



**Thursday, May 2, 2019  
Upstate MedTech Centre – Innovation Zone  
4:00 PM**

**GCEDC MINUTES**

**Attendance**

Board Members: A. Young, A. Vanderhoof, M. Gray, C. Yunker, P. Battaglia

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

Guests: D. Cunningham (GGLDC Board Member), G. Torrey (GGLDC Board Member), M. Wiater (GGLDC Board Member), J. Gsell (Genesee County), Mallory Diefenbach (Daily News)

Absent: P. Zelif, T. Bender

**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 –**

A. Young made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 4:05 p.m. 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.

**1.2 Enter Public Session –**

A. Young made a motion to enter back into public session at 4:43 p.m., seconded by M. Gray and approved by all members present.

**2.0 Chairman’s Report & Activities**

**2.1 Upcoming Meetings:**

**Next Scheduled Board Meeting: Thursday, June 6<sup>th</sup> at 4:00pm**  
Audit & Finance Committee Meeting: Tuesday, June 4<sup>th</sup> at 8:30 a.m.  
STAMP Committee Meeting: Tuesday, June 4<sup>th</sup> at 10:30 a.m.  
Governance & Nominating Committee Meeting: Thursday, June 6<sup>th</sup> at 3:00 p.m.

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

### **2.3 Minutes: March 28, 2019**

**M. Gray made a motion to approve the March 28, 2019 minutes as presented; the motion was seconded by A. Young. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Absent
A. Young -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

**The item was approved as presented.**

### **3.0 Report of Management**

**3.1 Upstate Niagara – Assignment of PILOT - Resolution –** C. Suozzi shared that the Climb Your Mountain, Inc. (previously Alpina Foods, Inc.) has entered into a purchase agreement of its facility located at 5011 Ag Park Drive West, Batavia with UNC Real Estate II, LLC (Upstate Niagara Cooperative). The company is requesting that the PILOTs currently on the property be transferred to the purchaser.

Resolution No. 05/2019-01

RESOLUTION AUTHORIZING THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER TO EXECUTE A CERTAIN ASSIGNMENT AND ASSUMPTION AGREEMENT WITH ACNOWLEDGEMENT AND ANY AND ALL NECESSARY DOCUMENTS IN CONNECTION WITH THE SALE OF THE PREMISES KNOWN AS 5011 AGPARK DRIVE WEST IN THE TOWN OF BATAVIA, GENESEE COUNTY, NEW YORK, BY CLIMB YOUR MOUNTAIN, INC. (FORMERLY KNOWN AS ALPINA FOODS, INC.) TO UNC REAL ESTATE II, LLC

**C. Yunker made a motion to approve Resolution No. 05/2019-01, authorizing the assignment and assumption of the PILOTs to UNC Real Estate II, LLC; the motion was seconded by A. Young. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Absent
A. Young -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

**The item was approved as presented.**

**3.2 State Legislative Items –** J. Krencik discussed with the Board several state legislative items that could possibly affect IDAs across the state, including prevailing wage, requiring projects receiving state funding to pay prevailing wage, and the farm bill, which would require farms to pay overtime for every hour above an 8-hour work day. The economy in Upstate NY is too fragile for these types of bills to be passed and will certainly impact the economy here in Genesee County. J. Krencik shared that he will keep the Board up to speed as this continues to be discussed on the state level.

### **4.0 Audit & Finance Committee – M. Gray**

**4.1 1<sup>st</sup> Quarter Financial Statements** – L. Farrell reviewed the 1<sup>st</sup> quarter financial statements with the Board. The following was noted:

- Grants Receivable decreased due to receipt of funds from ESD as reimbursement for land purchased at the LeRoy Food & Tech Park. These funds were then used to pay back internal borrowings from RLF #1.
- Accounts Payable decreased approx. \$500K from 12/31/18, which consisted mostly of STAMP activity. STAMP restricted cash decreased as qualifying expenditures were made.
- Loans Payable Current consists of the annual payment to Genesee County per a Water Supply Agreement. GCEDC will make annual payments to the County beginning in January 2020.
- All funds in RLF #2 were defederalized as a result of a loan to Yancey’s Fancy, through the GGLDC.
- All expenditures are in line with the budget except as noted.

The Committee recommends approval of the 1<sup>st</sup> Quarter Financial Statements.

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

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeff -	Absent
A. Young -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

**The item was approved as presented.**

**4.2 Mowing Contract** - The GCEDC asked four companies for bids to mow the properties we have acquired at STAMP and the entrance sign to Apple Tree Acres. The results of the bids are as follows based on 14 mows in the season:

1. \$7,100- S&S Trucking
2. \$9,240 – Scalia’s Landscaping
3. Declined to Bid – McKenzie Landscaping
4. Declined to Bid – Bubba’s Landscaping

L. Farrell noted that this item is over budget, but because the contract is based on a per/mow basis, depending on weather, the amount may come in under budget.

The Committee recommends approval of a mowing contract with S&S Trucking not to exceed \$7,300.

**M. Gray made a motion to approve a contract with S&S Trucking, not to exceed \$7,300, for mowing at STAMP and Apple Tree Acres; the motion was seconded by A. Young. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeff -	Absent
A. Young -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

**The item was approved as presented.**

**4.3 GAIN! Loan Fund Application – New York Craft Malt, LLC-** The GCEDC received an application for a loan from NY Craft Malt, LLC. The project will consist of the purchase and installation of equipment to allow for an expansion of their product line to include steam-flaked grains. Financing for the project includes a loan from the Genesee County Economic Development Center’s GAIN loan fund and equity.

The GCEDC is proposing to use GAIN loan funding in the amount of \$82,000 to provide a loan to the Company as gap financing on the project. The term loan will have an interest rate of 1% and will be amortized over a 7-year term. The loan will be secured by a first position lien filing against the equipment as well as cross-corporate and personal guarantees of the members. The company is contributing equity to the project in the amount of \$124,968.

The Committee recommends approval of a loan to NY Craft Malt, LLC in the amount of \$82,000.

**M. Gray made a motion to approve a loan to NY Craft Malt, LLC in the amount of \$82,000 from the GAIN Loan Fund as presented; the motion was seconded by A. Young. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Absent
A. Young -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

**The item was approved as presented.**

## **5.0 Governance & Nominating Committee – C. Yunker**

**5.1 Nothing at this time.**

## **6.0 STAMP Committee – P. Zelif**

**6.1 Dedication of Remaining Waterlines to Town of Alabama –** The GCEDC would like to dedicate the remainder of the Phase II water lines to the Town of Alabama per the map provided to the Committee.

The Committee recommends approval of dedicating the remainder of the Phase II water lines to the Town of Alabama.

**M. Gray made a motion to approve the dedication of the remainder of the Phase II water lines to the Town of Alabama; the motion was seconded by A. Young. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Absent
A. Young -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

**The item was approved as presented.**

**6.2 Survey for Entrance Road -** As the road construction / widening project is nearing completion, the GCEDC intends to dedicate the main entrance road to Genesee County. In order to complete the dedication, the GCEDC needs to have a survey completed, along with a legal description and subdivision

map to create a new parcel that the County would accept. The GCEDC sought two quotes from surveyors for this project. The quotes received are as follows:

1. Frandina Engineering and Land Surveying (Certified NYS MWBE) - \$6,200
2. Welch & O'Donoghue Land Surveyors - \$4,200

The Committee recommends contracting with Welch & O'Donoghue for an amount of \$4,200.

**C. Yunker made a motion to approve a surveying contract with Welch & O'Donoghue in the amount of \$4,200; the motion was seconded by M. Gray. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeff -	Absent
A. Young -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

**The item was approved as presented.**

**6.3 Extension of Barn Lease** - One of the local farmers rented the barn at the STAMP site to store some farm equipment over the winter. He has asked to extend the lease for another twelve months to April 30, 2020. All other terms, including \$200/month rent, would remain the same.

The Committee recommends approval of the lease agreement with Norm Geiss to expire December 31, 2019.

**C. Yunker made a motion to approve the lease agreement through December 31, 2019 with Norm Geiss; the motion was seconded by A. Vanderhoof. Roll call resulted as follows:**

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeff -	Absent
A. Young -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

**The item was approved as presented.**

**6.4 Dans Hauling – Change Order** - The GCEDC awarded a bid to Dan's Hauling & Demolition, Inc. for the demolition of 6 houses and 1 barn, along with asbestos remediation within five of the structures as identified on the pre-demolition asbestos study on October 2, 2018. The company has demolished all of the houses and barn, and has removed three of the basements, backfilled and seeded. When they went to remove the three remaining basements, they noticed black tar around the foundation, that was below ground level, and not visible. This tar was tested and found to contain asbestos which now increases the cost of demolition as to the removal of the foundation that has to go to certain landfills that are licensed to receive asbestos material. This was not included in the original scope of work as it was not known at the time bids were submitted. The contractor is requesting a change order in an amount not to exceed \$20,000 to complete work.

The Committee recommends approval of the change order with Dan's Hauling not to exceed \$20,000.

**A. Vanderhoof made a motion to approve the change order to the contract with Dan's Hauling for \$20,000 for a total contract amount not to exceed \$342,500; the motion was seconded by C. Yunker. Roll call resulted as follows:**

P. Battaglia - Yes  
T. Bender - Absent  
A. Young - Yes  
A. Vanderhoof - Yes

C. Yunker - Yes  
P. Zelif - Absent  
M. Gray - Yes

**The item was approved as presented.**

## **7.0 Employment & Compensation Committee – T. Bender**

**7.1 CEO Salary Adjustment** – P. Battaglia shared that the Committee recommends a 2% increase, retroactive to January 1, 2019. This wage increase is within budget.

**M. Gray made a motion to approve an increase of 2% to the CEO salary, retroactive to January 1, 2019; the motion was seconded by A. Vanderhoof. Roll call resulted as follows:**

P. Battaglia - Yes  
T. Bender - Absent  
A. Young - Yes  
A. Vanderhoof - Yes

C. Yunker - Yes  
P. Zelif - Absent  
M. Gray - Yes

**The item was approved as presented.**

## **8.0 Other Business**

**8.1 Nothing at this time.**

## **9.0 Adjournment**

As there was no further business, M. Gray made a motion to adjourn at 5:11 p.m., which was seconded by A. Vanderhoof and passed unanimously.