

**The Orleans County Local Development Corporation
Board of Directors Meeting**

October 3rd, 2024

**121 N Main St., 2nd Floor, Albion, New York
Board Room
8:30 a.m.**

Directors Present:

John Misiti, Chairman
Bill Eick, Director
Fred Miller, Director
Kathy Blackburn, Secretary
Skip Draper, Director
Laura Bentley, Treasurer

Directors Absent: None.

Also Present:

Michael Dobell, CEO/CFO OEDA
Matt Holland, OEDA Admin/MAP Manager
Gabrielle Barone, VP Development OEDA
Kevin Zanner, Hurwitz Fine P.C., Legal Counsel

The meeting was called to order by Chairman John Misiti at 8:30 am.

I. Roll Call

Matt Holland called the roll of Board members. John Misiti, Bill Eick, Laura Bentley, Skip Draper, and Kathy Blackburn were present, constituting a quorum of the Board. Laura Bentley left the meeting at 9:09 a.m. after the vote to approve the grant program.

II. Approval of Previous OCLDC Board Meeting Minutes August 1st, 2024

The August 1, 2024 Board meeting minutes were reviewed by the Board. A motion was made by Skip Draper to approve the meeting minutes as presented. The motion was seconded by Kathy Blackburn and unanimously carried.

III. Financials

Consider the Acceptance of the OCLDC Monthly Financial Report

Michael Dobell presented the OCLDC financial report for the period ending September 30, 2024. The HUD unrestricted account balance as of 09/30/24 is \$6,885.99, and the money market account has a balance of \$75,375.38. Michael reviewed the OCLDC Balance Sheet and Profit & Loss report.

A motion to accept the financial report was made by Kathy Blackburn and seconded by Fred Miller. Motion unanimously carried.

IV. Legal--- No report.

V. Executive Session

Bill Eick made a motion for the Board to enter into executive session to discuss matters related to pending litigation involving two borrowers. The motion was seconded by Skip Draper and unanimously carried. At the conclusion of executive session, a motion to exit the executive session was made by Skip Draper. The motion was seconded by Fred Miller and unanimously carried. No votes were taken during the executive session.

VI. Loans/Grants

Loans Aging Report

Matt Holland discussed the outcome of one of two delinquent RLF debtors and noted that two loans are current, with a third being delinquent.

The paperwork for starting the MAP 2024 Grant program is nearly completed. Michael Dobell and Matt Holland expect grant funding to be available in early 2025 with grant funding disbursements occurring in the summer of 2025.

Matt Holland and Michael Dobell discussed adding more speakers to discuss small business regulations to the MAP program participants.

VII. Operations-No report.

VIII. Projects-No report.

IX. Old Business- None.

X. New Business-

Consider the acceptance of the Operating Budget for 2025

Michael presented the 2025 budget to the Board. After Michael answered questions from the Board, Kathy Blackburn made a motion to accept the 2025 Orleans County Local Development Corporation operating budget. The motion was seconded by Skip Draper and unanimously carried.

Consider the engagement letter for Hurwitz Fine P.C.

Michael presented Hurwitz Fine P.C.'s engagement letter to the Board. Kevin Zanner discussed the 2025 rate change with the Board. Bill Eick made a motion to approve the Hurwitz Fine P.C. engagement letter. The motion was seconded by Fred Miller and unanimously carried.

Consider resolution to authorize the establishment of a grant program for microenterprises, the execution of a grant agreement with the County of Orleans, the approval of policy guidelines, and administer the grant program.

Michael discussed the proposed grant agreement between the LDC and Orleans County, as well as MAP program policies, funding totals, and administration requirements. John Misiti read the following resolution to the Board:

RESOLUTIONS OF THE BOARD OF DIRECTORS OF THE ORLEANS COUNTY LOCAL DEVELOPMENT CORPORATION AUTHORIZING THE ESTABLISHMENT OF A GRANT PROGRAM FOR MICROENTERPRISES, THE EXECUTION OF A GRANT AGREEMENT WITH THE COUNTY OF ORLEANS AND OTHER DOCUMENTS AND ACTIONS NECESSARY OR APPROPRIATE TO ESTABLISH AND ADMINISTER THE GRANT PROGRAM

A motion was made by Kathy Blackburn to approve the resolution. The motion was seconded by Laura Bentley and unanimously carried by roll call vote (6-0-0). See attached resolution.

Consider Resolution to retain consultant to provide CDBG Administration and Technical Services.

Michael discussed the RFP process for soliciting grant administration of the MAP program. Two responses to the RFP were received. Based on evaluations, Michael is recommending that the Board approve H. Sicherman and Co. d/b/a The Harrison Studio as consultant for the administration of the MAP program. The following resolution was presented to the Board:

RESOLUTION OF THE ORLEANS COUNTY LOCAL DEVELOPMENT CORPORATION (LDC) AUTHORIZING THE LDC TO CONTRACT FOR THE PROVISION OF COMMUNITY DEVELOPMENT BLOCK GRANT (CDBG) AND GENERAL TECHNICAL SERVICES IN FURTHERANCE OF THE LDC'S ECONOMIC DEVELOPMENT ACTIVITIES

Fred Miller made a motion to approve the resolution . The motion was seconded by Kathy Blackburn and unanimously carried by roll call vote (5-0-0). See attached resolution.

Consider the acceptance of the 2023 PARIS report submission.

Michael explained the PARIS reporting process to the Board. Bill Eick made a motion to approve the 2023 PARIS report submission. The motion was seconded by Fred Miller and unanimously carried (5-0-0).

XI. Motion to Adjourn

Motion to adjourn subject to Chairman's recall made by Skip Draper, seconded by Kathy Blackburn and unanimously carried at 9:14 a.m.

Respectfully Submitted,

Matt Holland

**RESOLUTIONS OF THE BOARD OF DIRECTORS OF THE ORLEANS
COUNTY LOCAL DEVELOPMENT CORPORATION AUTHORIZING
THE ESTABLISHMENT OF A GRANT PROGRAM FOR
MICROENTERPRISES, THE EXECUTION OF A GRANT AGREEMENT
WITH THE COUNTY OF ORLEANS AND OTHER DOCUMENTS AND
ACTIONS NECESSARY OR APPROPRIATE TO ESTABLISH AND
ADMINISTER THE GRANT PROGRAM**

WHEREAS, The Orleans County Local Development Corporation ("LDC") was formed under Section 1411 of the New York State Not-for-Profit Corporation Law as a not-for-profit local development corporation operating for the exclusively charitable or public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, carrying on scientific research for the purpose of aiding Orleans County, New York (the "County") by attracting new industry to the County or by encouraging the development of, or retention of, an industry in the County and lessening the burdens of government and acting in the public interest; and

WHEREAS, the County has applied for and received a grant in the amount of Three Hundred Thousand Dollars (\$300,000.00) ("Grant") from the New York State Housing Trust Fund Corporation ("HFTF") represented by the Office of Community Renewal through the Community Development Block Grant ("CDBG") Program (OCR Grant #857ME561-24) for the purpose of financing a microenterprise grant program (the "Grant Program") which would be used to provide grants to microenterprises within the County; and

WHEREAS, the County will enter into a grant agreement with the LDC pursuant to which the County will provide the Grant proceeds to the LDC for the purpose of funding the Grant Program, and to fund related administrative and program delivery costs, in accordance with the Grant; and

WHEREAS, the LDC, as a not-for-profit local development corporation, is eligible to receive grants of CDBG funds pursuant to Section 105(a)(15) of the Housing and Community Development Act of 1974, as amended (42 U.S.C. §5305) and has the capacity to make microenterprise grants and to fund and administer the Grant Program in the best interests of the County and in furtherance of its corporate purposes; and

WHEREAS, in order to better and more efficiently administer the Grant Program, the LDC has determined that it is advisable for the LDC Board to delegate to the LDC's Finance/Loan Committee the authority to approve grants under the Grant Program.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of The Orleans County Local Development Corporation as follows:

Section 1. The LDC is hereby authorized to negotiate and execute a grant agreement and other appropriate documents with the County and to receive funds from the County in the form

of a grant to be used (i) to fund the Grant Program to provide grants to microenterprises within Orleans County and (ii) to fund related administrative and program delivery costs, all in accordance with the Grant and in accordance with applicable CDBG regulations.

Section 2. The LDC hereby adopts the Policy Guidelines and Operating Plan for the administration of the Grant Program in the form attached as Schedule A to these Resolutions.

Section 3. In accordance with Section 6.1(a) of the Policy Guidelines and Operating Plan, the LDC Board hereby delegates to the Finance/Loan Committee the authority to approve Program funding for microenterprise grants, include committing Grant Program funds and establishing associated terms.

Section 4. The Chairman, Vice Chairman, Treasurer, Secretary and CEO/CFO are each individually authorized to execute all necessary documents to effectuate the LDC's participation in the Grant and the establishment and administration of the Grant Program, all as contemplated by these Resolutions, on such terms and conditions as may be approved by the officer executing the same.

Section 5. These Resolutions shall take effect immediately.

ROLL CALL VOTE:

	<u>Yes</u>	<u>No</u>	<u>Absent</u>	<u>Abstain</u>
John Misiti	[X]	[]	[]	[]
Kathy Blackburn	[X]	[]	[]	[]
Laura Bentley	[X]	[]	[]	[]
Fred Miller	[X]	[]	[]	[]
Bill Eick	[X]	[]	[]	[]
Merle Draper	[X]	[]	[]	[]

Adopted: October 3rd, 2024

SCHEDULE A

Policy Guidelines and Operating Plan