

Wayne County IDA  
Minutes – December 6<sup>th</sup>, 2011  
Special Board Meeting

The special board meeting of the Wayne County IDA was called to order at 9:34 a.m. on December 6<sup>th</sup>, 2011, by Vice Chairman James Hoffman. Members present: James Hoffman, Robert Havrilla, and Willard Milliman. Also present: Joe Kehm and Linda Vitale of EFP Rotenberg; Bill Hammond, Macedon Town Supervisor; John Morell, Esq.; also: P. Churchill, D. Richards, J. VanDusen and M. Leisenring.

On motion of Mr. Milliman, seconded by Mr. Havrilla and carried the minutes of the previous meeting, held 10/28/2011, were approved.

It was noted that long time Board member Marvin Decker had passed away on 11/26/2011. On motion of Mr. Havrilla, seconded by Mr. Milliman and carried the Board expressed their condolences and gratitude for the many years Marvin was a dedicated Board member.

At 9:35 a.m. the Board adjourned so that the audit committee could convene. Joe Kehm of EFP Rotenberg discussed the scope of the 2011 audits for the Wayne County IDA, the Wayne County Civic Facility Development Corp., Wayne Economic Development Corp. and the Wayne Industrial Sustainability Dev. Corp. The audits will commence March 1<sup>st</sup>, 2012. Mr. Kehm doesn't anticipate any issues with the audits. The engagement letters have been prepared for consideration by each entity. Next each entity convened respective meetings to discuss their audits.

The regular IDA board meeting re-convened at 9:52 a.m.

**Resolution – Audit Committee Report**

Whereas, the audit committee has reviewed and determined the appropriate scope of the annual audit and has advised the WCIDA board of the need for the audit and its scope; and

Whereas, the committee has advised the board that the services of EFP Rotenberg are necessary and appropriate, be it hereby

Resolved that the WCIDA Board accepts the report of the Audit Committee and hereby authorizes the executive director to enter into the necessary agreements with EFP Rotenberg, LLP at a fee not to exceed \$9600.

Moved: Mr. Havrilla  
Second: Mr. Milliman  
Ayes: Messrs. Havrilla, Milliman and Hoffman  
Nays: None

### **Resolution – Cost Benefit Analysis Program**

Whereas the New York State Economic Development Council has contracted for the development of a cost benefit program for NYS IDAs in order to develop consistency in measurement of effectiveness of payment in lieu of taxes agreements; and

Whereas members of the EDC have the opportunity to participate at a reasonable financial level, be it hereby authorized that the WCIDA participate and opt in for use of the program.

Moved: Mr. Milliman  
Second: Mr. Havrilla  
Ayes: Messrs. Havrilla, Milliman and Hoffman  
Nays: None

On motion of Mr. Havrilla, seconded by Mr. Milliman and carried to approve authorizing the executive director and the IDA attorney to develop a lease with Northern Development, LLC for the property where the new wind turbine will be located; and to authorize approval of the project inducement resolution as prepared by the attorneys (copy attached).

On motion of Mr. Milliman, seconded by Mr. Havrilla and carried to approve the initial project resolution for A.E.Y. Development, LLC as prepared by the attorneys (copy attached). It was the consensus of the Board to approve the executive director signing the conflict of interest waiver letter presented by John Morell, Esq., regarding the A.E.Y. Development project.

Mr. Richards next updated the board on the past due micro loan to Ultimate Petroleum Products.

**Resolution – Technical Assistance Provider - Kevin Groff d/b/a Groff Business Services**

Whereas, Kevin Groff d/b/a Groff Business Services provides small business accounting and consulting services; and

Whereas, the WCIDA Business Builders Program provides such services to individuals and companies in Wayne County; and

Whereas, his credentials have been reviewed by WCIDA staff who recommend his addition to the approved list of providers; be it therefore

Resolved, that WCIDA approve Kevin Groff d/b/a Groff Business Services as a Technical Service provider for the Agency's Business Builders Program.

Moved: Mr. Milliman

Second: Mr. Havrilla

Ayes: Messrs. Milliman, Havrilla, Hoffman

Nays: None

At 10:45 a.m. the regular board meeting went into executive session to discuss membership and by-law changes.

The regular meeting re-convened at 11:02 a.m. On motion of Mr. Milliman, seconded by Mr. Havrilla and carried that a request be made to the Board of Supervisors that their next appointment to the IDA board of a non-elected individual be for a three year period. It was the consensus of the board that further discussion was necessary before making recommendations for by-law amendments.

**Resolution – Extend Loan Commitment - Deborah Brown d/b/a The Quilting Bee**

Whereas, Deborah Brown d/b/a the Quilting Bee (the "Company") was approved for a \$25,000 Microenterprise Loan on September 23, 2011 to assist in the establishment of her business in the Village of Sodus Main Street District; and

Whereas, a condition of that approval was the approval of a loan from Reliant Community Credit Union ("Reliant") with an SBA Guaranty;

Whereas, the SBA Guaranty was obtained by Reliant on November 30, 2011; be it therefore

