

Minutes of the Meeting of the  
Oneida County Industrial Development Agency

March 26, 2024

584 Phoenix Drive, Rome, NY /Webex Video/Teleconference

**Members Present:** Steve Zogby, David Grow, James Genovese, Aricca Lewis, Tim Reed.

**Members Present Virtually:** Franca Armstrong

**EDGE Staff Present:** Shawna Papale, Laura Cohen, Tim Fitzgerald, Bill Van Shufflin, Maureen Carney, Christian Mercurio.

**EDGE Staff Present Virtually:** Mark Kaucher

**Others Present:** Jenna Peppenelli, Levitt & Gordon.

**Others Present Webex:** Laura Ruberto and Linda Romano, Bond, Schoeneck & King; Gregg Evans and Erica Pawlewicz, Bonadio & Co., LLP; Paul Goldman, Goldman Attorneys PLLC.

S. Zogby called the meeting to order at 8:02 AM. He congratulated Shawna Papale on being named acting president of Mohawk Valley EDGE.

**Executive Session**

**At 8:03 AM T. Reed moved, and A. Lewis seconded a motion to enter executive session to discuss litigation. Motion carried 6-0.**

**At 8:11 AM D. Grow moved, and A. Lewis seconded, a motion to exit executive session. Motion carried, 6-0.**

**Minutes – March 6, 2024**

**A. Lewis moved to approve the March 6, 2024 minutes. J. Genovese seconded the motion, which carried 6-0.**

**All Seasonings Ingredients, Inc.– Inducement Resolution**

Chair Zogby introduced an inducement resolution relating to the All Seasonings Ingredients, Inc. Facility, granting preliminary approval for financial assistance in the form of exemptions from sales tax (valued at \$70,153) and reduction of real property taxes for a period of ten years (valued at \$484,704), which financial assistance is consistent with the Agency’s Uniform Tax Exemption Policy and authorizing the Agency to conduct a public hearing. After a brief explanation of the project, given by T. Fitzgerald, **T. Reed moved to approve the inducement resolution relating to the All Seasonings Ingredients, Inc Facility. J. Genovese seconded the motion, which carried 6-0.**

**All Seasonings Ingredients, Inc.– SEQR Resolution**

Chair Zogby introduced a SEQR resolution relating to the All Seasonings Ingredients, Inc. Facility. J. Genovese asked whether it was necessary to abstain from this vote, since the Oneida County Planning Department can be considered an interested party in a SEQR review. Counsel advised that no abstention is required so long as no financial interest exists; additionally, he should only abstain from a SEQR resolution vote if the Oneida County Planning Department intends to disapprove a SEQR. **D. Grow moved to approve the SEQR resolution relating to the All Seasonings Ingredients, Inc. facility. J. Genovese seconded the motion, which carried 6-0.**

**EDGE Flex Space Facility – Supplemental Resolution**

Chair Zogby introduced a supplemental resolution relating to the EDGE Flex Space Facility, accepting amended Application materials and amending the conditions of financial assistance. B. Van Shufflin explained the differences in the project as it is currently proposed compared to its original iteration. This project primarily revolves around the warehousing needs of the existing Quad-C facility tenant, Semikron-Danfoss. The proposal originally included test & assembly space for the Flex Space tenant, but that type of space is not currently needed and will be phased in over time. The balance of the Flex Space building will be made available to meet the needs of the semiconductor supply chain across Upstate NY. **T. Reed moved to approve the supplemental resolution relating to the EDGE Flex Space facility. D. Grow seconded the motion.** L. Ruberto shared that the members are being asked to review this project annually to ensure that the project goals, including job creation and the nature and occupancy of the building, are being met. But the nature of this building having multiple tenants makes the job requirement difficult. The Agency is being asked to

amend its job creation and recapture agreement to consider these unique factors. Additionally, sales tax exemption will be benefitting the tenant Semikron-Danfoss, while the mortgage recording tax exemption will benefit EDGE. Finally, each staff will present each proposed tenant of the building to the Agency members for approval. With no further discussion, **the motion carried 6-0.**

#### **Open Meeting Law and Public Records Laws**

J. Peppenelli informed the Agency members that advocacy groups are pushing to include social media under open meetings law. Under such proposals, any member sharing, liking, or commenting on another member's post relating to Agency-related projects would be considered a meeting. She also advised the members to be mindful of forwarding emails to other members, as this can also be subject to open meetings law. She next led a discussion regarding the Agency's open meeting policy and what constitutes as an extraordinary circumstance in order to meet quorum virtually. She suggested the members consider amending the open meeting policy to include maternity leave as an extraordinary circumstance. **D. Grow moved to amend the Agency's open meeting policy to include maternity leave as an extraordinary circumstance. A. Lewis seconded the motion. The motion carried 6-0.**

#### **Ratify and Confirm PAAA Submissions**

Chair Zogby introduced a resolution to ratify and confirm the required PAAA documents and to approve their submission to New York State. **J. Genovese moved, and A. Lewis seconded, a motion to ratify and confirm the required PAAA documents and to approve their submission to New York State. The motion carried 6-0.**

#### **OCIDA Mission Statement Ratification & Approval of Performance Measurements for 2023**

Chair Zogby asked for a motion to ratify the Agency's mission statement, and to approve the Agency's performance measurements for 2023. **T. Reed made a motion, and D. Grow seconded, to ratify the Agency's mission statement, and to approve the Agency's performance measurements for 2023. The motion carried 6-0.** S. Zogby then reminded the members to complete the confidential board performance evaluation forms and to submit them to S. Papale as soon as possible.

#### **Old Business**

C. Mercurio presented to the members a searchable map of OCIDA projects, which give the user the ability to click on each project on a map and observe project details such as jobs created and retained. This is a web-based tool that can be embedded into the Agency's website.

D. Grow shared that the Rome MVCC campus is working on opening a dental clinic, which will be supported by the City of Rome and by Oneida County, but the project is currently on hold. He encouraged the members to advocate for this project among their personal networks to help this project move forward.

#### **Interim Financials**

M. Carney reviewed the Feb. 29, 2024 interim financial statement. She shared that the Agency's cash has increased due to maturation of investments. The balance of restricted cash is comprised of PILOT holdings. There have been five commitment fees collected on projects that have not yet closed. The Agency's fund balance has decreased by 17% over the past 12 months. Expenses have been in line with the budget so far. The report was accepted as presented.

#### **2023 Audit**

G. Evans and E. Pawlewicz presented the Agency's draft 2023 audit. They explained that this year's audit includes an unmodified opinion, which is the highest opinion given. This means that they believe the financial statements truly reflect the Agency's financial condition. Internal controls were deemed to be satisfactory. There were no journal entries, which is good. A management letter is included in the audit. They are on track to submit the audit by the filing deadline. **D. Grow moved to approve the 2023 audit as presented. J. Genovese seconded the motion, which carried 6-0.**

#### **Adjournment**

With no further business, S. Zogby asked for a motion to adjourn the meeting. **At 9:18 AM J. Genovese moved, and A. Lewis seconded, a motion to adjourn. Motion carried, 6-0.**

Respectfully Submitted,  
Tim Fitzgerald