



Auburn Industrial
Development Authority

REGULAR MEETING MINUTES
AUBURN INDUSTRIAL DEVELOPMENT AUTHORITY
Wednesday, October 16, 2019 @ 5:00pm
First Floor Meeting Room

Chamber of Commerce, 2 State Street, Auburn, NY 13021

Board Present: James Dacey (Chair & Member of Business)
William Andre (Vice-Chair & Member of Labor)
Tricia Kerr (Secretary & Member at Large)
Ron LaVarnway (Member at Large)
Jeff Gasper (School Board Member)

Board Excused: Michael Quill (Council Member)
Brandon Gravius (Member of Industry)
Roger Beer (Member at Large)
Terry Cuddy (Council Member)

Staff & Guests: Tracy Verrier, Executive Director
Samantha Frugé, Assistant Treasurer
Rick Cook, Hancock Estabrook
Karen Walter, City of Auburn Resident

Mr. Dacey, Chair, called the meeting to order at 5:02pm, noting the presence of a quorum.

MEETING MINUTES

Mr. Dacey noted there was not a quorum to approve the minutes of August 21 Regular meeting and the September 18 Regular meeting and noted that they would table those minutes until the next meeting. Mr. LaVarnway moved to accept the minutes from the September 18 Governance Committee meeting, seconded by Ms. Kerr. All members present voted in favor; motion carried.

BILLS AND COMMUNICATIONS

Ms. Frugé presented a bill from CEDA for the third quarter administrative services (\$5,033.10). Mr. Andre motioned to approve and pay the bills, seconded by Mr. LaVarnway. All members present voted in favor, motion carried.

REPORT OF THE TREASURER

Ms. Verrier reviewed the September profit and loss statement and balance sheet, noting that they will exceed their projections for the year in revenue when Prison City closes. Ms. Verrier reviewed the invoice disbursement report, stating that the NUCOR and Community Computer PILOT payments were received and disbursed within the 30-day timeframe. Mr. Dacey suggested CEDA staff label what year of the PILOT each project was in to include on the invoice disbursement report. Mr. Andre motioned to approve the report of the treasurer, seconded by Mr. LaVarnway. All members present voted in favor, motion carried.

UNFINISHED BUSINESS

Resolution for Amendment to Project Documents: Seminary Commons: Ms. Verrier advised that the current PILOT structure and a proposed PILOT structure were included in the Board packet materials for review. She noted that the 116.37-1-14

James A. Dacey
Chairman

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parcel would be coming out of the PILOT and the schedule would be adjusted based on the percentage of total assessment that parcel held. Mr. Dacey asked if it would affect the taxes for the current year? Mr. Cook said that it would affect the next taxable status date unless the sale had not closed by then. He added that if the project did not close before February 1st, they would need to pay on the current PILOT structure for 2020. Mr. LaVarnway asked for an overview of the PILOT structure. Ms. Verrier said that the PILOT was structured where years 1-10 had a set assessment of \$700,000 with the only variation being the tax rates. Years 11-15 would move the payments to an increasing percentage of the actual assessment which was closer to \$1,500,000 for the last year. She added that the project was currently in year 8 of their PILOT. The new PILOT would have the same schedule; the only change would be the set assessment would decrease by 47% due to the parcel being removed. Ms. Kerr asked if there was an estimated timeframe? Ms. Verrier said that to her knowledge, they were looking to close quickly to get moving on the public safety project. Ms. Kerr asked if the resolution proposed would go into effect immediately? Mr. Cook said that the adjustment wouldn't be made until the parcel is sold.

Mr. LaVarnway moved to accept the resolution, seconded by Ms. Kerr. The resolution was put to a roll call vote as follows:

NAME	Yes	Nay	Absent	Abstain
JAMES DACEY	X			
WILLIAM ANDRE	X			
JEFF GASPER	X			
ROGER BEER			X	
TERRY CUDDY			X	
MICHAEL QUILL			X	
TRICIA KERR	X			
RON LAVARNWAY	X			
BRANDON GRAVIUS			X	

Motion passed.

CEDA Staff Updates: Ms. Verrier advised that scheduling for interviews was underway for the Economic Development Specialist position and asked any Board member who would like participate in the interviews to please let her know. Ms. Verrier noted that the Cayuga County Soil & Water Conservation District offered to offered to mow at the Tech Park for a discounted rate between \$500-\$1000 in order to test some new equipment they had received. She asked the Board if they wanted to move forward and approve the expenditure. Mr. Dacey asked if they would just mow or do additional work? Ms. Verrier said that they would mow, including brush and shrubs. The Board was agreeable. Mr. LaVarnway moved to accept the proposal, seconded by Mr. Gasper. All members present voted in favor; motion carried. Ms. Kerr asked if Soil & Water could look at the wetlands near Mack Studios to determine if they were usable for expansion purposes? Ms. Verrier said that she would ask. Ms. Verrier discussed a meeting with the City and Tech Park tenants, where the City discussed investing in lighting and putting together an RFP for signage at the entrances and in front of buildings. Ms. Verrier provided an update on the DRI, noting that most project sponsors have heard from their assigned state agencies and were starting their contracts. She added that she was working with the Auburn loan committee on the Small Project Grant Fund paperwork, and that the funds would be geared toward small businesses, renovation projects, and entrepreneurs.

NEW BUSINESS

Report from the Finance Committee: Ms. Kerr provided a report from the Finance Committee that met before the meeting and explained they reviewed the proposed 2020 budget. She explained that the budget was adjusted based on actual expenditures this year and backing in the income to make the budget balanced. Ms. Kerr noted the following items in the proposed 2020 budget:

- Dues and subscription line item was decreased based on a subscription that was no longer being used
- Line item for legal fees relating to the tower lease was removed
- Professional services decreased due to moving web hosting to miscellaneous expenses

Mr. Gasper motioned to accept the proposed 2020 budget as presented, seconded by Mr. LaVarnway. All members present voted in favor; motion carried.

NYS Sexual Harassment Prevention Training: Ms. Verrier advised that they would be postponing the scheduled training. She added that for those interested, the City was offering the board access to an online training. They should have all received an email.

UPCOMING EVENTS

Ms. Verrier discussed the upcoming events and asked that anyone who had attended a Sexual Harassment Training to send CEDA staff a copy of their certificate of completion or a notice from HR that they completed the training.

ADJOURNMENT

Motion to adjourn made by Mr. LaVarnway, seconded by Mr. Gasper. All members present voted in favor; meeting adjourned at 5:49pm.

Next regularly scheduled meeting Wednesday, November 20th, 2019 @ 5:00pm at 2 State Street.

RESOLUTION
(Seminary Commons, LLC Project)

A special meeting of Auburn Industrial Development Authority was convened at 2 State Street, Auburn, New York 13021 on October 16, 2019 at 5:00 p.m.

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

RESOLUTION NO. ____

**RESOLUTION OF THE AUBURN INDUSTRIAL DEVELOPMENT
AUTHORITY AUTHORIZING CERTAIN AMENDMENTS TO THE THE
PROJECT DOCUMENTS WITH RESPECT TO THE SEMINARY
COMMONS, LLC PROJECT**

WHEREAS, Seminary Commons, LLC (the "**Company**") obtained assistance from the Auburn Industrial Development Authority (the "**Authority**") with a certain project (the "**Project**") consisting of: (i) the acquisition of title to or a leasehold interest in an approximately 3.38 acre parcel of land (Tax Map Nos. 116.37-1-14, 15 and 16.1) located at 23-37 Seminary Street, City of Auburn, New York 13021 (the "**Land**") together with a 38,000 square foot building thereon (the "**Existing Improvements**"), (ii) the renovation and equipping by the Company as agent of the Authority on the Land of the Existing Improvements into a retail and commercial center (the "**Improvements**"), (iii) the acquisition and installation in and around the Existing Improvements and the Improvements by the Company of certain items of machinery, equipment and other tangible personal property (the "**Equipment**", and collectively with the Land, the Existing Improvements and the Improvements, the "**Facility**"); and

WHEREAS, the Company and the Authority entered into certain project documents, including an Agent Agreement, a Lease Agreement, a Leaseback Agreement, a Payment in Lieu of Tax Agreement and other agreements with respect to the Project dated as of August 1, 2011 (collectively, the "**Project Documents**"); and

WHEREAS, the Company has received an offer from the City of Auburn to purchase Tax Parcel No. 116.37-1-14 ("**Parcel 14**"); and

WHEREAS, the Company has requested that Parcel 14 be released from the Project Documents and the PILOT Agreement be amended to reflect the valuation of the remaining portions of the Land.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE AUTHORITY AS FOLLOWS:

Section 1. That the description of the Project be amended to remove Parcel 14 from the description of the Land in the Project Documents; and be it further

Section 2. That the PILOT Agreement be amended to provide for the value of the Facility to be set at Three Hundred Seventy-One Thousand Dollars and 00/100 (\$371,000) for the tax years 2020 and 2021 but otherwise continue without change; such amendments to become effective upon sale of Parcel 14 to the City of Auburn; and be it further

Section 3. That the Chairman or any other officer of this Authority be and the same is hereby authorized to execute the appropriate documents necessary to amend the Project Documents and such other documents and agreements as may be necessary to carry out the intent of these resolutions; and be it further

Section 4. That this Resolution shall take effect immediately.

Upon motion duly made and seconded, the question of the adoption of the foregoing Resolution was duly put to a vote, which resulted as follows:

	<u>Yea</u>	<u>Nay</u>	<u>Absent</u>	<u>Abstain</u>
James A. Dacey, Chairman	√			
William Andre, Member	√			
Ronald LaVarnway, Member	√			
Terry Cuddy, Member			√	
Michael Quill, Member			√	
Tricia Kerr, Member	√			
Roger Beer, Member			√	
Jeff Gasper, Member	√			
Brandon Gravius, Member				

This Resolution was thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF CAYUGA) SS:

I, the undersigned Secretary of the Auburn Industrial Development Authority, DO
HEREBY CERTIFY:

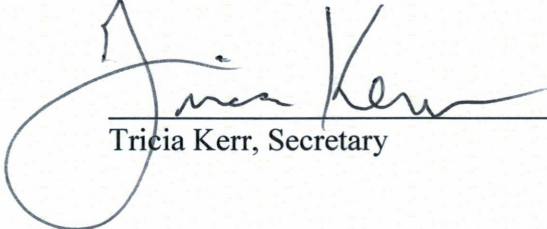
That I have compared the annexed extract of minutes of the meeting of the Auburn Industrial Development Authority (the "**Authority**"), including the Resolution contained therein, held on October 16, 2019, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Authority 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 Authority 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 Authority 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 and affixed the seal of said Authority this 16th day of October, 2019.



Tricia Kerr, Secretary

[SEAL]