



Thursday, May 7, 2015
Upstate MedTech Centre Innovation Zone – Suite 107
Governance & Nominating Committee Meeting - GCEDC
3:00 pm
MINUTES

ATTENDANCE

Committee Members: W. Hinchey, M. Wiater, J. Rizzo, C. Yunker, R. Cianfrini
GCEDC / GGLDC Board Members:
Staff: S. Hyde, L. Farrell, M. Masse, P. Kennett, R. Tabelski, C. Suozzi
Guests: T. Felton (GGLDC Board Chair)
Absent:

CALL TO ORDER / ENTER PUBLIC SESSION

W. Hinchey called the meeting to order at 3:02 p.m. in the Upstate MedTech Centre Innovation Zone Conference Room.

CHAIRMAN’S REPORT & ACTIVITIES

2A. AGENDA ADDITIONS / OTHER BUSINESS – No additions to the agenda were made.

2B. MINUTES: March 5, 2015

M. Wiater made a motion to approve the March 5, 2015 Minutes; the motion was seconded by J. Rizzo. Roll call resulted as follows:

W. Hinchey - Yes
M. Wiater - Yes
J. Rizzo - Yes
R. Cianfrini - Yes
C. Yunker - Yes

The item was approved as presented.

DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD

3A. GENESEE COUNTY FUNDING CORPORATION (GCFC) – BOARD MEMBER APPOINTMENTS – L. Farrell shared that the GCFC’s mission is to assist local economic development efforts by serving in a conduit financing capacity enabling the issuance of taxable and non-taxable debt to benefit the growth, expansion, on-going operations and continued viability of non-profit and for-profit business enterprises in Genesee County thereby helping to maintain a sustainable long-term economy.

The GCFC is a local development corporation incorporated in 2009 with Genesee County being the sole member of the corporation. The Board of Directors of the GCFC consists of six members that serve at the pleasure of the applicable appointing entity.

- Four board members appointed by the Genesee County Legislature (appointed November 2009)
 - Lynn Freeman
 - Maureen Marshall
 - Hollis Upson
 - Andrew J. Wormuth
- Two board members appointed by the GCEDC (appointed November 2009)
 - James Vincent
 - John Andrews

The two board members that were appointed by the GCEDC are no longer on the GCEDC board as their terms have ended. The Governance & Nominating Committee should discuss potential replacement of these positions on the GCFC Board.

J. Rizzo suggested that the Chair and Vice-Chair be appointed to the GCFC Board.

R. Cianfrini mentioned that it seems that the Chair and Vice-Chair are involved in a lot already and questioned if anyone could be appointed to the Board.

S. Hyde explained that anyone could be appointed to the GCFC Board whether or not they are on the GCEDC Board.

The board decided to come back to this topic at a later date.

3B. GGLDC BOARD MEMBER – L. Farrell shared that Wally Hinchey’s GGLDC Board Member term will end as of June 30, 2015. The GCEDC Board will need to appoint someone to fulfill this vacancy. We can organize additional Governance & Nominating Committee meetings to facilitate additional discussion if needed. As of right now, the next Governance & Nominating Committee meeting is scheduled for July 9, 2015. The July meeting is scheduled to appoint officers, committee members and bank signers assuming that a new board member will be appointed at that time.

W. Hinchey asked the staff to be excused during the next portion of the meeting.

Executive Session

M. Wiater made a motion to enter into the executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 3:15 pm, for the following reasons:

- To discuss 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.

Re-Enter Public Session

C. Yunker made a motion to enter back into public session at 3:25 p.m., seconded by M. Wiater and approved by all members present.

3C. GCEDC BOARD CHAIR POSITION – L. Farrell shared that with Wally Hinchey’s GCEDC Board Member term ending as of June 30, 2015, a new Board Chair will need to be recommended by the Governance & Nominating Committee at the July 9, 2015 meeting followed by appointment by the Board.

3D. UNIVERSAL TAX EXEMPT POLICY (UTEP) – M. Masse shared that the Governance & Nominating Committee has been reviewing and editing the GCEDC’s UTEP policy for the past few months. A third revised draft is being presented to the Committee for review and comments. The GCEDC staff is looking for comments and feedback on the following items:

1. General consistency of language in the document;
2. Any further discussion or amendment of “Eligible/qualified Projects and Applicants” section; and
3. Any further discussion or amendment of “Recapture of Benefits” section.

M. Masse told the board that in the future every project will have some sort of a worksheet attached to it to collect Board member comments. This will help to explain why we did or did not approve a project.

S. Hyde informed the Board that he had some changes that he will work with M. Masse on implementing to the UTEP Policy.

3E. INSURANCE REQUIREMENTS FOR PROJECTS – M. Masse shared that the GCEDC currently has a standard \$1M/\$3M General Liability insurance coverage requirement in place as well as a hold harmless agreement for additional protection. This applies to any project that is seeking a mortgage tax exemption, a sales tax exemption and/or a PILOT either individually or collectively. We have found that on some of the smaller projects, the increased cost of changing the insurance coverage for the time period of the benefits is not cost effective for them to seek financial assistance. At the January 10, 2013 meeting, the Board discussion was that the GCEDC was not going to offer insurance coverage limit exceptions to companies related to projects that would put the IDA in the chain of title. It was discussed that we would offer those projects sales tax exemptions only. In reviewing the minutes, this was a discussion point only, and the pricing policy was not amended to reflect this.

R. Gaenzle commented that other IDA’s are staying away from the small projects or are granting exceptions.

J. Rizzo stated that he thought that M. Masse’s suggestion was fine, there are some projects that we may not want to accept lower insurance limits for and some that we may want to allow given their financial situations.

The Board agreed to add the discussion topic and approval of the policy amendment to lower insurance limits for sales tax exemption only projects, to be reviewed on a case by case basis for limitation amount and potential higher insurance limit requirements for mega projects.

ADJOURNMENT

As there was no further business, M. Wiater made a motion to adjourn at 3:43 p.m., seconded by J. Rizzo and passed unanimously.