

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

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At the Board Meeting of the Counties of Warren and Washington Industrial Development Agency held on **September 16, 2019** at the Washington County Municipal Center, Fort Edward, NY, the following members were:

| | | |
|----------------------|------------------|--|
| PRESENT: | Dave O'Brien | Chair |
| | Craig Leggett | Vice Chair |
| | Michael Bittel | Sec/Treasurer |
| | Brian Campbell | Member At-Large/Park Chair/Contracting Officer |
| | Bruce Ferguson | WWIDA/WWCDC Member |
| | Ginny Sullivan | WWIDA/WWCDC Member |
| | Travis Whitehead | WWIDA/WWCDC Member |
| ABSENT: | Matt Simpson | WWIDA/WWCDC Member |
| | Nick Caimano | WWIDA/WWCDC Member |
| | Mike Wild | WWIDA/WWCDC Member |
| ALSO PRESENT: | Alie White | Office Administrator |
| | Kara Lais, Esq. | FitzGerald Morris Baker Firth PC |
| | Jack Kelley | Coldwell Banker Commercial |
| | Paul Hoffmann | Director of Operations @ John Kubricky & Sons |
| | Scott Kubricky | CEO/Owner @ John Kubricky & Sons |

The minutes of the meeting were taken by Alie White, Office Administrator. The Acting Chair called the meeting to order at 4:10 p.m. Attendance was taken by roll call and the needed quorum was confirmed.

Ms. Lais led election proceedings.

Mr. Bittel made the motion to nominate Mr. O'Brien as Chair and Mr. Campbell seconded.

Mr. Whitehead nominated Mr. Campbell.

Mr. Campbell withdrew his nomination due to personal time-constraints.

Mr. Whitehead expressed concern for Mr. O'Brien's nomination for Chair, stating Mr. O'Brien doesn't elicit information and opinions from members and make sure they are well informed prior to votes. He also stated concerns for Mr. O'Brien assuming too much that the members are uninterested. He also noted the Chair should not be in the position of debating. Mr. Whitehead also expressed concerns for the new Chair to be sure the membership is more involved in what's going on.

Mr. Ferguson shared some of Mr. Whitehead's concerns and asked Mr. O'Brien if there was conflict with any other agency he was involved in. Mr. O'Brien stated there was no conflict of interest.

Mr. Bittel stated he has worked with Mr. O'Brien for 10+ years and he has vast experience and works well with others.

Mr. Campbell stated he believes Mr. O'Brien has heard the concerns and will reach out to anyone that has questions, as would be anyone's responsibility as Chair.

The motion carried as follows:

| VOTING: | AYES | NAYS | ABSTAIN | ABSENT |
|------------------|-------------|-------------|----------------|---------------|
| Matt Simpson | | | | X |
| Dave O'Brien | | | X | |
| Michael Bittel | X | | | |
| Craig Leggett | X | | | |
| Bruce Ferguson | X | | | |
| Ginny Sullivan | X | | | |
| Nick Caimano | | | | X |
| Mike Wild | | | | X |
| Travis Whitehead | | X | | |
| Brian Campbell | X | | | |
| TOTALS | 5 | 1 | 1 | 3 |

Mr. Bittel then made a motion to elect Mr. Leggett as Vice Chair and Mr. Campbell seconded. A roll call vote carried unanimously.

Mr. O'Brien appointed Mr. Campbell as Member At-Large until the next election and appointed Mr. Bittel as Audit and Finance Committee Chair.

Approval of minutes:

Mr. Campbell made a motion to approve the minutes of the August 12, 2019 Board Meeting minutes. Ms. Sullivan seconded the motion and all voted in favor of the motion by voice vote.

Accounts Payable:

Chair O'Brien presented the payables. Mr. Leggett made a motion to approve the August Accounts Payable and Mr. Campbell seconded the motion. Motion was carried and approved by roll call vote.

Park Business –

Mr. O'Brien introduced Mr. Jack Kelley to present a proposal for a sale of some IDA lots. Mr. Kelley's clients requested an Executive Session as pursuant to Section 105 – public discussion of sale prior to purchase could affect value. Mr. Campbell made a motion to go into Executive Session and Mr. Leggett seconded. The motion carried as follows:

| VOTING: | AYES | NAYS | ABSTAIN | ABSENT |
|------------------|-------------|-------------|----------------|---------------|
| Matt Simpson | | | | X |
| Dave O'Brien | X | | | |
| Michael Bittel | X | | | |
| Craig Leggett | X | | | |
| Bruce Ferguson | X | | | |
| Ginny Sullivan | X | | | |
| Nick Caimano | | | | X |
| Mike Wild | | | | X |
| Travis Whitehead | | X | | |
| Brian Campbell | X | | | |
| TOTALS | 6 | 1 | 0 | 3 |

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|--|--|--|--|--|

Old Business:

Tax Abatement Policy Updates:

Mr. O'Brien stated this item has been on the agenda for months without any action and requested the Board's opinion of removing it off the agenda.

Mr. Bittel suggested tabling this agenda item until a time where a member wanted to propose discussing a specific suggestion or opportunity.

Mr. Whitehead reiterated the 485B is a good starting point for negotiations as many other IDA's do the same and noted the IDA can go up from there if job count is risen.

Mr. O'Brien stated a 485B can be received without going through the IDA and negotiating would be more time consuming than what it already is. He also stated job count is not the only deciding factor as is Washington County being a distressed area.

Mr. Campbell agreed that the customer wouldn't need to fill out an application and pay the admin fee to receive a 485B. He suggested a "cheat sheet" where it's easily determinable what project should get what PILOT. He stated he didn't have a problem with starting at the lowest level and working up from there.

Mr. Leggett asked if there were any projects that were dissatisfied with the IDA's PILOTS.

Mr. Ferguson didn't recall in his past experience where packages offered where an issue with project customers.

Mr. Bittel suggested when a board member wants to suggest a change to the by-laws, etc., that board member should be specific on the changed requested and send to other board members prior to further discussion.

PILOT Billing Update:

Ms. White stated six projects have paid their school taxes, as listed under the PILOT Pass-Through Payments section of the agenda. Two more checks were also received earlier that day but had not yet been processed. She also stated ICC4 West Main LLC are still late on making their Village Tax payment.

Priority List Update:

Mr. O'Brien stated the final audit has not been delivered from WDR yet. When completed, it will be distributed to the members for review although approval would not be needed.

Mr. Bittel suggested inviting Colin Combs from WDR to the Board meeting, when the audit is complete, to explain his audit findings.

Retention Policy:

Mr. O'Brien noted the retention policy Mr. Brandi had drawn up were in the meeting packets for review. He summarized by stating the IDA is adopting the MI-1 policy for retaining records.

Sexual Harassment/Violence in the workplace training:

Ms. White stated there is a list in the meeting packets showing where each member is at with their training.

FMBF Training with Alie:

Ms. Lais stated meeting with Mr. Brandi and Ms. White to answer some questions about the bond projects.

WWIDA Costs and Fees Amendments Follow-up:

Ms. Lais presented Mr. Brandi's research in his absence. She stated Clinton County's application fee was \$1,500 with \$750 going towards closing costs. Saratoga County charged \$250 and Franklin County charged \$3,000 with \$2,500 going towards closing costs. She also noted some counties use sliding scales where projects up to 2 million would have a \$500 application fee, 2 million to 4 million would have a \$1,000 fee, etc.

Mr. Whitehead agreed with counties that had portions of the application fee discount the closing costs.

Mr. O'Brien stated a sliding scale might be more appropriate depending on the project size.

Ms. Lais agreed there is value in collecting more up front with a portion to be applied toward the closing costs as a precaution should a project withdraw before closing. She also noted project timing plays a factor in collecting the security deposit.

Mr. Leggett stated the ability to costs low to the applicant is important as most projects would be on the smaller side and also agreed discounting the closing costs was a good idea.

Mr. O'Brien asked Ms. Lais to draw up documentation for the Executive Committee to review at their next meeting.

Covenant on Unattractive Property in Phase I

Mr. O'Brien stated Phase I did not have a covenant of maintaining the upkeep of properties. A good will letter is intended to be sent to the company requesting upkeep.

New Business

SUNY Adirondack Classes

Ms. White stated she will be attended some continuing education classes to further her understanding of office procedures and programs, with more specific information included in the meeting packets for members to review.

Office Administration

Mr. O'Brien wanted to note significance in the detail, information and processes Mrs. Blondo had prepared during her Office Administration position at the IDA.

Financial Disclosures

Mr. O'Brien stated the county that appointed the members is responsible for getting financial disclosures and updating that information annually.

Transfer of funds between the CDC and IDA

Mr. O'Brien stated the CDC does not pay any of the expenses of the IDA including office, staff, equipment etc. He wishes to defer the subject until more time can be spent on resolving the issue.

Relocation Guide

In response to an email Mr. Leggett had forwarded to the Board members in regards to Chautauqua County's Relocation Guide, Ms. White requested a copy of that guide to pass around to all the members for review.

Proposed Budget

Mr. O'Brien stated a proposed budget for 2020 has been started for the IDA and CDC. Preliminary reports were included in the meeting packets, Mr. O'Brien suggested the members review the reports for the next meeting.

Direction

Mr. O'Brien stated he would like to take the initiative to reach out to other companies such as the EDC and Glens Falls IDA to discuss marketing and bringing jobs into the area and eventually getting legislators involved as well. He noted continued maintenance of ongoing projects produces necessary expenses with little income to cover those expenses. And other avenues will need to be researched to find a way to bring in more income.

Mr. Leggett mentioned shared services between companies to create efficiencies.

Executive Director

Mr. O'Brien noted a proposed job description for Executive Director included in the meeting packets. This person would be an active prospect to find opportunities, attract people to the area, and develop a marketing plan.

Mr. Bittel stated this position would be part time, seeking someone passionate about the community, and who works well with others.

Mr. Whitehead noted a commission plus stipend for the Executive Director position. He also noted downstate commercial realtors could be approached to have them contact their clients to consider bringing projects upstate and share in the commission.

Mr. O'Brien stated the sale of a lot takes several months and found in his experience bad work ethic can be created with commission-only earnings. He also stated this position would be 20 hours a week with a salary of \$25,000 plus 7% commission on sales and no other benefits.

Discussion led to the sales commission, how it would be split with outside sales and other realtors and it was decided more research needed to be done before deciding on those specifics.

Misc.

Ms. White requested the members to let her know whether they intend to be present at meetings to be sure quorum is met.

She also asked the members if emailing the meeting packets was sufficient or if anyone would still prefer meeting packets mailed to them, it was decided emailing was sufficient.

Ms. White stated that Adirondack Shredding was going to be at the office on September 18th to dispose of 49 file boxes that no longer need to be retained.

Mr. O'Brien stated the IDA/CDC policy manual will be reviewed and updated as necessary, any changes to be made will be brought to the Board for approval.

Adjournment: There being no further business, a motion was made by Mr. Bittel and seconded by Mr. Campbell to adjourn the IDA Board Meeting and move into the CDC Board Meeting. All voted in favor of the motion by voice vote. Chair O'Brien adjourned the meeting at 6:08 p.m.

Date 10-21-19


Secretary/Treasurer