

Wayne County Industrial Development Agency  
Regular Meeting Minutes  
December 13<sup>th</sup>, 2013

The regular meeting of the WCIDA was called to order at 9:30 a.m. on 12/13/2013 by Chairman David Spickerman. The meeting was held in the first floor conference room, 16 William Street, Lyons. Members present: Pamela Heald, Robert Havrilla, James Hoffman and David Spickerman. Also Present: Kristie Beach, CPA of EFP Rotenberg; Linda Wiener, CPA of Francis Celona, CPAs; Bill Hammond, Macedon Town Supervisor ; also present: John Morell, Esq., Bob McNary, Director of Planning & Econ. Dev.; and M. Churchill, D. Richards and M. Leisenring.

On motion of Ms. Heald, seconded by Mr. Havrilla, the minutes of 11/14/13 were unanimously approved.

After introductions were made, the audit committee reported that they approved the scope of the 2013 audits as presented for all four entities – WCIDA, WEDC, WISDC and WCCFDC. Kristie Beach, CPA with EFP Rotenberg, next discussed the Scope of the 2013 audits with the combined boards. She and Linda Wiener addressed questions from the board. At this time the regular WCIDA board meeting adjourned into meetings of each separate entity.

When the regular IDA board meeting reconvened, the following resolution was considered:

**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. Havrilla  
Ayes: Ms. Heald and Messrs. Havrilla, Spickerman and Hoffman  
Nays: None

Ms. Beach and Ms. Wiener thanked the board for their time and left the meeting.

The board went into executive session at 9:50 a.m. to discuss real estate negotiations. The regular board meeting reconvened at 10:09 a.m. and the following resolution was considered:

**Resolution regarding option and agreement:**

Whereas, following discussion at a prior board meeting and authorization for the executive director and attorney to move forward on getting an agreement with the owner, and whereas, via e-mail to all board members it was unanimously agreed to pursue the option at \$1000, and draft purchase agreement; be it hereby

Resolved, that the board of the IDA ratifies the electronic input supporting the pursuit of this agreement; and be it further

Resolved, that having negotiated certain terms in such agreement during the past two weeks, the WC IDA board authorizes the Agency attorney and executive director to execute such option agreement with the terms as defined in the draft.

Resolved, that an option to pay in cash be considered; that the interest rate be negotiated; that a 90 day notice for PAAA purposes be authorized; that a survey and environmental audit be authorized; and if necessary an appraisal is authorized.

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

**Approve FAME sponsorship for 2014 Core Event**

Whereas, the WCIDA has been long term supporters of FAME for the purpose of developing relationships with k-12 schools, community colleges, and businesses in advanced manufacturing; and

Whereas, on January 22<sup>nd</sup>, 2014 FAME will hold its annual core event "*Driving a New National Skills Policy: Why Local Partnerships Like FAME Make a Difference*" at Monroe Community College; and

Whereas, using sponsorships of events and programs has proven to be an effective marketing tool; be it hereby

Resolved that a premier level sponsorship of this event is hereby authorized and approved at the amount of \$2,500.

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

**NMM Properties, LLC - Authorizing Extension of Sales Tax Exemption**

Whereas, the WCIDA entered into the necessary PILOT agreements with NMM Properties, LLC, Town of Macedon, to assist in the purchase and renovation of the Macedon Commons Shopping Plaza relating to the facility, the jobs and tenant improvements and

Whereas, re-leasing of vacant space and corresponding tenant 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 December 31, 2014; 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: Ms. Heald  
Ayes: Ms. Heald and Messrs. Havrilla, Hoffman and Spickerman  
Nays None

**Kimberly and Wesley Henretty d/b/a Clover Meadow Creamery – Reinstate Payment Program**

Whereas, Kimberly and Wesley Henretty d/b/a Clover Meadow Creamery borrowed \$40,000 from the WCIDA on July 9, 2004 to assist in the establishment of a goat farm and dairy; and

Whereas, the loan has been significantly delinquent resulting in legal action being taken in October 2013 against the borrowers; and

Whereas, as a result of such action borrowers have paid \$5,825.00 to bring the loan current resulting in an outstanding balance of \$28,305.56; and

Whereas, borrowers have established an auto-pay arrangement through their bank for the timely remittance of their payments; be it therefore

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Resolved, that the IDA board of directors hereby approves reinstating a monthly payment of \$225 with the following requirements: 1) loan modification and other documents as required and prepared by counsel; 2) receipt of updated financial information including copies of last three years tax returns and personal financial statement.

Moved: Ms. Heald  
Ayes: Ms. Heald and Messrs. Havrilla, Hoffman and Spickerman  
Nays: None

Second: Mr. Havrilla

On motion of Mr. Havrilla, seconded by Ms. Heald and carried, the attached attorney's resolution regarding Northern Development, LLC/Northern Biodiesel, Inc. was unanimously approved.

On motion of Ms. Heald, seconded by Mr. Havrilla and carried, the attached attorney's resolution regarding Jindal Films Americas LLC was unanimously approved.

A brief update of projects was given by Ms. Churchill and Mr. McNary. Ms. Churchill and Mr. Morell informed the board that proposed by-law changes would be sent to them digitally, giving them the proper seven day notice for consideration prior to the regular meeting on 12/20/2013.

The meeting went into executive session at 11:00 a.m. to discuss a potential project. The regular meeting resumed at 11:20 a.m., and since there was no further business, was adjourned.

Respectfully submitted,

Marie Leisenring  
Secretary