

# FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY

**TUESDAY  
JANUARY 12, 2021  
8:00 A.M.  
PLANNING DEPARTMENT CONFERENCE ROOM**

## ANNUAL MEETING

### AGENDA

PRESENT:

- \_\_\_ DAVE D'AMORE, CHAIRMAN
- \_\_\_ JOSEPH SEMIONE, VICE CHAIRMAN
- \_\_\_ TODD RULISON, TREASURER
- \_\_\_ JANE KELLEY, SECRETARY
- \_\_\_ JOE GILLIS, MEMBER
- \_\_\_ MIKE FITZGERALD, MEMBER
- \_\_\_ JAMES MRAZ, EXECUTIVE DIRECTOR
- \_\_\_ KARA LAIS, FITZGERALD, MORRIS, BAKER, FIRTH PC
- \_\_\_ SCOTT HENZE, PLANNING DIRECTOR
- \_\_\_ TERRI EASTERLY, FULTON COUNTY CENTER FOR REGIONAL GROWTH
- \_\_\_ JOHN BLACKMON, LIAISON, ECONOMIC DEVELOPMENT AND ENVIRONMENT COMMITTEE

#### **I. ROLL CALL:**

	Aye	Nay	Abstain	Absent
Dave D'Amore	___	___	___	___
Joe Semione	___	___	___	___
Todd Rulison	___	___	___	___
Jane Kelley	___	___	___	___
Mike Fitzgerald	___	___	___	___
Joseph Gillis	___	___	___	___

**II. MINUTES FROM DECEMBER 8, 2020 MEETING:**

MOTION :

MADE BY :

SECONDED :

ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	---	---	---	---
Joe Semione	---	---	---	---
Todd Rulison	---	---	---	---
Jane Kelley	---	---	---	---
Mike Fitzgerald	---	---	---	---
Joseph Gillis	---	---	---	---

NOTE: A transcript of the December 8, 2020 meeting has been prepared and posted on the IDA's website in compliance with Governor Cuomo's Executive Order suspending the Open Meetings Law.

**III. BUDGET REPORT:**

MOTION :

MADE BY :

SECONDED :

ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	---	---	---	---
Joe Semione	---	---	---	---
Todd Rulison	---	---	---	---
Jane Kelley	---	---	---	---
Mike Fitzgerald	---	---	---	---
Joseph Gillis	---	---	---	---

**IV. COMMITTEE REPORTS:**

A. Nominating Committee:

1. Report of Nominating Committee: 2021 Officers

Chairman : Joe Semione  
Vice-Chairman : Jane Kelley  
Treasurer : Mike Fitzgerald  
Secretary : Joe Gillis

IDA ACTION:

MOTION : To accept the report of the Nominating Committee for 2021 IDA Officers

MADE BY :

SECONDED :

ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D’Amore	—	—	—	—
Joe Semione	—	—	—	—
Todd Rulison	—	—	—	—
Jane Kelley	—	—	—	—
Mike Fitzgerald	—	—	—	—
Joseph Gillis	—	—	—	—

B. Audit Committee:

- Monthly Bank Reconciliation Report: Mike Fitzgerald

C. Governance Committee:

- No report.

D. Finance Committee:

- No report.

V. **FULTON COUNTY/FULTON COUNTY CENTER FOR REGIONAL GROWTH (FCCRG) REPORTS:**

1. Fulton County Report: John Blackmon, Liaison
2. FCCRG Report: (See attached.) Terri Easterly

VI. **OLD BUSINESS:**

A. **Sewer Line Serving Parcel on South Side of CR107:**

- At December 8, 2020 meeting, IDA Board authorized Adirondack Septic to powerjet and vacuum sewer main.
- Adirondack Septic scheduled work to start on December 17<sup>th</sup>.
- On December 17<sup>th</sup>, we had a major snowstorm that dumped 24” of snow.
- As a result, Adirondack Septic had to reschedule this work.

B. **Vandalism at Tryon Technology Park:**

- IDA has received the \$5,500 reimbursement check from NYMIR.

C. **Property on South Side of CR107:**

- Status Report: Kara Lais

**VII. NEW BUSINESS:**

**A. 2021 Committee Appointments:**

- Per the IDA’s Bylaws, the Chairman shall annually appoint members to the IDA’s Committees.
- The following is the Chairman’s Committee appointments for 2021.

<u>Committee</u>	<u>2020 Appointees</u>	<u>2021 Appointees</u>
1. Audit	1.Todd Rulison 2.Joseph Semione 3.David D’Amore 4.Mike Fitzgerald	1. Todd Rulison 2. Joseph Semione 3. David D’Amore 4. Mike Fitzgerald
2. Governance	1.Jane Kelley 2.Joseph Gillis 3.Tim Munn 4. Todd Rulison	1. Jane Kelley 2. Joseph Gillis 3. Todd Rulison
3. Finance	1.Todd Rulison 2.Jane Kelley 3.Tim Munn	1.Todd Rulison 2.Jane Kelley 3.Mike Fitzgerald
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. Jane Kelley

**B. Staff Appointments:**

1. The IDA’s Bylaws require that the IDA Board annually appoint:
  - Executive Director
  - Chief Financial Officer
  - Auditor

2. Appointment of Executive Director:

MOTION: To appoint Jim Mraz to serve as the IDA’s Executive Director for 2021 at a salary of \$22,088/year.

MADE BY:

SECONDED:

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D’Amore	—	—	—	—
Joe Semione	—	—	—	—
Todd Rulison	—	—	—	—
Jane Kelley	—	—	—	—
Mike Fitzgerald	—	—	—	—
Joseph Gillis	—	—	—	—

3. Appointment of Chief Financial Officer

MOTION: To appoint Carol Ellis as the Chief Financial Officer for 2021 at a salary of \$4,000.

MADE BY:

SECONDED:

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D'Amore	___	___	___	___
Joe Semione	___	___	___	___
Todd Rulison	___	___	___	___
Jane Kelley	___	___	___	___
Mike Fitzgerald	___	___	___	___
Joseph Gillis	___	___	___	___

4. Appointment of Auditor:

- It is recommended that the IDA retain West & Company as the IDA's Auditor.
- Total Fee: \$9,250
- These funds are included in the 2021 Budget.

MOTION: To appoint West & Company to serve as the IDA's Auditor for 2021 and to authorize the Chairman to execute an Agreement with West & Company to audit the IDA's 2020 financial statements at a fee of \$8,750 and to provide 2021 payroll services for \$500.

MADE BY:

SECONDED:

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D'Amore	___	___	___	___
Joe Semione	___	___	___	___
Todd Rulison	___	___	___	___
Jane Kelley	___	___	___	___
Mike Fitzgerald	___	___	___	___
Joseph Gillis	___	___	___	___

**C. Legal Services:**

- It is recommended that the IDA retain Fitzgerald, Morris, Baker, Firth, PC to serve as IDA Counsel in 2021.
- Budgeted: \$8,000

MOTION: To authorize the Chairman to execute an Agreement with Fitzgerald, Morris, Baker and Firth, PC to provide legal services in 2021.

MADE BY:

SECONDED:

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D'Amore	___	___	___	___
Joe Semione	___	___	___	___
Todd Rulison	___	___	___	___
Jane Kelley	___	___	___	___
Mike Fitzgerald	___	___	___	___
Joseph Gillis	___	___	___	___

**D. Depositories of IDA Funds:**

- Per the IDA's Investment Policy, it is recommended that NBT Bank, Citizens Banks, Berkshire Bank and Key Bank be designated as eligible depositories of IDA funds.

IDA ACTION:

MOTION: To designate NBT Bank, Citizens Bank, Berkshire Bank and Key Bank as eligible depositories of IDA funds for 2021.

MADE BY:

SECONDED:

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D'Amore	___	___	___	___
Joe Semione	___	___	___	___
Todd Rulison	___	___	___	___
Jane Kelley	___	___	___	___
Mike Fitzgerald	___	___	___	___
Joseph Gillis	___	___	___	___

**E. 2020 Financial Report:**

- Chief Financial Officer has completed the IDA's 2020 Financial Report.
- This Report will be sent to West & Company to audit.

IDA DISCUSSION:

**F. 2020 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 November 4, 2020.
- Executive Director has collected the forms and tallied the results.

2. Review Summary of 2020 IDA Board Performance Questionnaire

- See attached.

IDA DISCUSSION:

IDA ACTION:

MOTION: To authorize the Executive Director to post the 2020 Summary of IDA Board Performance Questionnaire on the IDA’s website.

MADE BY:

SECONDED:

ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D’Amore	—	—	—	—
Joe Semione	—	—	—	—
Todd Rulison	—	—	—	—
Jane Kelley	—	—	—	—
Mike Fitzgerald	—	—	—	—
Joseph Gillis	—	—	—	—

**G. 2020 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 2020 Performance and Measurement Report:
  - See attached.

IDA DISCUSSION:

IDA ACTION:

MOTION: To authorize the Chairman to sign the 2020 Performance and Measurement Report and to authorize the Executive Director to post this report on the IDA’s website.

MADE BY:

SECONDED:

ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D’Amore	—	—	—	—
Joe Semione	—	—	—	—
Todd Rulison	—	—	—	—
Jane Kelley	—	—	—	—
Mike Fitzgerald	—	—	—	—
Joseph Gillis	—	—	—	—

**H. 2020 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:

- No changes are recommended.

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.
- Proposed Certification Statement reads as follows:

**“The IDA Board has documented and assessed the internal control structure and procedures of the Fulton County Industrial Development Agency for the year ending December 31, 2020. The internal controls were determined to be adequate and no deficiencies were identified. No corrective actions were deemed required.”**

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

MADE BY:

SECONDED:

ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D’Amore	—	—	—	—
Joe Semione	—	—	—	—
Todd Rulison	—	—	—	—
Jane Kelley	—	—	—	—
Mike Fitzgerald	—	—	—	—
Joseph Gillis	—	—	—	—

**I. 2021 Agreement with Fulton County:**

- Fulton County appropriated \$5,000 in the Planning Department’s 2021 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.

IDA DISCUSSION:



IDA ACTION:

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

MADE BY:

SECONDED:

ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	---	---	---	---
Joe Semione	---	---	---	---
Todd Rulison	---	---	---	---
Jane Kelley	---	---	---	---
Mike Fitzgerald	---	---	---	---
Joseph Gillis	---	---	---	---

**J. 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
- \$1,000 is included in the 2021 Budget for this membership.

IDA DISCUSSION:

IDA ACTION:

MOTION:

MADE BY:

SECONDED:

ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	---	---	---	---
Joe Semione	---	---	---	---
Todd Rulison	---	---	---	---
Jane Kelley	---	---	---	---
Mike Fitzgerald	---	---	---	---
Joseph Gillis	---	---	---	---

**K. 2020 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 4, 2020.
- Follow-up letters were sent on December 9, 2020.

2. Status Report:

- To date, the IDA has received responses from:

Companies:

Johnstown Renewables  
Century Linen

Municipalities/School Districts:

Fulton County  
Town of Johnstown  
Fonda-Fultonville Central School District  
City of Johnstown  
Greater Johnstown School District

3. Summary of 2020 PILOT Payments:

- All required PILOT payments were made in 2020 to local taxing jurisdictions.
- See attached PILOT Report.

4. As of January 1, 2021, the IDA has the following active projects:

<b>Company</b>	<b>Address</b>
CG Roxane	1 Old Sweet Road, Johnstown, NY
YMCA	213 Harrison Street, Gloversville, NY
Century Linen	125 Balzano Drive, Johnstown, NY
Nexus Renewables	881 CR107, Johnstown, NY
Benjamin Moore	N. Side Union Avenue Extension, Johnstown, NY

5. As of January 1, 2021, the IDA has the following active PILOT Agreements:

<b>Company</b>	<b>Address</b>
CG Roxane	1 Old Sweet Road, Johnstown, NY
Benjamin Moore	N. Side Union Avenue Extension, Johnstown, NY

**L. 2021 Goals:**

IDA DISCUSSION:

**M. National Grid Easement:**

- National Grid has requested the IDA execute an easement along Old Sweet Road in the Town of Johnstown on CG Roxane’s Water Bottling Plant.
- Easement would allow National Grid to remove one (1) tree along Old Sweet Road.
- National Grid is extending electric service down Old Sweet Road to additional properties.

IDA DISCUSSION:

IDA ACTION:

MOTION:

MADE BY:

SECONDED

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D'Amore	—	—	—	—
Joe Semione	—	—	—	—
Todd Rulison	—	—	—	—
Jane Kelley	—	—	—	—
Mike Fitzgerald	—	—	—	—
Joseph Gillis	—	—	—	—

**N. Board Training:**

1. Authority Budget Office’s Best Practices: Public Meetings and Open Meetings Law (OML):

**a. Background:**

- A meeting is the official convening of a public body for the purpose of conducting public business.
- According to Open Meetings Law (OML), meetings of public bodies must be open to the public.

**b. Public Notices:**

1) **What information should be included in a public notice?**

- A public notice must include the date, time, and location of the meeting. It is recommended that the notice include the name of the public authority holding the meeting, the type of meeting being held (regular, committee, or special) as well as a contact person or office where interested parties can obtain more information.
- Although an agenda is not required, it is strongly recommended that authorities post on their website an agenda that includes the activities planned for the meeting at least one week in advance of a board meeting.
- The Fulton County IDA typically posts its Agenda on its website on the Friday before its monthly meeting.

2) **When should the public be notified of the board meeting?**

- For meetings scheduled more than one week in advance, notice should be given no less than 72 hours (3 days) in advance.
- The Fulton County IDA typically sends its meeting notice out one (1) week in advance of meetings.
- For meetings scheduled less than a week in advance, notice should be given within a reasonable timeframe.

**3) Where should the public notice be posted?**

- Public notice should be given to the news media and conspicuously posted in one or more designated locations. Designated locations should be easily accessible and visible to the public.
- In addition, notice of the meeting's time and place should be conspicuously posted on the public authority's website.
- The board should designate by resolution, or through the adoption of a policy or directive, the location(s) where it will routinely post notice of meetings.
- Authorities are not required to publish the notice as a legal notice. Public authorities comply with the law by giving notice to the news media. Public authorities can meet this requirement by emailing the information of the meeting to the major television, radio and newspaper outlets as well as local community papers in their area. The newspapers, television, or radio stations that receive the notice can choose not to publicize the public meeting, and the public authority would still be in compliance with the law.

**4) Should a notice be posted if a scheduled board meeting is cancelled?**

- While OML does not require publication of a cancellation notice, best practice recommends that notice of a cancellation or postponement be given to board members, as well as posted on the location(s) where the authority posts its meeting notices.
- If the meeting is rescheduled, the public notice for the rescheduled meeting has to comply with the same posting requirements as the meeting that was originally scheduled.

**5) What are the public notice requirements if videoconferencing is used to conduct the meeting?**

- If videoconferencing is available at the meeting, the public notice must:
  - (1) Inform the public this option will be used.
  - (2) Identify the locations for the meeting.
  - (3) State that the public has the right to attend the meeting at any of the identified locations.

**c. Meeting Agenda & Board Materials:**

**1) Who should prepare the meeting agenda?**

- It is recommended that both the chief executive and the Chair of the board collaboratively prepare the agenda. By taking an active part in the agenda preparation, the Chair can ensure that appropriate topics are discussed during board meetings and help create a setting for board members to exercise their fiduciary duties.
- The FCIDA Chairman and Executive Director review and discuss the Agenda prior to every meeting.

**2) What actions should the board take every year to be compliant with Public Authorities Law?**

- Public Authorities Law requires board approval for all the records submitted by authorities as part of their annual reports.

- To be compliant with Public Authorities Law, authorities must annually submit their annual report, mission statement and measurement report, budget report, audit report, procurement report, and the board of directors' evaluation.
  - The FCIDA Board approves these Annual Reports at its Annual Meeting each year.
  - These documents are then included in the Fulton County IDA's Annual Report.
  - It is recommended that board of directors and staff collectively develop a calendar that indicates the time of the year when the content of those reports will be discussed and voted on so that the authority meets reporting deadlines and is compliant with Public Authorities Law.
  - In addition, the board should annually review, and update as necessary, their policies. These reviews do not all have to occur in one meeting, but can be spread throughout the year.
- 3) **What materials should board members receive for a board meeting?**
- It is recommended to distribute the meeting materials to board members at least one week in advance so that they have enough time to prepare for the meeting.
  - The FCIDA Executive Director typically emails Agendas to IDA Board members on the Thursday before IDA monthly meetings.
  - OML states that any proposed resolution, law, rule, regulation, policy or any amendment thereto, that is scheduled to be the subject of discussion by a public body during an open meeting shall be made available upon request and to the extent practicable, prior to or at the meeting during which the records will be discussed. Copies of these records shall be made available to the public for a reasonable fee.
  - If the public authority maintains a regularly and routinely updated website, records should be posted on the website prior to the meeting.

**d. Conducting Board Meetings:**

- 1) **Are there any requirements for the meeting place of board meetings?**
- Boards of directors are required to ensure that:
    - a) All reasonable efforts are made to hold meetings in an appropriate facility which can adequately accommodate members of the public who wish to attend.
    - b) All reasonable efforts to ensure that meetings are held in facilities that permit barrier-free access to physically handicapped persons.
  - There is no requirement for an authority to construct a new facility or to renovate an existing facility to permit barrier-free access to physically handicapped persons.
  - However, if an authority has the capacity to hold its meetings in a first floor that is accessible to handicapped persons rather than a second floor, the meeting should be held in the room that accommodates the needs of the physically handicapped.

- If a board member attends a meeting by videoconference, the authority is required by law to allow the public to attend, listen and observe the meeting at the sites at which the members participate.
- 2) **Are there any requirements for the meeting time of board meetings?**
    - While there is nothing in OML that refers to the time a meeting may be held, it is important that the board hold its meetings at a time that would reasonably allow interested parties to attend since the law requires that every meeting of a public body be open to the general public.
  - 3) **Can the public speak during a board meeting?**
    - The board may permit the public to speak at a board meeting, but is not required to do so by law. If the board allows public participation during the meeting, it is recommended that rules and procedures be developed so that the members of the public are treated equally and the meeting is conducted in an orderly manner.
  - 4) **Can meetings be photographed, broadcast, webcast or otherwise recorded?**
    - Any meeting of a public body that is open to the public must be open to being photographed, broadcast, webcast, or otherwise recorded and/or transmitted by audio or video means. The board should adopt rules, consistent with recommendations from the committee on open government that reasonably govern the location of equipment and personnel used to photograph, broadcast, webcast, or otherwise record a board meeting so that the meeting is not disrupted and is held in an orderly manner.
  - 5) **Can a meeting be conducted through teleconferencing?**
    - No. OML requires board members to be either physically present at meetings or attend the meeting through videoconference.
    - Attendance at a meeting through teleconference is not permitted because voting members and their surroundings have to be visible to those in attendance.
    - This doesn't preclude board members from taking part in the meeting deliberations through teleconferencing, mail or email. However, these members do not count toward a quorum and cannot vote.
    - Governor Cuomo has issued Executive Orders temporarily allowing public bodies like the FCIDA to conduct teleconferencing meetings.
- e. **Executive Session:**
- 1) **Background:**
    - Public authorities are authorized to enter executive session only for the purposes enumerated in OML provided that no action by formal vote is taken during executive session to appropriate public moneys. All board member and any other persons authorized by the board may attend an executive session.
    - A board meeting may only go into executive session after a motion identifying the subject to be considered during executive session is passed by the majority of the total members of the board.

2) **For what purposes can an authority conduct an executive session?**

- Boards of directors should only approve going into executive sessions during meetings for the following eight purposes enumerated in the law.
  - a) Matters which will imperil the public safety if disclosed.
  - b) Any matter which may disclose the identity of a law enforcement agent or informer.
  - c) Information relating to current or future investigation/prosecution of a criminal offense which would imperil effective law enforcement if disclosed.
  - d) Discussions regarding proposed, pending or current litigation.
  - e) Collective negotiations pursuant to article fourteen of the civil service law.
  - f) 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.
  - g) The preparation, grading or administration of examinations.
  - h) 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.
  
- These eight (8) reasons for going into an Executive Session are included in the Fulton County IDA Agendas when an Executive Session is requested.

f. **Board Meetings Attendance:**

- Board members are expected to attend and participate in regular meetings of the board, as well as meetings of the committees on which they serve.
- Board members are required by law to sign an acknowledgement of fiduciary duties and responsibilities, including participating in training sessions, attending board and committee meetings, and engaging fully in the boards and committee's decision making process.
- All current FCIDA members have signed this acknowledgement form.
- As a best practice, the ABO recommends public authorities also conduct an internal orientation session for new board members upon their appointment to provide an overview of the authority's operations.
- All new FCIDA members are provided an orientation session by the Executive Director.

g. **Board Meetings Quorum:**

- A minimum number of board members of the public body must be in attendance before a meeting can begin. For a 7-member board, a quorum is 4 members.
- Roll call should be taken at the meeting to confirm a quorum is present. Only members physically present at the meeting can be counted towards the quorum.
- If no quorum is present, those members in attendance may not convene an official meeting.
- However, members may engage in informal discussions.

h. **Board Meetings Action:**

1) **Background:**

- Board members are expected to cast a vote only after carefully assessing the action brought to the board for approval, voicing any concerns, asking for clarification if necessary, and being confident that their vote serves the best interest of the public authority.

- Some actions taken by the board should be documented by the adoption of board resolutions.
  - It is in the best interest of the Board to draft a resolution for matters that they consider important so that there is clarity about their decision and their wishes are carried out.
  - As a best practice, the bylaws of the authority should identify the types of actions that require a board resolution.
  - The FCIDA's Bylaws currently do not identify the types of actions that should require a resolution.
- 2) **How many votes are needed for the board to take action?**
- Public Authorities Law states that no less than a majority of the whole of the board may perform and exercise the powers authorized and provided in Public Authorities Law.
  - The FCIDA has seven members. Therefore, four affirmative votes are needed to approve an action, even if only four or five members are present at the meeting.
- 3) **Can abstentions from voting be counted as an affirmative vote?**
- No.
- 4) **Can board members vote by proxy?**
- No. Members can only vote in a meeting when they are physically present or attending through videoconferencing during this temporary time period when video conferencing is allowed.

**VIII. 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:**

- 2021 Fire Tax Bill:
 

- 174.-2-65	:	\$ 37.52
- 174.-2-66	:	\$ 37.01

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

- 2021 Fire Tax Bills are:
 

- 164.-2-54	:	\$ 1.29
- 164.-2-16.5	:	\$ 514.00

IDA DISCUSSION:



IDA ACTION:

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

MADE BY:

SECONDED:

ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	___	___	___	___
Joe Semione	___	___	___	___
Todd Rulison	___	___	___	___
Jane Kelley	___	___	___	___
Mike Fitzgerald	___	___	___	___
Joseph Gillis	___	___	___	___

**D. 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 :  
ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	___	___	___	___
Joe Semione	___	___	___	___
Todd Rulison	___	___	___	___
Jane Kelley	___	___	___	___
Mike Fitzgerald	___	___	___	___
Joseph Gillis	___	___	___	___

TIME :

MOTION : To go out of Executive Session.

MADE BY :  
SECOND :  
ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	___	___	___	___
Joe Semione	___	___	___	___
Todd Rulison	___	___	___	___
Jane Kelley	___	___	___	___
Mike Fitzgerald	___	___	___	___
Joseph Gillis	___	___	___	___

TIME :

**IX. NEXT MEETING:**

Tuesday  
February 9, 2021  
8:00 a.m.

**X. CLOSE MEETING:**

MOTION :  
MADE BY :  
SECONDED :  
ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	___	___	___	___
Joe Semione	___	___	___	___
Todd Rulison	___	___	___	___
Jane Kelley	___	___	___	___
Mike Fitzgerald	___	___	___	___
Joseph Gillis	___	___	___	___

TIME :