

**SENECA COUNTY
INDUSTRIAL DEVELOPMENT AGENCY**

MEETING MINUTES

Regular Meeting
Thursday, January 4, 2007
12:00 Noon
Abigail's Restaurant
Waterloo, New York

Attendance:

Board Members Present: Bradford Jones, Chairman; Robert Rosenkrans; Kenneth Lee Patchen, Jr.; Robert Kernan; Thomas Kime; Bruce Bonafiglia and James Mooney

Board Members Absent: None

Staff Attending: Glenn R. Cooke, Executive Director; Patricia Jones, Project Coordinator for Reuse/Empire Zone; Bill Bordeau, Deputy Director of Department of Economic Development and Planning; Gregory Keefe, IDA Treasurer; and Shawn Griffin and Justin Miller, Legal Counsel, Harris Beach

Others Attending: Peter Same, Supervisor, Town of Seneca Falls; Denise Champagne, Finger Lakes Times; Edward Primrose and Nathan Rodgers, representing Empire Green Biofuels; and Vicki Pratt, Stacy Henning and Mark Petersen representing Greater Rochester Enterprise (GRE)

Call to Order:

Chairman Jones called the meeting to order at 12:04 p.m. A quorum of the Agency's members was present.

Approval of IDA Minutes / Meeting of December 7, 2006:

The minutes of the Agency's regular meeting of December 7, 2006 had been sent to Board members prior to the meeting. Mr. Kime requested a correction to the December 7th minutes, Page 5, item Approving Resolution for Land Transfer/Lease Notification to State in Accordance with PAAA for Empire Green Biofuels, Inc., Project, adding the "total acreage (approximately

400) for the project". After discussion, a motion was made by Robert Rosenkrans to approve the December 7, 2006 minutes to include the correction. Seconded by Bruce Bonafiglia. Motion carried.

Proposed Marketing Arrangement with Greater Rochester Enterprise:

Glenn Cooke advised the Board that staff has been working with the staff of Greater Rochester Enterprise (GRE) in an effort to revamp our economic development marketing efforts. Glenn then advised that GRE had developed an action plan, which was forwarded to Board members prior to the meeting, that should help the IDA in effective marketing of the community. Mark Petersen, Vicki Pratt and Stacy Henning of GRE then addressed the Board and reviewed the action plan. After a lengthy question and answer period and discussion to include the possibility of the County and Towns/Villages partnering with the IDA in marketing efforts, Chairman Jones advised GRE representatives that more time was needed to review the action strategy efforts and to determine what the total County involvement would be, and that a decision would be made within the next 3-4 weeks.

Report from Nominating Committee and Election of Officers for 2007:

Glenn Cooke advised the Board that the Nominating Committee, comprised of Bruce Bonafiglia and Robert Rosenkrans, is recommending the following slate of officers for calendar year 2007: Bradford Jones – Chairman; Robert Rosenkrans – Vice-Chairman; and Kenneth Lee Patchen, Jr., Secretary. Glenn then added that the Committee is also recommending the election of Gregory Keefe to the position of Treasurer. Glenn advised the Board that under the provisions of the new Public Authorities Law, the Treasurer cannot be a member of the IDA Board. After discussion, a motion was made by Robert Kernan approving the proposed slate of officers. Seconded by Thomas Kime. Motion carried. Chairman Jones thanked Mr. Kernan for his dedicated service as IDA Treasurer for the past several years.

Establish IDA Audit Committee:

Glenn Cooke advised the Board that New York State law now required the appointment of an Audit Committee. Glenn stated that the responsibilities of the Audit Committee are to recommend the hiring of a certified independent accounting firm, establish the fee to be paid and to provide direct oversight of the auditor's performance. Brad Jones then advised that he was recommending the appointment of Robert Kernan and Thomas Kime as members of the Audit Committee. After discussion, a motion was made by Bradford Jones appointing Robert Kernan and Thomas Kime as members of the IDA Audit Committee. Seconded by Robert Rosenkrans. Motion carried.

Approval of November 2006 Financial Statements:

The November 2006 financial statements had been mailed to Board members prior to the meeting. Glenn Cooke summarized the financial statements. After discussion, a motion was made by Robert Rosenkrans to approve the November 2006 financial statements. Seconded by Lee Patchen. Motion carried.

Resolutions Required for Audit:

Glenn Cooke advised the Board that four resolutions are required as part of the audit. Glenn then presented the following resolutions:

- IDA Resolution No. 2007-1 – Designation of Banking Institutions – designating the Bank of America, Community Bank, NA, M&T Bank, Five Star Bank and the Lyons National Bank as the institutions to be used for IDA banking purposes during the year 2007. A motion was made by Robert Rosenkrans approving IDA Resolution No. 2007-1. Seconded by James Mooney. Motion carried with Robert Kernan and Thomas Kime abstaining.
- IDA Resolution No. 2007-2 – Designation of Persons Authorized to Sign Agency Checks – authorizing Bradford Jones, Chairman; Robert Rosenkrans, Vice-Chairman; Kenneth Lee Patchen, Jr., Secretary; Gregory T. Keefe, Treasurer and Glenn R. Cooke, Executive Director to sign checks issued by the Seneca County IDA during year 2007. A motion was made by Robert Rosenkrans approving IDA Resolution No. 2007-2. Seconded by Robert Kernan. Motion carried.
- IDA Resolution No. 2007-3 – Designation of Legal Counsel – designating Agency Counsel as James A. Gabriel of Franklin & Gabriel and Transaction Counsel as Shawn M. Griffin of Harris Beach. A motion was made by Robert Rosenkrans approving IDA Resolution No. 2007-3. Seconded by Robert Kernan. Motion carried.
- IDA Resolution No. 2007-4 – Designation of Auditor – designating the audit firm of Raymond F. Wager, CPA to be utilized as the IDA audit firm for the year 2007. A motion was made by Robert Rosenkrans approving IDA Resolution No. 2007-4. Seconded by Robert Kernan. Motion carried.

Approval of 2007 Contract for IDA Audit:

Glenn Cooke advised the Board that the contract for the 2007 audit by Raymond F. Wager, CPA, required approval. Mr. Kime noted that the scope of services for the Seneca County EDC and the Seneca Knit Corporation audits were very limited compared to the scope for the IDA audit. The Board directed Mr. Cooke to go back to the Auditor and request a price on a full audit for both the EDC and the Seneca Knit and report back to the Board.

Adoption of 2007 IDA Budget:

Glenn Cooke advised the Board that the IDA adopted a preliminary 2007 budget in October to meet State requirements and since there are no changes to that budget, he was now requesting adoption of the 2007 budget. After discussion, a motion was made by Lee Patchen approving the 2007 IDA budget. Seconded by Robert Rosenkrans. Motion carried.

Ratify Loan to Women's National Hall of Fame:

Glenn Cooke advised the Board that the IDA Board approved a \$50,000 loan to the Hall of Fame in the form of e-mails and voice votes over the telephone and that he was requesting a motion to ratify the approval. Glenn then advised that the term for the \$50,000 loan is six (6) months at two percent (2%). A motion was made by Robert Rosenkrans ratifying the \$50,000 loan to the Women's National Hall of Fame. Seconded by James Mooney. Motion carried with Mr. Kernan abstaining.

Declare Intent to be Lead Agency and Initiate Coordinated Review for Empire Zone Boundary Amendment:

Glenn Cooke advised the Board that an amendment to the boundaries of the Seneca County Empire Zone is needed to accommodate the H2 Grow Project which is the hydroponic tomato growing operations at Seneca Meadow's Renewable Resource Park. Glenn then stated that it is appropriate for the IDA to serve as lead agency for the purposes of the State Environmental Quality Review Act (SEQR) and to initiate a coordinated review. After discussion, a motion was made by Robert Rosenkrans declaring intent for the IDA to be LEAD Agency and initiate a coordinated review for the Empire Zone Boundary Amendment for SEQR purposes. Seconded by James Mooney. Motion carried.

Approvals of Agreements with Seneca County and Economic Development Corporation for Provision of Professional Services:

Glenn Cooke advised the Board that approvals of two agreements are needed to continue the existing employment arrangement with the Executive Director. Glenn explained that under that arrangement, Seneca County contracts with the IDA for professional services, and in turn, the IDA contracts with the EDC who employs the Director. After discussion, a motion was made by Robert Rosenkrans to approve entering into contracts with Seneca County and the Seneca County EDC for professional services for the Executive Director and authorizing the Chairman to sign such contracts. Seconded by James Mooney. Motion carried.

Approval for Participation in Wildlife Strategy Development:

Glenn Cooke advised the Board that Empire Green Biofuels is proposing to engage Cornell University to develop strategies and analysis for managing wildlife and redevelopment interactions with biomass production systems and wildlife population systems in a restricted access setting at the former Army Depot. Glenn then advised that this work is similar to what the IDA had envisioned when it applied for federal funding to support continued redevelopment activities at the Depot and included a wildlife management program component in the amount of \$25,000. Glenn then stated that given Empire Green Biofuels is proposing the above study, the IDA has an opportunity to partner with them which will result in a study product and results that will benefit both parties, the wildlife and the surrounding community. After discussion, staff was directed to obtain a copy of the Request for Proposal used by Biofuels for the study, determine the total scope of the study to assure the entire Conservation Area is being studied and ascertain the cost associated by both participants of the study. It was also the consensus of the

Board that the IDA should be the lead on the study with participation by Empire Green Biofuels rather than Biofuels contracting with Cornell.

Other Business: None.

Consideration of Executive Session:

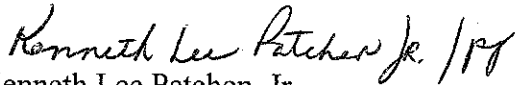
Chairman Jones requested a motion to enter into Executive Session for the purpose of real estate matters. A motion was made by Robert Kernan at 1:10 p.m. to enter into Executive Session. Seconded by James Mooney. Motion carried. A motion was made by Robert Rosenkrans at 1:34 p.m. to come out of Executive Session. Seconded by Thomas Kime. Motion carried.

Adjournment:

A motion to adjourn the meeting was made by Robert Rosenkrans and seconded by Bruce Bonafiglia. Motion carried. The meeting adjourned at 1:35 p.m.

The next regular scheduled meeting will be held on **February 1, 2007 at 12:00 Noon** at Abigail's Restaurant, Route 5 & 20, Waterloo.

Respectfully submitted,


Kenneth Lee Patchen, Jr.
Secretary

pc: Sharon Secor, Seneca County Manager
Margaret Li, Clerk, Board of Supervisors
Russell Gaenzle, Esq, Harris Beach