Combined Regular Meeting – November 4th, 2015

Wayne County Industrial Development Agency(WCIDA), Wayne Economic Dev. Corp.(WEDC), Wayne Industrial Sustainability Dev. Corp.(WISDC), Wayne County Civic Facility Dev. Corp.(WCCFDC)

MINUTES

The combined meeting of the WCIDA, WEDC, WISDC and WCCFDC was called to order by Chairman David Spickerman at 1:00 p.m. on Wednesday, November 4th, 2015 at 16 William Street, Lyons. ***It was noted there was not a quorum for the WCCFDC meeting.** WCIDA, WEDC and WISDC members present: David Spickerman, James Hoffman and Robert Havrilla. Also present: Mark Lockerby, CFO of McAlpin Industries; John Morell, Esq., Robert McNary, Director of Planning & Economic Dev. and M. Churchill, D. Richards and M. Leisenring.

On motion of Mr. Havrilla, seconded by Mr. Hoffman the WCIDA minutes of 9/25/2015 were unanimously approved.

Mark Lockerby, CFO of McAlpin Industries was introduced. Mr. Lockerby gave a presentation on the project his company is hoping to undertake in the Town of Walworth. After a question/answer period, on motion of Mr. Havrilla, seconded by Mr. Hoffman the attached attorney's initial project resolution for McAlpin Industries, Inc. was unanimously approved. Mr. Lockerby thanked the board and left the meeting at this time.

The proposed 2016 Budgets for the WCIDA, WEDC and WISDC were previously sent to all board members. Each member indicated their approval of each respective budget. On motion of Mr. Havrilla, seconded by Mr. Hoffman it was unanimously approved to ratify approval of each budget being submitted to the PARIS program by the November 2, 2015 deadline. ***The WCCFDC budget will be ratified at the next regular meeting.**

The board went into executive session at 2:00 p.m. to discuss real property. The regular WCIDA board meeting resumed at 2:10 p.m.

<u>Resolution RE Extension of Twilight Commitment</u>

Whereas, the WC IDA has made a commitment to both TJJK and Twilight on the Erie, and, due to unforeseen circumstances has extended that commitment on several occasions; and

Whereas, the WC IDA authorized the executive director to have the IDA provide technical assistance to the owner in clarifying financial statements and setting a baseline from which to move forward; and

Whereas, the accountant providing the technical assistance has provided insight to the IDA and its attorney, the process is still not completed; and

Whereas, the SBA is currently reviewing updated materials from the company and has not updated its commitment; and the company is having a new appraisal prepared; be it hereby

Resolved that the WC IDA extends its existing commitment for loan funds until December 30th, leaving all contingencies and requirements in place as previously presented and adopted.

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

Resolution Amending Silver Hill Property Descriptions

On motion of Mr. Havrilla, seconded by Mr. Hoffman the attached attorney's authorizing resolution regarding the Silver Hill Facility – Lease Amendment and Utility Easements was unanimously approved.

Resolution RE Receive easements

Whereas, easements from the Silver Hill facility for existing drainage and utilities have been provided from the Wayne Industrial Sustainability LDC to both the buyer of the 1100 Technology Drive facility and to the WC IDA; it is hereby

Resolved that the WC IDA receives and accepts the easements as presented using the updated property descriptions.

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

The regular WCIDA meeting adjourned to a meeting of the WISDC.

Resolution to accept donation of remaining Silver Hill acreage

Whereas, the owners of the remaining acreage at the southern end of the Silver Hill property (+/- 62 acres) have offered to donate the property to the WISDC and a survey, appraisal and review of environmentals have been completed; and

Whereas, the "land for jobs" property in the Village of Newark is almost full, the WISDC is interested in obtaining shovel-ready land in order to move quickly in response to requests for sites, the southern parcels are more easily developed than the northern WISDC area and without the same challenges; be it hereby

Resolved that the WISDC board of directors hereby accepts the donation of the property with the updated and amended description; and be it

Resolved that the WISDC board of directors authorizes the executive director and attorney for the WISDC to prepare and execute the necessary documents prior to the December 18th special meeting of the WISDC board, with an environmental update being required at the discretion of the executive director and the WISDC attorney.

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

On motion of Mr. Havrilla, seconded by Mr. Hoffman it was unanimously approved to grant drainage and utility easements across the WISDC property to the WCIDA and Silver Hill in a form acceptable to the executive director and WISDC attorney.

The WISDC meeting adjourned to the regular meeting of the WCIDA.

Resolution on Jindal

Whereas, the WC IDA had previously entered into a PILOT agreement with Jindal Films for the Macedon Mobil Chemical facility at the time Jindal purchased the facility, approximately one year ago; and

Whereas, the company has made it known that they intend to sell the property as soon as possible, that it is on the market, that there are now only 30 employees at the site and it is expected that there will be no employees other than facility security and maintenance by the end of 2015; be it hereby

Resolved that the executive director and WC IDA attorneys are authorized to begin the process of closing out the PILOT immediately using a request to voluntarily end the PILOT and then moving to the required process involving public notice and following legal procedures; and be it further

Resolved that the executive director prepare an overview of benefits the company has received during the PILOT period by the November 20th WC IDA board meeting in order to discuss possible re-payment of such benefits.

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

Susan Fagner d/b/a The Bakery and Café – Take No Action at Foreclosure Auction

Whereas, the WCIDA has a second mortgage in the amount of $25,000 to secure its loan with a balance of $19,856.11; and

Whereas, the first mortgage holder is foreclosing on its lien in the amount of $145,785.16; and

Whereas, the property is valued at approximately $92,000; be it therefore

Resolved, that WCIDA will not bid at the foreclosure auction.

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

Mr. McNary gave a brief update on the Opportunity Analysis. The consultants are conducting interviews and a steering committee is being formed. Ms. Churchill gave a brief update on WEDA indicating that things are moving slower than anticipated.

The Board was reminded that the next regular meeting on 11/20/2015 will include the auditors who will present the Scope of the 2015 audits for all entities. Mr. Hoffman will not be in attendance at that meeting; so it is important that we have a quorum of the other members.

There being no further business, the meeting adjourned at 2:40 p.m.

Respectfully submitted,

Marie Leisenring
Assistant Secretary