

OEDA Board Meeting Minutes

December 13th, 2024

**121 N Main Street 2nd Floor Albion NY
Board Room
8:00 a.m.**

Members Present:

John Misiti, Chairman
Craig Tuohey, Assistant Secretary
Ed Urbanik, Member
Skip Draper, Vice Chairman
John Fitzak, Treasurer
Carol D'Agostino, Assistant Treasurer

Members Absent:

Jeff Martin, Secretary

Also Present:

Michael Dobell, CEO/CFO OEDA
Gabrielle Barone, Vice President Development
Kevin Zanner, Hurwitz Fine P.C., Legal Counsel (via Zoom)
Matt Holland, OEDA Admin/MAP Manager

Roll Call - The meeting was called to order by Chairman John Misiti at 8:00 a.m. Matt called the roll of Board members. Board members John Misiti, Craig Tuohey, Carol D'Agostino, Skip Draper, John Fitzak, and Ed Urbanik were present, constituting a quorum of the Board.

I. Approval of November 15th 2024 Board Meeting Minutes (Electronic)

The November 15th, 2024 Board meeting minutes were reviewed by the Board. A motion was made by Craig Tuohey to approve the meeting minutes as presented. The motion was seconded by Carol D'Agostino and unanimously carried.

II. Financial Reports

COIDA/ORLF Accept Monthly Financials

Michael Dobell presented the COIDA and ORLF financial reports for the month ending November 30th, 2024. The closing balance for the main OEDA account was \$23,953.02. The balance in the high interest savings account is \$161,512.85. There was discussion about utilizing some of the County-loaned funds and whether formal Board approval

would be required. At the conclusion of the discussion, a motion was made by Ed Urbanik to approve the November 30, 2024 financial reports. The motion was seconded by John Fitzak and unanimously carried.

PILOT Report – Matt reported that all PILOT payments are current. He also noted that a PILOT bill was recently sent to Falls Road Railroad.

III. Report of Committees/Departments/Sites

Business Development-- Gabrielle presented the Business Development update on the following matters:

Project Digital-

Gabrielle provided an update on the business that was interested in leasing space in the Medina Business Park. They have temporarily moved to a location in Medina.

Village of Medina-

Gabrielle met with Village of Medina representatives to discuss site visits with businesses interested in the Medina Business Park. Gabrielle reiterated the importance of keeping the access roads clear of tractor-trailer traffic. She has discussed this matter with both the Village of Medina and leadership at Pride Pak.

Freeze Dried Foods-Thrive-

Gabrielle discussed the status of Freeze Dry Foods-Thrive project. Thrive was not able to follow through with employment obligations and their OCR project was withdrawn.

Project Updates – Michael Dobell presented the following project updates:

Hemlock Ridge Solar-

Michael reported that five of the six taxing jurisdictions have passed resolutions to waive PILOT payments. Oakfield-Alabama School District is expected to vote on December 17th. Michael will schedule public hearings in the Towns of Barre and Shelby once all of the resolutions have been passed.

Falls Road Railroad-

Michael reported that OEDA has scheduled a meeting with Falls Road Railroad to discuss the expiration of the PILOT and OEDA's continued participation in grant programs that assist the railroad.

Facilities/Sites- No report.

MAP and LDC Report

Matt reported that the Fall 2024 MAP class graduation originally scheduled for Dec 5th, 2024 was rescheduled for January 2nd, 2025.

MAP grant funding is now available for qualifying small businesses in Orleans County.

Legal- No report.

Marketing

Michael shared that Matt and Mindful Media Group are working together to make sure that OEDA is set up to apply for grants in all state and federal portals.

IV. Executive Session -None.

V. Unfinished Business – None.

VI. New Business

Consider the 2025 OEDA Board Meeting Schedule

Michael presented the 2025 OEDA Board meeting schedule. Craig Tuohey made a motion to approve the 2025 OEDA Board meeting schedule. John Fitzak seconded the motion, and it was unanimously carried.

Consider the resolution for 2025 staff compensation

Michael reviewed the proposed 2025 staff compensation with the Board and presented the following resolution:

**RESOLUTION OF THE COUNTY OF ORLEANS
INDUSTRIAL DEVELOPMENT AGENCY (“COIDA”)
APPROVING THE COMPENSATION OF COIDA STAFF.**

Ed Urbanik made a motion to approve the resolution. The motion was seconded by Skip Draper and unanimously carried by roll call vote. 6-0-0. See attached resolution.

Consider funding agreement with Orleans County for 2025

Michael presented the agreement for Orleans County’s proposed budgeted funding of the OEDA for 2025. Craig Tuohey made a motion to approve the agreement. The motion was seconded by Ed Urbanik and unanimously carried.

Consider resolution authorizing the second amendment to the option agreement by and among Philip and Dawn Keppler, the County of Orleans Industrial Development Agency, and the Orleans Land Restoration Corporation

Michael presented the following resolution to extend the option agreement between Philip and Dawn Keppler, COIDA, and the OLRC.

RESOLUTION OF THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE SECOND AMENDMENT TO THE OPTION AGREEMENT BY AND AMONG PHILIP AND DAWN KEPPLER, THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY AND THE ORLEANS LAND RESTORATION CORPORATION

Ed Urbanik made a motion to approve the resolution. The motion was seconded by Carol D’Agostino and unanimously carried by roll call vote 6-0-0. See attached resolution.

Consider extension of the deadline for Heritage Winds payment through Dec. 20th, 2025.

Michael discussed the PILOT fee from Heritage Winds that is due on Dec 15th in accordance with the amendatory resolution adopted by the Board at its November meeting. Michael proposed extending the due date for payment to December 20, 2024. Skip Draper made a motion to extend the payment due date to December 20, 2024. The motion was seconded by John Fitzak and unanimously carried.

Adjournment

Motion to adjourn subject to Chairman’s recall made by Skip Draper, seconded by Craig Tuohey and unanimously carried at 9:04 a.m.

Respectfully submitted,

Matt Holland

Resolution #:

RESOLUTION OF THE COUNTY OF ORLEANS INDUSTRIAL
DEVELOPMENT AGENCY ("COIDA") APPROVING THE
COMPENSATION OF COIDA STAFF.

WHEREAS, the COIDA is in need of staff and pursuant to Section 858 of the New York
General Municipal Law and COIDA's Compensation, Reimbursement and Attendance
Policy, COIDA's Board is authorized to fix compensation levels for its employees,

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

1. That the COIDA approves staff compensation as follows:
 CEO/CFO - \$112,547.41 on an annualized basis
 VP Business Development - \$122,215.65 on an annualized basis
 Manager/ Small Business Liaison - \$72,409.05 on an annualized basis
2. Continue to provide paid single health care insurance as issued by Orleans County
3. That all the compensation levels set forth in this resolution shall be effective
 January 1, 2025 and shall remain in effect until changed by the COIDA Board.
4. This resolution shall take effect immediately.

The above resolution was offered by Ed Ubanik, who moved its adoption, seconded by
Shirley Draper

ROLL CALL VOTE:

	<u>Yes</u>	<u>No</u>	<u>Absent</u>	<u>Abstain</u>
Craig Tuohey	[X]	[]	[]	[]
Merle Draper	[X]	[]	[]	[]
John Fitzak	[X]	[]	[]	[]
Carol D'Agostino	[X]	[]	[]	[]
John Misiti	[X]	[]	[]	[]
Ed Ubanik	[X]	[]	[]	[]
Jeff Martin	[]	[]	[X]	[]

ADOPTED: 12/13/2024

RESOLUTION OF THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE SECOND AMENDMENT TO THE OPTION AGREEMENT BY AND AMONG PHILIP AND DAWN KEPPLER, THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY AND THE ORLEANS LAND RESTORATION CORPORATION

WHEREAS, the County of Orleans Industrial Development Agency (“COIDA”), is authorized under the laws of the State of New York, and in particular the New York State Industrial Development Agency Act, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended, and Chapter 918 of the 1971 Laws of New York, as amended to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial and research facilities and thereby advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and to improve their prosperity and standard of living; and

WHEREAS, COIDA, the Orleans Land Restoration Corporation (“OLRC”) and Philip and Dawn Keppler (the “Kepplers”), are parties to that certain Option Agreement dated as of February 6, 2013 (the “Option Agreement”) pursuant to which the Kepplers have granted to COIDA and OLRC the exclusive option to purchase an approximately 126+/- acre parcel of land in the Town of Shelby, with frontage along Maple Ridge Road, comprised of the portions of tax parcels SBL# 91.-1-6.2 and SBL# 91.-1-7.1 lying north of Sanderson Road (hereinafter referred to as the “Property”); and

WHEREAS, COIDA, OLRC and the Kepplers are parties to that certain amendment to the Option Agreement dated as of the 30th day of January, 2023, pursuant to which the term of the Option Agreement was extended for an additional two-year period, through and including February 6, 2025; and

WHEREAS, COIDA and OLRC have entered into negotiations with the Kepplers to extend the term of the Option Agreement for an additional two-year period, through and including February 6, 2027; and

WHEREAS, in consideration for extending the term of the Option Agreement, the Kepplers have requested that COIDA and OLRC continue to make payments in an amount equal to the real property taxes due and payable on the Property during the two-year period of the extension.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNTY OF ORLEANS INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

1. COIDA is hereby authorized, in conjunction with OLRC, to execute and deliver an amendment to extend the term of the Option Agreement through and including February 6, 2027 or such other duration as may be agreed to by the parties, such amendment to include the terms described in this resolution, together with such other terms and conditions as the CEO/CFO may

determine in consultation with the Chairman to be necessary, appropriate and in the best interest of COIDA.

2. The Chairman, Vice Chairman, Treasurer, Secretary and the CEO/CFO of COIDA are each individually authorized to execute and deliver the amendment to the Option Agreement and to take such other actions as may be necessary to effectuate the transactions contemplated by this resolution.

3. This resolution shall take effect immediately.

The above resolution was moved for adoption by Ed Urbanik and seconded by Carol D'Agostino

ROLL CALL VOTE:

	<u>Yes</u>	<u>No</u>	<u>Absent</u>	<u>Abstain</u>
Carol D'Agostino	[X]	[]	[]	[]
Craig Touhey	[X]	[]	[]	[]
Ed Urbanik	[X]	[]	[]	[]
John Fitzak	[X]	[]	[]	[]
John Misiti	[X]	[]	[]	[]
Merle Draper	[X]	[]	[]	[]
Jeff Martin	[]	[]	[]	[]

Adopted December 13, 2024