

MINUTES
COLUMBIA COUNTY
INDUSTRIAL DEVELOPMENT AGENCY
Tuesday, August 4, 2015
4303 Route 9
Hudson, New York

A regularly scheduled meeting of Columbia County Industrial Development Agency held at their offices located at 4303 Route 9, Hudson, NY 12534 on August 4, 2015. The meeting was called to order at 8:30 AM by Bruce Bohnsack.

Attendee Name	Title	Status	Arrived
Bruce Bohnsack	Chairman	Present	
Michael Benson	Board Member	Present	8:40am
Bob Galluscio	Secretary/Treasurer	Present	
Brian Keeler	Board Member	Present	
Jim Mackerer	Board Member	Present	
Sid Richter	Vice-Chairman	Excused	
Sarah Sterling	Board Member	Present	
Theodore Guterman II	Counsel	Present	
F. Michael Tucker	Interim Director	Present	
Lisa Draushuk	Administrative Supervisor	Present	
Erin McNary	Bookkeeper	Present	
Katie Kocijanski	Register Star	Present	
Ed Nabozny	Public	Present	

Minutes:

A motion was made by Mr. Mackerer to approve the minutes of the June 23, 2015 meeting. The motion was seconded by Ms. Sterling. Carried. A motion was made by Mr. Galluscio to approve the minutes of the 7/14/2015 public hearing. The motion was seconded by Mr. Keeler. Carried.

Resolution Amending 2015 Housekeeping Resolution:

Mr. Guterman noted the IDA's agreement with CEDC provides for administrative services to be provided by CEDC to the IDA. He stated the agreement contains a provision automatically renewing the contract for services. He noted at the February 2015 IDA meeting the Members approved the annual Housekeeping resolution which identified Mr. Flood as CEO of the Agency. The agreement with CEDC states the CEDC Executive Director acts as the administrator of the IDA. Mr. Guterman stated it was appropriate to amend the Housekeeping resolution to match the agreement. Mr. Guterman stated he had spoken with Chairman of the Columbia County Board of Supervisors who approved the change. Mr. Guterman reviewed the proposed resolution with the Members and recommended they adopt the resolution. *A motion was made by Ms. Sterling to adopt the resolution as proposed. The motion was seconded by Mr. Mackerer. Carried.*

Mr. Tucker stated while he was doing the organizational audit of CEDC he would be reviewing the administrative support for all the organizations. He stated Chairman Grattan had requested CEDC, the IDA and the CRC show how much staff time is spent on their programs. Mr. Tucker stated he would be requesting each corporation pay for the level of staff support used. Mr. Tucker informed the Members that the ABO had recommended that the Columbia County IDA provide their services to the City of Hudson. Ms. Sterling stated she had spoken to the City of Hudson IDA and had pushed for a meeting between Mr. Tucker and the City of Hudson IDA.

Mr. Bohnsack welcomed Mr. Tucker to the IDA and introduced him to the Members. Mr. Tucker gave a brief background of himself. He recommended the IDA follow CEDC's example with their Governance Committee reviewing and restating by-laws and other ABO requirements. He suggested the IDA Governance Committee convene in the near future and begin the review process. He anticipated passing all required documents in September and October.

Account Signatures:

Mr. Bohnsack stated the banking account signers needed to be formalized. He reminded the Members he would be resigning from the Board at the end of August. He stated Mr. Richter, Vice-Chairman of the Agency would become a signer as would Mr. Keeler. Secretary/Treasurer, Robert Galluscio will remain as a signer on the accounts. Mr. Bohnsack and Mr. Flood would be removed as signers on the accounts. *A motion was made by Mr. Benson to approve the proposed signers as outlined, to remove Mr. Bohnsack and Mr. Flood from the accounts and require 2 signatures on all checks. Ms. Sterling seconded the motion. Carried.*

Confidential Board Evaluation:

Mr. Bohnsack stated the link to the form and the instructions had been sent to the Members previously. He asked them to complete the form and return it to Mrs. Drahushuk. Mr. Tucker stated he had completed the online ABO training, and reminded the new Members they had one year from their appointment date to complete training.

Transloading:

Mr. Tucker reminded the Members that a CFA for the Lonestar Transloading facility had been previously awarded. He stated he had spoken with Nancy Costine, Ken Flood and Sandy Mathes, who had been hired by Lonestar to facilitate the grant process. Mr. Tucker understood there had been extensive discussions with Finger Lakes regarding the project. He stated he had spoken to Paul Colarusso who was now transporting the product via barge, after having acquired land on the river. Mr. Mathes stated Lonestar had neither the desire nor the ability to raise \$1 million for the project. He stated he would be attempting to reallocate the funding to another project in the County. He stated he was unsure if the funds came from ESD or DOT and noted the project was not dead, but may not be able to be resurrected.

Ginsberg's:

Mr. Tucker stated he had met with Ginsberg's on July 31st. Mr. Guterman stated the company was attempting to close on the land and the IDA project at the same time, hopefully later in the week. He stated the closing with the lender would take place at a future time. Mr. Guterman stated there was nothing further for the IDA to do, noting that Ginsberg's will execute the documents at closing. Mr. Benson asked the name of the attorney representing Ginsberg's. Mr. Guterman stated Jennifer Boll from Hodgson Russ was their attorney. He stated A. Joseph Scott from the same firm was IDA special counsel, Andy Howard was the CEDC attorney and he would be representing the IDA. Mr.

Guterman stated the IDA had been informed prior to the project that Ms. Boll and Mr. Scott would be working on the project. He noted the IDA had approved the arrangement, and waived any conflict of interest.

Other Business:

Mr. Tucker noted the SunStream project had been approved at the previous IDA Meeting. He noted the press release would be distributed after today's meeting. Mr. Guterman informed the Members the SunStream project may close the week of August 10th. Mr. Bohnsack handed out a copy of the press release. Mr. Keeler requested all Members review the press releases prior to their distribution to the press.

Mr. Tucker reviewed the nomination process for open officer seats. He stated Mr. Richter would serve as Acting Chairman until the election at the October meeting. Nominations would be taken from the floor for the open seat. Ms. Sterling noted that the by-laws read that the officer seats can be combined with the exception of the Secretary and Treasurer seats, which cannot be combined. Mr. Tucker stated he would notify Chairman Grattan of the IDA Board vacancy in writing. Mr. Galluscio stated he would like to keep the Treasurer's seat, and the Board can elect a new Secretary.

Mr. Bohnsack asked Mr. Tucker to address the requested contribution of \$25,000 by the IDA to the Capital Region Economic Development Council to support the Upstate Revitalization Initiative application. Mr. Tucker asked the Members to consider contributing \$25,000 to the project and noted he would be requesting CEDC to contribute the same amount. Mr. Tucker noted he would like to get a consensus from the Members.

Mr. Tucker stated he felt it would take between 30 and 60 days to get current on Agency matters. He stated his next goal would be to look at a County Economic Development Strategy.

Review of Projects:

Mr. Guterman stated he would review the legal documents for the requirements. Mr. Tucker stated he would draft a document similar to those used by other IDA's for project reviews. Mr. Bohnsack asked Mr. Guterman to review the employment numbers as well.

The IDA Members and staff joined Mr. Tucker in congratulating Mr. Bohnsack on his retirement and thanked him for his 30 years of service.

A motion was made by Mr. Benson to enter executive session to discuss real property (Public Officers Law, Article 7 section 105 h). Ms. Sterling seconded the motion. Carried. Executive Session entered into at 9:40am. A motion was made by Mr. Galluscio to exit executive session, seconded by Mr. Keeler. Carried. Executive session exited at 9:55am

With no further business to discuss, a motion was made by Ms. Sterling and seconded by Mr. Galluscio. Carried. The meeting adjourned at 9:55am

Respectfully submitted by Lisa Draushuk