



Regular Meeting Minutes

Auburn Industrial Development Authority

Wednesday, January 19th @ 5pm

Remote and limited board attendance

2 State St., Auburn, NY

Board Present:

James Dacey (Chair & Member of Business)

William Andre (Vice-Chair & Member of Labor)

Katie MacIntyre (Member at Large)

Gwen Webber-McLeod (Member at Large)

Jimmy Giannettino (Council Member)

Terry Cuddy (Council Member)

Jeff Gasper (School Board Member)

Roger Beer (Member at Large)

Brandon Gravius (Member of Industry)

Staff & Guests:

Danielle Szabo, Interim Executive Director

Taylor Symes, Acting Treasurer

Robert Poyer, Hancock Estabrook

Mr. Dacey called the meeting to order at 5:07pm, noting the presence of a quorum.

MEETING MINUTES:

Ms. Webber-McLeod motioned to approve the December 15th Regular Meeting Minutes, seconded by Mr. Cuddy. All members present voted in favor; motion was carried.

BILLS AND COMMUNICATION:

Ms. Symes present the following bills: PILOT payments to the City of Auburn in the amount of \$175,452.56, AECSD in the amount of \$256,330.44 and Cayuga County in the amount of \$113,205.54. CEDAQ4 payment in amount of \$34,116.52 which includes the Fee Share. Ms. Symes gave a breakdown of the fee share as follows: Income for 2021 totaled \$195,303,

Expenses for 2021 totaled \$49,841.32 which the Sub. Total was \$145,461.68. 20% of the total went to CEDA in the amount of \$29,092.34. Mr. Beer pointed out that the expenses were off by \$5000 due to the contract services being \$15,000 instead of \$20,000. Mr. Beer stated that the Fee share should be \$1000 less. Mr. Dacey stated that there would be a carryover from last year and wanted to know if it would cancel it out this year? Ms. Symes stated that Ms. Verrier would adjust the amounts after being pulled from QuickBooks and it would reflect in QuickBooks until it was paid. Ms. Symes stated that she would adjust the Fee Share and void out the current bill. Mr. Beer stated that would be the best route to go. Mr. Beer gave an explanation in regards to no carryover.

Mr. Cuddy motioned to amend the CEDA Q4 payment, seconded by Mr. Gasper. All members present voted in favor; motion was carried.

REPORT OF THE TREASURER:

Mr. Beer reviewed the Profit and Loss as follows. The third column shows the full year and ideally, these numbers equal our audited results when completed in February. The performance revenue is \$ 195,303.00, the same number used in the calculation. The year to date expenses are \$49,841.00. The biggest item was the marketing budget. The marketing number was \$26,916.00 and we had budgeted \$20,000.00. This was discussed in the last meeting. The net ordinary income was \$145,461.00 for the year. The \$49,841 in expenses includes the contract services of \$15,000.00. It seems that the 20% CEDA share, once the audit is done, one will see that the expenses will increase by the \$5,000.00 of contract services for the 4th Quarter and the CEDA share of the \$28,092.00. Therefore, the actual income will go from \$49,000 to an increase of \$33,116. The total expenses on an accrual basis will be approximately \$83,000.00 our revenues \$195,000.00, so our net income after audit will be in the range of \$112,000.00. The same thing as last year, we will pick up the CEDA payment and put it in the audited financials for 2020. The same thing will happen here, even if not clearly shown in QuickBooks. A solid year, making a couple of consecutive solid years and we will hopefully have a similar performance in 2022.

Mr. Dacey asked if there was any way for the payment to be included in QuickBooks. Mr. Beer said an accrual entry could be added for the \$5,000.00 and then another entry for the \$20,000.00. Mr. Dacey stated that since Mr. Beer would be leaving, that a note should be included so that this transaction could be clear for the future.

Mr. Andre made a motion to approve, seconded by Mr. Giannettino All members present voted in favor; motion was carried.

UNFINISHED BUSINESS:

CEDA Staff Update:

Ms. Szabo stated that the CEO application deadline is January 25th, so resumes are still being collected. The committee has not disclosed how many resumes have been received, but they did state it was several. No resumes will be reviewed until after the deadline has passed and then they will start conducting interviews in February. The first round of interviews for the Business Development Specialist were conducted last week and there are three qualified candidates moving forward for final interviews next week. Ms. Szabo worked with the executive committee in hopes of getting approval to make an offer for the first week of February so that the new persona can train with Meg Goloub before she leaves on February 9th.

In December, Devon was able to join Karen Kuhl from the Office of Tourism for a tour of Spruce Haven Farm during a taping of a CBS Saturday Morning episode featuring Finger Lakes Dairy. The story focused on how generational dairy farms were transitioning or changing their dairy farming in response to the rise in popularity of plant based milks. The episode aired on the 15th and overall CBS did a great job. Ms. Szabo will send out the link.

Last month, Ms. Szabo presented CEDA's proposal to City Council for ARPA funding to help small businesses with COVID relief. The council approved the \$500,000.00 proposal. CEDA will be administering these grant funds. Info sessions will begin the end of January and applications will open in February, with selection process in March and awards in April. Essentially, CEDA is looking to administer \$20,000.00 to \$40,000.00 grants to small business in Auburn for COVID relief. CEDA is excited to work on this project with Auburn and will be able to administer round two.

TGW 2022 Marketing Contract:

After the December meeting, Ms. Szabo, Ms. Roblee and Ms. Symes discussed the questions and concerns from the board last month and met with TGW to discuss the contract. We requested from TGW an itemized breakdown of tactics vs time, as well as a breakdown of the \$57,000.00 contract. They did return an updated contract, but it did not answer the questions of the board. Ms. Roblee is working with TGW to get a schedule of fees and also she is working on a list of deliverables. TGW sent today a schedule of fees, but it was too late to send for the meeting. Ms. Szabo asked if it could be sent out to the board after the meeting and be voted on via email, or would it need to wait until the next board meeting to get a final vote to finalize the contract. We do not want to lose another month for development, so is there any way to expedite the vote?

Mr. Poyer asked if the only question regarded the fees. He continued to answer that they can approve the contract subject to any changes that Mr. Dacey with anyone else advice could be presented to the board, not as a formal vote. That it could be voted on today, subject to Jim's approval and then go for informal vote.

Mr. Cuddy asked if the fee schedule was in line with the services that have been received in the past or are in line with market value. Ultimately, is the fee amount appropriate to the amount we will be paying? Is it in the right ballpark? Ms. Roblee responded with the following information. She was not able to provide an answer to all of the questions, as they only received the fee structure today; she needs more time to review and discuss with the team. TGW has been asked for initial deliverables for print production, digital media, social media, digital search campaign, pod cast, and continuation of Auburn Possibilities Podcast. Ms. Roblee stated that she is not familiar with podcast production. She stated that it is difficult to say how well the numbers align. She thought it would be helpful for the board to see the fee structure prior to her weighing in.

Mr. Cuddy stated that if they vote tonight it is \$57,000.00, but after the team has a chance to look through the deliverables, does the board still have the latitude to change the deliverables? He does not want to vote tonight and be bound by the current fee structure. Will TGW allow for changes in the deliverable? Ms. Roblee said she could go back to TGW and ask them to alter the scope if the board requests it. The question is not about reducing cost, it is about being able to change deliverables. Mr. Dacey stated that the board asked for clarification on the costs and it took a month. However, if it is approved, can there be leeway in the deliverables, since they just

got the structure. Will TGW give leeway? Ms. Webber-McLeod, clarified by saying they asked for a clarification of the deliverables because it was a large investment. It is not about reducing the budget; it is about asking TGW to be agile in using the funds for the deliverables that are being most effective. Maybe TGW needs to write something in the contract that allows for that agility. Ms. Roblee stated that the contract does not address reallocations. Ms. Webber-McLeod said that TGW could be working now, if the board would vote. Ms. Szabo said that the concern if the contract remains dormant that we are missing the opportunity to get movement in the program. However, since it took TGW so long to supply the fee structure, that board should be given the right to make changes. Ms. Szabo said that they would work with TGW to get the revisions. Ms. Webber-McLeod asked how much time is needed. Ms. Szabo answered that the contract is dated February 1st. Ms. Webber-McLeod answered that TGW should be told that if the project is to start by February 1st, they need to respond in a timely fashion. In addition, the question to TGW is that if something in the deliverable schedule it not working, can it be changed to one of the other deliverables that is working. Mr. Dacey interjected that it is not a case of the money, and that TGW is going to ask that who is going to make the determination of what is and what isn't working. Ms. Webber-McLeod stated that once the board votes on the contract and the staff using the information provided would be able to present the changes as needed. TGW should provide the data that represents what is working and what is not. Ms. Szabo added that in the last board meeting, was that the board expressed they wanted an internal evaluation process to track ROI. Ms. Roblee wondered if it made sense to start a sub-committee on the board that focused on the ROI for the marketing to work with the staff. Ms. Webber-McLeod stated that the staff would need to define success to the firm. In addition, that Ms. Webber-McLeod and Mr. Cuddy would be willing to help them to do that. But the question is what how does the staff define the success. Mr. Giannettino stated that he has worked with TGW on another contract and has been provided with annual reports on those projects. He said perhaps staff could view that report to help understand what the process could look like. Ms. Webber-McLeod asked if we are looking to have TGW amend the contract, and if so, can that vote be made via email, or will that need to wait until next meeting. Mr. Poyer said that vote could not be made via email; it will have to be via Zoom. It would be convened as a special meeting. Ms. Webber-McLeod made a recommendation to do what is asked, and call on help and once it is prepared, see if a special committee is needed, or wait until the February meeting. Ms. Szabo agreed and said they would reach out to TGW and seek a revision. Then the amendment will be sent to the board, and connect with Mr. Cuddy and Ms. Webber-McLeod and then if a special meeting is needed, board will have to notify by Friday. Mr. Dacey stated that one more person will be needed. Katie MacIntyre agreed to be the third member. Board will await CEDA's response.

Terrapin Property Disposition Notice Update:

Mr Poyer stated that they sent out explanatory statements for the disposition relative to the option agree at the end of November early December, dated Dec 1st. There was little response, but did get questions back from the ABO. There were extensive questions and correspondence with interim director of ABO. They wanted a completely new appraisal done, which didn't make sense given that the actual sale of the property would occur up to 5 years from now. They ended up asking for a clarification of how fair market value was derived. Given that, the board did not rely extensively on the old appraisal that satisfied the ABO that all the proper things were done. A letter has been drafted to go under Jim's signature to describe the process using local

knowledge and tax records to arrive at a fair market value estimate how it exists today and another one will need to be done at the time of the sale. We will need an updated appraisal at the time of sale and that will be at Terrapin's expense. It has to be done at the time of sale. Once we submit the letter, we can move forward. Mr. Giannettino asked if that letter needed to be a point of public record. It was answered that it will be.

NEW BUSINESS:

Report of Governance Committee:

Mr. Dacey stated that committee met this afternoon and discussed three policies: property, procurement and investment policies. The only thing they noted they had not been updated recently as they should have been. So they will bring them to the board today for updating. Under the property, policy there is a part 1B that talks about the contracting officer. The contracting officer is for a term of 3 years and no current authority can serve this position. Historically the person who has done this has been the executive director. The only thing not in the policy is that it does not stipulated that the contracting officer does not have the ability to delegate to staff, so we need to add that. We need a motion for the property with the amendment for part 1B. Mr. Beer motioned to accept the report of the Governance Committee, seconded by Mr. Giannettino. All members present voted in favor; motion was carried.

Procurement policy had no changes, except the date and no changes were necessary. Ms. Webber-McLeod motioned to approve, seconded by Mr. Beer. All members present voted in favor; motion was carried.

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Investment policy, no changes. A motion requested to change the date to today, not changes. Mr. Cuddy motioned to approve, seconded by Mr. Beer. All members present voted in favor; motion was carried.

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UPCOMING EVENTS:

Mr. Dacey reviewed upcoming events.

ADJOURNMENT:

Mr. Beer motioned to adjourn at 6:02pm, seconded by Ms. MacIntyre. All members present voted in favor; motion was carried.

Respectfully Submitted,

Taylor Symes

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