Wayne County Industrial Development Agency
Regular Meeting Minutes
November 16th, 2012

The regular meeting of the Wayne County Industrial Development Agency was called to order by Chairman David Spickerman at 9:30 a.m. on 11/16/2012. The meeting was held in the first floor conference room, 16 William Street, Lyons. Members present: Willard Milliman, David Spickerman, Pamela Heald and Robert Havrilla; Also present: Joe Kehm and Kristie Beach of EFP Rotenberg; Linda Wiener of Martin & Wiener; Par Wiegle and Diane Prevost of StormBlok; Chris Catt of Senator Nozzolio's office; Bob McNary, County Planning & Economic Dev. Director; John Morell, Esq. and M. Churchill, D. Richards, and M. Leisenring.

The regular meeting was adjourned at this time so that the regular meetings of the Wayne County Civic Facility Dev. Corp., the Wayne Economic Dev. Corp. and the Wayne Industrial Sustainability Dev. Corp. could be held. The regular WCIDA board meeting resumed at 9:39 a.m.

On motion of Mr. Havrilla, seconded by Ms. Heald and carried the minutes of the meeting held 10/26/2012 were approved.

Resolution authorizing extension of sales tax exemption

Whereas, the WCIDA entered into the necessary PILOT agreements with Maxpro, Town of Ontario, to assist in the expansion of Optimax relating to the facility, the jobs and equipment; and

Whereas, certain improvements have taken a longer time to complete than originally estimated, the company has requested an extension of the sales tax exemption through the end of June, 2013; be it hereby

Resolved, that the IDA board of directors hereby approves such an extension and authorizes that the necessary documents be completed.

Moved: Mr. Havrilla Second: Mr. Milliman
Ayes: Ms. Heald and Messrs. Milliman, Havrilla and Spickerman
Nays: None

Resolution authorizing scope of audit and agreement

Whereas, the Audit committee of the WCIDA has met and reviewed the scope of work for the annual audit, along with input from its contracted accountant; and

Whereas, the Audit committee has approved the scope of the audit and that it be performed by EFP Rotenberg, led by Joseph Kehm, the committee advises that the proposal and scope be accepted by the WCIDA board and the audit be authorized; be it hereby

Resolved that the WCIDA board of directors hereby authorizes the audit be completed by EFP Rotenberg with scope and terms as presented.

Moved: Ms. Heald Second: Mr. Milliman
Ayes: Ms. Heald and Messrs. Milliman, Havrilla and Spickerman
Nays: None

At this time the auditors thanked the board and left the meeting.

Resolution authorizing loan

Whereas, following review by the loan committee the WCIDA approved a loan to Michael Flaherty for the purchase of Rando, with a list of contingencies to be met by the borrower; and

Whereas, the structure of purchase has been changed to an asset purchase and a Phase I Environmental Audit is in the process of being performed; be it hereby

Resolved that the WCIDA board of directors hereby approves the loan under the new purchase structure and with the contingency that the findings of the Phase I are reviewed and approved by our Environmental Attorney and Executive Director.

Moved: Mr. Havrilla Second: Ms. Heald
Ayes: Ms. Heald and Messrs. Spickerman, Havrilla and Milliman
Nays: None

Resolution regarding a PILOT

The attached formal resolution for PILOT exempting Ontario Midland Railroad from sales tax during project improving rail from Sodus into Rose was approved on motion of Ms. Heald, seconded by Mr. Milliman and carried.

Resolution authorizing subordination for AEY

Whereas, the WCIDA has previously authorized, processed and closed on a payment-in-lieu-of-taxes and the associated required public hearings, resolutions, documents and closing; and

Whereas, original financing entity has now changed and the new bank is requiring a subordination from the WCIDA regarding the PILOT and associated agreements; be it

Resolved that the WCIDA board of directors hereby authorizes the execution of the subordination agreement as reviewed and approved by Agency's transaction counsel, Justin Miller.

Moved: Mr. Havrilla Second: Ms. Heald
Ayes: Ms. Heald and Messrs. Milliman, Spickerman and Havrilla
Nays: None

At 10:00 a.m. Par Wiegel and Diane Prevost of StormBlok gave a presentation on their company's "Eco-Stinger" System. After a question/answer period, Mr. Wiegel and Ms. Prevost thanked the board for their time and reiterated they will appreciate any assistance the IDA can provide. They and Mr. Catt left the meeting at this time.

The regular meeting resumed at 11:17 a.m. Ms. Churchill updated the board on the recent Parker Hannifin announcement event she attended.

Ms. Churchill updated the board on the 2013 county funding report and the impact on the IDA budget. In light of this, she would like to move forward with a meeting with Mr. Sicherman to discuss defederalization. She will firm up a date in December when this will occur.

At 11:45 a.m. the board went into executive session to discuss a personnel issue. The regular meeting resumed at 12:09 p.m. at which time the meeting adjourned as there was no further business.

Respectfully submitted,

Marie Leisenring
Secretary