

AGENDA

Wayne County Industrial Development Agency

May 25, 2022 9:00 AM

9 Pearl Street, 2nd Floor Conference Room

Lyons, New York 14489

1. Call to Order –Chairman Johnson
2. Welcome New Vice Chairman for WCIDA Phil Eygnor
3. Motion to Approve April 27, 2022 Meeting Minutes
4. Resolution Authorizing Planning Funds from Wayne County
5. Resolution to approve a Conflict of Interest Policy
6. Resolution Authorizing the Assignment of Project Ownership for the Previously Approved Project 1000 Silver Hill LV LLC
7. Resolution Authorizing the Expanded Use of Videoconferencing for Meetings of the Board
8. Resolution Authorizing Signatories for WCIDA Bank Accounts
9. Fiscal Officer's Report- Jamie Corteville
10. Executive Director's Updates
11. Other Business
12. Next WCIDA Meeting – June 22, 2022
13. Motion to Adjourn.

Wayne County Industrial Development Agency
Regular Meeting – April 27, 2022
MINUTES

The regular meeting of the Wayne County Industrial Development Corporation (WCIDA) was called to order by Chairman Scott Johnson at 9:02 a.m. on Wednesday, April 27, 2022. The meeting was held in person at 9 Pearl St., Second Floor Conference Room, Lyons, NY and also via Zoom. This meeting was made available via livestream on the IDA Youtube channel.

Members present in person Chairman Scott Johnson. Present via Zoom were Kaye Stone-Ganzs – Secretary, Julie DiLella – Treasurer, Robert DeBadts and Jeannie Brockmyre. Pamela Heald, and Ken Miller – Vice Chairman were absent. Also present were staff members Katie Bronson, COO, Jamie Corteville, CFO; Ariel Cardiel, Economic Development Specialist (via Zoom), and Deb Hall, Assistant Secretary plus John Morrell, agency counsel. Guests in attendance were Mary VanBortel and Tim Johnson from VanBortel Chevrolet, and Matt Bragg from Chrisantha. Also present via Zoom were guests Tom Starin and Felix Radesi from Optimax Pro.

Minutes from the March 23, 2022 board meeting were presented for approval as a motion by Ms. Stone-Ganzs and second by Mr. DeBadts. These were accepted with unanimous approval.

Mr. Johnson presented a Project Resolution for One Main Street Macedon LLC. Ms. Bronson explained that this project is seeking a PILOT and then invited guests Ms. VanBortel, Mr. Johnson and Mr. Bragg to describe the project for the board. Mr. Johnson described the project as demolition and construction of 34,000 sq. ft. Corvette retail automotive dealership space adjacent to VanBortel Chevrolet on Main St. in Macedon. The project cost is estimated at \$6 million and the project is anticipating to create 10 new FTE jobs over the next 3 years, with salaries ranging from \$30,000 to \$100,000 annually. Ms. Bronson stated the public hearing was conducted the week prior and the only comment was from the School District as to when the PILOT payments would go into effect. Mr. Johnson asked for a motion regarding the project resolution. Ms. Stone-Ganzs made a motion to approve the project resolution as written, with a second from Mr. DeBadts. Mr. Johnson asked for voice vote and the motion carried unanimously.

Mr. Johnson presented the next Project Resolution for MaxPro LLC & Optimax Systems. Ms. Bronson introduced Mr. Starin and Mr. Radesi from Optimax to describe their project. Mr. Starin stated the company has been in Wayne County for 30+ years and is growing rapidly. Over the next 12-15 months, they will add 36,000 sq ft to the southwest of the existing facility on lands currently owned. This will be entirely manufacturing space. An estimate 50 FTE to be added over the next 5 years and 50 FTE retained. Customers are demanding production and Optimax needs to keep up to grow with customers. Total project cost is \$15 million with about one-third allocated to construction. Ms. Bronson reported the public hearing was held March 16 and no public comment was submitted. Mr. Johnson expressed his support of this expansion and asked for a motion. Mr. DeBadts made a motion to approve the project resolution as written, with a second from Ms. Stone-Ganzs. Mr. Johnson asked for voice vote and the motion carried unanimously.

Ms. Bronson presented the results of the annual confidential Board Evaluation survey. The brief synopsis showed general agreement with the positive performance of the board. Focus will continue in the area of performance measures. Board members were invited to talk to Brain.

Mr. Johnson presented a Resolution for submission of revised 2021 Procurement Report to PARIS. Ms. Corteville explained that the previous report had errors based on when invoices were received

in 2020 and then subsequently paid in 2021. This was corrected and reported back through PARIS. Mr. Johnson asked for a motion to accept this resolution. Motion was made by Ms. Brockmyre with second from Ms. Stone-Gansz. All approved by voice vote.

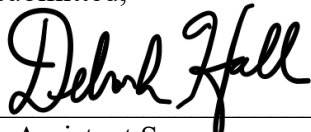
Ms. Corteville was asked to discuss the 2021 PILOT Analysis which she prepared as a supplement to the required PARIS report. A map was shown with location “pins” on the county map showing where each 2021 IDA PILOT, WEDC Loan and Grant project is located. The next map showed locations of solar projects that are municipal, currently under PILOTs or proposed to the county planning board and are either in progress or not completed. There are a total of 13 solar PILOTs currently in effect. She then reported the assessed value of all PILOTs currently administered by the IDA to be just over \$18 million. The net tax exemption value provided by WCIDA in 2021 was \$2.9 million in exchange for 2,800 FTE jobs created and retained in the county by the beneficiary companies. The Salary Earnings commensurate to the majority of these jobs is calculated to be \$132 million earned in Wayne County. Ms. Stone-Gansz asked if the staff had annual economic projection numbers for the county, both financially as well as job creation, in terms of percentages for by geographic region of the county. Ms. Bronson stated that the agency does not have a specific metric that is suggested for all business in the County, although agency could provide a snap shot from the PILOT and loans customers. Ms. Stone-Gansz felt this could be useful to measure benefits and growth across the county, west to east. Ms. Brockmyre also asked if there was any way to measure where the earned income is spent, in the county or outside of the county. Ms. Corteville highlighted the jobs creation/retention requirements by each PILOT client for the last 10 years. Ms. Stone-Gansz stated that it would be interesting to see where job earners live, whether in the county or not. This is not a requirement of the PILOT. She reported that six companies were struggling to meet their FTE requirements.

Ms. Corteville then reviewed the Account Balances. There was no Executive Director’s update.

In other business, Ms. Hall described the public survey for Small Business Week and the overwhelming responses that were received. Instead of visiting a few business, the agency will recognize all the businesses that were nominated in a press release and on Facebook. Mr. Johnson stated it would be good to pick a few next year.

The next WCIDA Board Meeting was set for May 25, 2022 at 9:00 am. Hearing no other business, Mr. Johnson called for a motion to adjourn, which was made by Ms. Stone-Gansz, with a second from Mr. DeBadts. Meeting adjourned at 9:39 a.m.

Respectfully submitted,



Deborah Hall, Assistant Secretary

Wayne County Industrial Development Agency

Resolution Authorizing Planning Funds from Wayne County

Whereas, the Wayne County Industrial Development Agency (WCIDA) partners with Wayne County on grant programs related to economic development and planning; and

Whereas, the New York State Department of State (DOS) provides funding for smart growth and comprehensive plans that address sustainability, smart growth, and climate resiliency elements, and

Whereas, a comprehensive plan will provide WCIDA and the Wayne County a guide to protect the rural character while providing a plan for climate-focused investment and economic development within the community; be it hereby

Resolved, the WCIDA authorizes the staff to request \$100,000 in 2022 Wayne County budgeted Project Planning funds for the submission of a Regional Economic Development Council (REDC) application for the DOS 2022 Smart Growth Community Planning and Zoning Grant Program for completion of a County Comprehensive Plan; and be it further

Resolved, the WCIDA board authorizes and directs the Executive Director to execute any agreements or documents necessary to implement the resolution on behalf of the WCIDA.

Moved:

Ayes:

Seconded:

Nays:

	Yea	Nay	Absent	Abstain
Scott Johnson				
Phil Eygnor				
Julie DiLella				
Kaye Stone-Gansz				
Jeannie Brockmyre				
Robert DeBadts				
Pamela Heald				

The above resolution is certified and true and was passed at the WCIDA board meeting on May 25, 2022.

Deborah, Hall, Assistant Secretary

Wayne County Industrial Development Agency

Resolution to Adopt a Conflict of Interest Policy

Whereas, the Wayne County Industrial Development Agency (WCIDA), a Public Benefit Corporation chartered by the State of New York, is subject to laws relating to Conflict of Interest, and

Whereas, the New York State law require state and local public authority board members and employees to examine conflicts of interest issues that may arise at their respective authority, and

Whereas, a Conflict of Interest Policy was distributed for review to the members of the Board of Directors of WCIDA; be it hereby

Resolved, that the WCIDA Board of Directors hereby approve and adopt Conflict of Interest Policy.

Moved:

Ayes:

Seconded:

Nays:

	Yea	Nay	Absent	Abstain
Scott Johnson				
Phil Eygnor				
Julie DiLella				
Kaye Stone-Gansz				
Jeannie Brockmyre				
Robert DeBadts				
Pamela Heald				

The above resolution is certified and true and was passed at the WCIDA board meeting on May 25, 2022.

Deborah Hall, Assistant Secretary

AUTHORIZING RESOLUTION

(1000 Silver Hill LV LLC Project – Assignment to CN US Owner LLC)

A regular meeting of Wayne County Industrial Development Agency was convened on Wednesday May 25, 2022 at 9:30 a.m.

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

Resolution No. ___/2022 - ___

RESOLUTION OF THE WAYNE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE “AGENCY”) (i) AUTHORIZING AN ASSIGNMENT REQUEST FROM 1000 SILVER HILL LV LLC (THE “COMPANY”) IN CONNECTION WITH A CERTAIN PROJECT (AS MORE FULLY DESCRIBED BELOW) PREVIOUSLY UNDERTAKEN BY THE AGENCY AND COMPANY; AND (ii) AUTHORIZING THE EXECUTION OF RELATED DOCUMENTS WITH RESPECT TO SAME.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 916 of the Laws of 1969 of the State of New York, (the “Act”), the **WAYNE COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (the “Agency”) was created with the authority and power to promote, develop, encourage and assist in acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing industrial, manufacturing, warehousing, commercial, research, and recreational facilities as authorized by the Act, and in connection therewith to issue its revenue bonds, and/or enter into straight lease transactions and provide other forms of financial assistance; and

WHEREAS, pursuant to a Project Authorizing Resolution adopted by the Agency on August 24, 2018 (the “Project Authorizing Resolution”), the Agency appointed **1000 SILVER HILL LV LLC** (the “Company”), as agent of the Agency to undertake a certain project (the “Project”) consisting of (i) the acquisition by the Agency of a leasehold interest in approximately 35 acres of real property located at Technology Parkway, Newark, New York (the “Land”, being more particularly described as a portion of tax parcel No. 68110-18-460178, as may be subdivided); (ii) the planning, design, and construction of approximately 150,000 square feet of building space to be leased by the Company to **IEC ELECTRONICS CORP.** for operation as an electronics manufacturing facility, along with utility and site improvements, parking lots, loading docks, access and egress improvements, signage, curbage, sidewalks, landscaping and stormwater retention improvements (collectively, the “Improvements”); (iii) the acquisition of and installation in and around the Land and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the “Equipment” and, collectively with, the Land and the Improvements, the “Facility”); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the “Straight Lease Transaction”); and

WHEREAS, pursuant to and in accordance with the Project Authorizing Resolution, the Agency and Company entered into the Straight Lease Transaction on February 27, 2019 (the “Closing Date”), which included the execution and delivery of (i) an Agent and Financial Assistance and Project Agreement (the “Agent Agreement”), (ii) a Lease Agreement (the “Lease Agreement”), (iii) a Leaseback Agreement (the “Leaseback Agreement”), (iv) a Payment-In-Lieu-of-Tax Agreement (the “PILOT Agreement”), (v) a PILOT Mortgage, and (vi) related documents (collectively, the foregoing being referred to herein as the “Project Documents”); and

WHEREAS, the Company has advised the Agency that (i) it intends to sell the Project to **CN US Owner LLC** (a Delaware limited liability company and subsidiary of Strategic Lease Partners, and herein, the “Assignee”), with the Assignee’s acquisition of the Facility being conditioned upon the Assignee assuming the Straight Lease Transaction, including the PILOT Agreement (the “Assignment”), and (ii) that **IEC Electronics Corp.**, as the tenant and operator of the Facility (the “Original Tenant”), has been acquired by **Creation Technologies Inc.** (the “Tenant Parent”) and changed its name to **Creation Technologies New York Inc.** (the “New Tenant”) following a stock sale, with the Original Tenant having assigned the Operating Lease (the “Operating Lease”) to the New Tenant; and

WHEREAS, pursuant to Section 6.3 of the Leaseback Agreement, the Assignment is subject to the approval of the Agency, and requires the execution and delivery of an Assignment and Assumption Agreement by and between the Company, Assignee and Agency, along with modifications to the PILOT Mortgage, delivery of a General Certificate of the Assignee, and related documents (collectively, the “Assignment Documents”); and

WHEREAS, in furtherance of the Company’s request for the Assignment, the Company and Assignee have provided the Agency with additional background and financial information for the Agency to review and consider; and

WHEREAS, in furtherance of the foregoing, the Agency desires to (i) authorize the Assignment pursuant to Section 6.3 of the Leaseback Agreement and subject to the terms and conditions set forth herein, and (ii) the execution and delivery of the Assignment Documents in furtherance of same.

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

Section 1. Based upon the representations made by the Company and Assignee, the Agency hereby consents to, authorizes and approves the Assignment pursuant to Section 6.3 of the Leaseback Agreement, subject to the terms and conditions set forth herein.

Section 2. The Agency’s consent and approval of the Assignment is subject to (i) the Company and Assignee executing and delivering the Assignment Documents in a form acceptable to the Agency (the “Assignment Agreement”), (ii) delivery of a General Certificate of the Assignee, (iii) ratification by the Assignee of all covenants and representations set forth within the Application and the Environmental Compliance and Indemnification Agreement; and

(iv) payment by the Company and/or Assignee of all costs and fees of the Agency in connection with review, consideration and authorization of the Assignment.

Section 3. The Chairman, Vice Chairman and/or Executive Director (or Deputy Executive Director) of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Assignment Documents, and related documents with such changes as shall be approved by the Chairman, Vice Chairman, the Executive Director (or Deputy Executive Director) and counsel to the Agency upon execution.

Section 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 8. These Resolutions shall take effect immediately upon adoption.

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

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
Scott Johnson				
Jeannie Brockmyre				
Julie Dilella				
Kaye Stone-Gansz				
Phil Eygnor				
Pamela Heald				
Robert DeBadts				

The resolutions were thereupon duly adopted.

Wayne County Industrial Development Agency

Resolution Authorizing the Expanded Use of Videoconferencing for Meetings of the Board

WHEREAS, by passing Chapter 56 of the Laws of 2022 (“Chapter 56”), the New York State Legislature amended Section 103 of the Open Meetings Law; and

WHEREAS, Chapter 56 adds Section 103-a of the Open Meetings Law, permitting the Wayne County Industrial Development Agency (WCIDA) to authorize its members to attend meetings by videoconferencing under extraordinary circumstances; and

WHEREAS, Section 103-a(2)(a) requires the WCIDA to adopt a resolution following a public hearing authorizing the limited use of videoconferencing under such circumstances; and

WHEREAS, Section 103-a(2) allows for hybrid meetings by requiring “that a minimum number of members are present to fulfill the public body’s quorum requirement in the same physical location or locations where the public can attend”; and

WHEREAS, Section 103-a(2)(c) requires that members be physically present at any such meeting “unless such member is unable to be physically present at any such meeting location due to extraordinary circumstances . . . including disability, illness, caregiving responsibilities, or any other significant or unexpected factor or event which precludes the member’s physical attendance at such meeting”; and

WHEREAS, in accordance with Section 103-a(2)(d), any members attending by videoconference must, except during executive session, be “heard, seen and identified, while the meeting is being conducted, including but not limited to any motions, proposals, resolutions, and any other matter formally discussed or voted upon”; and

WHEREAS, Section 103-a(2)(g) requires that any meeting where a member attends by videoconference be recorded, posted to the WCIDA webpage within five business days, and transcribed upon request; and

WHEREAS, Section 103-a(2)(h) requires that members of the public be permitted to attend and participate, if authorized, in any meeting by videoconference when a member attends by videoconference.

BE IT RESOLVED, that the WCIDA authorizes its members who experience an extraordinary circumstance, as described above and further defined by any rules or written procedures later adopted, to attend meetings by videoconference: (i) as long as a quorum of the members attend in-person at one or more locations open to the public; (ii) as long as the member can be seen, heard, and identified while the open portion of the meeting is being conducted; and (iii) as otherwise permitted under Chapter 56 of the Laws of 2022; and be it further

RESOLVED, that the WCIDA shall create written procedures further governing its use of videoconferencing by its members in compliance with Chapter 56 of the Laws of 2022.

Moved: Ayes:
Second: Nays:

The above resolution is certified and true and was passed at the Wayne County Industrial Development Agency board meeting on May 25, 2022.

	Yea	Nay	Absent	Abstain
Scott Johnson				
Phil Eygnor				
Julie DiLella				
Kaye Stone-Gansz				
Jeannine Brockmyre				
Robert DeBadts				
Pamela Heald				

Deborah Hall, Assistant Secretary

Wayne County Industrial Development Agency

Resolution Authorizing Signatories for WCIDA Bank Accounts

Whereas, with the resignation of a board member who was previously approved as a signatory for the Wayne County Industrial Development Agency (WCIDA) bank accounts; and

Whereas these banks require updated signatories when board members change; and

Whereas, it is appropriate to have the five signatories on file at the banks to represent this corporation; therefore, be it hereby

Resolved that the WCIDA Board approves that Ken Miller is removed on all checking and savings accounts associated with the WCIDA; and

Resolved assignment of Phil Eygnor and Julie DiLella, as new signatory; and

Resolved Scott Johnson, Brian Pincelli, Phil Eygnor, Julie DiLella, and Kathleen Bronson will act as the five approved signatories.

Moved:

Ayes:

Seconded:

Nays:

	Yea	Nay	Absent	Abstain
Scott Johnson				
Phil Eygnor				
Julie DiLella				
Kaye Stone-Gansz				
Jeannie Brockmyre				
Robert DeBadts				
Pamela Heald				

The above resolution is certified and true and was passed at the Wayne County IDA board meeting on May 25, 2022.

Deborah, Hall, Assistant Secretary