



Monroe County Industrial Development Corporation

CityPlace
50 W. Main Street, Suite 8100
Rochester, NY 14614
Phone (585) 753-2000 - FAX (585) 753-2002

Minutes

Monroe County Industrial Development Corporation

October 10, 2017

Location: M&T Bank Offices, 180 S. Clinton Avenue, 7th Floor, Rochester, NY 14604

Board Members in Attendance: H. Abdul-Wahid, J. Barker, D. Brooks, C. Campbell, D. Halladay, C. Johnston, E. Krzanowicz, A. Laniak, R. Lasch, D. Mendick, P. Pecor, Z. Phillips, J. Rizzo, L. Ryan, P. Smith, S. Strassenburgh, D. Zorn

Others Present: Executive Director J. Adair, L. Birr, M. Doyle, M. Geise, B. O'Brien

Also Present: Anna Vulaj-Fitzsimmons (MCFL PTAC Program Director)

President Strassenburgh called the meeting to order and opened the public forum at 8:00 a.m. There being no public forum items, the meeting commenced.

Minutes: The draft minutes of the September 12, 2017 Meeting of the Board were presented. A change was noted to add P. Pecor to the attendance. On motion made by P. Smith, seconded by H. Abdul-Wahid, the minutes, with the noted attendance change, were unanimously approved.

MCFL-PTAC Presentation and Funding Request: An activity update was presented to the Board by Anna Vulaj Fitzsimmons, the Program Director of Monroe County Finger Lakes Procurement Technical Assistance Center. The Board considered the funding request of \$91,260 for PTAC's fiscal year September 2018 through August 2019. Upon motion by P. Pecor, seconded by H. Abdul-Wahid, all aye, the Board approved PTAC's funding request of \$91,260 for their fiscal year September 2018 through August 2019.

Audit Committee Report: The Audit Committee met on October 3, 2017, and reviewed the Agreement for Audit Services with Bonadio. D. Brooks reported that the Committee considered and approved the 2017 audit agreement at \$10,700. This is the 2nd year of Bonadio's 3-year contact. Upon motion by H. Wahid-Abdul, second by J. Rizzo, all aye, the Board authorized an Agreement with Bondadio & Co., LLP, to commence January 1, 2018, and ending December 31, 2018 at \$10,700 for 2017 audit work.

Finance Committee Report: The Finance Committee met on October 3, 2017, and in addition to considering the funding request from PTAC, D. Brooks reported that the Committee reviewed MCIDC's current insurance policy and liability coverage, and determined that MCIDC is in compliance with SBA regulations.

2018 Operating Budget: D. Brooks reported that the Finance Committee reviewed financial information relative to consideration of the 2018 Annual Operating Budget. Following a detailed explanation of the proposed budget, D. Brooks reported that the Finance Committee recommends Board approval of the proposed budget. Upon motion by H. Abdul-Wahid and second by J. Rizzo, all aye, the Board approved the 2018 proposed budget. Thereafter, D. Brooks proposed consideration of an increase of \$700 to the

MCIDC Board Meeting Minutes

October 10, 2017

Page 2

Professional Services expense to accommodate \$10,700 payment to Bonadio for 2017 audit work. Upon motion by P. Pecor, second by D. Mendick, all aye, the 2018 Budget was approved with the Professional Services increase of \$700 for the Bonadio audit work. Further, upon motion by D. Brooks and second by D. Zorn, the Board approved the reporting of adopted 2018 Budget to the Authorities Budget Office before November 1, 2017.

Governance Committee Report: The Governance Committee met on October 3, 2017 to review the SBA Professional Services Guide requirements, detailing changes which have been incorporated into the annual MCDIC contract with the County, and which have been approved by the County Attorney and by Harris Beach. S. Strassenburgh, as Chair of the Governance Committee, recommended to the Board the approval of the annual MCIDC contract with the County as revised with SBA requirements. The following resolution was put before the Board:

Approval of the Contract between MCDIC and the County of Monroe for the period of January 1, 2017 through December 31, 2017, and confirmation of the following statements:

- (1) The Contract is in compliance with 13 CFR Sections 120.824 and 120.825 and SBA Loan Program Requirements;
- (2) The Contract is subject to pre-approval and yearly review by the SBA;
and
- (3) Submission of the Contract with the Annual Report is required.

Upon motion by P. Smith, second by D. Halladay, all aye, the Board approved the resolution.

S. Strassenburgh reported that the Governance Committee also reviewed 2017 Board attendance, and found it to be on target to meet our bylaw requirement. The Committee also reviewed education and training of directors, and determined that all Directors are current with ABO training. The Committee discussed the possibility of an SBA representative providing guidance on Board Member responsibility for the approvals granted for 504s. The Committee discussed Board and committee reappointments, and Board member interest in committees. Letters have been mailed to Directors whose terms are expiring, and Directors have been provided with a committee interest form for completion.

Job Compliance Report: Executive Director Adair presented the Loewke-Brill report for September 2017 for the monitoring of the one active construction project (the Jewish Home of Rochester). 100% compliance with local labor requirements was reported.

Activity Report: Executive Director Adair presented the project activity report through September 30, 2017, compared to prior year to date. There are currently 10 SBA 504 loans in backlog, and working with three companies to prepare 504 applications to bring before the Board. We are initiating presentations to area banks to promote 504 activity. We have 112 loans in our 504 portfolio, with an outstanding balance of \$31,967,738. There are 3 loans on the Watch list, and efforts are being made to keep in touch with these borrowers.

Treasurer's Report: The Cash Flow Report was presented by D. Brooks. The report shows a positive projected cash balance.

MCIDC Board Meeting Minutes

October 10, 2017

Page 3

Other Business: L. Birr discussed an MCIDC loan in process of closing, and requested Board re-approval of MCIDC's collateral position. After discussion, upon motion by H. Abdul-Wahid, second by Diane Mendick, all aye, the Board approved the collateral position revision as presented, and subject to an inter-creditor agreement between the concerned parties.

President's Report: President Strassenburgh announced changes in membership on the Loan Committee, with C. Campbell stepping down and J. Morse accepting the Loan Committee's request to become a member.

There being no further business to discuss, upon motion made by P. Smith, second by J. Rizzo, all aye, the meeting of the MCIDC Board was adjourned.

Respectfully submitted,

H. Abdul-Wahid, Secretary