

Approved 12/8/2022

**Minutes of the Meeting of the  
Oneida County Industrial Development Agency  
November 18, 2022  
584 Phoenix Drive, Rome, NY/Webex Video/Teleconference**

**Members Present:** David Grow, Gene Quadraro; Steve Zogby; Michael Fitzgerald (exited at 9:45 AM)

**Members Present Virtually:** Kirk Hinman; Mary Faith Messenger; Ferris Betrus

**EDGE Staff Present:** Steven DiMeo; Shawna Papale, Bill Van Shufflin; Hannah Phillips; Laura Cohen; Tim Fitzgerald; Mark Kaucher (WebEx); Maureen Carney (WebEx)

**Other Attendees:** Rome Mayor Jackie Izzo; Mark Levitt and Jenna Peppenelli, Levitt & Gordon; Paul Goldman, Esq., Goldman Attorneys, PLLC (WebEx); Linda Romano and Laura Ruberto, Bond, Schoeneck & King (telephone); (WebEx)

Chair Grow called the meeting to order at 8:01 AM.

**Executive Session**

At 8:01 AM a motion to enter executive session in order to discuss current litigation and potential contracts was made by S. Zogby, seconded by M. Fitzgerald, and carried 7-0.

At 9:35 AM a motion to exit executive session and return to the open meeting was moved by E. Quadraro, seconded by S. Zogby, and carried 7-0.

**Minutes**

The October 21, 2022 meeting minutes were reviewed. **A motion to approve the October 21, 2022 minutes as presented was moved by S. Zogby and seconded by M. Fitzgerald. The motion carried 7-0.**

**Interim Financials**

M. Fitzgerald expressed appreciation on behalf of the members for the memo that M. Carney sent concerning existing PILOT Increment Financing agreements in place. M. Carney then presented the October 31st interim financial report. She explained that regarding the New Hartford Lodging Group PILOT, the PILOT payment was received by the County directly, which was in error. The County has vouchered to remit those funds to the OCIDA. Once received, the OCIDA will distribute these funds to the taxing jurisdictions on a pro-rata basis. In the past month, the Agency has received one administrative fee, and also has one 2022 lease payment still outstanding. She also shared that the Q4 2022 Wolfsped PILOT bill will be sent soon, and will be due December 31<sup>st</sup>. Chair Grow asked if there were any questions on the report. There being no questions or comments, the **Agency received and accepted the interim financials presented, subject to audit.**

**Central Utica Building, LLC**

M. Fitzgerald stated that the Agency has directed M. Levitt to contact the attorney for Central Utica Building, LLC and request that an additional \$100,000 be added to the escrow account that has been established for the project related to 411 Columbia Street in Utica. There is an understanding among the members that M. Levitt, M. Fitzgerald, and D. Grow will oversee the offer that will be given to the owner of 411 Columbia Street, if the Agency prevails in the current eminent domain litigation.

M. Fitzgerald left the meeting at 9:45. The Agency continued the meeting, but was unable to act on any agenda items due to a lack of quorum being present in-person.

**Discussion on NYS Open Meetings Law and Agency Videoconferencing Policy**

Chair Grow explained that the Agency needs to adopt a resolution explaining how it will abide by New York State Open Meetings Law as it pertains to virtual participation in meetings by members. J. Peppinelli explained that so far, minimal guidance has been provided by New York State concerning model procedures or policies. F. Betrus pointed out that in the Open Meetings Law, there appears to be contradictions concerning how quorum may be established with board

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members that are participating virtually. J. Peppinelli stated that the biggest consideration for the Agency is how it wishes to define “extraordinary circumstances.” The State has only provided minimal guidance as to what qualifies as “extraordinary circumstances.” She continued that a public hearing must be conducted concerning the proposed policy, and this public hearing must occur prior to it being adopted by the Agency. The conversation continued, with members identifying the days which they would be unavailable during the winter months for Agency meeting. J. Peppinelli then stated that she would begin to put together a working draft of the Agency’s policy, which would be circulated to the members for their input.

**EDGE Project Related Debt (Wolfspeed Facility)**

Chair Grow stated that since the Agency cannot take action during this meeting, the members will consider a resolution approving the modification of EDGE Project Related Debt for the Wolfspeed Facility, and authorizing the form and execution of related documents, subject to counsel review, with the intent to approve such resolution via unanimous written consent.

**With no further business that can be acted upon, at 10:18 AM Chair Grow declared the meeting adjourned.**

Respectfully Submitted,

Tim Fitzgerald