

WYOMING COUNTY
BUSINESS CENTER
ANNUAL BOARD MEETING MINUTES

The WCBC Board of Directors met on March 24, 2022 at 3:00 p.m. (immediately following the Governance and Finance/Audit Committees) at the Agriculture and Business Center 36 Center Street Warsaw, New York.

Chairman Fish called the meeting to order at 3:25 p.m.

Roll call to establish quorum

Present were: James Pierce, President/CEO; Rick Fish, Chairman; Sam Gullo, Vice-Chair; Dan Leuer, Secretary; Jim Brick, Director; Robin Marschilok and Jennifer Tyczka, Wyoming County IDA; and Kevin Zanner, Agency Counsel.

1. Administrative

A. Accept resignation of WCBC Board Member Jeremy Satchell

Pierce informed the Board that Jeremy Satchell had announced his resignation from the WCBC Board on March 11, 2022. The Board read Satchell's resignation letter and moved to accept the resignation, with regret, on a motion made by D. Leuer. The motion was seconded by S. Gullo and unanimously carried.

B. Review and approve minutes from December 08, 2021

December 08, 2021 Board meeting minutes were reviewed. A motion was made to accept the minutes by S. Gullo and seconded by D. Leuer. The motion was unanimously carried.

C. Review/approve financial reports for February 2022

The financial reports from December 2021 and January-February 2022 were reviewed. The financial reports were accepted with date correction, on a motion made by D. Leuer, seconded by S. Gullo. The motion was unanimously carried.

D. Review/approve 2021 Audit Report

R. Marschilok reviewed the Audit Report which was completed by Freed Maxick CPAs, PC. Marschilok reviewed the Management Report and Financial Statement highlighting the change in net position from 2020 to 2021 and reporting no audit adjustments made. Marschilok noted that the 2021 Audit was reported as presented fairly, and without any material mis-statements, the financial position of the WCBC as of 12/31/21 was in accordance with accounting principles generally accepted in the United States of America. After review of the reports the Board approved the completed Financial Audit and Report to the Board on a motion made by D. Leuer. The motion was seconded by S. Gullo and unanimously carried.

E. 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 2021 was approved on a motion made by J. Brick. The motion was seconded by D. Leuer and unanimously carried.

Discussion ensued regarding the need to post a statement that the WCBC acknowledges and adheres to environmental, social and government issues and complies with all equal opportunity and civil laws required by a public entity. The Board asked the staff to develop a statement with the proper language to be adopted by the Board at a later date.

F. Authorize execution of the 2022 contract with Wyoming County

Pierce informed the Board that the County has approved the 2022 Budget as submitted and has prepared the Annual Contract between the County and the WCBC. Pierce asked for authorization to sign the Contract in the amount of \$70,000 to be paid quarterly by the County. The Board authorized Pierce to sign the Contract with the County on a motion made by S. Gullo. The motion was seconded by J. Brick and unanimously carried.

G. Authorize execution of the 2022 Contract with the WCIDA for administrative services

Pierce asked the Board to authorize the signing of the 2022 Contract for Administrative Services from the WCIDA in the Amount of \$20,000. The Board Authorized Pierce to sign the 2022 Contract with the WCIDA for administrative services on a motion made by D. Leuer. The motion was seconded by S. Gullo and unanimously carried.

2. Act of Governance Committee Recommendations

A. Approve Governance Committee Member Appointments

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

B. Approve Finance and Audit Committee Member Appointments

Chairman Fish 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. S. Gullo made a motion to accept the Governance Committee recommendations. The motion was seconded by J. Brick and unanimously carried.

C. Approve Recommended Appointments of Board Officers

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

D. Approve, Adopt and re-adopt Policies and Charter

The Chairman then asked the Board for a motion to accept the Governance Committee's recommendation to approve, adopt and re-adopt policies and charter. S. Gullo 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 J. Brick and unanimously carried.

3. Act on Finance/Audit Committee Recommendations

A. 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 and charter. J. Brick made a motion to accept the Finance and Audit Committee's recommendation to Re-adopt the Investment Policy. D. Leuer seconded the motion and it was unanimously carried.

B. Approve/Re-Adopt Budget for 2022

The Chairman Fish asked for a motion to approve and adopt the budget as recommended by the Finance and Audit Committee. J. Brick made a motion to approve and adopt the budget for 2022 as recommended by the Finance and Audit Committee. The motion was seconded by D. Leuer and unanimously carried.

4. Review 2021 Annual Report

Pierce presented the 2021 Annual Report to the WCBC Board. Pierce updated on the new programs, developed to help small businesses with technical assistance, stating that the WCBC launched the Business Accelerator Program and the Mentorship Program with much success and are currently preparing for the second session to start. The FastTrac program wrapped up its 11th year and even through the pandemic has had great participation. The Microloan program and the Restart Wyoming Loan program have a strong portfolio. The WCBC continues to stay involved with business attraction marketing, workforce development initiatives and environmentally challenged sites. The WCBC formed the WCBC North, LLC in 2020 and took ownership of the abandoned Emkay site in Arcade in 2021. With the help of LaBella Associates and partnering with Developer, Frontier Global, the WCBC North has applied for an EPA Brownfield Clean-up Grant of \$500,000. If awarded the funds will allow for the demolition and removal of the existing deteriorated buildings. If the EPA Grant is awarded the Developer has agreed to apply for a NYS Brownfield in order to help with the costs of redeveloping the site. The Board accepted and approved the Annual Report on a motion made by S. Gullo. The motion was seconded by J. Brick and unanimously carried.

5. Action Items

A. Annual Business Attraction Marketing Investment for Invest Buffalo Niagara-\$5,000

Pierce presented a request for an annual investment of \$5,000 for Invest Buffalo Niagara (IBN). D. Leuer inquired as to the benefit of IBN and if we get leads from them. Pierce stated that there has been leads but with the limited infrastructure and low inventory of available sites we haven't been able to fulfill the needs of developers looking at the County. Pierce continued that it is important that Wyoming County continue to hold a position of support for IBN in order to be recognized with the potential of a prospective business being sent our way. IBN has been working on strategies for increasing building sites in areas that have low inventory, have greater resources, and a big part of marketing is in Canada. K. Zanner concurred that it is important to be a part of the IBN group. After discussion the Board approved the annual investment of \$5,000 on a motion made by J. Brick. The motion was seconded by D. Leuer.

B. Annual Sponsorship of GLOW With Your Hands Event- \$1,000

Pierce presented a sponsorship invitation in the packet for the upcoming, third annual, GLOW With Your Hands Event. The Event, which has been attended by hundreds of students from 30 area school districts, will be held in September at the Genesee County Fair Grounds. The Board approved a sponsorship of \$1,000 on a motion made by J. Brick. The motion was seconded by D. Leuer and unanimously carried.

6. Emkay Project Update

7. Other Business - None

8. Next Meeting TBD

9. Adjournment

There being no further business to discuss the meeting was adjourned at 4:50 pm on a motion made by S. Gullo, seconded by J. Brick and unanimously carried.

Minutes prepared by R. Marschilok