



**GGLDC Board Meeting
Thursday, September 1, 2022**

**Location: 99 MedTech Drive, Innovation Zone
4:00 PM**

GGLDC MINUTES

Attendance

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

1.0 Call to Order

D. Cunningham called the meeting to order at 5:20 p.m. in the Innovation Zone.

2.0 Chairman's Report and Activities

2.1 Upcoming Meetings:

Next Scheduled Board Meeting: Thursday, October 6th at 4:00 p.m.
Audit & Finance Committee Meeting: Tuesday, October 4th at 8:30 a.m.

2.2 Agenda Additions/ Deletions/ Other Business – Nothing at this time.

2.3 Minutes: August 4, 2022

S. Noble-Moag made a motion to approve the August 4, 2022 minutes; the motion was seconded by J. Tretter. Roll call resulted as follows:

T. Felton -	Yes	J. Tretter -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
C. Yunker -	Yes	T. Bender -	Yes
G. Torrey -	Absent	P. Zelif -	Yes
S. Noble-Moag -	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 July 2022 Financial Statements - L. Farrell reviewed the July 2022 financial statements with the Board. The following was noted:

- There is normal monthly activity.
- On the P&L, \$43,400 was recorded as grant expense. We collected funds from OCR for the Genesee CARES grant award. The grant awards were paid out to the recipients in July. The draws continue to move along.

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

T. Bender made a motion to accept the July 2022 Financial Statements as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

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

The item was approved as presented.

4.2 GGLDC Budget Timeline – The 2023 Budget is due to the ABO and OSC by November 1, 2022. L. Farrell reviewed the timeline to emphasize the need for a quorum at the October 27, 2022 Board meeting. Board members were asked to notify staff as soon as possible if they have a conflict. S. Noble-Moag, T. Bender and P. Zelif stated that they have a conflict for that meeting date and are unable to attend.

4.3 Revised PSA for Ag Park – At the May GGLDC Audit & Finance Committee meeting a Purchase and Sale Agreement from La Fermiere Inc. to acquire approximately 20 acres out of tax parcel 13.-1-170.11 for \$1,000,000 was approved. That PSA was not fully executed and some of the terms have been changed. The new PSA being brought forward for consideration of approval was provided with the meeting materials. A redline version was provided to Audit and Finance Committee members.

The Committee also discussed changing the language in paragraph 25 so that the loan forgiveness is granted per the deferred loan agreement, which is a separate document that will come before the Board for approval later.

Fund Commitment: Legal fees to Harris Beach for the transaction as listed in the resolution.

Resolution No. #09 / 2022 - 01

RESOLUTION OF THE GENESEE GATEWAY LOCAL DEVELOPMENT CORPORATION, AS THE MANAGING MEMBER OF GENESEE AGRI-BUSINESS LLC AUTHORIZING (I) THE SALE OF CERTAIN LANDS OWNED BY GENESEE AGRI-BUSINESS LLC TO LA FERMIERE INC. (THE “COMPANY”), COMPRISING APPROXIMATELY 20 +/- ACRES LOCATED IN THE TOWN OF BATAVIA, GENESEE COUNTY, NEW YORK, AND KNOWN AS TAX PARCEL 13.-1-170.11 (THE “LAND”), (II) THE PROVISION OF CERTAIN FINANCIAL INCENTIVES TO THE COMPANY, (III) THE EXECUTION AND DELIVERY OF A PURCHASE AND SALE AGREEMENT FOR THE CONVEYANCE OF THE LAND AND (IV) THE EXECUTION AND DELIVERY OF DOCUMENTS NECESSARY AND INCIDENTAL TO THE FOREGOING.

This item was recommended for approval by the Committee.

P. Battaglia made a motion to approve the revised PSA with the above-mentioned change related to paragraph 25 and payment of legal fees not to exceed \$20,000 in connection with the closing; the motion was seconded by S. Noble-Moag. Roll call resulted as follows:

T. Felton -	Yes	J. Tretter -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
C. Yunker -	Yes	T. Bender -	Yes
G. Torrey -	Absent	P. Zeff -	Yes
S. Noble-Moag -	Yes		

The item was approved as presented.

4.4 Genesee CARES Update - As of August 23, the 22 small businesses participating in the Genesee CARES initiative have submitted over \$670,000 of expenditures across five disbursement requests to the NYS Office of Community Renewal.

Sixteen of the participating small businesses have submitted for their entire grant awards, with a remaining 6 small businesses with partial or full grant funding available for a total of \$203,615 in remaining grant funds. A status of the grant disbursements and eligible reimbursements as of August 23, 2022, was provided with the meeting materials. The County's grant contract with NYS OCR is set to expire on October 14, 2022.

While we anticipate that the remaining businesses will submit for reimbursement and meet their grant obligations by this date, a short extension to the grant deadline will afford the GGLDC additional time to compile the grant documentation, submit final reimbursement requests, and successfully closeout the program.

The Audit & Finance Committee recommends that a request is sent to County Manager Matt Landers requesting that OCR grant a 3-month extension of the program, to January 14, 2023.

T. Bender made a motion to approve that a request is sent to County Manager Matt Landers requesting that OCR grant a 3-month extension of the program to January 14, 2023; the motion was seconded by P. Zeff. Roll call resulted as follows:

T. Felton -	Yes	J. Tretter -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
C. Yunker -	Yes	T. Bender -	Yes
G. Torrey -	Absent	P. Zeff -	Yes
S. Noble-Moag -	Yes		

The item was approved as presented.

5.0 Governance & Nominating Committee – S. Noble-Moag

5.1 Water Works Corp. By-Laws – The STAMP onsite water system and on-site sanitary sewer system with off-site discharge will be owned, operated, and maintained by two entities that are to be formed under NYS Transportation Corporation Law. The GGLDC will be the sole shareholder of these corporations. The GGLDC has petitioned and received consent from Genesee County Department of Health, Genesee County Highway Department, the Town of Alabama Highway Department, and the

Town of Alabama regarding the formation of the water works corporation and has petitioned and received consent from Genesee County Department of Health, Orleans County Department of Health, the Genesee County Highway Department, the Town of Shelby Highway Department, and the Town of Shelby.

In May of this year, the GGLDC Governance Committee recommended approval of the By-Laws and the full Board voted to approve. Since that approval, there has been a minor revision to the By-Laws to remove any reference to utilizing Robert's Rules of Order. The Chair of the Governance Committee was comfortable bringing this change directly to the full Board without going through Governance again. The redline versions of the proposed amended By-Laws for the STAMP Water Works and STAMP Sewer Works corporations were included with the meeting materials.

Fund commitment: None.

T. Felton made a motion to approve the Water Works Corp. By-Laws as presented; the motion was seconded by J. Tretter. Roll call resulted as follows:

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

The item was approved as presented.

5.2 Sewer Works Corp. By-Laws – The STAMP onsite water system and on-site sanitary sewer system with off-site discharge will be owned, operated, and maintained by two entities that are to be formed under NYS Transportation Corporation Law. The GGLDC will be the sole shareholder of these corporations. The GGLDC has petitioned and received consent from Genesee County Department of Health, Genesee County Highway Department, the Town of Alabama Highway Department, and the Town of Alabama regarding the formation of the water works corporation and has petitioned and received consent from Genesee County Department of Health, Orleans County Department of Health, the Genesee County Highway Department, the Town of Shelby Highway Department, and the Town of Shelby.

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Fund commitment: None.

C. Yunker made a motion to approve the Sewer Works Corp. By-Laws as presented; the motion was seconded by T. Bender. Roll call resulted as follows:

T. Felton -	Yes	J. Tretter -	Yes
D. Cunningham -	Yes	P. Battaglia -	Yes
C. Yunker -	Yes	T. Bender -	Yes

G. Torrey - Absent P. Zelif - Yes
S. Noble-Moag - Yes

The item was approved as presented.

6.0 Other Business

6.1 Nothing at this time.

7.0 Adjournment

As there was no further business, P. Battaglia made a motion to adjourn at 5:30 p.m., which was seconded by J. Tretter and passed unanimously.