

FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY

WEDNESDAY
JANUARY 16, 2019
5:00 P.M.

PLANNING DEPARTMENT CONFERENCE ROOM

ANNUAL MEETING

AGENDA

PRESENT:

___ JOSEPH SEMIONE, CHAIRMAN
___ DAVE D'AMORE, VICE CHAIRMAN
___ JOE GILLIS, SECRETARY
___ TODD RULISON, MEMBER
___ TIM MUNN, MEMBER
___ GEORGE DOHERTY, MEMBER
___ JANE KELLEY, MEMBER
___ JAMES MRAZ, EXECUTIVE DIRECTOR
___ KARA LAIS, FITZGERALD, MORRIS, BAKER, FIRTH PC
___ SCOTT HENZE, PLANNING DIRECTOR
___ BILL WALDRON, LIAISON, ECONOMIC DEVELOPMENT COMMITTEE
___ RON PETERS, FCCRG
___ MIKE ANICH, LEADER-HERALD

I. MINUTES FROM DECEMBER 11, 2018 MEETING:

MOTION :
MADE BY :
SECONDED :
VOTE :

II. BUDGET REPORT:

MOTION :
MADE BY :
SECONDED :
VOTE :

III. COMMITTEE REPORTS:

A. Nominating Committee:

1. Report of Nominating Committee: 2019 Officers

Chairman	:	Dave D’Amore
Vice-Chairman	:	Tim Munn
Treasurer	:	Joe Semione
Secretary	:	Joe Gillis

IDA ACTION:

MOTION : To accept the report of the Nominating Committee for 2019 IDA Officers
MADE BY :
SECONDED :
VOTE :

B. Audit Committee:

- No report.

C. Governance Committee:

- No report.

D. Finance Committee:

- No report.

IV. OLD BUSINESS:

V. NEW BUSINESS:

A. 2019 Committee Appointments:

- Per the IDA’s Bylaws, the Chairman shall annually appoint members to the IDA’s Committees.
- The following is the Chairman’s list of Committee appointments for 2019.

<u>Committee</u>	2018 <u>Appointees</u>	2019 <u>Appointees</u>
1. Audit	1.Todd Rulison 2.Joseph Semione 3.William Sullivan 4. David D’Amore	1.Todd Rulison 2.Joseph Semione 3. George Doherty 4 David D’Amore

2. Governance	1.Diana Putnam 2.Joseph Gillis 3.Tim Munn 4. Todd Rulison	1.Jane Kelley 2.Joseph Gillis 3.Tim Munn 4.Todd Rulison
3. Finance	1.Todd Rulison 2.William Sullivan 3.Diana Putnam 4.Tim Munn	1.Todd Rulison 2.George Doherty 3. Jane Kelley 4.Tim Munn
4. Nominating	1.Joseph Semione 2.Joseph Gillis 3.David D'Amore 4.Tim Munn	1.Joseph Semione 2.Joseph Gillis 3.David D'Amore 4.Tim Munn

B. Staff Appointments:

1. The IDA’s Bylaws require that the IDA Board annually appoint:

- Executive Director
- Auditor

2. Appointment of Executive Director:

MOTION: To appoint Jim Mraz to serve as the IDA’s Executive Director for 2019 at a salary of \$20,759/year.

MADE BY:

SECONDED:

VOTE:

3. Appointment of Auditor:

- Funds to hire West & Company are in the 2019 Budget.
- Proposed 2019 fee is the same as 2018.

MOTION: To appoint West & Company to serve as the IDA’s Auditor for 2019 and to authorize the Chairman to execute an Agreement with West & Company to audit the IDA’s 2018 financial statements at a fee of \$8,750 and to provide 2019 payroll services for \$500.

MADE BY:

SECONDED:

VOTE:

C. Legal Services Agreement:

- It is recommended that the IDA retain the law firm of Fitzgerald, Morris, Baker, Firth, PC to serve as IDA Counsel in 2019 and provide both general legal services and legal services for Tryon.
- Total Not-to-Exceed Fee: \$8,000

- These funds are included in IDA's 2019 Budget.

MOTION: To authorize the Chairman to execute an Agreement with Fitzgerald, Morris, Baker and Firth, PC to provide legal services in 2019 at a total fee of \$8,000.

MADE BY:
SECONDED:
VOTE:

D. Chief Financial Officer:

- It is recommended that the IDA retain Carol Ellis to serve as the Chief Financial Office and to perform financial services for the IDA in 2019.
- Total Fee: \$2,040
- These funds are included in IDA's 2019 Budget.

MOTION: To authorize the Chairman to execute an Agreement with Carol Ellis to serve as the Chief Financial Officer and provide financial services to the IDA in 2019 at a total fee of \$2,040.

MADE BY:
SECONDED:
VOTE:

E. Depositories:

- Per the IDA's Investment Policy, it is proposed that NBT Bank be designated as the depository of IDA funds.

IDA ACTION:

MOTION: To designate NBT Bank as the depository of IDA funds for 2019.

MADE BY:
SECONDED:
VOTE:

F. 2018 Financial Report:

- Chief Financial Officer has completed the IDA's 2018 Financial Report.
- This Report will be sent to West & Company to audit.
- Review Report: Handout

IDA DISCUSSION:

G. 2018 Performance and Measurement Report:

1. Background:
 - The 2009 Public Authorities Reform Act requires public authorities to develop performance measures to help determine how well they are carrying out their mission.
 - Performance measures assist the IDA Board and management to evaluate and monitor whether the IDA's authority's policies and operating practices are in accordance with its mission.
2. Review 2018 Performance and Measurement Report:
 - See attached.

IDA DISCUSSION:

IDA ACTION:

MOTION: To authorize and direct the Chairman to sign the 2018 Performance and Measurement Report and to authorize and direct the Executive Director to post this report on the IDA's website.

MADE BY:

SECONDED:

VOTE:

H. 2018 IDA Board Performance Questionnaire:

1. Background:
 - The 2009 Public Authorities Reform Act requires board members of public authorities to conduct an annual evaluation of its performance.
 - Evaluation forms were e-mailed to all IDA Board members on December 12, 2018.
 - Executive Director has collected the forms and tallied the results.
2. Review Summary of 2018 IDA Board Performance Questionnaire
 - See Handout.

IDA DISCUSSION:

IDA ACTION:

MOTION: To authorize and direct the Executive Director to post the 2018 Summary of IDA Board Performance Questionnaire on the IDA's website.

MADE BY:

SECONDED:

VOTE:

I. 2018 Assessment of the Effectiveness of the IDA's Internal Financial Control System:

1. Background:

- The IDA's Policy 11 requires the IDA Board and management to complete an annual assessment of the effectiveness of the IDA's internal financial control system.

2. Management's Assessment of Internal Financial Control System:

- The Executive Director and Chief Financial Officer recommend that the IDA Board amend the IDA's Internal Financial Control System by adding the following additional language:
 - A. All invoices received that do not have prior authorization by the IDA Board shall be submitted to the IDA Board at their next regularly-scheduled meeting to get authorization to pay.
 - B. All invoices received that IDA Board authorization has been given and once reviewed and approved by both the Chief Financial Officer and Executive Director, the Chief Financial Officer shall transfer the necessary funds and prepare a check for payment.

IDA DISCUSSION:

IDA ACTION:

MOTION: To amend the IDA's Internal Financial Control System per the recommendations of management.

MADE BY:

SECONDED:

VOTE:

3. Internal Financial Control System Certification Statement:

- IDA's Policy 11 Annual Assessment of the Effectiveness of Internal Controls requires the IDA Board to adopt a certification statement upon completion of its annual review of the IDA's Internal Financial Control System.
- The Board amended its Internal Financial Control System to address recommendations submitted by management.
- Proposed statement reads as follows:

"The IDA Board has amended the internal controls per the recommendations of management. The IDA Board of Directors has documented and assessed the internal control structure and procedures of the Fulton County Industrial Development Agency for the year ending December 31, 2018. The amended internal controls were determined to be adequate and no deficiencies were identified. No additional corrective actions were deemed required."

MOTION: To adopt the Certification Statement presented above, to authorize and direct the Executive Director to acknowledge in PARIS that said Certification Statement was approved by the IDA Board and to authorize and direct the Executive Director to post this certification on the IDA's website.

MADE BY:
SECONDED:
VOTE:

J. 2019 Agreement with Fulton County:

- Fulton County appropriates \$15,000 in the Planning Department budget to help the IDA cover costs associated with operating the Tryon Technology Park.
- Typical costs the IDA seeks reimbursement from Fulton County are insurance and mowing.
- Fulton County's Budget Director has asked to have, starting in 2019, the IDA execute an Agreement with Fulton County to allow for these expenses to be reimbursed.

IDA DISCUSSION:

IDA ACTION:

MOTION: To authorize the Chairman to execute an Agreement with Fulton County regarding IDA costs at Tryon.

MADE BY:
SECONDED:
VOTE:

K. IDA's 2018 Annual Report:

- The Draft 2018 Annual Report was e-mailed to all IDA members on December 18, 2018.
- Review Draft 2018 Annual Report.

IDA DISCUSSION:

IDA ACTION:

MOTION: To approve the IDA's 2018 Annual Report, to authorize and direct the Executive Director to post the Annual Report onto the IDA's website and to file the report with the Board of Supervisors.

MADE BY:
SECONDED:
VOTE:

L. Proposed Palatine Dairy Project:

1. Background:

- Palatine Dairy, LLC is located in the Village of Nelliston, Montgomery County.
- Palatine Dairy currently occupies an old 20,000+/- sf slaughterhouse building that they only occupy about 1/3 of the building.
- Palatine Dairy currently produces 45 flavors of cheddar cheese and six (6) flavors of cheese curds.
- Palatine Dairy currently employs approximately ten (10) people.

2. Proposed Project:

a. Background:

- Palatine Dairy wants to expand its business to start manufacturing:
 - Artisanal cheeses
 - Butter
 - Ice cream
 - Yogurt: both drinkable and cup styles
- Palatine Dairy needs more space for the new process equipment it needs to purchase to manufacture these products.
- Palatine Dairy can't expand at its current location due to a number of factors.

b. Proposed Project:

- Palatine Dairy has entered into a contract to purchase the former Spray Nine Building located at 251 North Comrie Avenue/NYS Route 30A in the City of Johnstown.
- This building contains approximately 80,000 sf in two (2) stories and sits on a 3.1 acre parcel.
- This building is currently owned by Kaldar, Inc. 70 Railroad Place, Unit 605, Saratoga Springs, NY.
- Palatine Dairy desires to purchase this building and renovate it to:
 - 1) Create spaces to manufacture dairy products.
 - 2) Create space for a retail store.
 - 3) Create space for a restaurant.

3. Application for Tax Exemption:

- Palatine Dairy has submitted a Project Application to the IDA requesting the following IDA benefits:
 - 1) Property Tax Exemption
 - 2) Sales Tax Exemption
- Total benefits requested would exceed \$100,000.
- Since Palatine Dairy's Project Application requests IDA benefits greater than \$100,000, a public hearing must be held.

4. Project Structure:

- Palatine Dairy, LLC will lease the property at 251 North Comrie Avenue to the IDA.
- The IDA will lease the facility back to Palatine Dairy, LLC.

5. Project Number:

- The project has been assigned Project Number: 1701-19-01-A

6. SEQR:

- The City Planning Board is conducting a Coordinated SEQR Review of the proposed project.
- The City Planning Board has proposed itself as Lead Agency.

IDA ACTION:

MOTION: To authorize the Executive Director to send a letter to the City Planning Board endorsing having the City Planning Board serve as the Lead Agency for the Coordinated SEQR Review of the proposed Palatine Dairy Project.

MADE BY:

SECONDED:

VOTE:

7. Site Plan Approval:

- On January 8, 2019, Palatine Dairy, LLC submitted its Site Plan to the City of Johnstown Planning Board in accordance with the City's Zoning Ordinance.

8. Public Hearing:

- A public hearing will be held in the IDA office on Tuesday, February 5, 2019, at 10:00 a.m. in the Planning Department Conference Room.
- See attached resolution.

IDA DISCUSSION:

IDA ACTION:

MOTION: To adopt the Resolution to schedule a Public hearing related to the Palatine Dairy, LLC Project.

MADE BY:

SECONDED:

VOTE:

M. Fulton County Center for Regional Growth Membership:

- In 2016, the IDA became a Gold Member of the FCCRG.
- IDA has received a renewal invoice from the FCCRG to continue the membership for another year.
- Invoice Amount: \$1,000

IDA DISCUSSION:

IDA ACTION:

MOTION:

MADE BY:

SECONDED:

VOTE:

VI. OTHER BUSINESS:

A. Fire Tax Bills:

- IDA owns vacant land on the east side of NYS Route 30A and in the Tryon Technology Park in the Town of Johnstown.
- Even though the IDA is tax exempt, it is not exempt from Fire Taxes.

B. Town of Johnstown Fire Tax Bill for Properties on NYS Route 30A:

- 2019 Fire Tax Bill:
 - 174.-2-65 : \$ 35.48
 - 174.-2-66 : \$ 34.99

C. Town of Johnstown Fire Tax Bill for Tryon Technology Park Properties:

- 2019 Fire Tax Bills are:
 - 164.-2-54 : \$ 1.22
 - 164.-2-16.5 : \$486.00

IDA DISCUSSION:

IDA ACTION:

MOTION: To authorize the payment of these four (4) Town of Johnstown Fire Tax bills.

MADE BY:

SECONDED:

VOTE:

D. 2018 PILOT Report:

1. Background:

- Each year, the IDA monitors all PILOT Agreements it has on projects to verify that PILOT payments are being made per the PILOT Agreements.
- Each year, the IDA sends a letter to every company it has a PILOT with asking that they fill out a PILOT Report.
- The IDA also sends a similar letter to all local taxing jurisdictions impacted by an IDA PILOT. The information from local taxing jurisdictions is used to compare against the information received from companies.

- Initial letters were sent out on November 8, 2018.
- Follow-up letters were sent on December 26, 2018.

2. Status Report:

- To date, the IDA has received responses from:

Companies:

Johnstown Renewables
CG Roxane
YMCA

Municipalities/School Districts:

Fulton County
Town of Johnstown
City of Johnstown
City of Gloversville

- The IDA is waiting for a response from:

Companies:

Swany

Municipalities/School Districts:

Fonda-Fultonville School District
Greater Johnstown School District

3. Summary of 2018 PILOT Payments:

- See Handout.

4. As of January 1, 2019, the IDA has the following active projects:

Owner	Lessee	Address	Occupant
IDA	CG Roxane	1 Old Sweet Road, Johnstown	CG Roxane
IDA	YMCA	213 Harrison Street, Gloversville, NY	YMCA
IDA	Johnstown Renewables	Enterprise Drive, Johnstown, NY	Johnstown Renewables

5. As of January 1, 2019, the IDA has the following active PILOT Agreements:

Owner	Lessee	Address	Occupant
IDA	CG Roxane	1 Old Sweet Road, Johnstown	CG Roxane
IDA	Johnstown Renewables	Enterprise Drive, Johnstown, NY	Johnstown Renewables

6. Lease Terminations in 2018:

- A. The Lease/PILOT with Swany was terminated on December 18, 2018.

E. Executive Session:

1. Upon a majority vote of its total membership, taken in an open meeting pursuant to a motion identifying the general area or areas of the subject or subjects to be considered, a public body may conduct an executive session for the below enumerated purposes only, provided, however, that no action by formal vote shall be taken to appropriate public moneys:
 - i. matters which will imperil the public safety if disclosed;
 - ii. any matter which may disclose the identity of a law enforcement agent or informer;
 - iii. information relating to current or future investigation or prosecution of a criminal offense which would imperil effective law enforcement if disclosed;
 - iv. discussions regarding proposed, pending or current litigation;
 - v. collective negotiations pursuant to article fourteen of the civil service law;
 - vi. the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation;
 - vii. the preparation, grading or administration of examinations;
 - viii. the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.**

MOTION: To go into Executive Session to discuss the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.

MADE BY :
SECOND :
VOTE :
TIME :

MOTION : To go out of Executive Session.

MADE BY :
SECOND :
VOTE :
TIME :

VII. NEXT MEETING:

Tuesday
February 12, 2019
8:00 a.m.

VIII. CLOSE MEETING:

MOTION :
MADE BY :
SECONDED :
VOTE :
TIME :