

**BATAVIA DEVELOPMENT CORPORATION (BDC)**

**Live and Recorded Zoom Meeting: Zoom Meeting ID: 860 7148 0823, Passcode: 880751, Live and Recorded Meeting Minutes March 25<sup>th</sup>, 2021**

**Attendance**

BDC Attendees: Pier Cipollone, Wesley Bedford, Andrew Maguire (Director) , Rachael Tabelski, Jake Whiting, Lori Aratari, Derek Geib, Chris Fix, Nate Varland;

Absent/Excused: S Pies

Media: Brian Quinn

**Call to Order**

At 8:33 a.m. L. Aratari, President of the BDC, called the meeting to order, which will be recorded and posted on the BDC website. The BDC will not enter executive session.

**Presentations:** RLF Grant Request for City of Batavia Infrastructure Project- Ellicott Place; City Manager, Rachael Tabelski, provided a synopsis of the Ellicott Place project and the proposed usage of funds. The City is checking into the ownership of the sidewalks that surround Ellicott Place which need to be replaced. The Revolving Loan Fund guidelines allow the City of Batavia or BDC can request usage of these funds for economic development purposes. The request is for \$35,000 as they continue to review the ownership structure and replacement of the sidewalks. A. Maguire supports this request and agrees this provides a public benefit to that project and the overall investment into Ellicott Place. The Balance of the fund is over \$230,000, with receivables from loans over \$100,000 from Batavia Players alone, and outstanding commitments to other RLF grants in the amount of \$60,000. N. Varland asked if the \$35,000 would cover the entire project. R. Tabelski states it will cover as much as they can do.

Motion of C. Fix to approve and recommend this usage of RLF Grant Funds to City Council for approval; seconded by N. Varland and approved by all members present.

**Enter Executive Session**

Motion of C. Fix to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 8:33 a.m. for the following reasons:

- 1.The medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion discipline, suspension, dismissal or removal of a particular person or corporation.
2. The proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.

The motion was seconded by N. Varland and approved by all members present.

**Enter Public Session**

Motion of W. Bedford to enter back into public session at 9:35 a.m.; seconded by R. Tabelski and approved by all members present.

**Chairman's Report**

No agenda additions to be proposed.

President L. Aratari presented the meeting minutes from the February 25<sup>th</sup>, 2021 meeting.

motion of R. Tabelski to approve the meeting minutes as presented; seconded by W. Bedford and approved by all members present.

L. Aratari announced the next scheduled meeting for the BDC will be held on April 22<sup>nd</sup>, 2021 at 8:30 a.m. The meeting will be held Via Zoom, which will be live, recorded and posted on the BDC Website.

L. Aratari asked for the Confidential Board Evaluation forms by the April 22<sup>nd</sup>, 2021 meeting.

**Committee Reports – None at this time.**

**Audit and Finance**

Financial Statements- The February 2021 financial statements were reviewed with the board; a brief overview was provided by A. Maguire and will provide the Board with a Budget to Actual update at our April 22<sup>nd</sup> meeting. There will be more bills coming in for March and the fiscal year end to clean up outstanding.

Motion of R. Tabelski to approve the February 2020 financial statements; seconded by P. Cipollone approved by all members present.

City of Batavia 2021-2022 Budget- A. Maguire reports that the City of Batavia has passed their 21-22 Budget, which includes funding for the BDC at an amount of \$95,000 for operational costs.

Renewal of Liability Insurance – Philadelphia – Tompkins Insurance – A. Maguire states that the renewal of the Liability Insurance policy for fiscal year 21-22 for the BDC through Tompkins Insurance and provider Philadelphia will be \$724.06, a slight increase from last year. The coverage has been reviewed with agent Joe Teresi, the policy includes automobile coverage for board members and 3<sup>rd</sup> party contracted vendors. Cyber Security policy for the City covers the BDC as the BDC utilizes the City offices and server.

Motion of N. Varland to approve the renewal of the Liability Insurance Policy with Philadelphia and Tomkins Insurance; seconded by P. Cipollone approved by all members present.

Renewal of D/O Insurance – Selective – Lawley Genesee Insurance-A. Maguire states that the renewal of the Directors and Officers Insurance Policy for fiscal year 21-22 for the BDC through Lawley Genesee Insurance and provider Selective also increased to \$1596. Coverage remains the same and was discussed with agent Susie Boyce and is sufficient for our operations. R. Tabelski asked if the BDC would shop policies in the 22-23 fiscal year. A. Maguire will make sure Lawley and Tompkins shop the policies to providers.

Motion of R. Tabelski to approve renewal of Directors and Officers Insurance Policy with Selective and Lawley Genesee Insurance; seconded by R. Cohen approved by all members present.

Simplified Employee Pension Fund (SEP) – A. Maguire presented a Simplified Employee Pension Plan through Security Benefit with Advisor Christopher Philips at Cetera Investors. The Plan was reviewed for IRS compliance as a 501c3 entity and Freed Maxick Tax Account Nicole White confirmed this plan is compliant for a not for profit. The plan is the BDC's and the sole employee would be the participant and bear the annual maintenance costs. N. Varland states that many non-profits have a 403B plan so employees can also contribute pretax. A. Maguire states that was the first path investigated, however, being a one person employer, the cost to establish a 403b, which is typically shared by the participants, was substantial. Additionally, it would be extremely difficult to find an investment firm that would establish a 403b plan for a single employee not for profit. R. Tableski asked if the Housing Authority would take on an additional person as an authority. N. Varland states they are governmental and have a 457, but could inquire. A. Maguire states the SEP plan is acceptable. Lori and Rebecca will be the signers and President and Treasurer.

Motion of P. Cipollone to approve the BDC executing the Simplified Employee Pension documents and establishing the plan with Security Benefits with Cetera Investors; seconded by N. Varland approved by all members present

## **Real Estate/ BOA**

DRI and Building Improvement Fund – A. Maguire states 39-43 Jackson is out to bid. 206 E. Main will require a full sprinkler system throughout the building, he will also need private line water work. Should be completed on time but there is a possibility of an extension needed.

New York Main Street 2020 Program – A. Maguire states one of the projects selected will no longer be delivering apartments and will require a reduction in grant funding to be NYMS compliant. The funds now vacated will be allocated to 206 E. Main Street's project to help offset the additional costs that were just discussed by \$25,000. New Grant award letters will be sent.

New York Main Street 2021 Program – A. Maguire has sent the local media outlets a press release for the new award the BDC received for Batavia Players project. All acceptance documentation has been sent to NYS OCR and will be waiting for the agreement documentation to come in. Admin RFP will be going out as well.

**Small Business** – None at this time.

**Old Business**- None at this time.

## **New Business –**

Renewal of Economic Development Services – BDC and City of Batavia – 2021-2022 – L. Aratari states the BDC will receive \$95,000 as a contribution this year, down from \$110,000 the previous year but the BDC should remain whole fiscally and operational.

Motion of P. Cipollone to approve the Renewal of Economic Development Services between the BDC and City of Batavia for fiscal year 2021-2022; seconded by W. Bedford approved by all members present.

## **Adjournment**

Motion of R. Tabelski to adjourn the meeting; seconded by W. Bedford and approved by all member present. The meeting stood adjourned at 10:01 a.m.