

COUNTY OF CATTARAUGUS
INDUSTRIAL DEVELOPMENT AGENCY
BOARD MEETING
August 1, 2006
CCIDA OFFICES
11:15 a.m.

Roll Call

Members

Present

Robert G. Potter - Chairman
Salvatore Marranca - 2nd Vice Chairman
Joseph K. Eade - Secretary/Treasurer
James Stitt - 1st Assistant Secretary/Treasurer
Jerry Burrell - Member
Thomas Buffamante - Member

Members

Excused

Mr. Joseph Higgins - 1st Vice Chairman

Staff

Norman Leyh, Executive Director
Corey R. Wiktor - Assistant Director/CFO
George Cregg, Jr. - Agency Counsel

Guests

Bob Iszard - NYSEDC
Kathy Kellog - Buffalo News

Chairman, Robert Potter called the meeting to order at 11:15 a.m.

APPROVAL OF MINUTES

A Motion was made by Joseph Eade, with a second by Salvatore Marranca to accept the minutes of the June 20, 2006 Board Meeting. Motion Carried.

FINANCIAL REPORT

Mr. Leyh stated that revenues are running ahead of schedule and expenses are well below what was projected with the overall position of the agency being stronger than has been in the past..

Mr. Leyh stated that for the remainder of 2006 we are not aware of any additional projects therefore we do not expect to have any additional revenue. However the year 2007 looks like a fair amount of activity is being planned. Salvatore Marranca suggested that the budget be revisited and adjustments be made with a fifth column added.

A Motion was made by Salvatore Marranca with a second by Jerry Burrell to accept the financial report for June 2006. Motion Carried

EXECUTIVE DIRECTOR'S REPORT

Mr. Leyh next stated that a slight deviation to the agenda has been presented when Dominion Transmission Inc. contacted our offices and requested a longer term on their project as it relates to the Sales Tax Exemption which was due to expire August 1, 2006.. Mr. Leyh asked for the board to consider extending their term from August 1, 2006 until the end of the year (December 31, 2006.)

RESOLUTION (s)

A Motion was made by Mr. Salvatore Marranca seconded by Mr. James Stitt,
RESOLUTION AUTHORIZING THE EXECUTION BY COUNTY OF CATTARAUGUS INDUSTRIAL DEVELOPMENT AGENCY OF A CERTAIN MODIFICATION AGREEMENT IN CONNECTION WITH THE DOMINION TRANSMISSION, INC. PROJECT. A Roll Call vote was taken with Mr. Marranca, Mr. Eade, Mr. Stitt, Mr. Burrell, Mr. Buffamante, and Mr. Potter voting YES. Mr. Higgins was excused. Motion Carried.

Member Items

Mr. Leyh next reviewed the letters going out to the 501 (c)(3) organizations in regards to the Seminar being planned for September 7, 2006 and also a tentative date has been set up for the Municipal Officials evening meeting on September 14, 2006. Mr. Leyh stated that a letter is being sent out to bankers, developers, and manufacturers very soon. Mr. Leyh advised the Board that Corey Wiktor is scheduled to attend a Finance Seminar in Washington on August 2-4, 2006 dealing with tax exempt bonds from manufacturing to civic facility being hosted by CDFFA.

Mr. Leyh stated that Corey will also be attending a seminar in Erie later this month in regards to the Public Authority Accountability Act.

Mr. Leyh next went over the documents in regards to the Public Authority Accountability Act and Amended Bylaws of the County of Cattaraugus Industrial Development Agency. Mr. Leyh advised the board that they could either accept the Resolution Adopting Amended Bylaws at this time or do so at a future meeting, after they have had a chance to review the amended Bylaws.

Mr. Cregg next reviewed the check list in regards to the Public Authority Accountability Act requirement and the documents that will be needed to demonstrate that the CCIDA has come into compliance with the Act. The first document that is needed is to amend the CCIDA Bylaws which have not been looked at in a number of years. What forces the amended bylaws are the provisions laid out in the Public Authority Accountability Act, which requires the CCIDA to have a Chief Executive Officer and Chief Financial Officer which we currently have. The Chief Executive Officer is the Chairman and the Chief Financial Officer is the Treasurer. What the Act requires is that the Board must be separated from Management. The Amended Bylaws propose the CCIDA have a Chief Executive Officer, Chief Financial Officer and Contract Officer. The current Chief Executive Officer is Norm Leyh, Chief Financial Officer is Corey Wiktor, and the Contract Officer duties would be performed by the Chief Executive Officer, Norm Leyh. The law also requires a Governance Committee and Audit Committee; these two committees have been provided for in the amended bylaws. The governance committee will put into place the non-financial policies required and the audit committee is to be in charge of the finances of the Agency, have oversight over the Chief Financial Officer and most important to have oversight over the hiring of the auditors that perform the yearly audit and also the auditors would report directly to the Audit Committee after the yearly audit is complete. The final item to the amended bylaws is the Indemnification of Directors and Officers by the Agency. The Indemnification is being considered because when the Agency was first formed there were no assets now years later the Agency has assets which is why the Indemnification issue is being considered. Mr. Cregg advised the Board that they, the Chief Executive Officer, and Chief Financial Officer should be indemnified for actions taken during their course of employment with approval of the Board. Mr. Cregg stated that once the Board is comfortable with the amended bylaws they do need to be adopted and the dates on the Resolution have been left blank because the existing bylaws require 7 days notice on any amendment. It was suggested that after

the Board has time to review and make any changes to the new bylaws that they will be adopted at the next scheduled meeting.

After in-depth discussion the Board decided to review the amended bylaws and revisit this issue at the next scheduled meeting.

Mr. Buffamante asked if it had been decided to go out for quotes on the annual audit.

Mr. Leyh stated that it had been discussed however nothing had been decided. Mr. Cregg advised the Board that hiring of the auditors would be in the scope of the Audit Committee duties.

The next scheduled Board Meeting will be held on **September 19, 2006 at 11:15 a.m.**

A Motion was made by Joseph Eade seconded by Salvatore Marranca to go into Executive Session to discuss personnel issues.

A Motion was made by James Stitt seconded by Tom Buffamante to return from Executive session.

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ADJOURNMENT

A Motion to adjourn was made by Joseph Eade seconded by Salvatore Marranca.