

City of Syracuse Industrial Development Agency

201 East Washington Street,
6th Floor Syracuse, NY 13202
Tel (315) 473-3275

Minutes

Board of Directors Meeting
Tuesday, May 19, 2020

Due to the declaration of a public health emergency and the social distancing requirements imposed at the Federal, State and local level, this meeting was held in accordance with Executive Order 202.1 by video/telephone conference that was made available to the public.

Board Members Present: Kathleen Murphy, Steven Thompson, Kenneth Kinsey, Rickey T. Brown and Dirk Sonneborn, all via tele/videoconference (in accordance with the Governor's Executive Order 202.1).

Staff Present: Judith DeLaney, Susan Katzoff, Esq., John Vavonese, Lori McRobbie, all via tele/videoconference (in accordance with the Governor's Executive Order 202.1).

Others Present: Lauryn LaBorde, Wendy Loughnot, Esq., Rick Steele, Steve Frank, Rick Moriarty, all via tele/videoconference (in accordance with the Governor's Executive Order 202.1).

I. Call Meeting to Order

Ms. Murphy called the meeting to order at 8:00 a.m.

II. Roll Call

Ms. Murphy acknowledged all Board members were present.

III. Proof of Notice

Ms. Murphy acknowledged that notice of the meeting had been duly and properly provided.

IV. Minutes

Ms. Murphy asked for a motion approving the minutes from the April 21, 2020 Board of Directors meeting. Mr. Kinsey made the motion. Mr. Brown seconded the motion. **THE MOTION TO APPROVE THE MINUTES FROM THE APRIL 21, 2020 BOARD OF DIRECTORS MEETING WAS UNANIMOUSLY APPROVED.**

V. New Business

JMA Tech Properties, LLC

Ms. DeLaney advised the members that the Agency was in receipt of a revised application for financial assistance from the Company for the Project to be located at 120-154 Cortland Avenue (former Coyne Textiles Building) and adjacent properties. The Company reports the Project cost has increased by approximately \$10,000,000. The plans have been revised to provide for the demolition of part of the existing building and the construction of a new 40,000 sq. ft. building connected to the original structure via an atrium. Due to the substantial changes to the Project a new public hearing is required along with a new review of SEQRA.

Ms. Loughnot, counsel to the Company, clarified that the revisions requiring the demolition were due to foundation issues which resulted in the increase in Project costs.

There being no further discussion, Ms. Murphy asked for a motion to approve a resolution naming the Agency as "Lead Agency" for purposes of a coordinated review under SEQRA. Mr. Kinsey made the motion. Mr. Brown seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION CLASSIFYING A CERTAIN PROJECT AS A TYPE I ACTION AND DECLARING THE INTENT OF THE CITY OF SYRACUSE INDUSTRIAL DEVELOPMENT AGENCY TO BE LEAD AGENCY FOR PURPOSES OF A COORDINATED REVIEW PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT.**

Ms. Murphy then asked for a motion approving a new public hearing with respect to the Project. Mr. Kinsey made the motion. Mr. Thompson seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION DETERMINING THAT THE ACQUISITION, CONSTRUCTION, RECONSTRUCTION, RENOVATION, EQUIPPING AND COMPLETION OF A COMMERCIAL FACILITY AT THE REQUEST OF THE COMPANY CONSTITUTES A PROJECT; DESCRIBING THE FINANCIAL ASSISTANCE IN CONNECTION THEREWITH; AND AUTHORIZING A PUBLIC HEARING.**

Lipe Art Park

Ms. Delaney requested the members approve a resolution to retroactively authorize a contract for landscape maintenance for 2020 to Custom Lawn Scapes, Inc. in an amount not to exceed \$2,890. Three bids for the work were solicited per the Agency's procurement policy. The Agency received three bids and Custom Lawn Scapes, Inc. was the lowest bid.

There being no discussion, Ms. Murphy asked for a motion to approve the resolution. Mr. Kinsey made the motion. Mr. Brown seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION APPROVING AN AGREEMENT WITH CUSTOM LAWN SCAPES, INC. IN CONNECTION WITH LANDSCAPING SERVICES TO BE PERFORMED IN THE LIPE ART PARK.**

Property Insurance

Ms. DeLaney requested the members approve the renewal of vacant property liability insurance an amount not to exceed \$2,440.00. She reported she just received a second quote from the Agency's insurance broker in the amount of \$1,249.00. Ms. DeLaney asked the Agency's counsel, Bousquet Holstein, PLLC to review the coverage in the new quote to determine the scope of coverage vs. the

current proposed policy. If counsel advises that the coverage in the second policy is the same as the first, or otherwise adequate, the Agency will accept the lower bid, otherwise they will obtain the first policy in the amount of \$2,440.00.

There being no discussion, Ms. Murphy asked for a motion to approve the renewal of vacant property liability insurance in the amount not to exceed \$2,440.00 with the stipulation that the Agency will accept the lower bid if counsel advises the coverage offered is similar and adequate to protect the Agency's interests. Mr. Thompson made the motion. Mr. Kinsey seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED THE MOTION TO APPROVE THE RENEWAL OF VACANT PROPERTY LIABILITY INSURANCE IN THE AMOUNT NOT TO EXCEED \$2,440.00 WITH THE STIPULATION THAT THE AGENCY WILL ACCEPT THE LOWER BID IF COUNSEL ADVISES THE COVERAGE OFFERED IS ADEQUATE.**

Account Administrator/Authorized Signer Authority

Ms. Katzoff requested the Directors approve a resolution authorizing the appointment of both an account administrator and authorized signer, for purposes of effectuating wire transfers, relative to the Agency's accounts at JP Morgan Chase. She reported that David DelVecchio is currently the administrator but he is retiring at the end of June 2020 necessitating the appointment of a new administrator. In addition, the bank requires a dual signature process to effectuate wire transfers. The resolution seeks to appoint the Chief Financial Officer of the Agency (currently Mr. Vavonese) as the new administrator (who is authorized to set up wire transfers) and the Executive Director of the Agency (currently Ms. DeLaney) as the person authorized to approve the wire transfer.

Mr. Sonneborn requested that the resolution identify the appointments by official title.

Ms. Murphy asked for a motion to approve a resolution subject to Mr. Sonneborn's requested change. Mr. Kinsey made the motion. Mr. Brown seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION AUTHORIZING OF THE APPOINTMENT OF AN ACCOUNT ADMINISTRATOR AND AN AUTHORIZED PERSON WITH REGARD TO THE AGENCY'S JP MORGAN CHASE ACCOUNTS**

Conflict of Interest Waiver

Ms. Katzoff discussed conflict of interest parameters with the Board members regarding the Smith Building, LLC Project. Matthew Paulus, the owner of Smith Building, LLC has requested Bousquet Holstein PLLC assist his company with respect to certain brownfield tax incentives relative to the Project and some or all of the financing (including a HOME loan through the City of Syracuse). Ms. Katzoff is a member of Bousquet Holstein PLLC. The Company would be represented by a different law firm with regard to the lease/leaseback transaction with the Agency, although some or all of the financing will be a part of the lease transaction.

Ms. Katzoff requested the Board consider granting a waiver of the conflict of interest to allow other counsel in her firm to represent the Company with respect to the Brownfield incentives and financing for the Project contingent upon the Company signing a waiver that expressly provides that in the event of an actual conflict, the Company would not object to Bousquet Holstein PLLC continuing to represent the Agency in the contested matter and/or with respect to the Project. Ms. Katzoff advised that the Board has the right to consult with other counsel with respect to the requested waiver and offered to leave the meeting to allow the Board to discuss in her absence.

Ms. Murphy asked what type of work was being done and Ms. Katzoff said with respect to the Smith Building the work will consist of Brownfield incentives and financing.

Ms. Murphy asked for a motion to approve a waiver of a conflict of interest relative to a pending Agency Project. Mr. Sonneborn made the motion. Mr. Brown seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO WAIVE A CONFLICT OF INTEREST RELATIVE TO A CERTAIN PENDING AGENCY PROJECT CONTINGENT UPON RECEIPT OF A WAIVER FROM THE COMPANY AS SET FORTH IN THE MEETING.**

VI. Executive Session

Ms. Murphy asked for a motion to move into Executive Session for the purposes of property disposition.

Mr. Thompson made the motion. Mr. Sonneborn seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO ADJOURN TO EXECUTIVE SESSION FOR THE PURPOSE OF DISCUSSION OF PROPERTY DISPOSITION.**

The Board entered executive session at 8:30 a.m.

Ms. Murphy asked for a motion to adjourn out of executive session. Mr. Kinsey made the motion. Mr. Thompson seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO ADJOURN OUT OF EXECUTIVE SESSION.**

The Board exited executive session at 8:52 a.m.

341 Peat Street (Syracuse Rigging Site)

Ms. Katzoff requested the Board approve a resolution authorizing the Chairperson of the Agency to negotiate the terms of a new license agreement with Park Outdoor Advertising relative to a billboard owned by the Company located on property owned by the Agency. Ms. Katzoff reported that SEQRA is done and the project is classified as an Unlisted Action. She reported that the terms of the license agreement will be the same as the prior agreement; however, the Chairperson will negotiate terms to allow for future development of the property from the inception of the new agreement as discussed in Executive Session.

There being no discussion, Ms. Murphy asked for a motion to authorize the Chairperson to negotiate the terms of a new license agreement. Mr. Sonneborn made the motion. Mr. Kinsey seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION CLASSIFYING A CERTAIN PROJECT AS AN UNLISTED ACTION PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT, DECLARING THE AGENCY LEAD AGENCY FOR PURPOSES OF AN UNCOORDINATED REVIEW THEREUNDER, DETERMINING THAT THE ACTION WILL NOT HAVE A SIGNIFICANT EFFECT ON THE ENVIRONMENT AND AUTHORIZING THE EXECUTION AND DELIVERY OF A LICENSE AGREEMENT WITH PARK OUTDOOR ADVERTISING**

VII. Adjournment

There being no further business to discuss Ms. Murphy asked for a motion to adjourn the meeting. Mr. Thompson made a motion. Mr. Brown seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO ADJOURN THE MEETING AT 8:58 AM.**

