

Cohoes Industrial Development Agency
Board of Directors Meeting
Tuesday, February 19, 2019 @ 8:15
Cohoes City Hall – Council Chambers

Present

Rod Dion, Theresa Thibodeau, Cliff Bird, Manny Santos, Horace Hallock, Stanley Szozda

Also in attendance: Michael Durocher, Cate Hedgeman, Joseph Scott, Debbie Jacques,
Michael Jacobson

Members Absent: William Keeler

Meeting called to order by Rod Dion at 8:15 a.m. with a quorum present

APPROVAL OF MINUTES:

Mr. Dion asked the members if they had any questions or revisions to the January 15, 2019 Meeting. There were no changes. Mr. Santos made a motion to accept the minutes. Mr. Bird seconded the motion. Motion passed unanimously.

Financial:

Mr. Durocher gave an overview of the balance sheet stating that the IDA has \$584,341.31 in the operating account as of February 14, 2019, \$348,300.00 in property held for investment, \$266,202.77 in Long Term Liabilities which is the Line of Credit balance with Pioneer Bank. Mr. Durocher stated that there is approximately \$161,000 currently due to Pioneer Bank and that the board will be discussing this matter later in the meeting. Mr. Durocher stated that the State Audit is still going on and the Auditor will be on vacation next week. Mr. Durocher did inform the auditor that he will need the Council Chambers for the City Audit starting on March 4th. He further stated that he feels that some of the information being requested by the Auditor is out the scope of work listed on the original letter. Mr. Szozda stated that we can ask for a projected end date. Mr. Szozda asked if the board passed a budget and Mr. Durocher stated the board passed the budget in October. Being no further questions or comments, Mr. Santos made a motion to approve the financials. Mr. Szozda seconded the motion. Motion passed unanimously.

Presentation and Approval of Audit by Cusack & Company

Mr. Kenneth Claflin from Cusack & Company gave an overview of the 2018 Audit. He reported the IDA had a good year and was in a very strong financial position. He reported that there was no issue with the internal controls of the Board. Mr. Dion asked Mr. Claflin if the Board can feel comfortable that the information that has been presented is an accurate accounting and that there should be no issues showing up in the future. Mr. Claflin assured Mr. Dion that everything looks good and that the Board should have nothing to be concerned about with the audit. Mr. Hallock made a motion to approve the 2018 Audit Report. Ms. Thibodeau seconded the motion. Motion passed unanimously.

Resolution Approving the Extension of the Line of Credit with Pioneer Bank for 180 & 182 Ontario Street, Cohoes

Ms. Hedgeman stated that the IDA has a mortgage with Pioneer Bank for property located at 180 & 182 Ontario Street and that the IDA has been paying interest only and the note was due at the end of December. Ms. Hedgeman stated that the property is under contract to sell and should be closing within the next few weeks. Pioneer Bank has agreed to extend the terms of the note until March 29, 2019. Ms. Hedgeman stated that we should be able to close by that date. Mr. Szozda made a motion to extend the Line of Credit for 180 & 182 Ontario Street until March 29, 2019. Mr. Santos seconded the motion. Motion passed unanimously.

Resolution to Approve the Updated ByLaws

Ms. Hedgeman stated that the Board recently updated the By Laws in December of 2018. Ms. Hedgeman stated that after a discussion with the State Auditor she is advising the Board to further amend the By-Laws. She stated that according to our ByLaws the Board members are required to file annual financial disclosure statements. Ms. Hedgeman and Mr. Scott confirmed that the requirement for the financial disclosures only applies to Cities with a population over 50,000 residents. The City of Cohoes does not meet the population numbers and therefore, the Board is not required by law to file the disclosure. Ms. Hedgeman stated that the Auditor said because it was in the ByLaws the Board members should be filing the financial disclosure. Ms. Hedgeman suggested that the ByLaws be amended to remove the requirement regarding the financial disclosure. Mr. Bird made a motion to approve the updated ByLaws. Ms. Thibodeau seconded the motion. Motion passed unanimously.

Resolution to Approve the Contract for Sale of Lot 3 of the JUNCTA Site to Gary Bazar and Maureen Bazar

Mr. Dion stated that he has been in discussions with Ms. Hedgeman and the Bazars regarding the sale of Lot 3 of the Juncta parcel. Ms. Hedgeman stated based on the appraisal that the IDA obtained and the appraisal the Bazars obtained we have come to an agreement of \$75,000 for the purchase of the lot. Ms. Hedgeman stated that she will update the Public Authority Notification and we should be able to finally close on this transaction. Ms. Thibodeau made a motion to approve the resolution to sell. Mr. Hallock seconded the motion. Motion passed unanimously.

Discussion of IDA Website

Mr. Dion stated that some of the members have suggested that the Board update the current website. Ms. Hedgeman stated that she has reviewed the website several times and while the site does contain the basic information, it really should be updated and made ADA compliant. Mr. Szozda asked if anyone had an idea what the cost of an update would be. Mr. Santos stated that he does website development and he would estimate somewhere between \$8000 and \$10,000 to do a new site. Mr. Bird stated that now would be a good time to consider the update since the Board is financially strong. Ms. Hedgeman stated that the Board should send out a RFP for the new site. Mr. Santos stated that he would be willing to help put the RFP together once he has the specifications. Ms. Hedgeman said she would pull together a list of required documents for the RFP. Ms. Thibodeau said it would be a good idea to check the sites of other IDA organizations to get some ideas.

Updates:

Mr. Dion reported that he is trying to work out some options with Mr. Scott to present to Mr. Kaufman. Mr. Dion stated that there are several “soft issues” to be considered such as park improvements, lighting of the Falls or some other public benefit project. Mr. Scott stated that at this point we need to present a plan to Mr. Kaufman and let Mr. Kaufman and his lender see if the numbers will work for his project. Ms. Thibodeau stated that the board is still waiting to review Mr. Kaufman’s finances. Mr. Dion said he would follow up with Mr. Kaufman. Ms. Thibodeau stated that it may be a good idea to hire a consultant to help structure the deal. Mr. Dion stated that Mr. Jacobson is back working with the City and he would like him to come into the meeting and say a few words. Mr. Jacobson stated that he was pleased to see that the Board was still considering working with Mr. Kaufman and he told the Board that none of the recent PILOT projects have been approved without back and forth negotiations. Mr. Jacobson stated that the Board may want to ask Mr. Kaufman to contribute to the new Pavilion at Canal Square Park. The board seemed very receptive to the idea. Mr. Bird stated that he would like to see some kind of plan underway by next month’s meeting. Mr. Bird also asked who owns the parking lot directly across the street from the Music Hall. Mr. Jacobson stated that the lot is owned by KeyBank and that the City has the right to use the lot.

Being no further business. Mr. Bird made a motion to adjourn the meeting. Mr. Hallock seconded the motion. Motion passed unanimously.

Meeting was adjourned at 10:00 am.

Cohoes Industrial Development Agency
Balance Sheet
As of March 13, 2019

	<u>Mar 13, 19</u>
ASSETS	
Current Assets	
Checking/Savings	
Pioneer Operating Account	577,685.41
Total Checking/Savings	<u>577,685.41</u>
Total Current Assets	577,685.41
Other Assets	
Property Held for Investment	348,300.00
Total Other Assets	<u>348,300.00</u>
TOTAL ASSETS	<u>925,985.41</u>
LIABILITIES & EQUITY	
Liabilities	
Long Term Liabilities	
Loan Payable- Pioneer	266,202.77
Total Long Term Liabilities	<u>266,202.77</u>
Total Liabilities	266,202.77
Equity	
Retained Earnings	678,691.02
Net Income	<u>-18,908.38</u>
Total Equity	<u>659,782.64</u>
TOTAL LIABILITIES & EQUITY	<u>925,985.41</u>

Cohoes Industrial Development Agency
Profit & Loss Budget vs. Actual
 January through December 2019

	Jan - Dec 19	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
Administrative Fees	0.00	100,000.00	-100,000.00	0.0%
Total Income	0.00	100,000.00	-100,000.00	0.0%
Expense				
Accounting Fees- CFO	0.00	6,500.00	-6,500.00	0.0%
CPA Audit	2,100.00	2,000.00	100.00	105.0%
Executive Assistant	1,250.00	5,000.00	-3,750.00	25.0%
Executive Director- CEO	0.00	15,000.00	-15,000.00	0.0%
Interest Expense	2,253.32	6,000.00	-3,746.68	37.6%
Legal Fees	5,525.50	10,000.00	-4,474.50	55.3%
Misc Expenses	600.00	500.00	100.00	120.0%
Network Support- Web Site	200.00	1,000.00	-800.00	20.0%
Office Supplies	120.95	500.00	-379.05	24.2%
Other Costs Properties Held For	0.00	40,000.00	-40,000.00	0.0%
Professional Services	1,650.00	7,000.00	-5,350.00	23.6%
Property Insurance	1,874.60	2,500.00	-625.40	75.0%
Taxes	3,334.01	4,000.00	-665.99	83.4%
Total Expense	18,908.38	100,000.00	-81,091.62	18.9%
Net Ordinary Income	-18,908.38	0.00	-18,908.38	100.0%
Net Income	-18,908.38	0.00	-18,908.38	100.0%