

OPERATION OSWEGO COUNTY, INC.
BOARD OF DIRECTORS MEETING
Lake Ontario Event and Conference Center
26 East First Street, Oswego, New York
March 9, 2015

PRESENT:

BATEMAN
BEHLING
CLARK
CULLINAN
GILPIN
GRECO
GRIMSHAW

HIMES
HOLST
JOYCE
KLEIS
LaMONTAGNE
LESZCZYNSKI
MERVINE

MEUCCI
PHELPS
QUENVILLE
SHARKEY IV
SOLAZZO
TOTH
TURNER
WEBER

Ex-Officio: Morris Sorbello

Staff: Treadwell, Dano, Wheelock, LiVoti, Woolson, Perwitz

Guests: Kevin C. Caraccioli, Esq.

President LaMontagne convened the meeting at 3:05 p.m. at 26 East First Street in Oswego.

APPROVAL OF MINUTES

On a motion by Mr. Phelps, seconded by Mr. Behling, the Board of Directors Minutes of December 8, 2014 were approved.

FINANCIAL REPORTS

Treasurer Greco gave an overview of the Financial Statements for the period ending December 31, 2014 for Operation Oswego County, Inc. **On a motion by Mr. Grimshaw, seconded by Mr. Behling, the Financial Statements for the periods ending November 30, and December 31, 2014, were approved.**

Treasurer Greco gave an overview of the Financial Statements for the period ending December 31, 2014 for Operation Oswego County Foundation, Inc. **On a motion by Mr. Clark, seconded by Mr. Mervine, the Financial Statements for the periods ending November 30, and December 31, 2014, were approved.**

COMMITTEE REPORTS

Executive - Mr. Treadwell reviewed the action of the Executive Committee from February 10, 2015.

Real Estate Development – Mr. Wheelock gave a summary of the January 30, 2015 meeting, noting that the BEC graduated 4 companies.

Marketing & Development – Ms. LiVoti gave a summary of the March 5, 2015 meeting.

On a motion by Ms. Gilpin, seconded by Ms. Himes, the Committee Reports and Minutes were approved.

New Website

Ms. LiVoti gave an overview of the new website for Operation Oswego County, noting that it will go live by the end of March and officially roll out at the Annual Meeting in June.

D&O Liability Insurance

Mr. Treadwell noted that the insurance is through Eastern Shore Associates, with Mount Vernon Fire Insurance Company. There is \$1 million coverage and covers employees practices and liabilities as well. The SBA mandates a certain level of coverage tied to the SBA 504 Loan portfolio size and once determined by SBA, coverage limits may need to be raised.

NYS Authorities Budge Office

Kevin Caraccioli gave the history of the lawsuit commencing in 2013 by OOC against the NYS ABO. In December of 2013 the local supreme court ruled in OOC's favor and extended an injunction against the State. Through the Attorney General's Office, the ruling was appealed. The Rochester Appellate Division reviewed the decision and heard oral testimony on January 23, 2015. The final decision was given on February 13, 2015. The five judges ruled 5 to 0 in favor of the NYS ABO. Mr. Caraccioli outlined the options of Filing a Motion to Request to re-argue at the Appellate Division, Appeal to the higher court, The Court of Appeals in Albany, or directly appeal the decision. Both Mr. Caraccioli and the Hiscock & Barclay Law firm recommended not fighting any longer, bringing the company into compliance. Following discussion, **on a motion by Mr. Mervine, seconded by Mr. Toth, it was unanimously agreed not to appeal.**

By-Laws Amendments

Mr. Caraccioli reported that the proposed amendments to the By-Laws as reviewed by the Executive Committee were all to be in compliance with the U.S. Small Business Administration. Further proposed amendments were added to comply with the NYS Public Authorities Law. Following discussion, **on a motion by Ms. Holst, seconded by Mr. Cullinan, it was approved to add to the proposed amendments changing the word "shall" to "may" on page 7, Section I in the sentence: "The committee shall meet quarterly," and adding additional wording to page 8, Section I, paragraph (b) to read "The Executive Committee is authorized to provide credit approval for all loans including those loans greater than \$2,000,000.00 in furtherance of the Corporations involvement with the SBA 504 Loan Program." On a motion by Mr. Grimshaw, seconded by Mr. Phelps, the By-Laws were approved as amended.**

2014 OOC Audit

Following a recommendation by Mr. Treadwell, **on a motion by Mr. Quenville, seconded by Ms. Bateman, authorization was approved to enter into a contract with Grossman St. Amour, CPAs PLLC for the 2014 Audit of OOC in the amount of \$10,400.**

Nominating Committee

President LaMontagne appointed Michael Quenville (Chair), Jeffrey Grimshaw, and John Kleis to the Nominating Committee for nominations of members to the Board of Directors, Committee Chairs and Co-Chairs, to be elected at the Annual Meeting.

Advance Manufacturing Initiative 2015

Mr. Treadwell reported that the County of Oswego IDA authorized \$300,000 to Operation Oswego County, Inc. for the Advanced Manufacturing Initiative 2015 to help support at least 2 advanced manufacturing projects (state of the art process and development in manufacturing). **On a motion by Mr. Mervine, seconded by Mr. Grimshaw, it was agreed to accept the funds from the County of Oswego IDA.**

Universal Metal Works

Mr. Dano gave an overview of the Universal Metal Works' expansion project. **On a motion by Ms. Bateman, seconded by Ms. Gilpin, a loan in the amount of \$200,000 was approved for the project.** Mr. Sharkey IV, Mr. Quenville, Mr. Mervine and Mr. Joyce were recused.

Incubator (Price Chopper Project)

Mr. Treadwell reported on the funding for a feasibility study for the Price Chopper building in Oswego, which is almost all in place. The County of Oswego IDA is in discussions with the Port of Oswego and a letter of intent was filed. Mr. Wheelock reported that partners included SUNY Oswego, the Port and the Farm Bureau.

Economic Development Projects

Mr. Treadwell gave an update on the following projects: Dollar General, Designer Hardwood Flooring CNY, Inc., CNY Raceway Park, Sweet Inspirations, Kleis Equipment, Northland Filter, Solar City and Kairi Safety.

ADJOURNMENT

On a motion by Mr. Quenville, seconded by Mr. Behling, the meeting was adjourned at 5:05 p.m.

Respectfully submitted,

Michael Quenville
Secretary