boards, support moving forward with water/sewer district. However, the Supervisor is concerned and questioned the IDA couldn't just enter into an agreement with the Village for the district. J. Zakrevsky explained that without the district, should, for example, Andela not pay their water bill, the Village would have no recourse other than to shut the water off, but would not be able to recoup the money owed. With the district, the Town could put a tax-lien on the property, which should make it more palatable for the Village to want to enter into this agreement.
- **2021 Budget** – Board members were given a draft copy of the 2021-2024 budget to review prior to the meeting. J. Zakrevsky advised that the only edit he made was that he added the Richfield Springs project to account for revenues/expenditures in the amount of approximately \$2.4million for the water/sewer extensions. He noted that the state comptroller who audited us noted that this is just a budget and a plan, so if we don't move forward with the Richfield Springs project, it doesn't really affect our regular operating budget. J. Edmonds questioned where we were with getting a commitment from Andela to move forward with their expansion into the Richfield Springs Business Park. J. Zakrevsky advised that he has spoken with Cynthia Andela further and he reminded her that by January, early February at the latest, that she need to have her financing in place to commit to this project. He also noted that there is not just a push from our office to firm up her commitments, but also from both the Town board and Village board. D. Rowley questioned that if Andela does secure financing, does J. Zakrevsky believe that the two government organizations are ready to move forward. J. Zakrevsky confirmed that yes, he does. A. Marietta asked if the revisions to the updated budget are substantially different with the addition of the Richfield Springs project. J. Zakrevsky noted that the big difference is that, in order to make the project happen, he anticipates the need to do a tax-exempt anticipation note for \$1.2million. The first year would show the small surplus we're anticipating. The following year's budget, the bond issue would drop from \$1.2million to \$850,000, because we would receive the state's reimbursement that we were granted for \$325,000. At that time, we would also be projecting revenues based on Andela paying off the bond issuance. The 2<sup>nd</sup>-4<sup>th</sup> year budgets would balance, so it would be the 1<sup>st</sup> year budget that is taking the hit with its surplus. Updated budgets were sent out to the board, so they could review these numbers. A. Marietta also brought up the County's budget and the intent (the budget has yet to be approved) by the County to, in 2021, continue paying the \$5,000 memberships to both Southern Tier 8 and to MVEDD (which is matched by the IDA). He asked that J. Zakrevsky send a letter to the County board explaining the value of Southern Tier 8 and MVEDD to our County. He doesn't anticipate them being dropped from the budget, but insists a letter from J. Zakrevsky couldn't hurt.

## **RESOLUTIONS AND MOTIONS**

### **Adoption of 2021 IDA Budget for PARIS Reporting**

J. Zakrevsky provided board members with a 2021 budget for the IDA to be filed with PARIS. J. Zakrevsky requested approval to submit the budget into the PARIS system.

T. Armao made a motion to approve the 2021 IDA budget presented. P. Kennedy seconded the motion, and it was approved by the remaining board members.

## **PUBLIC COMMENT**

There were no public comments.

## **ADJOURNMENT**

There being no further business to discuss, C. Robinson made a motion to adjourn the meeting. J. Edmonds seconded the motion, and the meeting was adjourned at 8:27am.

## **UPCOMING MEETING SCHEDULE**

- COIDA/OCCRC Audit & Finance Committee Meeting / Projects Committee Meeting – November 12<sup>th</sup>, 2020 at 8:00am
- COIDA/OCCRC Board Meeting – TBD

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