

**ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
CIVIC DEVELOPMENT CORPORATION  
~ Meeting of March 28, 2018**

**CALL TO ORDER:** Chairman Staples called the meeting to order at 10:25 AM at the IDA office, Ernest J. LaBaff Industrial Building, Canton.

**ROLL CALL:**

Blevins .....	Present	Hooper .....	Present
Hall.....	Absent	LaBaff.....	Present
McMahon .....	Present	Staples.....	Present
Morrill .....	Absent		

SLCIDA-CDC Chairman Mr. Staples announces there is a quorum.

Others: SLCIDA Staff (Patrick Kelly, Kimberly Gilbert, and Lori Sibley); Mark Mashaw from Pinto, Mucenski, Hooper, VanHouse, & Co. (“PMHV & Co”).

**PUBLIC NOTICE:** Public notifications sent March 22, 2018 to, at a minimum: newspapers designated for the publication of local laws and other matters required by law to be published; additional local media sources and websites.

**PUBLIC COMMENT:** None

**APPROVAL OF MINUTES:** Motion to accept the minutes of the January 25, 2018 meeting by Mr. LaBaff, seconded by Mr. Hooper. Carried unanimously.

**FINANCIAL REPORTS:** Motion to accept the December 2017 financials by Mr. LaBaff, seconded by Mr. McMahon. Mrs. Gilbert, Chief Financial Officer, notes that the financial reports bounce back to the audit.

**COMMITTEE REPORTS:** *Audit & Finance Committee:* Mrs. Gilbert introduces Mr. Mashaw from PMHV & Co., the lead auditor for the FY2017 audit process. Mr. Mashaw informs the members of the board that the audit process resulted in a clean audit with no issues or findings. The audit is reviewed, discussion ensues and specific questions are addressed by Mr. Mashaw.

*Governance Committee:* Mr. Blevins reports that the committee met on March 16<sup>th</sup> and among many of the items reviewed were the resolutions contained in the packet that are put before the full board today. Also reviewed were the board self-evaluations.

**STAFF REPORT:** Mr. Kelly reports the following:

**Parker Maple Farms, Inc.:** Costs for materials the build outs in the Canton Industrial Building will exceed \$65,000, and are more likely to be in the \$100,000 range. The finishes will include necessary heating and plumbing work and office layouts that will make the building completely finished as a mixed-use industrial space, with separating heating systems for the tenant spaces. Chairman Staples states that the expenditure by the CDC to assist the IDA in finishing the space in the building has already resulted in the securing of a tenant, Parker Maple, for all of the space in the building, some of which had been vacant since the building’s construction five years ago. He states the added expense is a long-term investment that will make the building more suitable and attractive for creating jobs with Parker Maple and any future tenants. He asks, and receives, confirmation from the rest of the board to fund the additional costs.

OLD BUSINESS: None

NEW BUSINESS:

Resolution CDC-18-03-01: Annual Review of Compensation, Reimbursement and Attendance Policy: Mr. Kelly notes that the Governance Committee has reviewed this policy and recommends no changes. Mr. LaBaff motions to approve Resolution CDC-18-03-01, seconded by Mr. Blevins. The motion is approved by unanimous vote.

Resolution CDC-18-03-02: Annual Review of Whistleblower Policy and Procedures Mr. Kelly notes the Governance Committee has reviewed this policy and recommends no changes. Mr. LaBaff motions to approve Resolution CDC-18-03-02, seconded by Mr. Blevins. The motion is approved by unanimous vote.

Resolution CDC-18-03-03: Annual Review of Defense and Indemnification Policy: Mr. Kelly notes the Governance Committee has reviewed this policy and recommends no changes. Mr. LaBaff motions to approve Resolution CDC-18-03-03, seconded by Mr. Blevins. The motion is approved by unanimous vote.

Resolution CDC-18-03-04: Annual Review of Code of Ethics: Mr. Kelly notes the Governance Committee has reviewed the policy and recommends no changes. Mr. LaBaff motions to approve Resolution CDC-18-03-04, seconded by Mr. Blevins. The motion is approved by unanimous vote.

Resolution LDC-18-03-05: Authorizing Modifications to the St. Lawrence County Industrial Development Agency FY2017 Budget: Mrs. Gilbert notes this is an annual modification to bring the budget in line with expenditures. Mr. Blevins motions to approve Resolution LDC-18-03-05, seconded by Mr. McMahon. The motion is approved by unanimous vote.

Resolution CDC-18-03-06: 2018 Review of Disposition of Real Property Guidelines and 2017 Report of Property: Mr. Kelly adds that there were no acquisitions or dispositions in 2017. Mr. LaBaff motions to approve Resolution CDC-18-03-06, seconded by Mr. Blevins. The motion is approved by unanimous vote.

Resolution CDC-18-03-07: Accepting FY2017 SLCIDA-CDC Audit: After receiving a thorough review of the audit by Mr. Mashaw, Mrs. Gilbert asks if there are any additional questions. With no further questions or comments, Mr. LaBaff motions to approve Resolution CDC-18-03-07, seconded by Mr. Blevins. The motion is approved by unanimous vote.

2017 Mission and Performance Report: Mr. Kelly reviews the 2017 Mission and Performance Report, noting the report is sent annually to the Board of Legislators and is included in PARIS reporting to the Authorities Budget Office. Mr. Blevins and Mr. McMahon motion to accept the report. The motion is approved by unanimous vote.

2017 Annual Report: Mr. Kelly reviews the Annual Report document, comparing job totals to projects, incentives and overall positive performance of the projects. Mr. McMahon and Mr. LaBaff motion to accept the report. The motion is approved by unanimous vote. Mr. Kelly adds that with this board approval, the Annual Report, Investment Report and Procurement Report will be certified with the Authorities Budget Office prior to the March 31<sup>st</sup> deadline.

ADJOURNMENT: A motion to adjourn is made by Mr. McMahon, seconded by Mr. LaBaff. The meeting adjourns at 10:45 AM by unanimous vote.

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(Mr.) Lynn Blevins, Secretary