

**WYOMING COUNTY**  
**BUSINESS CENTER**  
**ANNUAL BOARD MEETING MINUTES**

The WCBC Board of Directors met on March 23, 2023 at 3:30 p.m. (immediately following the Governance and Finance/Audit Committees) at the Agriculture and Business Center 36 Center Street Warsaw, New York.

Chairman Gullo called the meeting to order at 3:27 p.m.

**Roll call to establish quorum**

In attendance were: Present were: James Pierce, President/CEO; Sam Gullo, Chairman; Dan Leuer, Vice-Chair; Brianna Stone, Secretary; Jim Brick, Treasurer; Rick Fish Jr., Director; Robin Marschlok, Jennifer Tyczka and Scott Gardner, Wyoming County IDA; and Kevin Zanner, Agency Counsel.

Guest: Joseph Kehm, EFPR Group, LLP (left at 3:55); Jill Gould, owner, Jemgo, LLC dba Butter Meat Company (joined at 4:09 p.m. / left at 4:38 p.m.)

**1. Administrative**

**A. Review and approve minutes from January 17, 2023**

January 17, 2023 Board meeting minutes were reviewed. A motion was made to accept the minutes by B. Stone and seconded by J. Brick. The motion was unanimously carried.

**B. Review/approve financial reports for January and February 2023**

The financial reports from January-February 2023 were reviewed. The financial reports were accepted on a motion made by D. Leuer, seconded by R. Fish. The motion was unanimously carried.

**C. Review/approve 2022 Audit Report**

The Chairman gave the floor to Joe Kehm to present the Audit Report which was completed by EFPR Group, LLP for the first time. Kehm stated the financial statement of the WCBC as of 12/31/22 was prepared in accordance with accounting principles generally accepted in the United States of America. Kehm noted that the 2022 Audit was presented fairly, and without any material mis-statement. He then reviewed the Financial Statement highlighting the change in net position from 2021 to 2022 and reporting no audit adjustments made. Kehm noted that the report on internal controls is completed to evaluate control over financial reporting, in which there were no weaknesses or findings identified. After his review of the Audit, Kehm answered a few questions from the Board. He thanked the Board and noted that the Staff was great to

work with making the process of the Audit run smoothly. Kehm then left the meeting at 3:55 p.m.

At 3:55 p.m., the Chairman asked for a motion to adjourn the Annual Meeting and move into the Governance Committee Meeting. The motion was made by J. Brick , seconded by D. Leuer and unanimously carried.

The Annual Meeting was called back to order by the Chairman at 4:00 p.m.

**D. Review/Approve WCBC Mission Statement**

Pierce asked the Board to review the Mission Statement and Measurement Report included in the packet, adding that yearly review and approval is required for the PARIS report to the State. The Mission Statement and Measurement Report for 2022 was approved on a motion made by B. Stone. The motion was seconded by D. Leuer and unanimously carried.

**2. Act of Governance Committee Recommendations**

**A. Approve Governance Committee Member Appointments**

Chairman Gullo asked for a motion to approve the Governance Committee’s recommendation to appoint all members of the WCBC Board to the Governance Committee. J. Brick made a motion to accept the Governance Committee recommendations. The motion was seconded by R. Fish and unanimously carried.

**B. Approve Finance and Audit Committee Member Appointments**

Chairman Gullo asked for a motion to approve the Governance Committee’s recommendation to appoint all members of the WCBC Board to the Finance and Audit Committee. J. Brick made a motion to accept the Governance Committee recommendations. The motion was seconded by R. Fish and unanimously carried.

**C. Approve Recommended Appointments of Board Officers**

Chairman Gullo asked for a motion to approve the Governance Committee’s recommendation of appointment of WCBC Board Officers. J. Brick made a motion to accept the Governance Committee recommendations for the slate of officers as: Sam Gullo, Chairman; Dan Leuer, Vice-Chair; Brianna Stone, Secretary; Jim Brick, Treasurer; Rick Fish Jr., Director. The motion was seconded by R. Fish and unanimously carried.

**E. Approve, Adopt and re-adopt Policies**

The Chairman then asked the Board for a motion to accept the Governance Committee’s recommendation to approve, adopt and re-adopt policies. J. Brick moved to re-adopt the Procurement Policy, Disposition of Real Property\_Guidelines, The Real Property Acquisition Policy and the Conflict-of-Interest Policy as recommended by the Governance Committee. The motion was seconded by R. Fish and unanimously carried.

### **3. Act on Finance/Audit Committee Recommendations**

#### **A. Approve the 2022 Audit Report**

On a recommendation made by the Finance and Audit committee the Board approved the completed Financial Audit as presented on a motion made by D. Leuer. The motion was seconded by B. Stone and unanimously carried.

#### **B. Approve/ Re-adopt Policies as Recommended**

Chairman Fish asked for a motion to accept the Finance and Audit Committee's recommendation to adopt and readopt policies. D. Leuer made a motion to accept the Finance and Audit Committee's recommendation to Re-adopt the Policies. B. Stone seconded the motion and it was unanimously carried.

### **4. Action Items**

#### **A. Micro Loan Request from Jemgo, LLC dba Butter Meat Company in Perry. Jill Gould, the owner, will provide an overview of her project.**

Pierce introduced Jill Gould to present her project and funding request to the Board. Gould began by giving her history of growing up on a farm, and attending Cornell. In 2019 she had an idea to start Butter Meat Company in Perry. Her Business only uses beef processed from dairy cows, which makes it different from the traditional beef cows. In the past three years she has grown her business and includes a small area in the front of her store for customers to sit and eat. Her store is nut free and autism friendly. Gould and her husband purchased a building on Main Street in Perry that is bigger and would give her business more room for freezer space and the electricity capacity needed to run them, making it more efficient without having to store her beef inventory off premise. The location is just down the street from her current location and will be closer to the Farmer's Market that runs through the summer. Gould would need to add handicap accessibility, another bathroom, add more equipment and make the dining area larger. Gould explained that during the Covid-19 Pandemic she did a lot of sales online and curbside pick-up orders. Now she is seeing more foot traffic and 75% of her sales are created instore with the other 25% coming equally from on line and wholesale. After her presentation she thanked the Board and then left the meeting at 4:38 p.m.

Pierce then reviewed with the Board the loan analysis completed by Brian Bieger. The report indicates Gould has a strong credit standing and financial status. If approved the loan funds would be used to renovate the new space at 39 South Main Street, add more seating area, handicap accessibility and another bathroom. Gould is asking for \$50,000 with a 7-year term at a 2% fixed interest rate. The WCBC would require a second lien on the property at 39 South Main Street, a first lien on all equipment, furniture, fixtures and the personal guarantee of Jill Gould. After consideration the Board approved the request for funding with the terms outlined above on a motion made by B. Stone. The motion was seconded by R. Fish and unanimously approved.

## **5. Review 2022 Annual Report**

Pierce presented the 2022 Annual Report to the WCBC Board. Pierce updated on the FastTrac program, and the new programs designed to help businesses with operational and technical assistance, stating that the WCBC is continuing the Business Accelerator Program and the Mentorship Program with much success and are currently preparing for the fourth session to start. The FastTrac program wrapped up its 12<sup>th</sup> year and continues to have great participation. The WCBC was recognized at the 2022 GLOW Workforce Development Board Annual Meeting for its continued support of entrepreneurs and business growth. Pierce reported on the Microloan program and the Restart Wyoming loan program noting they continue to have a strong portfolio. The WCBC continues to stay involved with business attraction marketing, workforce development initiatives and environmentally challenged sites. Pierce sits on the Board of Invest Buffalo Niagara (IBN) and the GLOW Workforce Development Board. Pierce also stays active with the Greater Rochester Enterprise, which provides leads for projects looking for sites. The WCBC formed the WCBC North, LLC in 2020 and took ownership of the abandoned Emkay site in Arcade in 2021. The WCBC North received notice in May 2022 of an award from EPA Brownfield Clean-up Grant of \$500,000. The funds will allow for the demolition and removal of the existing deteriorated buildings. Once the demolition phase is complete the property will be transferred to a designated developer, who has agreed to apply for a NYS Brownfield certification in order to help with the costs of further remediation and redeveloping the site. The Board accepted and approved the Annual Report on a motion made by B. Stone. The motion was seconded by J. Brick and unanimously carried.

## **6. Emkay Project Update**

Pierce had updated the Board in the presentation of the Annual Report.

## **7. Program Updates**

### **A. Micro Loan Program**

Pierce reviewed the Micro Loan portfolio included in the packet and reiterated that the borrowers are doing well keeping their accounts current. Only two accounts show in arrears, and both have communicated with staff or have re-started payments.

### **B. Fast Track Program**

- We are getting ready for the Spring class that starts on March 28<sup>th</sup> and runs to May 30<sup>th</sup>. The class is full. One is a recipient of the Wyoming County Business Center Entrepreneur Scholarship, Reagan Fontaine. She will be graduating from Pioneer Central School this year. The concept she will be working on is the management and operations of her family farm focusing on expansion and optimizing efficiencies. The Spring class will run from March 28<sup>th</sup> – May 30<sup>th</sup>.
- Sponsorship funding comes from Tompkins Community Bank, Five-Star,

Complete Payroll, Community Bank and R. D. Strassel for the Fast Track Program.

- 105 businesses have been created/grown, 183 participants graduated and 202 educated.

### **C. Business Mentorship Program**

- Tyczka continued with the update of the Business Mentorship Program which has eight businesses currently active in the program with three mentors. Only one to two spots remain depending on the need with the approved budget.
- Businesses receive up to 8 hrs of no-cost, one-on-one consultation (\$600 value-mentors paid \$75 p/hr.)
- 24 participants since the beginning of 2021. Mentors-Mike Fitch, Tom Lyon Mark George and Brian Bieger.

Tyczka stated that the WCBC Board had approved \$4000 to fund the program which has been depleted. D. Leuer inquired if the funds approved for the program have been deferred into 2023. Tyczka replied that there were no funds left to defer, all have been spent or allocated.

### **D. Business Accelerator Program**

- Today we received a \$1,000 sponsorship from the KeyBank Foundation for the 2023 program. Will be applying for a grant from the Wyoming Foundation (applications available April 1st notification is mid-June)
- The next offering for the academy is scheduled for April 5th through 26th.

**8. Other Business** – The Board briefly discussed the empty Pioneer buildings in Perry and Arcade. Pierce has been actively trying to identify prospects for both buildings.

**9. Next Meeting** TBD

**10. Adjournment**

There being no further business to discuss, the meeting was adjourned at 5:23 p.m. on a motion made by R. Fish seconded by J. Brick and unanimously carried.

Minutes prepared by R. Marschilok