

Wayne County Civic Facility Development Corporation
Minutes of Special Meeting
August 26, 2011

The meeting was called to order at 11:15 am, August, 26th, 2011, by Chairman Willard Milliman. Members present were William Hammond and David Spickerman. Others present were Robert Havrilla, member Wayne County IDA board of directors and Chair of the Newark Wayne Community Hospital board of directors; James Hoffman, member Wayne County IDA board of directors and Chair of Wayne County Board of Supervisors; Jared Van Dusen, WCIDA economic developer; Janelle McCarthy, Harris Beach, LLC; John Morell, Converse & Morell; Margaret (Peg) Churchill, CEO/Executive Director, WCIDA; Trisha Koczent, Director of Finance and Compliance, Newark Wayne Community Hospital; and Douglas Stark, Director of Outpatient Services and Business Development, Newark Wayne Community Hospital.

The Chairman called for introductions and went around the room.

Ms. Koczent and Mr. Stark presented an overview of the Newark Wayne Community Hospital expansion project, including the financials, the need for expansion, the phases required to ready space and the data regarding use of the emergency room facility over the past few years, citing that the emergency room sees almost double the number of clients that it was built for. Mr. Havrilla commented on the growth of the hospital, as did Ms. Churchill. Mr. Hammond asked if the financials were Newark Wayne alone or combined with Rochester General; response was they are for Newark Wayne alone. Mr. Hammond noted that the connection with the Rochester General Hospital system had been pointed out and asked if the two entities could, if needed help each other out financially; specifically if there was a problem (with the loan to bonds) can RGH help Newark Wayne out. Both Ms. Koczent and Mr. Havrilla replied, yes, but noted that they don't anticipate any problems, again referencing the financials for Newark Wayne.

Minutes of the previous meeting were reviewed and amended to reflect administrative changes to the by-laws adopted on June 3, 2011—on page 13, Article VI, Section 3 changed to reflect Treasurer replaced by “Chief Financial Officer” and the Chairperson replaced by “any member”; and, on page 14 under Article VIII, Fiscal Year, September is replaced by “December”. Approval of the minutes, with the noted changes, were moved by Mr. Hammond, seconded by Mr. Spickerman and adopted unanimously.

Mrs. Churchill stated that the Wayne County Civic Facility Development Corporation had received a complete application for assistance from the Newark Wayne Community Hospital, including the \$500 fee for application and that the application itself had been sent to the WCCFDC board members for their review prior to the meeting. Mr. Morell and Ms. McCarthy presented an overview of how such assistance worked and an overview of the timeline, including the publication of a public hearing to be held in Newark and passage of a resolution for tax exempt bonds by the Wayne County Board of

Supervisors. Mr. Morell stated he would forward the overview done by Justin Miller of Harris Beach out to the board.

Mr. Morell and Ms. McCarthy then, upon Mrs. Churchill's introduction, reviewed the proposed resolution accepting the application, authorizing a public hearing describing the forms and taking official action towards the issuance of up to \$25,000,000 principal amount revenue bonds for the purpose of financing the project. Mr. Hammond moved and Mr. Spickerman seconded the resolution and it passed unanimously upon vote.

The next item on the agenda was to set the next meeting. It was determined that the meeting could fall immediately after the October WCIDA meeting on Friday, October 28th, 2011.

Under Other Business John Morell explained the need to have a Directors and Officers insurance policy. First Niagara had submitted a quote for such insurance at \$1440. Bill Hammond moved and Dave Spickerman seconded the acceptance of this quote. Unanimously approved.

Having no other business to come before the board, it was moved and seconded, unanimously approved, to adjourn. 12:05 pm.

Respectfully submitted,

Marie Leisenring
Acting Secretary