

## ONTARIO COUNTY LOCAL DEVELOPMENT CORPORATION

**Meeting Minutes**  
**Monday, January 22, 2017**  
**Economic Development Conference Room**  
**20 Ontario Street**  
**Canandaigua, NY 14424**

<b>Members Present</b>	<b>Members Excused</b>
Mike Davis, Chair	Supervisor Jeff Gallahan, Member
Andy Molodetz, Vice Chair	
Laura Pedersen, Secretary	
Lew Zulick, Treasurer	<b>Guests</b>
Kelly Mittiga, Member	Brian Young, Deputy County Administrator
Dave Reh, Member	Jeff Morrell, Morrell Builders
<b>Staff Present</b>	<b>Contract Staff</b>
Mike Manikowski, Executive Director	Jim Coniglio, Underberg & Kessler
Suzanne Vary, Staff	Bill Weir, Nixon Peabody
Michael Wojcik, Staff	
Jessica Kazmark, Staff	Jim Dolan McFarland Johnson
Diane Foster, Staff	

### CALL TO ORDER:

Chair Mike Davis called the meeting to order at 5:00 pm. A quorum was present.

Kelly Mittiga entered the meeting at 5:01 pm.

Jeff Morrell entered the meeting at 5:03 pm.

### ADMINISTRATION:

**Approval of December 11, 2017 Annual Meeting Minutes:** Mike Davis presented the December 11, 2017 meeting minutes for approval.

*Andy Molodetz motioned to accept the December 11, 2017 minutes. Laura Pedersen seconded the motion. Motion carried.*

**2018 Master Agreement:** Michael Wojcik reminded the Board that the LDC closed on a project at the end of 2017 so the LDC is going to reinstitute a Master Agreement. He explained that the LDC has not had one in two years. He stated that the Master Agreement is for \$9,600 and will be reduced from the IDA amount of its Master Agreement. *Dave Reh made a motion to approve the LDC 2018 Master Agreement in the amount of \$9,600. Laura Pedersen seconded the motion. Motion unanimously carried.*

**Annual Report:** Mike Manikowski noted that the Annual Report needs to be completed and submitted by its annual deadline of March 31<sup>st</sup>. A budget is being worked on with Dixon Schwabl in the amount of \$7,937.50 to be split three ways with the IDA and the EDC. He noted that an RFP will be looked at in Marketing and Communications in the future, but with all the projects at end of year, it was necessary to delay the bid. Suzanne Vary mentioned potential clients and asked the Board for additional suggestions when it was time to request bids. It was recommended by the Board that a program should be put together starting with state requirements and then determine what needs to be added to it, including the PR. The amount for the LDC for the Annual report is for \$2,646.

*Laura Pedersen made a motion to approve the amount of \$2,646, one third of the total amount of \$7,937.50, to Dixon Schwabl for the Annual Report. Lew Zulick seconded the motion. Motion unanimously carried.*

**Use of fees:** Mike Manikowski stated that thanks to a big team effort, the LDC staff and counsel was able to complete the FF Thompson Health transaction re-funding in less than two months. For transaction fees, the LDC received \$368,800. Mike Manikowski asked counsel if the fees could be distributed to the IDA or EDC and if so, how. Jim Coniglio explained that under enabling legislation and the certificate of incorporation, the LDC is empowered to distribute funds for activities that fall under the LDC mission. He further explained that activities would need to be identified, documented and be in accordance with the rights and obligations of the recipient and the rights and expectations of the donor, in this case, the LDC. He explained that the Board needs to decide whether the activity is worthy of examination and that the Board start developing a consensus in terms of the use of the funds. A brief discussion took place on what the LDC, IDA and the EDC can and can't do, how funds have been used in the past and why the LDC was created.

**Fiduciary Duties & Responsibilities and Conflict of Interest:** Diane Foster reminded the Board to complete the Acknowledgement of Fiduciary Duties and Responsibilities form and the Annual Disclosure and Conflict of Interest Statement.

**ADJOURNMENT:**

*Dave Reh made a motion to adjourn the meeting at 5:27 pm. Laura Pedersen seconded the motion. Motion carried.*

Respectfully submitted,

*Diane Foster*, Staff