



**GGLDC Board Meeting
Thursday, February 4, 2021
Location: Electronically
4:00 PM**

GGLDC MINUTES

Attendance

Board Members: D. Cunningham, S. Noble-Moag, C. Yunker, T. Bender, P. Zelif, M. Wiater, G. Torrey, P. Battaglia
Staff: L. Casey, C. Suozzi, J. Krencik, S. Hyde, L. Farrell, M. Masse, P. Kennett
Guests: C. Klotzbach (GCEDC Board Member), A. Vanderhoof (GCEDC Board Member), M. Gray (GCEDC Board Member), R. Gaenzle (Harris Beach)
Absent: T. Felton

1.0 Call to Order

D. Cunningham called the meeting to order at 5:14 p.m. via conference call / video conference.

Because of the Novel Coronavirus (COVID-19) Emergency and State and Federal bans on large meetings or gatherings and pursuant to Governor Cuomo's Executive Order 202.1 issued on March 12, 2020 suspending the Open Meetings Law, this Meeting is being held electronically via conference call / video conference instead of a public meeting open for the public to attend in person.

2.0 Chairman's Report and Activities

2.1 Upcoming Meetings:

Next Scheduled Board Meeting: Thursday, March 4th at 4:00 p.m.

Audit & Finance Committee Meeting: Tuesday, March 2nd at 8:30 a.m.

Governance & Nominating Committee Meeting: Thursday, March 4th at 3:00 p.m.

CANCELLED: Annual Meeting: Friday, March 5th at 12:00 p.m.

2.2 Agenda Additions/ Deletions/ Other Business –

S. Noble-Moag made a motion to table agenda item 4.4 Cyber Insurance, as well as 5.3 and 5.4 Water and Sewer Works Board appointments; the motion was seconded by M. Wiater. Roll call resulted as follows:

T. Felton -	Absent	S. Noble-Moag -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
T. Bender -	Yes	C. Yunker -	Yes
G. Torrey -	Yes	M. Wiater -	Yes
P. Zelif -	Yes		

The item was approved as presented.

2.3 Minutes: January 7, 2021

G. Torrey made a motion to approve the January 7, 2021 minutes as presented; the motion was seconded by P. Zeliff. Roll call resulted as follows:

T. Felton -	Absent	S. Noble-Moag -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
T. Bender -	Yes	C. Yunker -	Yes
G. Torrey -	Yes	M. Wiater -	Yes
P. Zeliff -	Yes		

The item was approved as presented.

3.0 Report of Management

3.1 Nothing at this time.

4.0 Audit & Finance Committee – D. Cunningham

4.1 December 2020 Unaudited Financial Statements - L. Farrell noted the following:

- On the balance sheet, accounts receivable of \$32,000 is made up of: 1) \$25,000 for the Knapp Solar project that closed in December. We did not receive the grant funds that support workforce development initiatives and/or the overall economic development program until January 2021. 2) \$6,000 for the recoverable depreciation amount related to the MTC insurance claim.
- We previously had \$29,000 in unearned revenue which was the insurance proceeds received to cover the roof repair. This revenue has been recognized as the expenditures for the roof repair were paid in December.
- On the P&L, grant revenue of \$75,000 is made up of the three solar projects that closed.
- Site Maintenance is over budget. These expenses are largely offset by revenue recorded in the Other Revenue line item, which is made up of insurance proceeds related to the water and wind damage claims.
- All other items are where we would anticipate them to be by year end.

This was recommended for approval by the Committee.

P. Battaglia made a motion to approve the December 2020 Unaudited Financial Statements as presented; the motion was seconded by M. Wiater. Roll call resulted as follows:

T. Felton -	Absent	S. Noble-Moag -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
T. Bender -	Yes	C. Yunker -	Yes
G. Torrey -	Yes	M. Wiater -	Yes
P. Zeliff -	Yes		

The item was approved as presented.

4.2 General Liability Insurance - The Board previously approved extending insurance coverage with Selective Insurance through the end of February 2021 while Tompkins worked on obtaining alternative

insurance proposals. Tompkins went out to bid for the Agency's 2021 insurance renewal. Other markets were explored as listed in the Board packet materials, but they were unable to find another carrier that was able to meet the GCEDC's needs at an affordable rate. The total premium proposed by Selective is within the amounts included in the EDC and LDC 2021 budgets.

This was recommended for approval by the Committee.

T. Bender made a motion to approve general liability insurance with Selective as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

T. Felton -	Absent	S. Noble-Moag -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
T. Bender -	Yes	C. Yunker -	Yes
G. Torrey -	Yes	M. Wiater -	Yes
P. Zeliff -	Yes		

The item was approved as presented.

4.3 D & O Insurance - Lawley Insurance has provided us with a proposal for renewal of our current Directors & Officers/Employment Practices Liability Insurance with Travelers. The renewal price reflects an overall price increase of only \$528 (\$264/entity) compared to the current policy. The current policy expires on 2/23/2021.

The cost of this policy would be split between GCEDC and GGLDC (\$5,496/entity) and is within each entity's budget for 2021.

Coverage for the new Water and Sewer Works Transportation Corporations has not been included in this proposal. These entities can be added when we have more information to provide.

This was recommended for approval by the Committee.

P. Battaglia made a motion to approve the renewal of D & O insurance with Travelers as presented; the motion was seconded by M. Wiater. Roll call resulted as follows:

T. Felton -	Absent	S. Noble-Moag -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
T. Bender -	Yes	C. Yunker -	Yes
G. Torrey -	Yes	M. Wiater -	Yes
P. Zeliff -	Yes		

The item was approved as presented.

4.4 Cyber Insurance – This agenda item was tabled until next month to obtain more information.

4.5 The GGLDC received three bids for painting and resurfacing of the three stairwells at the MedTech Centre building. The bids came in as follows:

- Relentless Construction, LLC - \$12,750
- S.J.F Construction, Inc. - \$16,825

- Whitney East, Inc. - \$19,023

Fund Commitment – The GGLDC 2021 budget includes \$15,000 under MedTech Centre site maintenance lline item for this expense.

This was recommended for approval by the Committee.

S. Noble-Moag made a motion to approve the contract with Relentless Construction, LLC for \$12,750; the motion was seconded by G. Torrey. Roll call resulted as follows:

T. Felton -	Absent	S. Noble-Moag -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
T. Bender -	Yes	C. Yunker -	Yes
G. Torrey -	Yes	M. Wiater -	Yes
P. Zeliff -	Yes		

The item was approved as presented.

4.6 Loan Agreement with HP Hood (OCR) – The Town of Batavia has completed, submitted and been approved to receive Federal grant assistance in the amount of \$750,000 (including \$16,000 for Admin and Delivery) from NYS Housing Trust Fund Corporation represented by the NYS Office of Community Renewal through the Community Development Block Grant (CDBG) Fund for the purpose of providing financing to assist HP Hood, LLC for the installation of a new filler line at its existing production facility located at 5140 W. Ag Park Drive in the Town of Batavia. The GGLDC has previously approved a grant agreement with the Town of Batavia that lays out the terms and conditions of that funding being received by the Town of Batavia and disbursed and administered by the GGLDC. The agreement before the committee today is the loan agreement for the \$734,000 between HP Hood, LLC and the GGLDC. The terms and conditions of this loan agreement are consistent with previous CDBG funding. It is 50% loan, 50% grant, five-year amortization and 0% interest rate.

Fund commitment: \$734,000 in CDBG funding that will be provided through the Town of Batavia.

This was recommended for approval by the Committee.

P. Battaglia made a motion to approve the loan agreement with HP Hood, LLC for the CDBG funding; the motion was seconded by T. Bender. Roll call resulted as follows:

T. Felton -	Absent	S. Noble-Moag -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
T. Bender -	Yes	C. Yunker -	Yes
G. Torrey -	Yes	M. Wiater -	Yes
P. Zeliff -	Yes		

The item was approved as presented.

4.7 Loan Agreement with Upstate Niagara (OCR) – The Town of Batavia has completed, submitted and been approved to receive Federal grant assistance in the amount of \$750,000 (including \$16,000 for Admin and Delivery) from NYS Housing Trust Fund Corporation represented by the NYS Office of Community Renewal through the Community Development Block Grant (CDBG) Fund for the purpose of providing financing to assist Upstate Cooperative, Inc. with the reactivation of a dormant yogurt production facility located at 5011 W. Ag Park Drive in the Town of Batavia. The GGLDC has previously approved a grant agreement with the Town of Batavia that lays out the terms and conditions of that

funding being received by the Town of Batavia and disbursed and administered by the GGLDC. The agreement before the committee today is the loan agreement for the \$734,000 between Upstate Cooperative, Inc. and the GGLDC. The terms and conditions of this loan agreement are consistent with previous CDBG funding. It is 50% loan, 50% grant, five-year amortization and 0% interest rate.

Fund commitment: \$734,000 in CDBG funding that will be provided through the Town of Batavia.

This was recommended for approval by the Committee.

T. Bender made a motion to approve the loan agreement with Upstate Niagara Cooperative, Inc. for the CDBG funding; the motion was seconded by S. Noble-Moag. Roll call resulted as follows:

T. Felton -	Absent	S. Noble-Moag -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
T. Bender -	Yes	C. Yunker -	Yes
G. Torrey -	Yes	M. Wiater -	Yes
P. Zeliff -	Yes		

The item was approved as presented.

4.8 PSA option for BETP – Fancher – The GGLDC has received a Purchase and Sale Agreement from a potential retail project to acquire approximately 2.0 buildable acres out of tax parcel 19.-1-74 for \$100,000.

The Committee requested that the agreement include an amendment to the purchaser’s due diligence period. If there is interest from another party to purchase the parcel after 12 months of the due diligence period has expired, the purchaser will have the right of first refusal.

Fund Commitment: Legal fees to Harris Beach not to exceed \$7,500.00 for the transaction.

This was recommended for approval by the Committee.

Resolution No. #02/2021 - 01

RESOLUTION OF THE GENESEE GATEWAY LOCAL DEVELOPMENT CORPORATION AUTHORIZING (I) THE SALE OF CERTAIN LANDS TO J & R FANCHER PROPERTY HOLDINGS, LLC COMPRISING APPROXIMATELY 7.9 +/- ACRES LOCATED IN THE TOWN OF PEMBROKE, GENESEE COUNTY, NEW YORK, AND KNOWN AS PART OF TAX PARCEL 19.-1-74 (THE “LAND”), AND (II) THE EXECUTION AND DELIVERY OF A PURCHASE AND SALE AGREEMENT FOR THE CONVEYANCE OF THE LAND AND THE EXECUTION AND DELIVERY OF DOCUMENTS NECESSARY AND INCIDENTAL THERETO

S. Noble-Moag made a motion to accept authorizing resolution #02/2021-01, and payment of legal fees not to exceed \$7,500 in connection with the closing; the motion was seconded by P. Battaglia. Roll call resulted as follows:

T. Felton -	Absent	S. Noble-Moag -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
T. Bender -	Yes	C. Yunker -	Yes

G. Torrey - Yes M. Wiater - Yes
P. Zelif - Yes

The item was approved as presented.

4.9 Change Order for Corfu WWTF Expansion – In December of 2019, the GGLDC accepted the bid received from STC Construction for a Base Bid amount of \$4,861,000 and authorizing Change Order No. 1 with a deduct amount of \$500,000.

The GGLDC also accepted the bid received from Concord Electric for a Base Bid amount of \$393,000.

The GGLDC committed the cash on hand in restricted BETP account as of 9/30/19 - \$556,001 (plus any interest earned in the account up to the date of disbursement) and future CBA payments (9 years at \$93,000 per year) unless the debt is paid off early).

The work on the WWTF is almost complete, and there are two additional change orders presented today. One change order from STC and one from Concord Electric.

The town of Pembroke has passed a bonding resolution that will cover the increase in cost as a result of the change orders and is not asking the GGLDC for any additional funds. No additional fund commitment.

This was recommended for approval by the Committee.

M. Wiater made a motion to approve the change orders for STC Construction, Inc and Concord Electric as presented with no additional commitment of funds; the motion was seconded by G. Torrey. Roll call resulted as follows:

T. Felton - Absent S. Noble-Moag - Yes
D. Cunningham - Yes P. Battaglia - Yes
T. Bender - Yes C. Yunker - Yes
G. Torrey - Yes M. Wiater - Yes
P. Zelif - Yes

The item was approved as presented.

5.0 Governance & Nominating Committee – S. Noble-Moag

5.1 Authority Self Evaluation of Prior Year Performance - Public Authorities are required to perform a self-evaluation of prior year's goals/measurements annually. This report shows the results against the goals and measurements that were set for 2020. This report will be submitted into PARIS.

This was recommended for approval by the Committee.

S. Noble-Moag made a motion to approve the Authority Self-Evaluation of Prior Year Performance as presented; the motion was seconded by T. Bender. Roll call resulted as follows:

T. Felton - Absent S. Noble-Moag - Yes
D. Cunningham - Yes P. Battaglia - Yes
T. Bender - Yes C. Yunker - Yes
G. Torrey - Yes M. Wiater - Yes
P. Zelif - Yes

The item was approved as presented.

5.2 Mission Statement and Measurement Report – The Authority’s Board must annually review the authority’s mission statement and performance goals to ensure that its mission has not changed and that the authority’s performance goals continue to support its mission. This report will be posted to the website and submitted into PARIS.

This was recommended for approval by the Committee.

M. Wiater made a motion to approve the Mission Statement and Measurement Report as presented; the motion was seconded by P. Zelif. Roll call resulted as follows:

T. Felton -	Absent	S. Noble-Moag -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
T. Bender -	Yes	C. Yunker -	Yes
G. Torrey -	Yes	M. Wiater -	Yes
P. Zelif -	Yes		

The item was approved as presented.

5.3 Water Works Corp Board Appointments- This agenda item was tabled.

5.4 Sewer Works Corp Board Appointments- This agenda item was tabled.

6.0 Other Business

6.1 Nothing at this time.

7.0 Adjournment

As there was no further business, S. Noble-Moag made a motion to adjourn at 5:27 p.m., which was seconded by P. Battaglia and passed unanimously.