



**GCEDC Board Meeting
Thursday, May 4, 2023
Location: 99 MedTech Drive, Innovation Room
4:00 PM**

GCEDC MINUTES

Attendance

Board Members: M. Gray, C. Kemp, C. Yunker, P. Battaglia, P. Zelifff
Staff: M. Masse, S. Hyde, L. Farrell, P. Kennett, C. Suozzi, L. Casey
Guests: S. Noble-Moag (GGLDC Board Member), R. Gaenzle (Harris Beach / Video Conference), S. Maier (Harris Beach), G. Torrey (GGLDC Board Member), T. Riggio (Craft Cannery), B. Quinn (Daily News), S. Eigenbrod (Workforce Development Consultant), J. Tretter (GGLDC Board Member), D. Cunningham (GGLDC Board Member)
Absent: M. Clattenburg, T. Bender

1.0 Call to Order

P. Zelifff called the meeting to order at 3:58 p.m. in the Innovation Zone.

Presentation – LNK Holdings, Inc. (dba Craft Cannery) – Tom Riggio of Craft Cannery attended the meeting to provide an overview of their expansion project.

LNK Holdings, Inc. is acquiring 7100 Apple Tree Ave, a 5000 sq. ft. facility at Apple Tree Acres in Bergen. The company is planning to expand the facility by constructing another 4000 sq. ft. Thus, the facility will total 9,000 sq. ft. after the addition is completed.

T. Riggio left the meeting at 4:06 p.m.

S. Eigenbrod, GCEDC's new Workforce Development Consultant, attended the meeting to introduce herself to the Board. She is excited to work with the GCEDC as it relates to workforce development initiatives.

S. Eigenbrod left the meeting at 4:13 p.m.

1.1 Enter Executive Session

M. Gray made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 4:14 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.
2. Discussions regarding proposed, pending, or current litigation.

The motion was seconded by P. Battaglia and approved by all members present.

1.2 Enter Public Session

P. Battaglia made a motion to enter back into public session at 4:30 p.m., seconded by C. Kemp and approved by all members present.

2.0 Chairman’s Report & Activities

2.1 Upcoming Meetings:

- Next Scheduled Board Meeting: Thursday, June 1st at 4:00 p.m.**
- Audit & Finance Committee Meeting: Tuesday, May 30th at 8:30 a.m.
- STAMP Committee Meeting: Wednesday, May 31st at 8:00 a.m.
- Governance & Nominating Committee Meeting: Thursday, June 1st at 3:00 p.m.

2.2 Agenda Additions / Deletions / Other Business –

P. Battaglia made a motion to remove agenda item 6.6; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeff -	Yes
M. Clattenburg –	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was removed.

2.3 Minutes: March 30, 2023 –

C. Yunker made a motion to accept the March 30, 2023 minutes as presented; the motion was seconded by M. Gray. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeff -	Yes
M. Clattenburg –	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

3.0 Report of Management

3.1 FFP NY Elba Project 1, LLC – Assignment Authorization Resolution - In accordance with the terms and conditions of the PILOT agreement the company cannot transfer the PILOT without the approval of the Board of Directors of the GCEDC. The Original Company Parent (FFP NY Community Solar, LLC) assigned 100% of its membership interest in the Company to the Purchaser. Therefore, no fee is triggered.

AUTHORIZING AN ASSIGNMENT REQUEST RECEIVED FROM FFP NY ELBA PROJECT1, LLC AND AFFILIATES (THE “COMPANY”) IN CONNECTION WITH A CERTAIN PROJECT TO BE UNDERTAKEN BY THE AGNECY AND THE COMPANY; AND (ii) AUTHORIZING THE EXECUTION AND DELIVERY OF DOCUMENTS WITH RESPECT TO SAME.

P. Battaglia made a motion to accept Assignment Authorizing Resolution #05/2023-01, authorizing the transfer of the PILOT as presented; the motion was seconded by C. Kemp. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Abstain
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg –	Absent	M. Gray -	Yes
C. Kemp -	Yes		

While C Yunker does not have a direct conflict, he abstained from voting to avoid the appearance of conflict because he has options on several solar projects in Elba and surrounding towns.

The item was approved as presented.

3.2 LNK Holdings, Inc –

a. Assignment Authorization Resolution - In accordance with the terms and conditions of the PILOT agreement the company (ADVJ Realty, LLC) cannot transfer the PILOT to LNK Holdings, Inc. without the approval of the Board of Directors of the GCEDC.

The Governance Committee previously had discussions related to Consent to Assignment. It had been determined that if a company acquires a facility there *would* be a fee charged for that acquisition. Therefore, this transfer triggers a fee; however, LNK Holdings, Inc. (Craft Cannery) is also applying for incentives. The transfer fee will be combined with the project origination fee.

Resolution No. 05/2023 - 02

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER AUTHORIZING (i) THE ASSIGNMENT OF CERTAIN DOCUMENTS IN CONNECTION WITH A CERTAIN PROJECT PREVIOUSLY UNDERTAKEN FOR THE BENEFIT OF ADVJ REALTY, LLC (THE “COMPANY”) TO LNK HOLDINGS, INC. (THE “ASSIGNEE”); AND (ii) AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS AND AGREEMENTS RELATING THERETO

P. Battaglia made a motion to accept Assignment Authorizing Resolution #05/2023-02, authorizing the transfer of the PILOT as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg –	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

b. Initial Resolution - LNK Holdings, Inc. is acquiring 7100 Apple Tree Ave, a 5000 sq. ft. facility at Apple Tree Acres in Bergen. The company is planning to expand the facility by constructing another 4000 sq. ft. Thus, the facility will total 9,000 sq. ft. after the addition is completed.

In 2022, Craft Cannery won \$500,000 at Grow-NY Global Food and Agriculture Business Competition.

The total capital investment is \$1,465,000 and plans to create 4 FTE's and Retain 6 FTE's.

LNK Holdings, Inc is first requesting to transfer the existing PILOT with 6 years remaining on the existing 5,000 sq. ft. facility.

In addition, LNK Holdings, Inc. is requesting assistance from the GCEDC with a sales tax exemption estimated at \$36,000, mortgage recording tax \$4,000, and a property tax abatement estimated at \$30,413 over 10 years with New Traditional PILOT format on the expansion only.

P. Battaglia made a motion to accept Initial Resolution #5/2023-03, authorizing the acceptance of the application and scheduling of a public hearing as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

4.0 Audit & Finance Committee

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

- Prepaid Expenses increased by approximately \$50,000, which is attributable to expenses that are paid upfront (i.e. General Liability Insurance & Umbrella coverage)
- Restricted Cash in the \$8 Million and \$33 Million STAMP Imprest Accounts decreased from year end. Accounts payable decreased by about \$200,000, which was mostly related to 2022 STAMP expenditures paid in the first quarter of 2023.
- On the P&L, we received project origination fees from Batavia Solar/YSG and Nexgistics and annual administrative fees. Projects are required to pay an annual administrative fee in the amount of \$500 or \$1,000. The fee is based on the capital investment of the project.

The financial statements were reviewed in detail by the Committee and are recommended for approval.

M. Gray made a motion to approve the 1st Quarter Financial Statements as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
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T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg –	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

4.2 Mowing Bids - The GCEDC asked four companies for bids to mow the properties we have at STAMP, the entrance sign to STAMP, 805 Lewiston Road and the Apple Tree Acres stormwater pond.

The results of the bids are as follows based on 7 mows in the season:

1. Declined to bid – S&S Excavating & Blacktop, Inc.
2. Declined to bid – Scalia’s Landscaping
3. \$4,500 – Fava Brothers Lawn Care
4. Declined to bid – Bubba’s Landscaping

Fund Commitment: \$4,500.

Board Action Request: Approval of mowing contract for STAMP properties to Fava Brothers for \$4,500.

This item was recommended for approval by the Committee.

M. Gray made a motion to approve the mowing bid with Fava Bothers Lawn Care not to exceed \$4,500; the motion was seconded by P. Zelif. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg –	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

4.3 National Grid Grant – Business Facilities - The GCEDC’s STAMP sales and marketing efforts are enhanced by support from National Grid. This support enables the GCEDC to participate in direct engagements at industry trade shows and site selector conferences, creation and production of marketing materials, and advertisements that bring awareness of STAMP and STAMP-specific assets like the effective Genesee F.A.S.T. workforce development programs led by Chris Suozzi.

As part of our 2023 marketing budget and our National Grid Grant #6329, the GCEDC has sought additional opportunities to message these assets.

The GCEDC previously contracted with Group C Media (Business Facilities magazine) on a project that included a print ad placement, a profile of STAMP’s unique supporting workforce development programs that runs both in print and online, a custom email promoting STAMP, and an enhanced marketing program that will provide information to the GCEDC on interest generated within Business Facilities’ database of site selectors and companies. This expenditure totaled \$4,600, with a net expense of \$2,300 after reimbursement from National Grid.

The GCEDC has subsequently considered a proposal from Group C Media for a second custom email and round of enhanced database marketing. This proposal totals \$1,800, with a net expense of \$900 after reimbursement from National Grid.

With the support of National Grid, our proposed expenditures with this vendor in 2023 would total \$6,400, with a net expense of \$3,200 after reimbursement from National Grid. As this total exceeds \$5,000, board approval is required before proceeding with this contract.

Board Action Request: Approval to pay \$6,400 to Group C Media (Business Facilities).

This was recommended for approval by the Committee.

M. Gray made a motion to approve the \$6,400 expenditure to Group C Media as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

5.0 Governance & Nominating Committee – C. Yunker

5.1 GGLDC Board Member Appointments – There are pending vacancies on the GGLDC Board because T. Felton resigned, and T. Bender declined to serve another term after his current term ends 6/30/23. D. Cunningham’s term is ending 6/30/23 but he is willing to serve another term. The Governance and Nominating Committee would like to recommend to the full Board that 1) M. Clattenburg is appointed to the GGLDC Board of Directors following the end of T. Bender’s term, assuming a 6-year term ending 6/30/29, 2) Mark Brooks is appointed to the GGLDC Board of Directors, assuming the remainder of T. Felton’s term ending 6/30/25 and 3) D. Cunningham serves another 6-year term for the GGLDC Board ending 6/30/29.

This was recommended for approval by the Committee.

C. Yunker made a motion to approve that 1) M. Clattenburg is appointed to the GGLDC Board of Directors following the end of T. Bender’s term, assuming a 6-year term ending 6/30/29, 2) Mark Brooks is appointed to the GGLDC Board of Directors, assuming the remainder of T. Felton’s term ending 6/30/25 and 3) D. Cunningham serves another 6-year term for the GGLDC Board ending 6/30/29; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

5.2 Officer Appointments – The current slate of officers is set to expire on June 30th. It is suggested to approve the below listed slate of officers:

Chair -	P. Zelif
Vice-Chair -	M. Gray
Secretary -	P. Kennett
Treasurer -	L. Farrell
President/CEO -	S. Hyde

The appointed officers shall hold office for one year or until their successors are appointed.

This was recommended for approval by the Committee.

C. Yunker made a motion for the reapproval of the current slate of officers; the motion was seconded by C. Kemp. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

5.3 Authorized to Request Information Regarding Bank Accounts – L. Farrell shared that she and P. Kennett need to be authorized to request information regarding the bank accounts and transfer funds between accounts for the GCEDC.

This was recommended for approval by the Committee.

C. Yunker made a motion to approve the authorized individuals to obtain bank account information and transfer funds between accounts as presented; the motion was seconded by C. Kemp. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

5.4 Authorized Signers of Agreements, Contracts, etc. – L. Farrell 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 & Workforce Development. No changes are being suggested at this time.

This was recommended for approval by the Committee.

C. Yunker made a motion to approve the Authorized Signers of Contracts, Agreements, etc. as presented; the motion was seconded by C. Kemp. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
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T. Bender - Absent
M. Clattenburg – Absent
C. Kemp - Yes

P. Zelif - Yes
M. Gray - Yes

The item was approved as presented.

5.5 Authorized Bank Signers – Audit & Finance Committee members are authorized bank signers, along with two staff members, S. Hyde and M. Masse. All GCEDC checks must be signed by two authorized signers. All checks must be signed by at least one board member.

Line of credit withdrawals must be signed by two authorized signers. All line of credit withdrawals must be signed by at least one board member.

This was recommended for approval by the Committee.

C. Yunker made a motion to approve the Authorized Bank Signers as presented; the motion was seconded by C. Kemp. Roll call resulted as follows:

P. Battaglia - Yes
T. Bender - Absent
M. Clattenburg – Absent
C. Kemp - Yes

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

The item was approved as presented.

6.0 STAMP Committee – P. Zelif

6.1 NYISO Facilities Study Payment – The GCEDC has elected to proceed with the System Reliability Impact Study with the New York Independent Systems Operators to increase the mW available at STAMP from 300 to 600. The NYISO requires a good faith estimate of cost and time for this study of \$150,000 and to be completed in 150 days from the date upon which NYISO finalizes the base cases as required by the approved Study Scope.

Fund commitment: Not to exceed \$150,000 covered under the existing \$8 million NYESD grant.

This was recommended for approval by the Committee.

P. Zelif made a motion to approve the NYISO Facilities Study Payment not to exceed \$150,000 as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia - Yes
T. Bender - Absent
M. Clattenburg – Absent
C. Kemp - Yes

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

The item was approved as presented.

6.2 Contract with RLC Engineering – The GCEDC has previously completed a SIS study and facility study to enable the STAMP site with up to 300 mw. RLC Engineering was involved as a subconsultant of Black & Veatch for that study. The GCEDC has requested a contract from RLC to assist with the submittal of documentation as well as any on-call services in relation to the NYISO and any information that they may need to complete the study.

Fund commitment: Not to exceed \$15,000 covered under the existing \$8 million NYESD grant.

This was recommended for approval by the Committee.

P. Zeliff made a motion to approve the RLC Engineering contract not to exceed \$15,000 as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeliff -	Yes
M. Clattenburg –	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

6.3 Easement Approvals – In conjunction with the installation of the force main from the STAMP site to the direct discharge point at Oak Orchard Creek, there are several easements needed. We are seeking approval of the following easements:

1. Permanent Easement 16 and Temporary Easement 24 - \$1,000
2. Temporary Easement 16 – Installation of water line from curb box to house (include in force main contract) Estimated at \$2,500
3. Permanent Easement 3 and Temporary Easement 5 – \$20,000

Fund Commitment: \$23,500 from the \$33 million.

This was recommended for approval by the Committee.

P. Zeliff made a motion to approve the ROW easement payments not to exceed \$23,500 as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeliff -	Yes
M. Clattenburg –	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

6.4 Keeler Change Order – Laydown Area & Hold & Haul Tank Installation - In conjunction with the construction of the lay down area to be utilized by National Grid for the power line reroute and the installation of the hold and haul tank, Keeler Construction is seeking a change order to cover the increase in costs of the project that have occurred. This project was originally scheduled to be completed in February of 2022 but had to be postponed due to issues with the NYSDEC. These two bids were issued as one contract. The change order will only be on the net overage of the total contract after combining the two.

The change order that was included with the meeting materials was for an increase of \$38,930. M. Masse stated that he asked Tom Carpenter from CPL to see if he could get this reduced and they came back with \$13,930.

Fund Commitment: \$13,930 from the agency operating funds.

This was recommended for approval by the Committee.

P. Zelif made a motion to approve the change order of \$13,930 to Keeler Construction Inc. as presented; the motion was seconded by M. Gray. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

6.5 805 Lewiston Road House Transfer - The GCEDC has been contacted by Heather Grainy who is offering to remove the structure at 805 Lewiston Road at no cost to the GCEDC. Indemnity agreements and liability insurance will be required.

Fund commitment: None.

This was recommended for approval by the Committee.

P. Zelif made a motion to allow Heather Grainy and her agents to remove the structure at 805 Lewiston Road as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

6.6 National Grid Engineering to Provide Service to WWTF - Removed from the agenda.

7.0 Employment & Compensation – T. Bender

7.1 Nothing at this time.

8.0 Housing Committee – P. Battaglia

8.1 Nothing at this time.

9.0 Other Business

9.1 Nothing at this time.

10.0 Adjournment

As there was no further business, C. Yunker made a motion to adjourn at 4:46 p.m., which was seconded by C. Kemp and passed unanimously.