City of Geneva Local Development Corporation
Meeting Agenda

Title: Local Development Corporation Meeting
Location: Geneva BID Conference Room
Zoom will also be available for remote participation (info below)
Date: June 1, 2022
Time: 12pm

Agenda Item	Potential Outcome	Person Responsible
Call to Order		Dave Linger, Chair
Administration		
Minutes May 2022	Motion to approve minutes	Dave Linger, Chair
Financial Report May 2022	Motion to approve financial report	Tracy Verrier
Agenda Items		
Report from the Marketing Committee	Motion to fund 20% of Geneva Made implementation	Tracy Verrier
Environmental Services	Motion to approve professional services contract	Tracy Verrier
Grant Writing Proposal	Motion to approve contract to write NYMS TA grant	Tracy Verrier
Open Meetings Law Change	Review draft policy, set public hearing	Tracy Verrier
Policy Adoption	Resolution to adopt additional policies	Tracy Verrier
Executive Session		
If needed		
Adjournment	Motion to adjourn	Dave Linger, Chair

Next LDC meeting: July 6th, 2022, 12pm

Quorum (Confirmation required)
Dave Linger
Robert Sollenne
Chevanne Devaney
Paula Bucklin
Robert Koczent
Dana Hollenbeck
Marc Rodriguez
Peter Gillotte
Staff
Tracy Verrier
Matt Horn

Join Zoom Meeting
https://us02web.zoom.us/j/82424953044?pwd=VHNES2NvZ3lRTFdVZDlaaVZrME9MUT09
Dial in: (929) 205-6099
Meeting ID: 824 2495 3044
Passcode: 487818

REGULAR MEETING MINUTES
May 4, 2022
12pm

Board Members in Attendance
Dave Linger
Rob Sollenne
Chevanne DeVaney
Paula Bucklin
Dana Hollenbeck
Peter Gillotte

Others in Attendance
Tracy Verrier, Executive Director, MRB Group
Matt Horn, MRB Group
Scott Mason
James Cecere

Agenda Items

Call to Order: Dave Linger called the meeting to order at 12:02pm.

Minutes Approval:
Motion to approve the April meeting minutes by Dana Hollenbeck, second by Paula Bucklin. Motion carried unanimously.

Financial Report:
Tracy Verrier provided a report on the financials for April 2022, noting that MRB's efforts are approaching the initially agreed not to exceed amount. This is in part due to certain administration and compliance tasks taking more time than anticipated, but also due to some program work that has been undertaken. As such, the contract may need to be revisited.

- Motion to approve the financial report by Dana Hollenbeck, second by Paula Bucklin. Motion carried unanimously.

Executive Session:
Motion to enter executive session to discuss the proposed acquisition, sale or lease of real property by Rob Sollenne, second by Chevanne DeVaney. Motion carried unanimously. Board entered executive session at 12:05pm.

Motion to exit executive session by Dana Hollenbeck, second by Rob Sollenne. Motion carried unanimously. Board left executive session at 1:22pm.

Grant Writing Proposals:
Tracy Verrier reviewed the work necessary to complete a competitive NYMS grant application. Dave Linger suggested waiting until next year to submit a NYMS application so the group would have time to identify properties and property owners. Matt Horn suggested revisiting the NYMS Technical Assistance track. Tracy and Matt will explore that option and report back at the next meeting, noting that an application would be due in July.

Tracy Verrier reviewed the Microenterprise Assistance Program (MAP) grant writing proposal (not to exceed of $3,000), noting that this particular grant is available on a rolling basis.

- Motion to approve the MAP grant writing proposal with the City of Geneva as lead applicant if agreed, but otherwise with the LDC as lead applicant, by Rob Sollenne, second by Chevanne DeVaney. Motion carried unanimously.

Marketing Committee Report:

Tracy Verrier reported that a joint marketing committee including members of the LDC and IDA met. While a number of topics were discussed, the main theme was the need for a dedicated economic development staff person for the City of Geneva. The committee is recommending that the board approve a position statement, which was circulated by email earlier in the week, advocating for City Council to budget for and hire a dedicated economic development staff person. This position statement will be reviewed by the IDA board, and was forwarded to the BID as well. Paula Bucklin asked about the timeline. Tracy explained that the intent was to have the boards approve at their next meetings, and provide the letter to City Council before the next budget process gets underway. Peter Gillotte asked what else the board can do to encourage City Council to do this. Dave Linger suggested reaching out to Council members individually, and even write a letter or contribution for the newspaper when the time is right. Tracy noted that the committee also discussed board members attending to the City Council meetings when the budget is being discussed.

- Motion to approve the position statement encouraging the City of Geneva to hire a dedicated economic development staff person by Dana Hollenbeck, second by Peter Gillotte. Motion carried unanimously.

Tracy reviewed a few other items that came up at the committee, such as identifying developable parcels that the LDC and IDA could partner on to get to active use.

Nominating Committee:

Tracy Verrier noted that Craig Talmage from HWS has agreed to join the board, and will be available to start in July. This timeline aligns with the appointment process.

- Motion to nominate Craig Talmage to the vacant board seat representing a private employer with 100+ employees by Dana Hollenbeck, second by Chevanne DeVaney. Motion carried unanimously.

Dave Linger made a motion to adjourn, which passed by acclamation. The meeting adjourned at 1:55pm.

Geneva Industrial Development Agency & Geneva Local Development Corporation
Joint Marketing Committee Meeting
Via Zoom
April 28th, 2022 at 10:00am

In Attendance:

Dave Linger (LDC)
Anne Nenneau (IDA)
Robert Sollenne (LDC)
Paula Bucklin (LDC)
Lowell Dewey (IDA)
Teresa Angelo (former IDA)

Others present:

Tracy Verrier, MRB Group

Meeting Call to Order:

The meeting was called to order at 10:00am.

Introductions:

The individuals in the meeting were already familiar with each other. Teresa Angelo noted that she is not currently a board member of either group, but is interested in seeing Geneva grow. Anne Nenneau added that Teresa is a former IDA board member and that her involvement with and knowledge of Locate Finger Lakes might also be helpful.

Organizational Overviews:

Tracy Verrier read the mission statements of the LDC and IDA, noting that there is mission alignment between the two organizations in that they are both seeking to catalyze projects, particularly economic development projects, for the betterment of the City of Geneva. However, they are different in their powers and capabilities. Anne noted that the IDA has a revenue stream from administrative fees, whereas the LDC does not have a steady form of income.

Tracy inquired about how the LDC and IDA have collaborated in the past. The most recent example is the Gateway parcel development. Paula Bucklin noted a few marketing tasks that the two groups undertook together, like websites and the video. Rob Sollenne explained that the groups have shared expenses on various City initiatives.

Teresa inquired about how the City would be involved in this committee, as well as the BID. Is the BID promoting the City on behalf of the City, or would the City also be promoting itself? Dave Linger noted that the BID is a separate entity from the City, and is a private non-profit. There has been a long relationship between the BID and the City, and most recently the two are 50-50 partners on a marketing/communications position. Tracy's impression is that the City is interested in participating in whatever marketing efforts are happening, but they are short on capacity right now.

Ideas for Collaboration:

The group reviewed the organizational goals and objectives for both organizations. Key discussion items included:

- A welcome guide, along with a way to reach back out to those who requested the welcome guide, would be helpful.
- It would be very helpful to compile a list of developable properties. The County EDC is working on a list of available commercial properties, so we could use that and add vacant parcels that are developable.
- It is key to have a dedicated economic development position at the City so that someone can take a proactive approach to growth and business development. Perhaps this person and the new marketing person could coordinate to promote the City for economic development.
- Make three lists: 1) attributes and assets of the City of Geneva, 2) the types of businesses we want to attract, 3) specific businesses within those categories that we can proactively reach out to. These lists would help an economic development person and/or marketing person start doing proactive attraction work.
- Some of this work was done with an update of the Geneva website a few years ago, but it wasn't kept up to date thereafter and is a bit buried in the website. We might want to develop a site dedicated to economic development, but there needs to be a plan for maintaining the website. At the very least, there should also be a "get more information" contact form on the current page so that we can start gathering email addresses.
- Conversations to re-energize Geneva Made are kicking up, and there may be a proposal coming forward soon.
- Start to think if there is a role for this group to play around promoting lakefront development. This may be something to act on when the zoning code is opened for revisions.

Next steps:

- Draft a position statement encouraging the City to budget for and hire an economic development position. The LDC and IDA boards could approve and sign this statement, and invite the BID to do the same. Make sure to have a combined statement within the next month or two so that we can have it in front of the new City Manager and for the 2022-23 budget process.
- Start creating an inventory of developable parcels by reaching out to Neal and Stephen at the City for their input. Then perhaps the colleges could help by creating a class project or internship to do some of the relevant mapping and design work.
- Get clarity about the roles and responsibilities of the new marketing person.

Adjournment

- The meeting adjourned at 10:05am.

Geneva Industrial Development Agency & Geneva Local Development Corporation
Joint Marketing Committee Meeting
Via Zoom
May 23rd, 2022 at 1:00pm

In Attendance:

Dave Linger (LDC)
Anne Nenneau (IDA)
Robert Sollenne (LDC)
Paula Bucklin (LDC)
Lowell Dewey (IDA)
Teresa Angelo (former IDA)

Others present:

Tracy Verrier, MRB Group
Maureen Ballatori, 29 Design Studio

Meeting Call to Order:

The meeting was called to order at 1:03pm.

Position Statement:

Tracy Verrier provided an update that both the IDA and LDC boards approved the position statement encouraging the City to fund and hire a dedicated economic development position. The BID will review the statement at their meeting on Thursday, then it can go to City Council.

Geneva Made Proposal:

The committee reviewed the Geneva Made implementation proposal. Tracy Verrier explained that the current proposed funding split would be 10% City, 20% each LDC and IDA, and 50% County. There was general consensus that the implementation needed to happen, but some concern about the long-term sustainability of the brand. Maureen Ballatori from 29 Design explained that this proposal would be for a year, then she would be open to continuing under a new contract or training a City employee to take over the ongoing brand work. It was noted that the GEDC could be included in this work as well. Lowell and Rob agreed that they would like there to be a broader marketing effort that includes more industries as well. The committee asked whether Agritech would be funding this as well. Tracy will follow up to determine this. The committee agreed to bring the proposal to both the LDC and IDA boards for consideration at their meetings next week.

BID/City Marketing Position:

Tracy received feedback from the BID and the City about the role and responsibilities of the marketing position that was recently established. On the BID side, the role is focused on BID public relations and marketing activities (e.g. social media, advertising, event promotion, etc.). On the City side, the position is focused on e-blasts, social media, and special projects. Any requests for collaboration should go through Erica Collins, who is managing this position right now.

Developable Properties:

Tracy requested input on developable properties from the City (particularly commercial), but they are still working on it. Lowell noted that he spoke with an architecture professor and she is going to refer him to some other programs that might be better aligned with the type of mapping and marketing work the we are seeking.

Next Steps:

At the next meeting, the group will revisit the developable property list and review the proposed zoning revision. The committee would like to make suggestions about where the zoning could be more welcoming to and appropriate for commercial development.

Adjournment

- The meeting adjourned at 1:57pm.

Geneva LDC
Balance Sheet
As of May 24, 2022

	May 24, 22
ASSETS	
Current Assets	
Checking/Savings	
Certificate of Deposit	81,135.00
LDC Checking Account	163,776.40
Total Checking/Savings	244,911.40
Total Current Assets	244,911.40
Other Assets	
Land and Buildings - Investment	44,567.00
Total Other Assets	44,567.00
TOTAL ASSETS	**289,478.40**
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable (A/P)	39,880.90
Total Accounts Payable	39,880.90
Total Current Liabilities	39,880.90
Total Liabilities	39,880.90
Equity	
Retained Earnings	263,610.79
Net Income	-14,013.29
Total Equity	249,597.50
TOTAL LIABILITIES & EQUITY	**289,478.40**

Geneva LDC
Profit & Loss YTD Comparison
May 1 - 24, 2022

	May 1 - 24, 22	Jan 1 - May 24, 22
Ordinary Income/Expense		
Income		
Investments		
Interest-Savings, Short-term CD	0.00	27.96
Total Investments	0.00	27.96
Total Income	0.00	27.96
Expense		
Contract Services		
Outside Contract Services	4,880.90	14,041.25
Total Contract Services	4,880.90	14,041.25
Total Expense	4,880.90	14,041.25
Net Ordinary Income	-4,880.90	-14,013.29
Net Income	**-4,880.90**	**-14,013.29**

WHAT WE HEARD YOUR IDEAL ENGAGEMENT INCLUDES;

Collaboration;

- 29DS as the strategic marketing anchor and extension of Geneva Made

Strategy & Execution;

- Execute smart and strategic marketing to increase brand awareness and position Geneva Made as the forward-thinking, food and beverage innovation focused organization
- Create local, regional and national buzz to attract startups and/or scaling business' to relocate to or grow in Geneva
- Leverage local and regional partnerships to strategize, develop and launch inclusive and forward-thinking business-centric initiatives, i.e. workforce development, workshops, Geneva Made network and shared brand benefits, etc.
- Create and execute the overarching marketing support via print and/or digital marketing channels

Analyze & Educate

- Evaluate key metrics on marketing performance and communicate opportunities and efficiencies back to you

OUR PROPOSAL:

We believe in fostering collaborative relationships with our clients that are grounded in trust, experience and creativity. Sure, "design" is in our name, but more than that, we start with your business objectives and ensure that whatever the solution is, it's rooted in strategy and solves for your biggest challenges.

We'll begin with a kickoff meeting to deeply understand the Geneva Made priorities, goals and strategic initiatives for 2022 and beyond. We'll add any necessary additions to the Geneva Made Launch Strategy we created in August, 2021 and execute work on an ongoing basis to promote and grow the brand, develop new business-centric strategic initiatives, and attract new startups and/or scaling businesses to become Geneva Made.

Additional marketing goals include;

- Promote Geneva Made locally, regionally and nationally
- Maintain strong and consistent brand and messaging across all marketing channels
- Analyze and evaluate strategic opportunities for execution on the Geneva Made website, email, or social media platforms to increase engagement

Our relationship is collaborative and communication is crucial. We'll schedule bi-weekly or monthly 30-minute status meetings throughout the duration of our engagement to confirm we are aligned on who's doing what, how, and when.

WHAT WE'LL DO:

- Creative Strategy, Development & Execution
- Monthly Analytics

HOW WE'LL DO IT:

Our team will implement and execute the Geneva Made launch strategy and additional strategic initiatives identified throughout the duration of our engagement.

***Strategic Marketing and Creative may include but are not limited to;**

- Public Relations (Events, Press + Media outreach, etc.)
- Email Marketing
- Social Media Management
- Paid Ads* (Facebook, Instagram, etc.) or Paid Search* (Google)
- Print collateral (sell sheet, stickers, brochures, rack card, etc.)
- Creative Direction (Photo/Video)
- Digital Assets

At the end of each month, we'll analyze campaign performance for the month prior. We'll report back to you with statistics as well as draw actionable insights and recommendations to be implemented that optimize current and future marketing activities.

***What's not included:**

- Media Spend
- Packaging design and development
- Logo design

BUDGET & BILLING SCHEDULE

Geneva Made Budget:..$5,000/month

Term: .... 12 months

June 1, 2022

David Linger
Geneva Local Development Corporation
47 Castle Street
Geneva, NY

RE: PROPOSAL FOR PROFESSIONAL SERVICES
GENEVA LOCAL DEVELOPMENT CORPORATION
CONSOLIDATED FUNDING APPLICATION – NEW YORK MAIN STREET TECHNICAL ASSISTANCE

Dear Mr. Linger:

We are pleased to provide this proposal for assistance in preparing an upcoming Consolidated Funding Application (CFA) through the New York State Department of Homes and Community Renewal (HCR) for the New York Main Street-Technical Assistance (NYMS-TA) program on behalf of the Geneva LDC. This grant application will request funding to support building reuse and feasibility analyses, as well as economic development planning. In 2022, NYMS-TA is offering grants of up to $20,000 requiring a 5% cash match. This amount cannot be used to support grant administration costs.

I. **Background**

It is our understanding that the Geneva LDC would like to engage MRB Group to write a grant application for NYMS-TA funding, with the primary applicant most likely being the City of Geneva.

HCR solicits applications through the New York State Consolidated Funding Application (CFA) for the purpose of supporting planning for downtown building renovation and preservation projects. In particular, HCR seeks to support adaptive reuse of historic buildings into mixed-use facilities and the creation and enhancement of affordable housing units. If awarded, the grant funding would allow the applicant to engage in planning activities that would help property owners understand the feasibility and scope of development work at their downtown buildings. These planning activities could be used to help position the City of Geneva and participating property owners for a future NYMS application to support the renovation and construction costs.

II. **Scope of Work**

MRB Group will assist the Geneva LDC with the preparation of a NYMS application by preparing the various documents required to submit through the CFA application portal. Specifically, we will work with relevant partners to undertake the following tasks resulting in a complete application:

- Outline the project strategy
- Complete the required Project Workplan
- Draft an RFP to be used to procure professional services for the project
- Complete required Environmental Review form
- Demonstrate alignment with existing community plans
- Provide examples of past successful NYMS implementation
- Describe why Technical Assistance funding is needed, despite prior experience and success with the program, and how it will prepare the City of Geneva for future NYMS funding
- Ensure that the required municipal resolution is completed
- Incorporate all necessary documents and information into the CFA application portal

III. **Fee**

MRB Group's fee will be an hourly not to exceed basis with a total budget of **$5,000.00**.

The cost figure shown above represents our hourly not to exceed amount. Should any additional work beyond this fee and outside the scope of this proposal is expected, it would be reviewed with the Client. MRB Group shall submit monthly statements for services rendered during each invoicing period based on the efforts performed during that period. MRB Groups Standard Rates are subject to annual adjustment.

IV. Commencement of Work

Upon receipt of the signed proposal, MRB Group will begin work on the CFA grant application process. The grant application will be due July 29, 2022 and we anticipate grant awards will be announced in December 2022.

V. Standard Terms and Conditions

Attached hereto and made part of this Agreement is MRB Group's *Standard Terms and Conditions.*

If this proposal is acceptable to you, please return one copy to our office. Thank you for your consideration of our firm. We look forward to working with you on this project.

With best regards,

Matt Horn
Director of Municipal Services

James J. Oberst, P.E.
Executive Vice-President, C.O.O.

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PROPOSAL ACCEPTED FOR THE GENEVA LOCAL DEVELOPMENT CORPORATION BY:

Signature	*Title*	*Date*

MRB GROUP, ENGINEERING, ARCHITECTURE, SURVEYING, D.P.C.
AGREEMENT FOR PROFESSIONAL SERVICES
STANDARD TERMS AND CONDITIONS

A. TERMINATION

This Agreement may be terminated by either party with seven days' written notice in the event of substantial failure to perform in accordance with the terms hereof by one party through no fault of the other party. If this Agreement is so terminated, the Professional Services Organization (hereinafter referred to as P.S.O.) shall be paid for services performed on the basis of his reasonable estimate for the portion of work completed prior to termination. In the event of any termination, the P.S.O. shall be paid all terminal expenses resulting therefrom, plus payment for additional services then due. Any primary payment made shall be credited toward any terminal payment due the P.S.O. If, prior to termination of this Agreement, any work designed or specified by the P.S.O. during any phase of the work is abandoned, after written notice from the client, the P.S.O. shall be paid for services performed on account of it prior to receipt of such notice from the client.

B. OWNERSHIP OF DOCUMENTS

All reports, drawings, specifications, computer files, field data and other documents prepared by the P.S.O. are instruments of service and shall remain the property of the P.S.O. The client shall not reuse or make any modification to the instruments of service without the written permission of the P.S.O. The client agrees to defend, indemnify and hold harmless the P.S.O. from all claims, damages, liabilities and costs, including attorneys' fees, arising from reuse or modification of the instruments of service by the client or any person or entity that acquires or obtains the instruments of service from or through the client.

C. ESTIMATES

Since the P.S.O. has no control over the cost of labor and materials, or over competitive bidding and market conditions, the estimates of construction cost provided for herein are to be made on the basis of his experience and qualifications, but the P.S.O. does not guarantee the accuracy of such estimates as compared to the Contractor's bid or the project construction cost.

D. INSURANCE

The P.S.O. agrees to procure and maintain insurance at the P.S.O.'s expense, such insurance as will protect him and the client from claims under the Workmen's Compensation Act and from claims for bodily injury, death or property damage which may arise from the negligent performance by the P.S.O. or his representative.

E. INDEPENDENT CONTRACTOR

The P.S.O. agrees that in accordance with its status as an independent contractor, it will conduct itself with such status, that it will neither hold itself out as nor claim to be an officer or employee of the client, by reason hereof, and that it will not by reason hereof make any claim, demand or application to or for any right or privilege applicable to an officer or employee of the client, including, but not limited to, Workmen's Compensation coverage, unemployment insurance benefits or Social Security coverage.

F. SUCCESSORS AND ASSIGNS

The client and the P.S.O. each binds himself and his partners, successors, executors, administrators and assigns to the other party of this Agreement and to the partners, successors, executors, administrators and assigns of such other party, in respect to all covenants of this Agreement; except as above, neither the client nor the P.S.O. shall assign, submit or transfer his interest in this Agreement without the written consent of the other.

G. P.S.O. NOT RESPONSIBLE FOR SAFETY PROVISIONS

The P.S.O. is not responsible for construction means, methods, techniques, sequences or procedures, time of performance, programs, or for any safety precautions in connection with the construction work. The P.S.O. is not responsible for the Contractor's failure to execute the work in accordance with the Contract Drawings and/or Specifications.

H. INVOICES AND PAYMENT

Client will pay MRB Group, Engineering, Architecture, Surveying, D.P.C. for services in respect of the period during which Services are performed in accordance with the fee structure and work estimate set forth in the proposal. Invoices will be submitted on a periodic basis, or upon completion of Services, as indicated in the proposal or contract. All invoices are due upon receipt. Any invoice remaining unpaid after 30 days will bear interest from such date at 1.5 percent per month or at the maximum lawful interest rate, if such lawful rate is less than 1.5 percent per month. If client fails to pay any invoice when due, MRB may, at any time, and without waiving any other rights or claims against Client and without thereby incurring any liability to Client, elect to terminate performance of Services upon ten (10) days prior written notice by MRB to client. Notwithstanding any termination of Services by MRB for non-payment of Invoices, Client shall pay MRB in full for all Services rendered by MRB to the date of termination of Services plus all interest and termination costs and expenses incurred by MRB that are related to such termination. Client shall be liable to reimburse MRB for all costs and expenses of collection, including reasonable attorney's fees.

I. FEES REQUIRED FROM JURISDICTIONAL AGENCIES

MRB Group, D.P.C. is not responsible for nor does the Compensation Schedule established in the Agreement include fees or payments required of jurisdictional agencies. The client herein agrees to pay all application, entrance, recording and/or service fees required by said agencies.

J. P.S.O. NOT AN EMPLOYEE

The P.S.O. agrees not to hold himself out as an officer, employee or agent of the Owner, nor shall he make any claim against the Owner as an officer, employee or agent thereof for such benefits accruing to said officers, employees or agents.

K. INDEMNITY

The Owner will require any Contractor and Subcontractors performing the work to hold it harmless and indemnify and defend the Owner and P.S.O., their officers, employees and agents from all claims resulting from the Contractor's negligence in the performance of the work.

CITY OF GENEVA LOCAL DEVELOPMENT CORPORATION
Public Meeting Videoconference Policy

The City of Geneva Local Development Corporation (the "Corporation") hereby establishes this policy to allow for attendance by members of the board and members of the public via videoconference at any open meeting of the board of directors or any committee or subcommittee meeting and is established in accordance with the laws of 2022 of the State of New York within the Public Officers Law ("Open Meetings Law"). https://opengovernment.ny.gov/open-meetings-law

This internal Corporation policy sets forth the options for attendance at public meetings of this public body either in person, via videoconference at a public location, or via videoconference at a non-public location due to "extraordinary circumstances" being experienced by a member who still wishes to attend.

This policy defines these "extraordinary circumstances" by which a member may participate in a meeting of the board or committee via videoconferencing in a non-public venue and establishes the procedures for notifying the Corporation staff in order to verify the extraordinary circumstance and sets forth a method for updating the public on opportunities to attend via videoconference.

1. Open Meeting Law states that a quorum of the board must be present in-person at a predetermined time and public location wherein the meeting will be conducted. Any member attending in-person at the predetermined and noticed public location may count toward quorum.

2. Any member attending via videoconference under "extraordinary circumstances" will not be counted toward a quorum, but may vote on motions and resolutions.

3. When participating under "extraordinary circumstances" by which a member of the public body may request participation via videoconferences, they must notify the Corporation Executive Director by phone or email as soon as the circumstance is presented. The Executive Director will present the information to the chair of the board for final determination.

4. Extraordinary circumstances allowed by this Corporation are:
    a. Physical Disability whereby they are unable to meet in a physical location.
    b. Illness whereby they are under direct orders from a doctor not to attend in-person meetings, or whereby their illness presents a risk of spreading to others attending the meeting.
    c. Caregiver responsibilities whereby they are the only option for attending to the physical care of a minor or other dependent or family member.
    d. Work-related restrictions whereby their place of business does not allow for participation at in-person meetings outside the parameters of their business location, or whereby their presence at the business location is critical during the date and time of the Corporation meeting.

   e. Travel commitments whereby they are at a location too distant to attend the meeting in-person.
   f. Other significant or unexpected, unforeseen factors or events which preclude attendance must be presented to the Corporation staff within a reasonable amount of time before the meeting in order to approve a videoconference option and to give notice to the public for a videoconference option.

5. Public Notice of an Open Meeting will be posted online in the Corporation's Agenda and Minutes Center, on the public bulletin boards at physical location and shared with the local news media.

6. Pre-established meetings will provide for meeting notice at least 72 hours prior to meeting to announce the time and physical or virtual locations whereby the public can attend and it must account for ADA accommodations or compliance for public attendance.

7. In the event a member is allowed to participate via videoconference under "extraordinary circumstances," the Corporation staff shall include a link to the same videoconference service by which the member will be participating on the agenda and within the public notice as soon as reasonably possible.

8. Any member of board or committee participating via videoconferencing must be able to be seen, heard and identified, as well as all members attending in person. Members of the public attending in person or via videoconference will also be asked to identify themselves for the purpose of notation the minutes.

9. Minutes of the meeting will delineate the attendance of each member and by what means they are attending, either in-person or via videoconference and under which "extraordinary circumstance."

10. Any meeting of the Corporation or committee that is conducted with members via videoconference will be recorded and saved for five (5) years.

RESOLUTION

A regular meeting of the Geneva Local Development Corporation was convened at 1 Franklin Street, Geneva, NY on June 1, 2022 at 12:00pm.

The following resolution was duly offered and seconded, to wit:

Resolution No. ____

RESOLUTION OF THE GENEVA LOCAL DEVELOPMENT CORPORATION (THE "CORPORATION") RATIFYING AND ADOPTING CERTAIN POLICIES, STANDARDS AND PROCEDURES IN CONNECTION WITH THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005 AND THE PUBLIC AUTHORITY REFORM ACT OF 2009.

WHEREAS, pursuant to the Not-For-Profit Corporation Law of the State of New York, Article 14, Section 1411, as amended, the Corporation was created as a public benefit corporation of the State for the benefit of the City of Geneva; and

WHEREAS, the Public Authorities Accountability Act of 2005 (the "PAAA"), which was signed into law on January 13, 2006 as Chapter 766 of the Laws of 2005, was enacted by the New York State Legislature to insure greater accountability and openness of public authorities throughout the State; and

WHEREAS, as a "local authority" as defined pursuant to Section 2 of the Public Authorities Law ("PAL") the Authority, by resolution adopted October 17, 2006, adopted requisite policies, standards and procedures in furtherance of PAAA, certain elements of which the Corporation desires to reaffirm and ratify herewith; and

WHEREAS, by Chapter 506 of the Laws of 2009, the Public Authority Reform Act of 2009 ("PARA") imposed new requirements upon certain local authorities of the State, including the Corporation; and

WHEREAS, the Corporation desires to ratify and adopt certain policies of the Corporation in furtherance of the PAAA and PARA.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE GENEVA LOCAL DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. The Corporation hereby ratifies, reaffirms, reinstates, approves and adopts the following policies and procedures previously reviewed and approved by the Corporation, in substantially the forms attached hereto as **Exhibit A**, to be effective for the calendar year 2022, or until such time as successor policies and procedures shall have been approved by the Corporation:

(a) Compensation Policy;
(b) Defense and Indemnification Policy;
(c) Extension of Credit Policy; and
(d) Property Acquisition Policy.

Section 2. The Corporation hereby appoints Tracy Verrier as the Corporation Contracting Officer, whom shall serve for the calendar year 2022, or until such time as their respective successors shall have been nominated and appointed.

Section 3. These Resolutions shall take effect immediately.

The question of the adoption of the foregoing Resolutions was duly put to a roll call vote, which resulted as follows:

	Yea	***Nay***	***Absent***	***Abstain***
David Linger	[ ]	[ ]	[ ]	[ ]
Robert Koczent	[ ]	[ ]	[ ]	[ ]
Robert Sollenne	[ ]	[ ]	[ ]	[ ]
Dana Hollenbeck	[ ]	[ ]	[ ]	[ ]
Marc Rodriguez	[ ]	[ ]	[ ]	[ ]
Peter Gillotte	[ ]	[ ]	[ ]	[ ]
Chevanne DeVaney	[ ]	[ ]	[ ]	[ ]
Paula Bucklin	[ ]	[ ]	[ ]	[ ]

The Resolutions were thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF ONTARIO) SS:

I, the undersigned Secretary of the Geneva Local Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of Geneva Local Development Corporation (the “Corporation”), including the resolution contained therein, held on June 1, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Corporation present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of ______, 20__.

____
Rob Sollenne
Secretary

Exhibit A

CITY OF GENEVA LOCAL DEVELOPMENT CORPORATION
Compensation Policy

Board Member Compensation

The members of the Board of the Corporation shall serve without salary at the pleasure of the City of Geneva City Council, but may be reimbursed for reasonable expenses incurred in the performance of Corporation duties at the approval of the Board.

Officers, Employees and Agents

The officers, employees and agents of the Corporation shall serve at the pleasure of the Corporation at such compensation levels as may be approved by the Board from time to time and may be reimbursed for reasonable expenses incurred in the performance of Corporation duties subject to Board approval. Officers, employees and agents of the Corporation shall be available as required to perform the operations of the Corporation as set forth in the Corporation's By-Laws and shall put forth their best efforts to perform their respective duties as outlined in the By-Laws of the Corporation and any other directives of the Board.

Approved and adopted this <date> day of <month> 2022

CITY OF GENEVA LOCAL DEVELOPMENT CORPORATION
Defense and Indemnification Policy

The Geneva Local Development Corporation ("Corporation") indemnifies and defends board members, audit and governance committee members, and Corporation staff individually and as a group from claims arising from the good faith performance of their duties. The Corporation carries directors' and officers' liability and general liability insurance via the City of Geneva to provide coverage in the event of such action.

Approved and adopted this <date> day of <month> 2022

CITY OF GENEVA LOCAL DEVELOPMENT CORPORATION
Extension of Credit Policy

Pursuant to and in accordance with PAL Section 2824(5), the Geneva Local Development Corporation shall not, directly or indirectly, including through any subsidiary, extend or maintain credit, arrange for the extension of credit, or renew any extension of credit, in the form of a personal loan to or for any officer, board member or employee (or equivalent thereof) of the Corporation.

Approved and adopted this <date> day of <month> 2022

Geneva Local Development Corporation
Property Acquisition Policy

A. Acquisition of Real Property

Real Property may be acquired by the Geneva Local Development Corporation ("Corporation") for use, development, resale, leasing or other uses designated by the Corporation. The Corporation may lease Real Property for use, subleasing or other uses designated by the Corporation.

The purpose of each acquisition of Real Property shall be to further one or more purposes of the Corporation under its Certificate of Incorporation, by-laws or a resolution adopted by the Corporation Board of Directors, its mission statement, or for a purpose otherwise permitted by law.

Prior to each acquisition of Real Property, the Corporation will conduct such due diligence as it deems appropriate in accordance with the particular circumstances of the proposed acquisition. Such due diligence may include, but is not limited to, Real Property appraisals and review and investigation of environmental, structural, title, pricing and other applicable matters.

B. Approval of Real Property Acquisitions

All acquisitions of Real Property shall be conducted in accordance with this Policy and applicable law. Proposed acquisitions of Real Property shall be presented to the Corporation Board of Directors for approval or other appropriate action.

C. Fair Market Value

Acquisitions of Real Property are intended to be made for no greater than the fair market value of the Real Property. In the event circumstances exist in which an acquisition of Real Property is made where the contract price to be paid by the Corporation exceeds the fair market value of the Real Property, the Corporation shall include in its annual report required by Section 2800(2) of the Public Authorities Law a detailed explanation of the justification for making the purchase without competitive bidding and a certification by the Executive Director and either the Chief Financial Officer or Treasurer of the Corporation that they have reviewed the terms of the acquisition and determined that it complies with applicable law and the Corporation's procurement policy.

Approved and adopted this <date> day of <month> 2022