

**SENECA COUNTY
INDUSTRIAL DEVELOPMENT AGENCY
MEETING MINUTES**

Regular Meeting
Thursday, November 4, 2021
12:00 Noon
Heroes Conference Room
One DiPronio Drive
Waterloo, NY 13165

Attendance:

Board Members Present:	Steven Brusso, Chair; Stephen Wadhams (via Phone); Suzanne Cirencione, Tom Murray, Don Trout and Bruce Murray
Board Members Absent	Thomas Kime and Jeff Shipley
Staff Attending:	Sarah Davis, Executive Director; Patricia Jones, Deputy Director; Kelly Kline, Office Manager
Others Attending:	Robert Kernan, CFO; Robert Halpin, Legal Counsel

Call to Order:

Chairman Brusso called the meeting to order at 12:00 p.m. A quorum of the Agency's members were present.

Approval of IDA Meeting Minutes of October 7, 2021:

The minutes of the Agency's meeting of October 7, 2021 had been sent to Board members prior to the meeting. A motion was made by Mr. Trout to approve the minutes. Seconded by Mr. Bruce Murray. Members Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried.

Approval of September 2021 Financial Statements:

The September 2021 financial statements had been mailed to board members prior to the meeting. Mr. Brusso summarized the financial statements for the board. A motion was made by Mr. Trout to approve the financial statements. Seconded by Mr. Tom Murray. Members Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried.

Governance Committee Report:

Mr. Brusso chairman of the IDA Governance Committee advised Board members the Committee met on October 22nd of this year, reviewed the following policies, and are recommending approval by the full Board:

a) Approval of IDA Policies:

New Proposed Policies:

- **Local Labor Policy and Prevailing Wage Policy:** Copies of the proposed policies were provided to board members prior to the meeting. While the agency does currently have a Local Labor policy in place, the policy lacks clarity, specificity, and enforceability. Staff is proposing to establish a 70% local labor requirement on all new projects moving forward. The companies may request a waiver of the requirement for projects requiring specialty contractors or lack of available workers in the area. Staff is proposing to contract with Loewke Brill Consulting to monitor project compliance with this policy, the

cost of which would be the responsibility of the project and not the IDA. **Prevailing Wage Policy:** Per a change in NYS law, projects granted IDA incentives will be subject to prevailing wage beginning in 2022 where their construction project cost is \$5 million or more and 30% of that cost is paid for with public funding. Mrs. Davis noted staff is still waiting for further clarification of some terms from the state; however, we have decided to move forward with instituting a baseline policy that can be amended as needed in the future. As with the Local Labor Policy, Loewke Brill Consulting would monitor the projects that fall under the Prevailing Wage requirement to ensure they are in compliance. The consulting firm's fees for compliance monitoring will be passed through to companies based on their total project cost. It is also noted that projects that fall under prevailing wage would not be subject to the Local Labor requirement

After discussion a motion was made by Mr. Bruce Murray approving the Local Labor Policy and Prevailing Wage Policy. Seconded by Mrs. Cirencione. Members Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried.

Established Policies with Modifications:

- **Administrative Guidelines Policies and Procedures:** A copy of the amended policy was provided to the board prior to the meeting. The amendment is the addition of New York State's Paid Family Leave policy. The IDA, as a public employer, opted into this policy and this amendment is a formal recognition of that.

A motion was made by Mrs. Cirencione approving the amended **Administrative Guidelines Policies and Procedures**. Seconded by Mr. Tom Murray. Members Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried

Established Policies with No Modification:

The following policies were provided to Board members prior to the meeting and were presented as follows with no changes: Audit Committee Charter, Conflict of Interest, Capitalization Policy, Code of Ethics, Disposition of Property Policy, Equal Opportunity Policy, Finance Committee Charter, FOIL Policy, Governance Committee Charter, Investment Policy, Procurement Policy, Records and Retention Policy, Sexual Harassment Policy, Supplies and Equipment Policy, UTEP Policy, Whistleblower Policy and Mission Statement. A motion was made by Mr. Tom Murray approving all established policies listed above with no modifications. Seconded by Mr. Trout. Members Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried.

b) Nominations of 2022 IDA Officers:

The Governance Committee serves as the nominating committee, and they have presented their 2022 nominations as follows:

Steven Brusso / Chairman and Treasurer

Bruce Murray / Vice Chairman and Secretary

If Board members would like to make any other nominations, please contact staff. The official vote will take place at the Annual IDA Meeting in January.

c) Governance Self Evaluation:

The IDA Governance Committee Charter requires that they report to the full IDA Board, at least annually, any proposed changes to the Governance Charter or the Governance Guidelines. A copy of the evaluation was provided to board members prior to the meeting, and no changes were noted.

d) Contract Renewals:

Six contracts for Professional Services for the 2022 calendar year are up for renewal. All six contracts have been reviewed by the Governance Committee and recommended for approval by the full board.

1. **Fisher Associates** offers professional engineering services. Their annual contract fee is for up-to \$10,000 and would be billed on an as-needed basis. No increase from prior year.
2. **Dermody Burke and Brown** provides accounting services to the IDA and EDC on a monthly basis. The proposed charges are as follows: 6 months of work for the IDA and EDC to help us get through audit season at a monthly rate of \$1,000, followed by a monthly rate of \$900 for accounting services for the IDA only through November 2022, and December to be billed at an hourly rate of \$225.

3. **Eleanor Beattie** is an independent contractor who currently performs bookkeeping duties for the IDA/EDC/SVMC at a price of \$675 a month for a maximum of 20 hours monthly. No increase from prior year.
4. **Jim Armstrong** is a business expansion and retention specialist. His services are not to exceed \$15,000 for 2022. No increase from prior year.
5. **Finger Lakes TV** for livestreaming services of the agency's meetings with an annual flat rate of \$10,000 per year to stream up to 15 meetings and \$700 per meeting for any additional meetings.
6. **Robert E. Kernan, Jr.**, as CFO with a monthly service fee of \$1,000.

A motion was made by Mr. Trout approving renewal of contracts 1-6 above. Seconded by Mr. Bruce Murray. Members Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried.

SEQRA Review / Determination RE: NY Lodi I LLC Project:

Parts 1, 2 and 3 of the Short Environmental Assessment Form (EAF) were included in your mailed packet. Parts 1 and 2 of the Full Environmental Assessment Form had been provided to Board members prior to the meeting for their review. Ms. Jones then led the discussion on the review of Part 2 and Part 3 as follows:

Question 1: Impact of Land: Board members answered "NO" that the proposed action may involve construction on, or physical alteration of, the land surface of the proposed site.

Question 2: Impact on Geological Features: Board members answered "NO" that the proposed action may result in the modification or destruction of, or inhibit access to, any unique or unusual land forms on the site (e.g., cliffs, dunes, minerals, fossils, caves).

Question 3: Impact on Surface Water: Board members answered "YES" that the proposed action may affect one or more wetlands or other surface water bodies (e.g., streams, rivers, ponds or lakes). Board members answered "NO, OR SMALL IMPACT MAY OCCUR" for the follow up questions below:

- a) The proposed action may create a new water body.
- b) The proposed action may result in an increase or decrease of over 10% or more than a 10 acre increase or decrease in the surface area of any body of water.
- c) The proposed action may involve dredging more than 100 cubic yards of material from a wetland or water body.
- d) The proposed action may involve construction within or adjoining a freshwater or tidal wetland, or in the bed or banks of any other water body.
- e) The proposed action may create turbidity in a waterbody, either from upland erosion, runoff or by disturbing bottom sediments.
- f) The proposed action may include construction of one or more intake(s) for withdrawal of water from surface water.
- g) The proposed action may include construction of one or more outfall(s) for discharge of wastewater to surface water(s).
- h) The proposed action may cause soil erosion, or otherwise create a source of stormwater discharge that may lead to siltation or other degradation of receiving water bodies.
- i) The proposed action may affect the water quality of any water bodies within or downstream of the site of the proposed action.
- j) The proposed action may involve the application of pesticides or herbicides in or around any water body.
- k) The proposed action may require the construction of new, or expansion of existing, wastewater treatment facilities.

Question 4: Impact on Groundwater: Board members answered "NO" that the proposed action may result in new or additional use of ground water, or may have the potential to introduce contaminants to ground water or an aquifer.

Question 5: Impact on Flooding: Board members answered "NO" that the proposed action may result in development on lands subject to flooding.

Question 6: Impact on Air: Board members answered "NO" that the proposed action may include a state regulated air emission source.

Question 7: Impact on Plants and Animals: Board members answered "NO" that the proposed action may result in a loss of flora or fauna.

Question 8: Impact on Agricultural Resources: Board members answered “NO” that the proposed action may impact agricultural resources.

Question 9: Impact on Aesthetic Resources: Board members answered “YES” that the land use of the proposed action is obviously different from, or is in sharp contrast to, current land patterns between the proposed project and a scenic or aesthetic resource. Board members answered “NO, OR SMALL IMPACT MAY OCCUR” for the follow up questions below:

- a) Proposed action may be visible from any officially designated federal, state, or local scenic or aesthetic resource.
- b) The proposed action may result in the obstruction, elimination or significant screening of one or more officially designated scenic views.
- c) The proposed action may be visible from publicly accessible vantage points: i. Seasonally (e.g., screened by summer foliage, but visible during other seasons) ii. Year round
- d) The situation or activity in which viewers are engaged while viewing the proposed action is: i. Routine travel by residents, including travel to and from work ii. Recreational or tourism based activities
- e) The proposed action may cause a diminishment of the public enjoyment and appreciation of the designated aesthetic resource.
- f) There are similar projects visible within the following distance of the proposed project: 0-1/2 mile ½ -3 mile 3-5 mile 5+ mile

Question 10: Impact on Historic and Archeological Resources: Board members answered “NO” that the proposed action may occur in or adjacent to a historic or archaeological resource.

Question 11: Impact on Open Space and Recreation: Board members answered “NO” that the proposed action may result in a loss of recreational opportunities or a reduction of an open space resource as designated in any adopted municipal open space plan.

Question 12: Impact on Critical Environmental Areas: Board members answered “NO” that the proposed action may be located within or adjacent to a critical environmental area (CEA).

Question 13: Impact on Transportation: Board members answered “NO” that the proposed action may result in a change to existing transportation systems.

Question 14: Impact on Energy: Board members answered “NO” that the proposed action may cause an increase in the use of any form of energy.

Question 15: Impact on Noise, Odor and Light: Board members answered “NO” that the proposed action may result in an increase in noise, odor, or outdoor lighting.

Question 16: Impact on Human Health: Board members answered “NO” that the proposed action may have an impact on human health from exposure to new or existing sources of contaminants.

Question 17: Consistency with Community Plans: Board members answered “NO” that the proposed action is not consistent with adopted land use plans.

Question 18: Consistency with Community Character: Board members answered “NO” that the proposed project is inconsistent with the existing community character.

The next step is to complete Part 3 of the Full Environmental Assessment Form which is the Evaluation of the Magnitude and Importance of Project Impacts and Determination of Significance. Part 3 provides additional support to question no 3 and question no 9 on PART 2 that were answered with a YES from the board. The supporting information was presented as follows

Question No. 3 from PART 2: Local wetlands have been identified; however, they are NOT included on US Dept of Interior maps or NYS DEC maps. Property development will be avoided in localized wetlands. The stream is approximately 2,000 feet from project area.

Question No. 9 from PART 2: Intermediate forested area. Surrounding areas will be undisturbed during construction.

Therefore, based on the information and analysis of the EAF, it is recommended that it be determined that the proposed action will NOT result in any significant adverse environmental impacts and an environmental impact statement need not to be prepared and thus a negative declaration would then be issued.

After discussion, A motion was made by Mr. Tom Murray, that based on information and analysis of the project and Full Environmental Assessment Form, the proposed action will not result in any significant adverse environmental impacts. Seconded by Mr. Bruce Murray. Members, Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried

Discussion / Approval of IDA Resolution No 2021-23 / NY Lodi I LLC Project:

A copy of the proposed resolution was provided to board members prior to the meeting. A public hearing was held on September 20th and three comments were received . The minutes from the public hearing were provided to the board prior to the meeting. This proposed resolution approves a standard 15-year solar PILOT (base taxes + \$4,500/MW fee that escalates 2% every year), a sales tax exemption, and mortgage recording tax exemption. The total estimated exemptions are as follows: property tax \$888,799; sales tax \$594,681, and mortgage recording tax \$36,441. The cost-benefit analysis indicates a 1:1 ratio. After discussion, the resolution was presented as follows:

RESOLUTION AUTHORIZING THE SENECA COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") TO (i) UNDERTAKE A CERTAIN PROJECT FOR THE BENEFIT OF NY LODI I LLC (THE "COMPANY"), (ii) NEGOTIATE, EXECUTE AND DELIVER A LEASE AGREEMENT, LEASEBACK AGREEMENT, AGENT AGREEMENT, PAYMENT IN LIEU OF TAX AGREEMENT, AND RELATED DOCUMENTS, (iii) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (a) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE UNDERTAKING OF THE PROJECT, (b) A PARTIAL REAL PROPERTY TAX ABATEMENT UNDER A PAYMENT IN LIEU OF TAX AGREEMENT, AND (c) A MORTGAGE RECORDING TAX EXEMPTION FOR FINANCING RELATED TO THE PROJECT; AND (iv) EXECUTE A MORTGAGE AND RELATED DOCUMENTS

A motion was made by Mr. Trout approving Resolution No 2021-23. Seconded by Mr. Tom Murray. Members Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried.

Discussion / Approval of IDA Resolution No 2021-24 / Keystone Mills LLC Project:

A copy of the proposed resolution was provided to board members prior to the meeting. A public hearing was held on September 22nd and one comment was received . The minutes from the public hearing were provided to the board prior to the meeting. The proposed resolution approves a PILOT based on NYS RPTL 485-b, estimated total exemption of \$19K, plus a sales tax exemption of \$1.5 M and a mortgage recording tax exemption of \$116K. This project is estimated to bring \$44 of benefits to the community for every \$1 in assistance. The resolution was presented as follows:

RESOLUTION AUTHORIZING THE SENECA COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") TO (i) UNDERTAKE A CERTAIN PROJECT FOR THE BENEFIT OF KEYSTONE MILLS, LLC (THE "COMPANY"), (ii) NEGOTIATE, EXECUTE AND DELIVER A LEASE AGREEMENT, LEASEBACK AGREEMENT, AGENT AGREEMENT, PAYMENT IN LIEU OF TAX AGREEMENT, AND RELATED DOCUMENTS, (iii) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (a) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE UNDERTAKING OF THE PROJECT, (b) A PARTIAL REAL PROPERTY TAX ABATEMENT UNDER A PAYMENT IN LIEU OF TAX AGREEMENT, AND (c) A MORTGAGE RECORDING TAX EXEMPTION FOR FINANCING RELATED TO THE PROJECT; AND (iv) EXECUTE A MORTGAGE AND RELATED DOCUMENTS

A motion was made by Mr. Trout approving IDA Resolution 2021-24. Seconded by Mr. Bruce Murray. Members, Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried.

Review of EDA Revolving Loan Fund Semi Annual Report (1/2021 thru 6/2021):

A copy of RLF Report was provided to the board prior to the meeting. Mrs. Davis presented the report to the board. There are currently three active loans with a total of \$650K available to lend as of June 2021. The review of this report is for informational purposes only.

Standing Item – Update / Seneca County Chamber of Commerce –:

Chamber of Commerce Chairman and IDA Board Member, Bruce Murray provided an update of the Chambers activities in Mr. Shipley's absence. The Board of Supervisors Committee on Tourism met and is recommending that the Sales and Occupancy tax received by the Chamber be reduced from 90% to 75% annually and to extend the term of the allocation from one year to three years. The reason for the proposed reduction is to allow other entities to use some of the funds. The outcome of the recommendation will be decided at the next Board of Supervisors meeting.

Mrs. Davis provided an update on the One Seneca Group. They are continuing to meet weekly and have received 74 responses to their infrastructure survey. Mrs. Davis, Mr. Shipley and Mr. Rowe gave a presentation to the Board of Supervisors Special Committee which is determining how to use the American Recovery Act Funding which was received by the county. Mrs. Davis noted that with the results of the survey, they were able to put together a slate of five infrastructure projects in hopes to receive some of the funding. The next step is to get estimates for each of those projects and to do another presentation before the special committee at their December meeting.

Standing Item – Update / Seneca County Board of Supervisors (BOS) – Don Trout:

Mr. Trout spoke of the proposed Wilkins RV project in the Town of Tyre. They are looking for assistance from the County to hook into the sewer line along Route 414 and to help with discussions with del Lago and the possibility of tying into their line. Also, there are three newly elected Supervisors that will be joining the board in the new year.

Other Business:

None

Executive Session:

Chairman Brusso requested a motion to enter into Executive Session under Public Officers Law, Article 7, Section 105, 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 AND to discuss the financial, credit or employment history of a particular corporation, or matters leading to the approval of a contract for a particular corporation. A motion was made by Mr. Trout at 1:12 pm to enter into Executive Session. Seconded by Mr. Bruce Murray. Members, Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried. A motion was made by Mr. Trout at 1:50 p.m. to come out of Executive Session. Seconded by Mr. Bruce Murray. Members, Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried

Salary Adjustment:

A motion was made by Mr. Tom Murray to approve a 3% annual salary increase for Office Manager, Kelly Kline beginning January 1, 2022. Seconded by Mr. Trout. Members Brusso, Wadhams, B. Murray, T. Murray, Trout and Cirencione voted "yea." Mr. Kime and Mr. Shipley were absent. Motion carried.

Adjournment:

A motion to adjourn the meeting was made by Mr. Tom Murray. Seconded by Mr. Trout. Motion carried. The meeting adjourned at 1:50 p.m.

The next regular scheduled meeting will be held on December 2, 2021 at **12:00 Noon**.

Respectfully submitted,

Stephen Wadhams
Secretary

pc: Margret Li, Clerk to the Board of Supervisors