



REGULAR MEETING MINUTES

June 1, 2022

12pm

Board Members in Attendance

Rob Koczent
Rob Sollenne
Paula Bucklin
Dana Hollenbeck
Peter Gillotte
Marc Rodriguez

Others in Attendance

Tracy Verrier, Executive Director, MRB Group
Matt Horn, MRB Group

Agenda Items

Call to Order: Rob Koczent called the meeting to order at 12:03pm.

Minutes Approval:

Motion to approve the May meeting minutes and April and May Marketing Committee meeting minutes by Rob Sollenne, second by Dana Hollenbeck. Motion carried unanimously.

Financial Report:

Tracy Verrier provided a report on the financials for May 2022. She also noted that the audit is underway.

- Motion to approve the financial report by Paula Bucklin, second by Rob Sollenne. Motion carried unanimously.

Report from the Marketing Committee:

Tracy Verrier noted that the BID should have considered the position statement at their meeting last week, she was just waiting for an update. The main topic of conversation among the committee is implementation of Geneva Made. The City is interested in moving forward with implementation, but does not have the capacity in house to do that. Maureen from 29 Design provided a proposal for a 12 month implementation contract totaling \$60,000. The Committee is recommending that this cost be shared among the City, LDC, IDA, and County. The request to the LDC is for \$12,000. Rob Sollenne expressed two concerns: 1) how/who will manage any leads generated by the Geneva Made marketing materials, and 2) whether an investment of this size should be RFP-ed. Others agreed with these concerns. Marc Rodriguez added that there could also be a lack of wastewater infrastructure capacity to support new development generated by this effort. Currently, the City is denying new hookups to some development projects. Matt Horn suggested that we bring these concerns to the IDA, and if they agree we can reach out to the Mayor and City staff about getting more clarity about their end goals and trajectory for infrastructure upgrades. Additionally, the Board requested that Joe Venuti attend a future meeting to provide an overview of the issue and plan for resolution.

Environmental Services:

Tracy Verrier explained that additional services are needed to delineate the known contamination on the Gateway parcel and develop a remediation plan for DEC review (phase 1). After that, the remediation work would need to be done in order to get the parcel to a developable state (phase 2). Tracy recommended only considering the phase 1 work today, as the actual costs of remediation (phase 2) will depend on the specifics of that plan. Two quotes were received for this work from Plumley and CHA. The two quotes were substantially similar in scope, but there was about an \$8,000 difference in cost. Rob Koczent asked who would be responsible for the actual remediation work (phase 2). Matt Horn explained that there could be discussions with the developer to see if any of the work

GENEVA LOCAL DEVELOPMENT CORPORATION

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BOARD OF DIRECTORS

ROBERT SOLLENNE ('23) ~ CHEVANNE DEVANEY ('24) ~ DANA HOLLENBECK ('23)

PAULA BUCKLIN ('24) ~ ROBERT KOCZENT ('23) ~ DAVID LINGER ('23) ~ MARC RODRIGUEZ ('23) ~ PETER GILLOTTE ('23)

they are doing anyway would overlap with the remediation work, and with the City to see if they would be able to do any of the work internally and thus reduce the total cost to the LDC and IDA. However, it will likely ultimately be the responsibility of the IDA and LDC. The board agreed that phase 1 needs to be done regardless.

- Motion to contract with Plumley for phase 1 (delineation and remediation plan) by Rob Koczent, second by Dana Hollenbeck. Motion carried unanimously.

Grant Writing Proposal:

Tracy Verrier explained that the New York Main Street Technical Assistance program would help to scope out possible projects for a future New York Main Street application. This technical assistance would be helpful in terms of identifying additional property owners that are interested in the program and working with them to understand the regulatory requirements and to plan for their projects. Tracy explained that it makes the most sense for the City to be the applicant, and that she is waiting to hear back from the City on whether or not they are willing to do that right now. She also noted that the LDC is not an eligible applicant for MAP, so the City would need to be the applicant for that as well. She has stopped work on the MAP grant writing until receiving confirmation from the City. She recommended an approval of the grant writing proposal contingent upon the City agreeing to be the applicant.

- Motion to approve the NYMS-TA grant writing proposal contingent upon the City’s agreement to be the applicant by Rob Sollenne, second by Peter Gillotte. Motion carried unanimously.

Open Meetings Law Change:

Tracy Verrier explained the new provisions in Open Meetings Law that allow for remote participation in meetings. She explained that the LDC would need to hold a public hearing and adopt a policy outlining the conditions for remote participation. The draft policy was in the meeting packet.

- Motion to hold a public hearing on July 6 at 12pm regarding a Public Meeting Videoconference Policy by Peter Gillotte, second by Paula Bucklin. Motion carried unanimously.

Policy Adoption:

Tracy Verrier explained that there are a few policies required by public authorities law that the LDC must adopt to be in compliance. She reviewed the policies and resolution to adopt them.

- Motion to approve the resolution adopting certain policies, standards, and procedures by Paula Bucklin, second by Dana Hollenbeck. The resolution was put to a roll call vote resulting as follows:

	Yea	Nay	Absent	Abstain
David Linger	[]	[]	[x]	[]
Robert Koczent	[x]	[]	[]	[]
Robert Sollenne	[x]	[]	[]	[]
Dana Hollenbeck	[x]	[]	[]	[]
Marc Rodriguez	[x]	[]	[]	[]
Peter Gillotte	[x]	[]	[]	[]
Chevanne DeVaney	[]	[]	[x]	[]
Paula Bucklin	[x]	[]	[]	[]

Resolution carried.

Motion to adjourn by Rob Sollenne, second by Dana Hollenbeck. Motion carried unanimously. The meeting adjourned at 12:57pm.

RESOLUTION

A regular meeting of the Geneva Local Development Corporation was convened at 1 Franklin Street, Geneva, NY on June 1, 2022 at 12:00pm.

The following resolution was duly offered and seconded, to wit:

Resolution No. 6/2022-21

RESOLUTION OF THE GENEVA LOCAL DEVELOPMENT CORPORATION (THE "CORPORATION") RATIFYING AND ADOPTING CERTAIN POLICIES, STANDARDS AND PROCEDURES IN CONNECTION WITH THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005 AND THE PUBLIC AUTHORITY REFORM ACT OF 2009.

WHEREAS, pursuant to the Not-For-Profit Corporation Law of the State of New York, Article 14, Section 1411, as amended, the Corporation was created as a public benefit corporation of the State for the benefit of the City of Geneva; and

WHEREAS, the Public Authorities Accountability Act of 2005 (the "PAAA"), which was signed into law on January 13, 2006 as Chapter 766 of the Laws of 2005, was enacted by the New York State Legislature to insure greater accountability and openness of public authorities throughout the State; and

WHEREAS, as a "local authority" as defined pursuant to Section 2 of the Public Authorities Law ("PAL") the Authority, by resolution adopted October 17, 2006, adopted requisite policies, standards and procedures in furtherance of PAAA, certain elements of which the Corporation desires to reaffirm and ratify herewith; and

WHEREAS, by Chapter 506 of the Laws of 2009, the Public Authority Reform Act of 2009 ("PARA") imposed new requirements upon certain local authorities of the State, including the Corporation; and

WHEREAS, the Corporation desires to ratify and adopt certain policies of the Corporation in furtherance of the PAAA and PARA.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE GENEVA LOCAL DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. The Corporation hereby ratifies, reaffirms, reinstates, approves and adopts the following policies and procedures previously reviewed and approved by the Corporation, in substantially the forms attached hereto as **Exhibit A**, to be effective for the calendar year 2022, or until such time as successor policies and procedures shall have been approved by the Corporation:

- (a) Compensation Policy;
- (b) Defense and Indemnification Policy;
- (c) Extension of Credit Policy; and
- (d) Property Acquisition Policy.

Section 2. The Corporation hereby appoints Tracy Verrier as the Corporation Contracting Officer, whom shall serve for the calendar year 2022, or until such time as their respective successors shall have been nominated and appointed.

Section 3. These Resolutions shall take effect immediately.

The question of the adoption of the foregoing Resolutions was duly put to a roll call vote, which resulted as follows:

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
David Linger	[]	[]	[x]	[]
Robert Koczent	[x]	[]	[]	[]
Robert Solenne	[x]	[]	[]	[]
Dana Hollenbeck	[x]	[]	[]	[]
Marc Rodriguez	[x]	[]	[]	[]
Peter Gillotte	[x]	[]	[]	[]
Chevanne DeVaney	[]	[]	[x]	[]
Paula Bucklin	[x]	[]	[]	[]

The Resolutions were thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF ONTARIO) SS:

I, the undersigned Secretary of the Geneva Local Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of Geneva Local Development Corporation (the "Corporation"), including the resolution contained therein, held on June 1, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Corporation present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand this 1 day of June 2022.


Rob Sollenne
Secretary

Exhibit A

CITY OF GENEVA LOCAL DEVELOPMENT CORPORATION
Compensation Policy

Board Member Compensation

The members of the Board of the Corporation shall serve without salary at the pleasure of the City of Geneva City Council, but may be reimbursed for reasonable expenses incurred in the performance of Corporation duties at the approval of the Board.

Officers, Employees and Agents

The officers, employees and agents of the Corporation shall serve at the pleasure of the Corporation at such compensation levels as may be approved by the Board from time to time and may be reimbursed for reasonable expenses incurred in the performance of Corporation duties subject to Board approval. Officers, employees and agents of the Corporation shall be available as required to perform the operations of the Corporation as set forth in the Corporation's By-Laws and shall put forth their best efforts to perform their respective duties as outlined in the By-Laws of the Corporation and any other directives of the Board.

Approved and adopted this 1st day of June 2022

CITY OF GENEVA LOCAL DEVELOPMENT CORPORATION
Defense and Indemnification Policy

The Geneva Local Development Corporation (“Corporation”) indemnifies and defends board members, audit and governance committee members, and Corporation staff individually and as a group from claims arising from the good faith performance of their duties. The Corporation carries directors’ and officers’ liability and general liability insurance via the City of Geneva to provide coverage in the event of such action.

Approved and adopted this 1st day of June 2022.

CITY OF GENEVA LOCAL DEVELOPMENT CORPORATION
Extension of Credit Policy

Pursuant to and in accordance with PAL Section 2824(5), the Geneva Local Development Corporation shall not, directly or indirectly, including through any subsidiary, extend or maintain credit, arrange for the extension of credit, or renew any extension of credit, in the form of a personal loan to or for any officer, board member or employee (or equivalent thereof) of the Corporation.

Approved and adopted this 1st day of June 2022.

**Geneva Local Development Corporation
Property Acquisition Policy**

A. Acquisition of Real Property

Real Property may be acquired by the Geneva Local Development Corporation (“Corporation”) for use, development, resale, leasing or other uses designated by the Corporation. The Corporation may lease Real Property for use, subleasing or other uses designated by the Corporation.

The purpose of each acquisition of Real Property shall be to further one or more purposes of the Corporation under its Certificate of Incorporation, by-laws or a resolution adopted by the Corporation Board of Directors, its mission statement, or for a purpose otherwise permitted by law.

Prior to each acquisition of Real Property, the Corporation will conduct such due diligence as it deems appropriate in accordance with the particular circumstances of the proposed acquisition. Such due diligence may include, but is not limited to, Real Property appraisals and review and investigation of environmental, structural, title, pricing and other applicable matters.

B. Approval of Real Property Acquisitions

All acquisitions of Real Property shall be conducted in accordance with this Policy and applicable law. Proposed acquisitions of Real Property shall be presented to the Corporation Board of Directors for approval or other appropriate action.

C. Fair Market Value

Acquisitions of Real Property are intended to be made for no greater than the fair market value of the Real Property. In the event circumstances exist in which an acquisition of Real Property is made where the contract price to be paid by the Corporation exceeds the fair market value of the Real Property, the Corporation shall include in its annual report required by Section 2800(2) of the Public Authorities Law a detailed explanation of the justification for making the purchase without competitive bidding and a certification by the Executive Director and either the Chief Financial Officer or Treasurer of the Corporation that they have reviewed the terms of the acquisition and determined that it complies with applicable law and the Corporation’s procurement policy.

Approved and adopted this 1st day of June 2022.