



**Thursday, May 4, 2017  
Upstate MedTech Centre – Suite 107  
4:00 PM**

**GCEDC MINUTES**

**Attendance**

Board Members: M. Wiater, M. Gray, C. Yunker, J. Rizzo, M. Davis, P. Battaglia, P. Zeliff

Staff: S. Hyde, L. Farrell, M. Masse, E. Richardson, C. Suozzi, R. Tabelski, P. Kennett

Guests: H. Upson (GGLDC Board Member), G. Torrey (GGLDC Board Member), S. Noble-Moag (GGLDC Board Member), J. Krencik (The Daily News), R. Gaenzle (Harris Beach), Julie Pacatte (Batavia Development Corp), T. Felton (GGLDC Board)

Absent:

**1.0 Call to Order**

P. Battaglia called the meeting to order at 4:05 p.m. in the Upstate MedTech Centre Innovation Zone conference room.

**1.1 Enter Executive Session**

M. Wiater made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 4:05pm for the following reasons:

1. The medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation.

The motion was seconded by C. Yunker and approved by all members present.

M. Gray excused left the room from 5:00-5:05 p.m.

**1.2 Enter Public Session**

C. Yunker made a motion to enter back into public session at 5:05 p.m., seconded by J. Rizzo and approved by all members present.

**2.0 Chairman’s Report & Activities**

**2.1 Upcoming Meetings –** P. Battaglia reviewed the upcoming meeting dates with the Board.

**Next Scheduled Board Meeting: Thursday, June 1<sup>st</sup> at 4:00pm**

STAMP Committee Meeting: Tuesday, May 25<sup>th</sup> at 8:00am – *rescheduled to Tuesday, May 30<sup>th</sup> at 10:00am*

Audit & Finance Committee Meeting: Tuesday, May 30<sup>th</sup> at 3pm – *rescheduled to 8:30am*

Governance & Nominating Committee Meeting: Thursday, June 1<sup>st</sup> at 3:00pm

**2.2 Agenda Additions / Deletions / Other Business –**

**C. Yunker made a motion to add item 6.3 CC Environment & Planning Contract to the agenda; the motion was seconded by P. Zeliff. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zeliff -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	Yes		

**C. Yunker made a motion to remove item 5.1 Officer Appointments from the agenda; the motion was seconded by M. Wiater. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zeliff -	Yes
M. Davis -	Yes	M. Gray -	Yes

J. Rizzo - Yes

The item was approved as presented.

### 2.3 Minutes: March 30, 2017

**C. Yunker made a motion to approve the March 30, 2017 meeting minutes as presented; the motion was seconded by M. Davis. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zelff -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	Yes		

The item was approved as presented.

## 3.0 Report of Management

**3.1 Genesee and Mohawk Valley Railroad – Final Resolution** – C. Suozzi shared that Genesee and Mohawk Valley Railroad (GMVR) is a third-party logistics provider. They assist local companies with increasing warehouse space needs. Local companies can outsource warehouse space and services that will have a positive impact on their business by moving from a fixed cost to a variable cost. This provides a win-win solution for a local company. GMVR is looking to expand this facility due to the increase in demand from local customers and is planning to add 12,260 sq. ft. for a total of 37,160 sq. ft.

The company is seeking assistance from the GCEDC with a sales tax exemption valued at approx. \$42,912 and a property tax exemption, based on the incremental increase in assessed value, valued at approx. \$99,226. The company is planning to invest approx. \$1,011,000 into this project.

The Board reviewed the Statement of Compliance of Project Criteria. See 'Attachment A'.

Resolution No. 05/2017-01

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (i) MAKING A DETERMINATION WITH RESPECT TO THE GENESEE & MOHAWK VALLEY RAILROAD CO., INC. PROJECT (THE "COMPANY") PROJECT PURSUANT TO SEQRA, (ii) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF AN AGENT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, TAX AGREEMENT AND RELATED DOCUMENTS; (iii) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION, RECONSTRUCTION, RENOVATION AND EQUIPPING OF THE PROJECT, AND (B) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A TAX AGREEMENT; AND (iv) AUTHORIZING THE EXECUTION AND DELIVERY OF RELATED DOCUMENTS.

**M. Gray made a motion to approve the Genesee and Mohawk Valley Railroad – Final Resolution No. 05/2017-01; the motion was seconded by M. Wiater. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zelff -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	Yes		

The item was approved as presented.

## 4.0 Audit & Finance Committee – M. Gray

**4.1 1<sup>st</sup> Quarter 2017 Financial Statements** – M. Gray reviewed the financial statements with the Board. All expenditures are in line with the budget except as noted. These have been recommended for approval by the Committee.

**M. Gray made a motion to approve the 1<sup>st</sup> Quarter 2017 Financial Statements; the motion was seconded by P. Zeliff. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zeliff -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	Yes		

**The item was approved as presented.**

**4.2 Mowing Contract for Corporate Parks –** M. Gray reviewed bids received for mowing at the parks with the Board. It was recommended that S&S Trucking be awarded the contracts for mowing STAMP properties as the lowest responsive, responsible bidder for a price not to exceed \$4,380 and McKenzie Landscaping be awarded the contract for mowing Gateway I and AppleTree Acres as the lowest responsive, responsible bidder for a price not to exceed \$455 by the Committee.

**M. Gray made a motion to approve the Mowing Contracts as presented; the motion was seconded by J. Rizzo. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zeliff -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	Yes		

**The item was approved as presented.**

## **5.0 Governance & Nominating Committee – J. Rizzo**

**5.1 Officer Appointments – Removed from the agenda.**

**5.2 Authorization for Individuals to Obtain Bank Acct. Information –** J. Rizzo shared that L. Farrell and P. Kennett are not authorized bank account signers but need authorization to request information regarding the bank accounts. This has been recommended for approval by the Committee.

**J. Rizzo made a motion to approve L. Farrell and P. Kennett as Authorized Individuals to Obtain Bank Acct. Information; the motion was seconded by M. Wiater. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zeliff -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	Yes		

**The item was approved as presented.**

**5.3 Authorized Signers of Contracts, Agreements, Etc. –** J. Rizzo shared that currently the authorized signers of agreements, contracts, etc. are the Chair (per Bylaws), Vice Chair (per Bylaws), President & CEO (Per Bylaws), Sr. VP of Operations and VP of Business Development. No changes are suggested and this list is recommended for approval by the Committee.

**J. Rizzo made a motion to approve the Authorized Signers of Contracts, Agreements, Etc.; the motion was seconded by M. Wiater. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zeliff -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	Yes		

**The item was approved as presented.**

**5.4 Code of Ethics** – J. Rizzo shared that a revision to the Agency’s current code of ethics has been pending for some time now. The Committee has discussed it as thoroughly as possible and the Committee is split evenly between the two proposals before the Board today. The Committee felt that a decision needed to be made so they decided to bring this before the full Board without a recommendation for consideration.

The two proposals are i) best practices policy, developed by the Authorities Budget Office (ABO), and ii) Genesee County’s code of ethics policy that has been adapted by Harris Beach for our use to ensure compliance with Public Authorities Law. There is no difference in what constitutes a conflict of interest between the two policies. There is no difference between how a board member would handle a conflict of interest between the two policies. There is a difference in handling what is defined under the ABO proposal as a perceived conflict. There are provisions within their “best practices” proposal that do not appear within the revised County proposal.

As the Chairman of the Governance Committee, J. Rizzo feels strongly that the Board should adopt the more restrictive code, the ABO proposal. He felt that way at the onset of the Committee’s review of these policies and he feels that way even more now given what has transpired on a Statewide basis from the time the Committee began to discuss this. He feels that it’s important as a Board that we send out a message and create an atmosphere that indicates that we are taking the most stringent stand we can to be certain that we are acting in an open and transparent way in conducting our business.

P. Battaglia asked if someone could describe in more detail the differences between the two policies, as it relates to the perceived conflicts of interest.

R. Gaenzle shared that the County’s policy doesn’t address perceived conflicts. The ‘best practices’ ABO policy does address appearances of conflicts. There are statutory conflicts that you can’t “policy” around; that you are bound by as public officers. R. Gaenzle cannot recommend one policy over the other but he does agree with J. Rizzo that the ‘best practices’ policy is more stringent.

M. Wiater questioned whether both policies would withstand scrutiny by the ABO?

R. Gaenzle shared that either policy for compliance purposes will work. The ABO requires that the Board has a code of ethics policy, but cannot tell you that you must adhere to their specific policy.

M. Wiater shared that she is in favor with ABO best practices policy. She has always been an advocate of addressing both conflicts and perceived conflicts.

P. Battaglia shared that he is in support of the adapted County policy and sees no reason to do different than the County.

**C. Yunker made a motion to approve the Code of Ethics as adapted by Harris Beach from Genesee County; the motion was seconded by P. Zelif. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	No	P. Zelif -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	No		

**The item was approved as presented.**

J. Rizzo and M. Wiater ask that the record show they voted ‘no’ because they were in favor of the other proposed policy.

**6.0 STAMP Committee – P. Zelif**

**6.1 Demolition Contract for Houses & Barns** – P. Zelif shared that the GCEDC ran an advertisement requesting bids for the demolition of 3 houses and 2 barns, along with asbestos remediation on two of the

structures. A total of five bids were received, and publicly opened on April 20, 2017 at the GCEDC offices. The bids were as follows:

1. \$152,933.00 - American Environmental & Asbestos Remediation Corp.
2. \$196,600.00 - Regional Environmental Demolition, Inc.
3. \$239,700.00 – Mark Cerrone, Inc.
4. \$286,219.10 – RKK, LLC
5. \$437,941.00 – Zoladz Construction, Inc.

After reviewing the bids for completeness, Clark Patterson Lee recommends that the Board pass a resolution “Accepting all Base Bids received from America Environmental & Remediation Corp., for a total amount of \$152,933.00 and awarding the contract to them.” This will be covered under the \$33M ESD Grant. This is being recommended for approval by the Committee.

**P. Zeliff made a motion to approve the Demolition Contract for Houses & Barns; the motion was seconded by J. Rizzo. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zeliff -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	Yes		

**The item was approved as presented.**

**6.2 Demolition Air Monitoring Contract** – P. Zeliff shared that Clark Patterson Lee solicited two bids for the air monitoring of the demolition of structures at the STAMP site. Based on the company’s daily monitoring rate, and assuming a 25-day schedule for demolition, the bid results are as follows:

1. \$12,000.00 – Envoy Environmental Consultants, Inc.
2. \$13,750.00 - AECC Environmental Consulting

It is being recommended to accept the base bid received from Envoy Environmental Consultants, Inc. for \$12,000. This will be covered under the \$33M ESD Grant.

**P. Zeliff made a motion to approve the Demolition Air Monitoring Contract; the motion was seconded by J. Rizzo. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zeliff -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	Yes		

**The item was approved as presented.**

**6.3 Cultural Resource Investigation Contract – Phase IA/IB for Offsite Sanitary Sewer within Federal ROW** – P. Zeliff shared a proposal from CC Environment & Planning to complete Phase IA/IB Cultural Resource Investigation for the STAMP Offsite Sewer Project within Iroquois National Wildlife Refuge. The total amount for this contract is not to exceed \$23,575. This will be covered under the \$33M ESD Grant. This is being recommended for approval by the Committee.

**P. Zeliff made a motion to approve the Phase 1A and 1B; the motion was seconded by C. Yunker. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
M. Wiater -	Yes	P. Zeliff -	Yes
M. Davis -	Yes	M. Gray -	Yes
J. Rizzo -	Yes		

The item was approved as presented.

**7.0 Employment & Compensation Committee**

7.1 Nothing at this time.

**8.0 Other Business**

**9.0 Adjournment**

As there was no further business, C. Yunker made a motion to adjourn at 5:30p.m., which was seconded by J. Rizzo and passed unanimously.