



## **GGLDC Audit & Finance Committee Meeting**

**Thursday, March 25, 2021**

**Location - Electronically**

**3:00 p.m.**

### **MINUTES**

#### **ATTENDANCE**

Committee Members: T. Bender, P. Battaglia, D. Cunningham, T. Felton

Staff: L. Farrell, M. Masse, L. Casey, P. Kennett, J. Krencik, S. Hyde, C. Suozzi

Guests: M. Gray (GCEDC Board Member), P. Zeff (GCEDC Board Member),

Absent:

#### **1. CALL TO ORDER / ENTER PUBLIC SESSION**

D. Cunningham called the meeting to order at 3:36 p.m. via conference call / video conference.

Because of the Novel Coronavirus (COVID-19) Emergency and State and Federal bans on large meetings or gatherings and pursuant to Governor Cuomo's Executive Order 202.1 issued on March 12, 2020 suspending the Open Meetings Law, this Meeting is being held electronically via conference call / video conference instead of a public meeting open for the public to attend in person.

#### **2. CHAIRMAN'S REPORT & ACTIVITIES**

##### **2a. Agenda Additions / Other Business –**

##### **2b. Minutes: March 4, 2021**

**T. Bender made a motion to recommend approval of the March 4, 2021 minutes; the motion was seconded by T. Felton. Roll call resulted as follows:**

T. Felton - Yes

P. Battaglia - Yes

T. Bender - Yes

D. Cunningham - Yes

**The item was approved as presented.**

#### **3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD:**

**3a. 12/31/20 Audit** - David Brownell of Mostert, Manzanero & Scott, LLP reviewed the audit with the committee. The management letter states that no material weaknesses in internal controls were identified during the audit. It is their opinion that the audited financial statements present fairly, in all material respects, the financial position of the GGLDC as of December 31, 2020 in accordance with accounting principles generally accepted in the United States of America.

**T. Felton made a motion to recommend to the full Board the approval of the 12/31/2020 Audit; the motion was seconded by P. Battaglia. Roll call resulted as follows:**

T. Felton - Yes  
P. Battaglia - Yes  
T. Bender - Yes  
D. Cunningham - Yes

**The item was approved as presented.**

**3b. PSA for Ag Park Resolution** – The GGLDC has received a Purchase and Sale Agreement from HP Hood, LLC to acquire tax parcels 13.-1-167.1, 13.-1-176.11 and 13.-1-87.124 (comprising approximately 50.57 acres with 30.42 being buildable) in its entirety for \$1,521,000. Please note that there may be minor revisions to the agreement during attorney review. If any material terms and conditions change, the revised agreement will be brought back for reapproval.

Fund Commitment: Legal fees to Harris Beach not to exceed \$17,500 for the transaction.

Resolution No. #03/2021 - 01

RESOLUTION OF THE GENESEE GATEWAY LOCAL DEVELOPMENT CORPORATION, AS THE MANAGING MEMBER OF GENESEE AGRI-BUSINESS LLC AUTHORIZING (I) THE SALE OF CERTAIN LANDS OWNED BY GENESEE AGRI-BUSINESS LLC TO HP HOOD LLC COMPRISING APPROXIMATELY 50.6 +/- ACRES LOCATED IN THE TOWN OF BATAVIA, GENESEE COUNTY, NEW YORK, AND KNOWN AS TAX PARCELS 13.-1-167.1, 13.-1-176.11 AND 13.-1-87.124 (THE "LAND"), AND (II) THE EXECUTION AND DELIVERY OF A PURCHASE AND SALE AGREEMENT FOR THE CONVEYANCE OF THE LAND AND THE EXECUTION AND DELIVERY OF DOCUMENTS NECESSARY AND INCIDENTAL THERETO

**P. Battaglia made a motion to recommend to the full Board the approval of the Purchase and Sale Agreement, authorizing resolution #03/2021-01, and payment of legal fees in connection with the closing not to exceed \$17,500; the motion was seconded by T. Bender. Roll call resulted as follows:**

T. Felton - Yes  
P. Battaglia - Yes  
T. Bender - Yes  
D. Cunningham - Yes

**The item was approved as presented.**

**3c. Fraser – Branche Loan Re-Approval** - In February 2020 Fraser-Branche Property, LLC applied for a \$150,000 loan from the GGLDC's RLF #2 that was approved by the Board and a commitment letter was issued. The commitment was extended twice before its expiration in October of 2020. The company's project had taken longer than anticipated due to many unforeseen issues, the biggest of which was Covid. The Company has acquired the building and is almost complete with the renovations and is seeking reapproval of their original loan request to serve as the gap financing on the project. The terms are \$150,000 loan to be repaid based on a ten-year amortization at Prime Rate, adjusted annually in January with a floor of 3%. The loan shall bear the personal guarantees of the members as well as a third lien position in the facility.

Fund Commitment: \$150,000 from GGLDC RLF #2,

**T. Bender made a motion to recommend to the full Board the reapproval of \$150,000 loan to Fraser-Branche Property, LLC at Prime Rate of interest, adjusted annually in January with a floor of 3%; the motion was seconded by P. Battaglia. Roll call resulted as follows:**

T. Felton - Abstain  
P. Battaglia - Yes  
T. Bender - Yes  
D. Cunningham - Yes

**The item was approved as presented.**

**3d. BETP Right of First Refusal**– The GGLDC has prepared a Right of First Refusal Agreement from a potential retail project to acquire approximately 2.59 buildable acres out of tax parcel 19.-1-74. The term of the agreement is for one year, with one additional year possible under a renewal. The cost would be \$500.00 non-refundable, but could be credited against the purchase price if acquired.

**T. Bender made a motion to recommend to the full Board approval of the BETP Right of First Refusal as presented; the motion was seconded by T. Felton. Roll call resulted as follows:**

T. Felton - Yes  
P. Battaglia - Yes  
T. Bender - Yes  
D. Cunningham - Yes

**The item was approved as presented.**

**3e. Caccamise Loan**– Michael Caccamise had an outstanding loan with the Chamber of Commerce in the amount of \$10,554.95 when the GGLDC acquired the entire loan portfolio. This loan will be refinanced at a lower amount. The proposal being put forth is four years of payments at \$200 per month with an interest rate of Prime. This will result in a loan amount of \$8,990.79, resulting in a bad debt write-off of \$1,564.16.

Fund Commitment: Legal fees for new documents.

**P. Battaglia made a motion to recommend to the full Board approval of four years of payments at \$200 per month with an interest rate of Prime; the motion was seconded by T. Bender. Roll call resulted as follows:**

T. Felton - Yes  
P. Battaglia - Yes  
T. Bender - Yes  
D. Cunningham - Yes

**The item was approved as presented.**

**3f. Workforce Development Agreement with BOCES** – As presented at the last Audit and Finance Committee meeting, the GGLDC has been pursuing a local workforce training program to assist local food processing companies, as well as other local companies, with getting their employees additional skills related to mechatronics. This program will create new training pathways for kids and adults to be

able to further their careers in industry or pursue a degree. The first step in developing a local workforce training program is finding partners to help fund, secure a location, acquire equipment, and provide instruction.

The workforce agreement between the GGLDC and GV Boces allows the GGLDC to provide a grant to GV Boces to acquire the necessary equipment to provide the training services out of their Batavia Campus.

Fund Commitment –Not to exceed \$684,000. Strategic Investments were reviewed and there are enough funds to cover this. It is anticipated that future OCR loan repayments from loans recently approved for HP Hood and Upstate Niagara will replenish strategic investments. A distribution from the GAB, LLC to the GGLDC will be done to make this payment.

**P. Battaglia made a motion to recommend to the full Board approval of the Workforce Development Agreement with BOCES, as well as distribution from the GAB, LLC to the GGLDC not to exceed \$684,000; the motion was seconded by T. Bender. Roll call resulted as follows:**

T. Felton - Yes  
P. Battaglia - Yes  
T. Bender - Yes  
D. Cunningham - Yes

**The item was approved as presented.**

**3g. Workforce Development Agreement with Upstate Niagara** – As presented at the last Audit and Finance Committee meeting, the GGLDC has been pursuing a local workforce training program to assist local food processing companies, as well as other local companies, with getting their employees additional skills related to mechatronics. This program will create new training pathways for kids and adults to be able to further their careers in industry or pursue a degree. The first step in developing a local workforce training program is finding partners to help fund, secure a location, acquire equipment, and provide instruction.

The workforce agreement between the GGLDC and Upstate Niagara Cooperative allows Upstate Niagara to be reimbursed up to \$25,000 for training costs attributable to their employees who go through the program and receive a certificate.

Fund Commitment –Not to exceed \$25,000.

**P. Battaglia made a motion to recommend to the full Board approval of the Workforce Development Agreement with Upstate Niagara, as well as distribution from the GAB, LLC to the GGLDC not to exceed \$25,000; the motion was seconded by T. Bender. Roll call resulted as follows:**

T. Felton - Yes  
P. Battaglia - Yes  
T. Bender - Yes  
D. Cunningham - Yes

**The item was approved as presented.**

**3h. Workforce Development Agreement with HP Hood** – As presented at the last Audit and Finance Committee meeting, the GGLDC has been pursuing a local workforce training program to assist local food processing companies, as well as other local companies, with getting their employees additional skills related to mechatronics. This program will create new training pathways for kids and adults to be able to further their careers in industry or pursue a degree. The first step in developing a local workforce training program is finding partners to help fund, secure a location, acquire equipment, and provide instruction.

The workforce agreement between the GGLDC and HP Hood allows HP Hood to be reimbursed up to \$25,000 for training costs attributable to their employees who go through the program and receive a certificate

Fund Commitment –Not to exceed \$25,000.

**P. Battaglia made a motion to recommend to the full Board approval of the Workforce Development Agreement with HP Hood, as well as distribution from the GAB, LLC to the GGLDC not to exceed \$25,000; the motion was seconded by T. Felton. Roll call resulted as follows:**

T. Felton - Yes  
P. Battaglia - Yes  
T. Bender - Yes  
D. Cunningham - Yes

**The item was approved as presented.**

#### **4. ADJOURNMENT**

T. Bender made a motion to adjourn at 3:59 p.m., seconded by P. Battaglia and passed unanimously.