

# AGENDA

## Wayne Economic Development Corporation

May 25, 2022 9:00 AM

9 Pearl Street, 2<sup>nd</sup> Floor Conference Room

Lyons, New York 14489

1. Call to Order – Scott Johnson, Chairman
2. Welcome New Vice Chairman for WEDC Phil Eygnor
3. Motion to Approve April 27, 2022 Meeting Minutes
4. Resolution to approve a GAIN Loan
5. Resolution to approve a Microenterprise Loan
6. Resolution Authorizing the Expanded Use of Videoconferencing for Meetings of the Board
7. Resolution to approve a Conflict of Interest Policy
8. Resolution Authorizing to Enter into a Contract with Wayne County and open a bank account
9. Resolution Authorizing Signatories for WEDC Bank Accounts
10. Resolution Authorizing the Transfer All Available WEDC SOAR Funding to Village of Clyde and Close Existing WEDC SOAR Bank Account
11. Fiscal Officer's Report- Jamie Corteville
  - a. Present 990 to Board
12. Projects Update
13. Executive Director Updates
14. Other Business
15. Next WEDC Meeting – May 25, 2022
16. Motion to Adjourn.

**Wayne Economic Development Corporation**  
**Board Meeting – April 27, 2022**  
**MINUTES**

The regular meeting of the Wayne Economic Development Corporation (WEDC) was called to order by Chairman Scott Johnson, at 9:41 a.m. at 9 Pearl Street, Lyons, Second Floor Conference Room. The meeting was held in person at 9 Pearl St. Lyons, NY and also via Zoom.

Members present were Chairman Scott Johnson, and joining via Zoom were Kaye Stone-Gansz – Secretary, Julie DiLella – Treasurer, Robert DeBadts and Jeannie Brockmyre, Members absent were Pamela Heald, and Ken Miller. Also present were staff members Katie Bronson, COO; Jamie Corteville, CFO; Ariel Cardiel, Economic Development Specialist, and Deb Hall, Assistant Secretary. No other guests or members of the public attended.

Minutes from the March 23, 2022 board meeting were presented for approval as a motion by Ms. Stone-Gansz with a second by Ms. Brockmyre. Minutes were accepted with unanimous approval.

Minutes from the April 14, 2022 special meeting were presented for approval as a motion by Mr. DeBadts with a second by Ms. DiLella. Minutes were accepted.

Ms. Corteville presented the Loan and Grant Analysis that she created to show the geographic locations of businesses who currently have an EDC loan or grant. Ms. Stone-Gansz appreciated the analysis and reiterated her desire for the agency to focus on different areas of the county where more help may be needed. Ms. Corteville also explained the job creation analysis done in compliance with each of the 22 active loan agreements and gave a breakdown of each business's adherence to their job creation agreement. She noted that the SOAR loan administration will be transferred to the Village of Clyde this year and she will no longer be reporting on those loans. FTE jobs created through loan assistance through FY 2021 was 400 which was 217 additional jobs over the amount committed. MaxPro Company was a standout in creating 253 more jobs than committed.

Ms. Corteville then reported on fiscal matters with the Loan Aging report which now also includes each loan's average days to pay through the life of the loan as well as current year days to pay. She will be keeping track of late payers in order to get ahead of any potential problems. The bank balances were reviewed as of current date along with calculations showing new balances after four pending loans close in the coming weeks.

Ms. Cardiel updated the Board on the upcoming loan clients including Kidtopia in Ontario, Runaway Blue Brewery in Newark and Nathali's Farm Market in Red Creek, who will separately utilize GAIN, Revolving Loan Fund, Micro Loan and MicroBurst funds. There are more applications in the pipeline.

Ms. Hall updated the Board on the Student Pitch competition. She showed the Board the County website where all the information regarding this program is linked and explained the current status of the promotion. School districts were contacted with information and asked if they would consider hosting the pitch event at the end of the year. Some positive response was received. Ms. Stone-Gansz was adamant that getting the schools involved is a critical step.

Ms. Bronson mentioned a recent change in the State's Open Meeting Law that goes into effect after June 8<sup>th</sup>. This change will require a few extra steps to be taken by the public body, such as a public hearing, to allow for continued attendance by board members via videoconferencing at public

meetings but only under predetermined extraordinary circumstances. Many board members were interested in pursuing this as an option in the future.

No other business was brought before the Board. The next WEDC Board Meeting was set for May 25, 2022 at 9:00 a.m. A motion to adjourn at was made by Ms. Brockmyre with a second from Ms. Stone-Gansz at 10:04 a.m.

Respectfully submitted,

  
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Deborah Hall, Assistant Secretary

# Wayne Economic Development Corporation

## **Resolution Authorizing GAIN! RLF to Ten Decade Enterprises, LLC**

Whereas, the Wayne Economic Development Corporation (WEDC) is committed to developing a culture of innovation and entrepreneurship in Wayne County by attracting innovative entrepreneurs to start, build, and grow their businesses in Wayne County; and

Whereas, WEDC received a Growing the Agriculture Industry Now (GAIN!) Revolving Loan Fund (RLF) application from Jacob Lagoner and Mitzi Lagoner for Ten Decade Enterprises, LLC; and

Whereas, the application requested \$122,987.50 loan for the purchase of a canning line business and equipment; and

Whereas, the canning line will be located at the current cider production facility located at 6895 Lake Ave Williamson, NY 14589 and create three (3) FTE jobs in five (5) years; and

Whereas, the Loan Review Committee recommended a loan of \$122,987.50 with the following recommendations:

- Personal guarantees from Jacob Lagoner and Mitzi Lagoner;
- Require life insurance contract for the amount of the loan from Jacob Lagoner to WEDC;
- Require life insurance contract for the amount of the loan from Mitzi Lagoner to WEDC;
- UCC Lien on specific pieces of equipment; and
- Additional recommendations as suggested by WEDC attorney; be it hereby

Resolved that the WEDC Board of Directors approves the recommendations from the Loan Review Committee and authorizes a \$122,987.50 GAIN! RLF to Jacob Lagoner and Mitzi Lagoner for Ten Decade Enterprises, LLC at 1% for the term of 10 years.

Moved:

Ayes:

Second:

Nays:

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

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

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Deborah Hall, Assistant Secretary

# Wayne Economic Development Corporation

## **Resolution Authorizing Micro Loan Fund to Kidtopia Ontario LLC**

Whereas, the Wayne Economic Development Corporation (WEDC) is committed to developing a culture of innovation and entrepreneurship in Wayne County by attracting innovative entrepreneurs to start, build, and grow their businesses in Wayne County; and

Whereas, WEDC received a Micro Loan application from Erik Graff for Kidtopia Ontario, LLC; and

Whereas, the WEDC Board of Directors originally approved a loan for Kidtopia Ontario, LLC during the March, 23 2022 WEDC Board of Directors meeting; and

Whereas, an approved recommendation from the Loan Review Committee included a collateral mortgage package for 1280 Creek Street property in Penfield, NY; and

Whereas, Erik Graff will be selling the 1280 Creek Street property in Penfield, NY; and

Whereas, Erik Graff will no longer have any collateral for the loan approved in March, 23 2022; and

Whereas, the original loan request covered both immediate and long-term costs; and

Whereas, the a new loan request are will be directed to licensing the classrooms; and

Whereas the new loan request is for \$73,000 for leasehold improvements, working capital, and furniture and fixtures; and

Whereas, this loan will assist in the establishment of a new business at 6225 Slocum Rd, Ontario, NY 14519, resulting in creation of 25 FTE jobs in five years; and

Whereas, the Loan Review Committee recommended a loan of \$73,000 with the following recommendations:

- Require a personal guarantee from Erik Graff;
- Require life insurance contract for the amount of the loan from Erik Graff to WEDC;
- Sign a pledge and security agreement for \$40,000 cash to set aside for the term of the loan;
- File UCC Lien; and
- Any additional recommendations as suggested by attorney; be it hereby

Resolved, that the March 23, 2022 Kidtopia Ontario, LLC loan approval is withdrawn; and

Resolved, that the WEDC Board of Directors approves the recommendations from the Loan Review Committee and authorizes a \$73,000 micro loan to Erik Graff for Kidtopia Ontario, LLC at 3.25% for the term of 5 years and interest only for the first three months after closing.

Moved:

Ayes:

Second:

Nays:

## Wayne Economic Development Corporation

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

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

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Deborah Hall, Assistant Secretary

# Wayne Economic Development Corporation

## Resolution to Adopt a Conflict of Interest Policy

Whereas, the Wayne Economic Development Corporation (WEDC), 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 WEDC; be it hereby

Resolved, that the WEDC 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 WEDC board meeting on May 25, 2022.

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Deborah Hall, Assistant Secretary

# Wayne Economic Development Corporation

## **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 Economic Development Corporation (WEDC) to authorize its members to attend meetings by videoconferencing under extraordinary circumstances; and

**WHEREAS**, Section 103-a(2)(a) requires the WEDC 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 WEDC 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 WEDC 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 WEDC 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 Economic Development Corporation 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				

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Deborah Hall, Assistant Secretary



# Wayne Economic Development Corporation

## **Resolution Authorizing WEDC to Enter into a Contract with Wayne County and open a bank account**

Whereas, Wayne County will be awarded \$1,000,000 from EPA for Brownfield Revolving Loan funding to establish a program to provide loan funding to address designated brownfield properties within Wayne County; and,

Whereas, the Wayne Economic Development Corporation (WEDC) has agreed to be a partner and administer the Wayne County Brownfield Revolving Loan Fund Program on behalf of Wayne County; and

Whereas, WEDC committed on 9/22/21 to appropriate \$200,000 from WEDC's Economic Opportunity loan portfolio to the Wayne County Brownfield Revolving Loan portfolio; and

Whereas, it is prudent to create a new, separate, and non interest bearing checking account for the Brownfield RLF portfolio; and

Whereas, it is prudent to transfer the appropriated \$200,000 from WEDC's Economic Opportunity bank account into the new WEDC Brownfield RLF bank account;

Whereas, it is appropriate to have the five (5) signatories on file at the banks to represent this corporation, therefore, be it hereby

Resolved, that the WEDC enter into a contract with Wayne County to administer Wayne County Brownfield Revolving Loan Fund Program; and

Resolved, that the WEDC Board authorizes the staff to establish this new bank account at Lyons National Bank and to transfer the necessary \$200,000 and;

Resolved that Brian Pincelli, Kathleen Bronson, Scott Johnson, Julie DiLella, and Phil Eygnor are approved signatories on this checking accounts associated with the Wayne Economic Development Corporation.

Moved: Ayes:

Second: Nays:

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

## Wayne Economic Development Corporation

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

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Deborah Hall, Assistant Secretary

# Wayne Economic Development Corporation

## Resolution Authorizing Signatories for WEDC Bank Accounts

Whereas, with the transitioning of Board members and staff, Wayne Economic Development Corp. (WEDC) has bank accounts in need of updated signatories; 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 WEDC Board approves that Ken Miller is removed on all checking and savings accounts associated with the WEDC; 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 Economic Development Corp. meeting on May 25, 2022.

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Deborah, Hall, Assistant Secretary

# Wayne Economic Development Corporation

## **Resolution Authorizing the Transfer All Available WEDC SOAR Funding to Village of Clyde and Close Existing WEDC SOAR Bank Account**

Whereas, Wayne Economic Development Corporation (WEDC) has been the fiscal agent for the SOAR program since 2017; and

Whereas, WEDC has received funding from the Wayne County Cornell Cooperative Extension to assist with the SOAR program and currently maintains the SOAR program's loan and grant financial records and bank account; and

Whereas, pending written approval from the Wayne County Cornell Cooperative Extension and the Village of Clyde, the SOAR program's fiscal agent responsibilities will be transferred from WEDC to the Village of Clyde beginning June 1, 2022; and

Whereas, it is prudent to transfer the available funds within the WEDC SOAR bank account to the Village of Clyde, upon written approval from Wayne County Cornell Cooperative Extension and Village of Clyde; and

Resolved, that the WEDC Board authorizes the staff to transfer the existing SOAR funds as of June 1, 2022 to the Village of Clyde and close the WEDC SOAR bank account;

Moved:

Ayes:

Second:

Nays:

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

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

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Deborah Hall, Assistant Secretary