



**Industrial Development Agency**  
Board of Directors Meeting  
October 16, 2017  
MINUTES

**Board Members present:**

Kevin Clark, Chairman  
Ken Rohr, Vice-Chairman  
Donna Yawman, Secretary/Treasurer  
Robert Genthner

**Excused:**

Joe Kosiorek

**Staff present:**

Martha Malone, Executive Director  
Delaine George, Exec. Admin. Asst.

**Others present:**

Edmund J. Russell III, Counsel

**I. Call to Order**

The regular meeting of the Fairport IDA Board of Directors was called to order by Chairman Kevin Clark at 4:30 pm. A quorum of Board members was present.

**II. Public Comment Period – No comments.**

**III. Approval of Minutes**

A MOTION to approve the minutes of the September 18, 2017 meeting was made by Robert Genthner, seconded by Donna Yawman, and passed unanimously.

**IV. Financial Reports**

- a. Resolution 2017-10 – Authorizing Payment of Bills was reviewed.  
A MOTION to authorize payment of bills was made by Ken Rohr, seconded by Donna Yawman, and passed unanimously.
- b. Financial Statements were reviewed and accepted.
- c. Investment Report was presented by representatives Megan Burke and Brian Murphy of Tompkins Financial. They reviewed the new statement format and the investment portfolio guidelines, objectives, parameters, allocations and maturities.
- d. Loan Status Report was reviewed and accepted.

**V. Old Business -none**

**VI. New Business**

- a. High View Senior Housing LLC Project Modification  
Executive Director Malone reviewed the request for a Project Modification from High View Senior Housing LLC (HVSH) for the construction of an auxiliary garage for 15 spaces. HVSH is requesting property abatement and sales tax exemption. HVSH provided updated project costs, showing an increase of \$431,126. Based on the revised project cost, incremental property and sales tax exemptions/abatements requested are approximately \$150,197. Benefit/Incentive Ratio is 1.2:1. The Village of Fairport Planning Board issued a negative declaration for the purposes of SEQR in June 2017. Public Hearing to be held October 20, 2017. In addition to the Project Modification request, Counsel Russell asked the board to consider a resolution approving the Project Modification request and authorizing the amendment of the PILOT agreement, leaseback agreement and agent agreement to reflect the new Project description and the correct administration of the PILOT payments. A MOTION to pass the resolution was made by Donna Yawman, seconded by Rob Genthner. The following members voted aye, Ken Rohr, Donna Yawman, Robert Genthner and Kevin Clark, there were no nay votes, and passed unanimously.

- b. Erie Canalway National Heritage Corridor Grant Program  
Executive Director Malone and Tom Wolanski of Greenman-Pederson, Inc. discussed the disrepair of the Thomas Creek overlook, and requested board approval to apply for an Erie Canalway National Heritage Corridor Grant to help offset the cost of repairs. Mr. Wolanski presented several types of rails and decking, noting the walkway and piers could be retained. After discussion, the Board voted to proceed with the project including replacement of the walkway, up to \$50,000. The application will request the maximum grant of \$7,000. A MOTION to approve the application for the Grant was made by Ken Rohr, seconded by Robert Genthner, and passed unanimously.
- c. Governance Committee Report  
*Bill Payment Policy* – Chair Donna Yawman reported the policy was revised to include: Disbursements in excess of \$10,000 shall require two signatures from the Chairman, Secretary/Treasurer or Executive Director. The proposed revisions also incorporate travel expense reimbursements consistent with the Employee Handbook. Ken Rohr recommended additional language specifically excluding reimbursement for personal expenses, and requiring that expenses incurred by the Executive Director be approved by an officer of the Board. A Motion to revise the Bill Payment Policy with the requested changes was made by Ken Rohr, seconded by Donna Yawman, and passed unanimously.  
*Change Order Policy* – Tabled pending further review by Board Chair and Executive Director.  
*Ethics Policy and Conflict of Interest Statement* – Based on recommendations of Counsel, the revised policy reflects removal of outdated language in the purpose sections and updated language to the policy regarding prohibited actions consistent with General Municipal Law. A MOTION was made by Donna Yawman, seconded by Ken Rohr, and passed unanimously.
- d. Audit Committee Report  
*Audit Contract Proposal* - Chair Ken Rohr presented the Letter of Engagement from Raymond F. Wager, CPA, PC which indicated a small increase from the previous year but within the 2017/2018 budget. Chair Rohr noted that the Audit Committee recommends an Request For Proposal for Audit services be conducted in Spring 2018. A MOTION to approve the Letter of Engagement for Audit was made by Ken Rohr, seconded by Donna Yawman, and passed unanimously.

## **VII. Organizational Meeting**

- a. Election of Officers  
A MOTION to elect the slate of officers for a one-year term was made by Ken Rohr, seconded by Robert Genthner, passed unanimously. Kevin Clark (Chairman), Ken Rohr (Vice-Chairman), Donna Yawman (Treasurer/Secretary)
- b. Appointment of Committee Members  
The Board Chair appointed the Governance and Audit Committees for a one-year term: Governance Committee Donna Yawman (Chair), Joe Kosiorek, Robert Genthner. Audit Committee: Ken Rohr (Chair), Donna Yawman, Jim Unckless.
- c. Approval of Meeting Calendar for the FY 2017/2018  
A MOTION to approve the Board of Directors meeting calendar was made by Ken Rohr, seconded by Robert Genthner, passed unanimously.
- d. Designation of Official Newspaper  
A MOTION to approve The Daily Record as the Agency's official newspaper was made by Robert Genthner, seconded by Donna Yawman, passed unanimously.

## **VIII. Adjourn**

A MOTION to adjourn at 6:05 pm was made by Donna Yawman, seconded by Robert Genthner, and passed unanimously.

*The next regular meeting is scheduled for November 20, 2017.*