

STAMP Sewer Works, Inc.

Meeting Agenda

Wednesday, April 30, 2025

Location: 99 MedTech Drive, Innovation Zone

9:00 a.m.

Page #'s	Topic	Discussion Leader	Desired Outcome
	1a. Executive Session Motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105 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. 1b. Enter Public Session	P. Zelif	
2-7	2. Chairman's Report & Activities 2a. Additions / Deletions to the Agenda 2b. Minutes: March 26, 2025	P. Zelif	Vote
8-12	3. Discussions / Official Recommendations to the Board: 3a. MOU with Village of Oakfield	M. Masse	Disc / Vote
	Adjournment	P. Zelif	Vote

**STAMP Sewer Works, Inc. Meeting
March, March 26, 2025
Location: 99 MedTech Drive, Innovation Room
9:00 AM**

STAMP SEWER WORKS, INC. MINUTES

Attendance

Board Members: P. Zeliff, T. Hens, R. Crossen, M. Clattenburg
C. Yunker and P. Battaglia (Video Conference. Not officially in attendance)
Staff: M. Masse, J. Krencik, P. Kennett, E. Finch
Guests: M. Fitzgerald (Phillips Lytle)
Absent:

1.0 Call to Order - Enter Public Session

P. Zeliff called the meeting to order at 9:00 a.m. in the Innovation Zone.

1a. Enter Executive Session

R. Crossen made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 9:01 a.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 M. Clattenburg and approved by all members present.

P. Battaglia joined via video conference at 9:11 a.m.

1b. Enter Public Session

M. Clattenburg made a motion to enter back into public session at 9:11 a.m., seconded by T. Hens and approved by all members present.

2.0 Chairman's Report & Activities:

2a. Agenda Additions / Other Business – Nothing at this time.

2b. Minutes: January 14, 2025

R. Crossen made a motion to accept the January 14, 2025, minutes as presented; the motion was seconded by M. Clattenburg. Roll call resulted as follows:

M. Clattenburg - Yes	T. Hens - Yes
P. Zeliff - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The item was approved as presented.

3.0 Discussions:

3a. 12/31/24 Audit – The Report to the Board of Directors 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 STAMP Sewer Works, Inc. as of December 31, 2024 in accordance with accounting principles generally accepted in the United States of America.

M. Masse stated that the audit opinion on the statements is a clean, unqualified opinion. The management letter did not have any recommendations on improvements to internal controls. The STAMP Sewer Works, Inc. and the STAMP Water Works, Inc. are discretely presented component units on the GGLDC statements due to the GGLDC's ultimate control over these entities.

On the balance sheet, the cash on hand at the end of the year is the cash received from the LDC as the sole shareholder. Accounts payable are related to legal fees for eminent domain services.

On the income statement there are expenses paid to Phillips Lytle for professional services related to the eminent domain proceedings. Interest income is also reflected.

R. Crossen made a motion to accept the 12/31/24 Audit as presented; the motion was seconded by T. Hens. Roll call resulted as follows:

M. Clattenburg - Yes	T. Hens - Yes
P. Zelif - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The item was approved as presented.

The Board voted on agenda items 3b through 3g collectively. The approval for these items follows agenda item 3g.

3b. Audit and Finance Committee Charter – This charter is required to be reviewed annually by the Committee. It is suggested to reappoint the following members to the Audit & Finance Committee:

Committee Chair – P. Battaglia
Committee Member – T. Hens
Committee Member – R. Crossen
Committee Member – P. Zelif

3c. Governance & Nominating Committee Charter - This charter is required to be reviewed annually by the Committee. It is suggested to reappoint the following members to the Governance & Nominating Committee:

Committee Chair – C. Yunker
Committee Member – M. Clattenburg
Committee Member – P. Zeliff
Committee Member – Vacancy

M. Masse noted that there is a vacancy on this Committee due to S. Mountain's resignation from the Board.

3d. Code of Ethics – It is good practice to review this annually. There are no changes being recommended.

3e. Disposition of Real Property Guidelines - This policy is required to be reviewed annually. There are no changes being recommended.

3f. Procurement Policy - This policy is required to be reviewed annually. There are no changes being recommended.

3g. Investment Policy - This policy is required to be reviewed annually. There are no changes being recommended.

R. Crossen made a motion to approve agenda items 3b through 3g as presented; the motion was seconded by T. Hens. Roll call resulted as follows:

M. Clattenburg -Yes	T. Hens - Yes
P. Zeliff - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The items were approved as presented.

3h. Authority Self-Evaluation of Prior Year Performance -

2024 Measurements and Results:

1. Operate and maintain any onsite sanitary sewer transmission lines and holding tanks, process wastewater transmission lines, the discharge force main and ump stations at the STAMP site.
 - **Design and engineering in process for force main to Oakfield WWTF. Plan to begin construction in 2025.**
2. Support the GCEDC economic development and selling process helping to facilitate capital investment and job creation commitments and tax base enhancements in the community.
 - **Supported site visits with potential companies.**
3. Enter into Sewer Supply Agreements with any new tenants at the STAMP site.
 - **Working on agreements with the Village of Oakfield. The Village of Oakfield will have agreements with the tenants.**
4. Work with the GCEDC to obtain funding to expand the wastewater treatment facility, pump stations and the extension of any onsite sanitary sewer lines and/or process wastewater lines to support development of the STAMP site.
 - **GCEDC was awarded a \$56 million FAST NY grant in 2023 to fund some of this infrastructure.**

3i. Mission Statement & Measurement Report - STAMP Sewer Works Inc.'s mission is to operate and maintain an onsite wastewater treatment system for sanitary sewer waste from tenants within the STAMP site and Hamlet of Alabama. STAMP Sewer Works will also own, operate, and maintain an outfall pump station and force main to accept post treated process wastewater from industrial tenants within the STAMP site.

2025 Measurements:

1. Operate and maintain any onsite sanitary sewer transmission lines and hold tanks, process wastewater transmission lines, the discharge force main and pump stations at the STAMP site. Complete permitting and begin construction of force main to Oakfield.
2. Support the GCEDC economic development and selling process helping to facilitate capital investment and job creation commitments and tax base enhancement in the community.
3. Enter into Sewer Supply Agreements with any new tenants at the STAMP site.
4. Work with the GCEDC to obtain funding to expand wastewater treatment facility, pump stations and the extension of any onsite sanitary sewer lines and/or process wastewater lines to support development of the STAMP site.

R. Crossen stated that the Mission Statement included with the meeting materials and stated above should be amended.

M. Masse stated that the language will be amended as follows: "STAMP Sewer Works Inc.'s mission is to operate and maintain an onsite *sanitary sewer transmission system* from tenants within the STAMP site and the Hamlet of Alabama *to an existing wastewater treatment plant.*"

R. Crossen stated that we should not eliminate the possibility of operating and maintaining an onsite wastewater treatment system in the future, but at this time, the mission has changed.

M. Clattenburg made a motion to approve agenda items 3h and 3i with the above-mentioned change to the 2025 Mission Statement; the motion was seconded by R. Crossen. Roll call resulted as follows:

M. Clattenburg -Yes	T. Hens - Yes
P. Zeliff - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

3j. Assessment of the Effectiveness of Internal Controls - The internal controls narrative for the GCEDC/GGLDC was included with the meeting materials. The SSWC will follow the GCEDC/GGLDC internal controls.

The changes were redlined and reflect the same revisions that were made for the GCEDC internal controls. These modifications include changing the Bank of Castile language to Tompkins Community Bank, replacing Senior VP of Operations with President/CEO and instead of referencing the Agency's accounting software as Peachtree it just states accounting software.

R. Crossen made a motion to approve the Assessment of the Effectiveness of Internal Controls as presented; the motion was seconded by T. Hens. Roll call resulted as follows:

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M. Clattenburg -Yes	T. Hens - Yes
P. Zeliff - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The items were approved as presented.

3k. Officer Appointments- The role of each officer is included in the by-laws. After a brief discussion by Board members, it was suggested to reappoint the below listed slate of officers:

Chair -	P. Zeliff
Vice-Chair -	P. Battaglia
Secretary -	Vacant
Treasurer -	T. Hens

P. Zeliff stated that the Secretary position will be filled at a later date.

R. Crossen made a motion to approve the officer appointments as presented; the motion was seconded by T. Hens. Roll call resulted as follows:

M. Clattenburg -Yes	T. Hens - Yes
P. Zeliff - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The item was approved as presented.

The Board voted on agenda items 3l through 3n collectively. The approval for these items follows agenda item 3n.

3l. Authorized to Request Information Regarding Bank Accounts – Staff recommended that L. Farrell and P. Kennett are authorized to request information regarding the bank accounts and to transfer funds between accounts for the SSWC.

3m. Authorized Signers of Agreements, Contracts, etc. - Staff recommended that the Chair and the Vice-Chair are authorized signers of agreements, contracts, deeds and any other instruments as approved by the Board or operational items within the approved budget limits.

3n. Authorized Bank Signers – Audit & Finance Committee members are authorized bank signers. All checks or line of credit withdrawals must be signed by two authorized bank signers.

T. Hens made a motion to approve agenda items 3l through 3n as presented; the motion was seconded by R. Crossen. Roll call resulted as follows:

M. Clattenburg -Yes	T. Hens - Yes
P. Zeliff - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The items were approved as presented.

3n. DMR Authorization – In 2022 the NYSDEC approved and issued the SPDES permit for the WWTF, but they left the DMR limit sets inactive but had them set to become active automatically as of 9/1/2023. That would make the first DMR due 10/28/2023 and if you aren't operational, you could report the No Data Indicator (NODI) Code C for No Discharge.

We have had CPL look into the reporting process and SSWC needs to have someone register for EPA MyCDX to utilize the NetDMR system, and examine the limit set to be familiar with it and make sure key staff are aware and have the sampling plan prepared. Once an operator is selected, they will be set up as either the "Data Provider" or the "Permittee with No Signature" in the system. They will enter the data.

The SSWC had previously appointed Steve Mountain as the "Permittee Signature" member from the Board to review, approve and submit the data. With Steve Mountain's resignation from the Board the SSWC needs to appoint a new "Permittee Signature" and we would recommend having CPL do that.

Fund Commitment: None.

Board action request: Appoint CPL as the authorized "Permittee Signature" within the DMR reporting system.

R. Crossen made a motion to authorize CPL as the authorized "Permittee Signature" within the DMR Reporting System as presented; the motion was seconded by T. Hens. Roll call resulted as follows:

M. Clattenburg -Yes	T. Hens - Yes
P. Zeliff - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The item was approved as presented.

4.0 Adjournment

As there was no further business, R. Crossen made a motion to adjourn at 9:19 a.m., which was seconded by T. Hens and passed unanimously.

MOU with Village of Oakfield

Discussion: The GCEDC, STAMP Sewer Works Corp. and the Village of Oakfield are willing to work together on the possible design, construction and operation of a new force main sewer line from the STAMP Site to the Village of Oakfield Waste Water Treatment Facility ("Oakfield WWTF") to provide wastewater treatment services to STAMP.

Fund Commitment: None at this time. Any costs will be brought forward prior to approval for payment.

Committee Action request: Recommend approval of executing the MOU with Village of Oakfield.

May __, 2025

VIA EMAIL

The Honorable David Boyle
Mayor, Village of Oakfield
39 Main Street
Oakfield New York 14125

Re: Development of Western New York Science & Technology Advanced Manufacturing Park ("STAMP") Wastewater Services, located on approximately 1,250 Acres Located in the Town of Alabama, New York located along the west side of New York State Highway 77/63 (north of Judge Road) approximately five miles north of the I-90/New York State Thruway (the "STAMP Site")

Dear Mayor Boyle:

Please allow this letter of intent ("LOI") to summarize some of the key terms upon which the Village of Oakfield, with offices at 37 Main Street Oakfield, New York 14125 ("Village") on behalf of the Village Trustees, the Genesee County Economic Development Center ("GCEDC"), an industrial development agency formed under Section 18-A of the New York State General Municipal Law, and STAMP Sewer Works, Inc. ("SSW"), a domestic transportation corporation, SSW together with GCEDC with offices located at 99 MedTech Drive, Suite 106, Batavia, New York 14020, (collectively as the "Parties" and individually as a "Party") would be willing to work together on the possible design, construction and operation of a new force main sewer line from the STAMP Site to the Village of Oakfield Waste Water Treatment Facility ("Oakfield WWTF") to provide wastewater treatment services to STAMP.

Please note, this LOI constitutes a non-binding expression of intent by the Parties and any final and binding agreements shall be subject to the preparation, negotiation and execution of definitive binding legal documents (hereinafter called the "Definitive Agreement"). Subject to the foregoing limitations, it is the Parties' intention that the Definitive Agreement will contain the following terms and conditions:

1. Plan. SSW currently intends to build a wastewater treatment plant at the STAMP Site and associated force main to discharge post-treated sanitary effluent and post-treated process water to Oak Orchard Creek in the Town of Shelby. For various reasons, GCEDC and SSW are exploring other solutions to provide permanent wastewater treatment services to the first two tenants at STAMP, one of whom is currently under construction and the other of whom is expected to start construction in the next few weeks. The Parties will explore and work together on the possible design, construction and operation of a new force main sewer line (the "Sewer Line") to facilitate the transport of wastewater from the STAMP Site for treatment at the Oakfield WWTF prior to discharge (the "Project").

2. Sewer Route. The GCEDC and SSW will work together with the Village to evaluate and present routing options for the Sewer Line. After consultation, the GCEDC and SSW will present a preferred route of the Sewer Line to the Village, upon which GCEDC and SSW and the Village will work to finalize the route of the Sewer Line.
3. Oakfield WWTF Initial Allocation of Treatment Capacity to STAMP. The Village will reserve an initial treatment capacity of twenty thousand (20,000) gallons per day within the Oakfield WWTF for current and future tenants at the STAMP Site. The Parties will work together to confirm that the Oakfield WWTF has sufficient existing capacity to handle the initial treatment capacity without substantial upgrades and undue additional stress to the Oakfield WWTF. To the extent upgrades or improvements are required, GCEDC and SSW shall be responsible for all costs associated with same and will pay the Village of Oakfield for invoices submitted within 30 days for reasonable engineering costs that the Village might incur relative to evaluating and/or making improvements to meet the initial treatment capacity.
4. Oakfield WWTF Future Allocation of Treatment Capacity to STAMP. The Parties will monitor and evaluate the overall capacity at the Oakfield WWTF and will work together to determine whether the Oakfield WWTF can provide additional treatment capacity to STAMP including any necessary additional improvements relative to same. To the extent upgrades or improvements are required, GCEDC and SSW shall be responsible for all costs associated with same and will pay the Village of Oakfield for invoices submitted within 30 days for reasonable engineering costs that the Village might incur relative to evaluating and/or making improvements to meet the initial treatment capacity.
5. Phosphorous Treatment. In connection with the proposed initial allocation of treatment capacity, GCEDC and SSW will propose to design and install, improvements to the WWTF to provide for facilities to reduce phosphorus levels in post-treated effluent. GCEDC and SSW shall be responsible for all costs associated with same and will pay the Village of Oakfield for invoices submitted within 30 days for reasonable engineering costs that the Village might incur relative to evaluating and/or making improvements to accommodate the phosphorus reduction.
6. Project Implementation; Ownership and Maintenance of the Sewer Line. The GCEDC and SSW will be responsible for implementing the Project. The Village will not have the ability to connect into the Sewer Line or otherwise utilize the Sewer Line to transport sewage to the Oakfield WWTF. The SSW will be responsible for maintaining the Sewer Line up to the point that the Sewer Line connects into the Oakfield WWTF system.
7. STAMP Service Agreement. In conjunction with the development of Definitive Agreements, SSW and the Village will enter into a service agreement to provide the STAMP Site with the wastewater treatment services contemplated under this LOI.
8. Consultation and Cooperation. The Parties will attend periodic meetings at mutually agreeable times to confer about the progress of the Parties' activities in connection to the Plan identified in Section 1 of this LOI. The Parties will cooperate with one another, in

good faith, to effectuate the Plan, and each Party will take such, and to execute and deliver to one another such documents, as one Party may reasonably request of the other, so as to carry out more effectively and completely the purposes of the Definitive Agreement. Each Party will bear its own costs in consulting and cooperating with the other.

9. Definitive Agreements Required. This LOI reflects the preliminary non-binding concepts with respect to certain terms. No Party will have any legal obligation arising out of this LOI or otherwise, to any other Party or any other person or entity by reason of this LOI or any other matter contemplated hereby or giving rise hereto, unless and until the parties execute Definitive Agreements and then only to the extent set forth in the Definitive Agreements. If so executed, the Definitive Agreements shall supersede the terms and conditions of this LOI to the extent therein provided, and will contain such terms, conditions, covenants, representations and warranties related to the matters contemplated under this LOI as the Parties may mutually agree upon. The Parties hereby acknowledge that the Definitive Agreements must make provision for a number of matters which are material to the matters contemplated under this LOI and to which the Parties have not yet agreed.
10. Not a Contract or an Option. This LOI shall not be deemed a contract or an option and shall not be binding on the Parties. The purpose of this LOI is to identify preliminary areas of agreement to enable the Parties to work together on the possible design, construction and operation of a new force main sewer line from the STAMP Site to the Oakfield WWTF to provide wastewater treatment services to STAMP and the preparation of a more complete document between the parties containing all of the terms of binding Definitive Agreements.
11. This LOI shall terminate at the earlier of April 15, 2026 or within Sixty (60) days after written notice by either party to terminate this LOI is received.

If the foregoing meets with your approval, kindly so signify by signing and returning the enclosed duplicate copy of this LOI, whereupon this LOI shall constitute a letter of intent between the Parties in accordance with the terms and provisions set forth above.

ACCEPTED AND AGREED TO:

Genesee County Economic Development Center

By: _____
Name: _____
Title: _____
Date: _____, 2025

STAMP Sewer Works, Inc.

By: _____
Name: _____
Title: _____
Date: _____, 2025

The Village of Oakfield, New York

By: _____
Name: _____
Title: _____
Date: _____, 2025

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