

SCHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Po Box 627, Cobleskill, NY 12043

Fonda Chronis
Executive Director

Chester Burton
Chairperson

INDUSTRIAL DEVELOPMENT AGENCY BOARD OF DIRECTORS MEETING

ANNUAL MEETING -- FEBRUARY 22, 2024

MEETING MINUTES

Meeting called to order by the Chairperson at 9:00 am.

1. Roll Call

Burton: Present
Johnson: Present
McAllister: Present
Oevering: Present
Trapani: Present

Others Present: Fonda Chronis (CEO / Executive Director), Patsy Nicosia.

2. Reading & Approval of Minutes
a. January 22, 2024 Board Meeting

Motion to approve the minutes of the January 22, 2024 Board Meeting by McAllister, seconded by Trapani (Approved).

3. Bills & Communications -- None

4. Report of the Treasurer – Cash Position Report

Executive Director presented the Cash Position Report as of 2/20/2024, with no substantive change from previous month. Mr. Oevering requested the cash position from previous month be added to the report moving forward. Executive Director will make that change.

Mr. Johnson asked whether Executive Director is looking into the soon-to-mature investment. Executive Director answered that he would review as the time of maturity came closer.

5. Reports of Committees

- a. Governance Committee – Did not meet
- b. Audit Committee -- Did not meet
- c. Finance Committee -- Did not meet

6. Unfinished Business

a. Shad Point

i. MRB Revised Proposal

Executive Director presented a revised MRB proposal for pre-GEIS work. Key changes include: costs will be calculated as hourly with costs listed as “do not exceeds”; Sections B&C costs were lowered by a little; rough schedule attached but is complicated.

Board wanted more defined future cost estimates and a comparison with CPL’s proposal from 2022. Executive Director reviewed the cost comparison with the board. Discussion occurred:

Mr. Johnson discussed moving up timelines on some GEIS tasks.

Mr. McAllister mentioned that the work group preferred MRB to do the pre-GEIS work because of their experience with the process.

Mr. Oevering believes that Phase I and archeological tasks can be done in-house and not predicated on any other work to be done by MRB. Mr. Johnson explained how the village of Schoharie approached a project by using Hartkin’s services. Mr. Johnson reiterated starting GEIS work as soon as possible when practicable.

Motion to approve and authorize the Chair to sign the revised MRB contract for pre-GEIS services made by McAllister, seconded by Johnson (Approved).

ii. Selection of Preferred Developer

Mr. Oevering prefers to table the decision on a preferred developer while the pre-GEIS work is completed. If the IDA is performing due diligence itself, there may not be an advantage to making this decision at this meeting.

Mr. Johnson agrees with Mr. Oevering and has concerns over the developer submissions and would like to pursue other possibilities other than warehousing and that the Highbridge proposal may be more flexible in its design.

Mr. Burton pointed out that the Highbridge proposal was less flexible than a “max build” proposal.

Mr. Oevering clarified his position to be different than Mr. Johnson’s. Mr. Oevering prefers to hold off on deciding on a preferred developer until pre-GEIS tasks are completed. Selecting a developer is secondary to performing the pre-GEIS work and let some of the discussions around potential tenants for the site are more developed. He does not see the advantage of tying the IDA with a singular developer before potential opportunities are further along.

Mr. McAllister pointed out that the IDA only received two RFQ responses, and that Scannell’s outreach is large. There are a limited number of large sites, and Scannell is better positioned to develop that site in a “max build” situation.

Mr. Oevering asked what would be done in the next 30 days if a developer were selected at this meeting? Executive Director answered this question by pointing out the need to be seen as moving forward but a motion to select a developer only means that we enter negotiations with that entity. The details of the contract are where IDA preferences can be represented.

Mr. Johnson asked for details around some of the conversations surrounding a final use of Shad Point. Mr. McAllister has concerns over waiting while things develop and prefers to move forward.

Mr. Trapani pointed out that Scannell has more flexibility in their plan than Highbridge, and that should be taken into account.

Mr. Johnson agrees with Mr. Oevering regarding tabling the decision. The IDA may need to wait while opportunities to “ripen.” Mr. McAllister prefers to move forward because contract negotiations will take months to complete, and he believed the work group had come to consensus to move forward.

Executive Director made two comments: (1) Any preliminary “buzz” around Shad Point are only at the discussion phase with nothing actionable currently, and (2) Selecting a developer does nothing more than authorize him to begin negotiations with that entity, with little commitment on the IDA Board’s part.

Mr. Trapani asked for clarification on what level of commitment the IDA would make by selecting a developer. He pointed out a motion would authorize the Executive Director to enter negotiations with the firm the IDA selects. No other commitments are made until a contract is negotiated and approved by both sides. Mr. Trapani suggested changing

the terminology from “preferred developer” to simply “developer.” Mr. Johnson agreed with the terminology adjustment.

Mr. Johnson asked if there was value in opening discussions with both developers. Mr. Burton did not feel there was value in doing that.

Motion to authorize the Executive Director to enter contract negotiations with Scannell as developer for Shad Point made by Trapani, seconded by McAllister (Approved 3-2 – Johnson and Oevering opposed).

Motion to authorize the Executive Director to proceed with GEIS and pre-GEIS tasks made by Oevering, seconded by McAllister (Approved).

b. Sharon property sale update

Private Owner Development Application (PODA) was published on the website and distributed to all interested parties. Deadline for submissions is COB March 15th. The plan is to evaluate submissions, provide analysis of each submission to board, and bring you a property sale resolution at the March meeting.

Mr. Oevering asked about the sale of Mineral Springs property. Executive Director explained the due diligence period is approaching, and he will follow-up about a week prior to that date for an update from legal counsel.

c. ACH Transaction Process

Executive Director provided the board with a copy of the new Automatic Clearing House (ACH) process to be followed, along with a form to be used by staff, approved by the CEO, and reviewed by either the Treasurer or Chairperson for oversight purposes.

Mr. Oevering inquired about insurance for 1099 workers. Executive Director will investigate whether IDA coverage is extended to 1099 workers.

7. New Business

a. Internal Controls Process Delineation

Executive Director reviewed the process the IDA will follow regarding internal controls.

Mr. Burton preferred this process be accepted by motion because auditors look for board involvement in processes.

Motion to accept the Internal Controls Process as outlined in the attached document made by Burton, seconded by Trapani (Approved).

b. Annual Housekeeping Resolution #02-24-01

Executive Director explained the resolution and the need to elect officers, fill one committee seat, and discuss making Fonda Chronis the CFO as well as CEO. SCIDA by-laws require a CFO but state law does not. Because of the additional level of internal control as accepted earlier in the meeting, making Mr. Chronis both the CEO and CFO would add to the efficiency of the organization without jeopardizing segregation of duties. Legal can support this so long as sufficient controls are in place.

Motion to enter executive session at 10:08am to discuss “the medical, financial, credit or employment of a particular person or corporation, or matters leading to the appointment, employment, demotion, discipline, suspension, dismissal or removal of a particular person or corporation” made by Johnson, seconded by McAllister (Approved)

Motion to exit executive session at 10:31am made by McAllister, seconded by Johnson (Approved).

Motions to amend Resolution #02-24-01:

<u>Item</u>	<u>Amendment</u>	<u>Made By</u>	<u>Seconded</u>	<u>Approved</u>	<u>No Votes</u>
Chairperson	Burton	McAllister	Johnson	Yes	None
Vice Chair	Trapani	Johnson	McAllister	Yes	None
Secretary	Johnson	McAllister	Trapani	Yes	None
Treasurer	McAllister	Trapani	Johnson	Yes	None
Audit Member	Oevering	McAllister	Johnson	Yes	None

Motion to approve Resolution 02-24-01 as amended above by Johnson, seconded by McAllister (Approved). Roll Call:

Burton: Yes
Johnson: Yes
McAllister: Yes
Oevering: Yes
Trapani: Yes

8. Other -- None

Next Meeting: March 28, 2024 at 9am (Prentice Hall Room 104)

IDA Meetings will be held on the third Thursday of each month at 9am beginning in April.

9. Adjournment

Motion to adjourn at 10:33am made by Johnson, seconded by McAllister (Approved).

SCIDA CASH POSITION REPORT

REPORT AS OF DATE:

2/20/2024

Checking / Money Market

	<u>Bank</u>	<u>Balance</u>
General Checking x4477	NBT	\$143,109.17
Debit Card Account	NBT	\$4,134.21
LPL Cash Account	LPL	\$1,326.26
Revolving Loan Fund	B of R	\$53,228.05
Micro-Loan Checking x0324	NBT	\$6,692.00
		<u>\$208,489.69</u>

Investments

	<u>Bank</u>	<u>Balance</u>	<u>Rate</u>	<u>Maturity Date</u>
CD	NBT	\$203,458.42	4.000%	6/17/2024
CD (Capital One)	LPL	\$110,000.00	3.250%	7/29/2024
CD (Goldman Sachs)	LPL	\$100,000.00	2.100%	4/8/2024
CD (JPM)	LPL	\$97,000.00	5.650%	11/15/2024
CD (JPM)	LPL	\$16,000.00	5.700%	11/15/2024
CD (US Bank)	LPL	\$226,000.00	5.400%	12/13/2024
CD	Trustco	\$123,000.00	5.125%	8/30/2024
CD	Trustco	\$125,232.60	5.175%	9/14/2024
		<u>\$1,000,691.02</u>		

FUNDS IN ESCROW

\$11,700.00

TOTAL CASH AND INVESTMENTS

\$1,220,880.71

ACCOUNTS PAYABLE

(\$5,878.51)

ACCOUNTS RECEIVABLE

\$3,417.50

NET CASH AND INVESTMENTS

\$1,218,419.70

PREVIOUS MONTH CASH AND INVESTMENTS

February 16, 2024

Mr. Fonda Chronis
Schoharie County IDA
276 N Main Street
Schoharie, NY 12157

**RE: PROPOSAL FOR PROFESSIONAL SERVICES
SHAD POINT – GEIS, SITE DESIGN & ENGINEERING V2**

Dear Fonda,

MRB Group is pleased to present the following proposal to provide professional services related to the proposed new industrial site located at 3796 State Route 145, Schoharie, NY 12157 and commonly referred to as "Shad Point."

I. Project Overview

SCIDA has obtained a purchase option for two parcels (Tax Map # 69-3-24.1 & 69-3-32.1) that are located immediately adjacent to Interstate 88, at exit 22. The parcels would be joined to create a buildable lot for a large-scale industrial space. The new parcel would be capable of accommodating an approximately 750,000 SF building.

SCIDA would like to take the initial steps to bringing the site to full "shovel ready" status to maximize its economic development potential. Therefore, SCIDA is requesting the following professional services from MRB Group:

- A Generic Environmental Impact Statement (GEIS) for development of the Shad Point parcels.
- Conceptual site design documents that support the GEIS and provide perspective clients with a track to shovel-ready development.
- Evaluation and conceptual design plans for off-site utility connections along State Route 145 and through the Interstate 88 corridor to accommodate the proposed shovel-ready development.

II. Scope of Services and Compensation

MRB Group proposes the following scope of services and fees.

A. Preparing for the Generic Environmental Impact Statement (GEIS) Process

The following services will be provided to begin the State Environmental Quality Review (SEQR) process for a GEIS.

1. Preparation of the Full Environmental Assessment Form (FEAF) Parts 1 to 3.
2. Preparing the Supporting Documents and associated mapping.
3. Initiate the preparation of the GEIS Environmental Report in accordance with NYS DEC requirements.
4. Prepare environmental planning maps and coordination materials to assist with the preparation of the GEIS for the following but not limited to:
 - NYS Office of Parks and Recreation/ SHPO
 - Department of Agriculture and Markets
 - Soil Survey Maps/ Ag District Maps
 - U.S. Department of the Interior's Fish and Wildlife Service's (USFWS)
 - NYS Department of Environmental Conservation Division of Fish, Wildlife & Marine Resources
 - U.S. Army Corps of Engineers & NYSDEC Wetland Mapping
 - FEMA Flood Insurance Rate Maps
 - NYS Dept of Transportation

Outcome: Commencement of the SEQR and GEIS process at the Town Board level, allowing us to establish lead agency.

Subtotal of A..... \$10,000

B. Site Design Documents

MRB Group will prepare conceptual site design documents that support the GEIS.

1. Updated Boundary, Topographic and Utility Surveys. This information will be needed for design purposes and for construction drawings to extend utilities to the site. MRB will contract out the preparing of an updated boundary survey that includes the road frontage along State Route 145, boundary that extends approximately 1,000 feet onto the property, and includes parcel abstract data and Tax Map data for the remaining lands. SCIDA to provide updated parcel abstracts for review. MRB will also contract out for updated topographic and utility survey data for the Shad Point development area and areas extending northwest through the Interstate 88 corridor to the intersection with State Route 7. **OUTSOURCED Without Markup, Cost Estimate Obtained \$25,000**
2. Geotechnical Field Investigation Report. MRB will contract out a geotechnical field investigation report for the development area. This includes a series of selected borings that would be performed on the project site, near the proposed building, and adjacent to the right-of-way. Evaluation and analysis would focus on general soil characteristics, recommended bearing capacities for building foundations, pavement section, utility construction restrictions such as depth to depth to bedrock and the water table. **OUTSOURCED Without Markup, Cost Estimate Obtained \$15,000**
3. Site Design Plans: MRB will develop advanced conceptual site design plans for a proposed development area, to generally include site layout, grading, stormwater & drainage evaluation, conceptual utility plan, and select construction details.
 - a. Site Plan – This plan will better define the maximum project development area for the site with dimensions of the proposed building, site locations, parking areas, green space, impervious coverage, and site data. (i.e. rights-of-ways, easements, etc.)
 - b. Grading Plans – This plan will depict overall earthwork requirements for the maximum project development area for the purpose of mass grading. Identify areas to minimize site disturbance, clearing limits, proposed drainage patterns, contour lines, and coordinated spot elevations. This plan is needed to show prospective developers the level of earthwork and feasibility to establish a level building pad.

- c. Stormwater Management Plan – Develop a plan to identify the location of stormwater management facilities to accommodate water quality and quantity control measures for the maximum development area. Conceptually show storm sewer piping to route stormwater runoff to the proposed facilities.
- 4. Coordinate and attend two (2) virtual workshop committee meetings with Schoharie County IDA, Town of Cobleskill and other Town staff. Prepare information in advance of meeting, prepare meeting summary, and distribute to all parties.
- 5. Coordination, Administration, Project Management and Miscellaneous office tasks as necessary to progress the project forward through this phase.

Outcome: Site evaluation to support the GEIS. Site plan documents will also assist the IDA in marketing the Shad Point property to developers

Subtotal of B\$58,000 + Outsourced Fees of \$40,000: \$98,000

C. Utility Extensions to Shad Point Development along State Route 145

MRB Group will evaluate and create preliminary design plans for off-site utility extensions to the project site. Primary focus is water, sanitary sewer, gas and electric extending along State Route 145 from the intersection with State Route 7 and through the Interstate 88 corridor to the project site. This includes:

- 1. Coordination with local utility companies (water, sewer, gas, electric, telecommunication) to determine available capacities and infrastructure upgrades needed for the proposed development. Utility companies to provide existing flow data and capacities. (\$4,400)
- 2. Prepare a preliminary engineering report for design purposes. The report will include accessibility of telecommunication, gas and electric (maximum allowable loads available/capacity to be provided by utility company along with any needed design), new watermain and sanitary sewer, and calculations for agency reviews. The report will also present potential developers the infrastructure that is available to the Shad Point property (\$21,000)
- 3. Survey completed from Section B to be utilized in design. (Included in Phase B noted above)

4. Prepare preliminary design and construction plans for the water and sanitary sewer extensions. Utility providers for gas, electric, and telecommunications are required to be designed by their individual utility provider. MRB Group to coordinate, notify, and provide the proposed design plans for water and sanitary sewer with these companies. The proposed preliminary design services include water main design and alignment, hydrant and valve locations, gravity sanitary sewer design and alignment, directional drill profiles (as needed), erosion control plan, and project details. (\$32,000)
5. Regulatory agency submittals for water and sewer review for utility work only:
 - NYS Department of Health – Approval of Plans (DOH-348)
 - NYS Department of Transportation – Utility work permit application
 - NYS Department of Environmental Conservation/Army Corps of Engineers – Joint Application/Nationwide Permit
 - Schoharie County – Highway Work Permit

As part of our initial application in Section A, additional non-utility work may be required such as traffic turn lanes or road widening. This would be an additional service item identified as part of a traffic study and requested by the NYSDOT. The scope of efforts is unknown at this time. (\$8,200)

6. Attend up to four (4) virtual working committee meetings with Schoharie County IDA, utility companies, Town of Cobleskill and other Town staff. Prepare information in advance of meeting, prepare meeting summary, and distribute to all parties. (\$1,400)
7. Coordination, Administration, Project Management and Miscellaneous office tasks as necessary to progress the project forward through this phase. (\$1,400)

Subtotal of C..... \$68,400

Total Basic Compensation \$136,400 + Outsourced Fees of \$40,000: \$176,400

The cost figure shown above represents our estimated hourly not-to-exceed efforts based on the 2024 rates currently in effect. Any additional work beyond this fee and outside the scope of this proposal would be an

additional service 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 Group Standard Rates are subject to annual adjustment.

Owner is required to pay all application and agency review fees. Full payment is due upon completion of the project and prior to the release of final documents.

III. Project Schedule

Upon receipt of the signed proposal, MRB Group will begin work on the project. MRB Group will present a design schedule within 2 weeks of signed proposal. A preliminary schedule is listed below. Project tasks can run concurrently.

Preparation of GEIS Process: 1 month

Site Design Documents: 3 months

Utility Extension to Shad Point: 5-6 months

IV. Additional Services for Future GEIS Full Report

The following items are not included in the above Scope of Services and Basic Compensation but can be provided at our standard hourly rates (or a separate GEIS proposal can be provided.)

- A. Environmental reviews, investigation, or remediation design.
- B. Wetland delineation.
- C. Traffic impact study.
- D. Noise, light, glare impact study.
- E. Archaeological investigations.
- F. Special plans, reports, applications or documentation in addition to those listed above that may be required by Federal, State, County, Town or institutional agencies having jurisdiction in order to obtain final approvals.
- G. Application and agency review fees.

V. Additional Services for General Engineering/Architecture

The following items are not included in the above Scope of Services and Basic Compensation but can be provided at our standard hourly rates.

- A. Evaluation or design beyond project area or scope listed above.
- B. Owner to provide abstract of title.
- C. Easement maps and descriptions.
- D. Design plans for architectural, MEP, and electric & gas services.
- E. Preliminary or final design plans and approvals for the development parcel and utility extensions.
- F. Bidding, construction observation or administration services.
- G. Construction phase services and stakeout.
- H. Special plans, reports, applications or documentation in addition to those listed above that may be required by Federal, State, County, Town or institutional agencies having jurisdiction in order to obtain final utility approvals.
- I. Agency review fees.
- J. Preparation of the National Environmental Policy Act (NEPA) documents that are required if Federal grants and loans are provided.

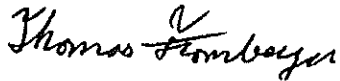
VI. Standard Terms and Conditions

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

[Nothing below this line. Signature page follows.]

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

Respectfully Submitted,



Thomas J. Fromberger, P.E.
Site Development Manager



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



R. Michael N'dolo
Director of Economic Development

<https://mrbgroup365.sharepoint.com/sites/Proposals/Shared Documents/New York/Schoharie County IDA Shad Point/Shad Point Proposal 2-15-24.docx>

PROPOSAL ACCEPTED BY: SCHOHARIE COUNTY IDA

Signature

Title

Date

Schoharie County IDA - Shad Point Site (340 Acres)
Engineering Fee Estimate
 Date: 08/11/2022



Market Ready

Land Purchase Options

Legal and other Fees for Land Purchase Options \$200,000

Preliminary and Environmental Engineering

1. Master Site Plan Development ¹	\$39,000 - \$52,000
2. SEQR ²	\$70,000 - \$80,000
3. Phase I Environmental Assessment	\$5,000 - \$7,000
4. Traffic Study	\$20,000 - \$25,000
5. Subconsultant Budget Estimate	
A. Topographic, Boundary and Wetland Flag Survey	\$35,000 - \$45,000
B. Cultural Resource Investigation	\$40,000 - \$50,000
C. Wetland Delineation, Report and JD, Threatened, Rare & Endangered Species Study	\$25,000 - \$35,000
D. Traffic Counts	\$5,000 - \$10,000
E. Preliminary Geotechnical Investigation	\$35,000 - \$45,000
F. Miscellaneous, Environmental Attorney SEQR assistance	\$5,000 - \$10,000

Market Ready Subtotal Fees (Items 1 - 5) \$280,000 - \$360,000

Optional Shovel Ready Lite Item

Infrastructure Design and Permitting

Water Main and Sewer Main Design and Permitting \$75,000 - \$100,000

Total Fees Shad Point **\$555,000- \$660,000**

Notes:

¹ Master Site Plan Development Includes the Following Tasks:

- Site Visits and Project Meetings
- Existing Infrastructure Analysis and Research
- Utility Conceptual Plans and Coordination
- Zoning Analysis and Parcel Layout
- Environmental Constraints Mapping
- Conceptual Site and Stormwater Plan
- Cost Estimates

² Includes GEIS for Shad Point Park.

CPL - MRB Comparison (Pre-Engineering)

Category	Task	CPL 2022 Est.		Variance (MRB-CPL)	
		Low	High	Low	High
Pre-Development	Master Site Plan Development	\$39,000	\$52,000	\$21,000	\$8,000
Pre-Development	Topography, Boundary, Wetland Survey	\$35,000	\$45,000	-\$10,000	-\$20,000
Pre-Development	Preliminary Geotechnical Investigation	\$35,000	\$45,000	-\$20,000	-\$30,000
Pre-Development	Water/Sewer Design & Permitting	\$75,000	\$100,000	-\$6,600	-\$31,600
				-\$15,600	-\$73,600

CPL Future Cost GEIS (8/11/2022)

Category	Task	CPL Est.	
		Low	High
GEIS	SEQR	\$70,000	\$80,000
GEIS	Phase 1 Environmental Assessment	\$5,000	\$7,000
GEIS	Traffic Study & Counts	\$25,000	\$35,000
GEIS	Cultural Resource Investigation	\$40,000	\$50,000
GEIS	Wetlands Delineation & Other DEC Concerns	\$25,000	\$35,000
GEIS	Misc, Environmental Attorney SEQR assist	\$5,000	\$10,000
		\$170,000	\$217,000

MRB Future Cost GEIS (2/20/2024)

Category	Task	MRB Est.		
		Likely	Worst Case	Worst Case
GEIS	Environmental Reviews, Investigations	\$5,000	\$30,000	\$30,000
GEIS	Wetlands Delineation & Other DEC Concerns	\$10,000	\$50,000	\$50,000
GEIS	Traffic Study & Counts	\$40,000	\$100,000	\$100,000
GEIS	Noise, lights, Glare Impact Study	\$5,000	\$30,000	\$30,000
GEIS	Archeological	\$30,000	\$60,000	\$60,000
GEIS	Special Plans, Reports, etc.	\$25,000	\$150,000	\$150,000
GEIS	Application and Agency Review Fees	\$5,000	\$5,000	\$5,000
GEIS	Oversee GEIS Process	\$50,000	\$100,000	\$100,000
		\$170,000	\$525,000	\$525,000

SCHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

AUTOMATIC CLEARING HOUSE TRANSACTION PROCESS

Per motion by the SCIDA Board of Directors approved on January 22, 2024, the CEO has authority to authorize recurring payments as a way to add efficiency to the accounts payable process. This ACH Transaction document describes the process employees of the SCIDA will follow.

Presented for review to the SCIDA Board of Directors on February 22, 2024.

PURPOSE OF POLICY

The Schoharie County Industrial Development Agency (SCIDA) Board recognizes the efficiency of using automatic clearing house (ACH) transactions to pay certain recurring organizational obligations, and further recognizes the need for additional internal controls to ensure the proper fiscal management of the agency.

PROCESS

1. SCIDA Executive Director will identify opportunities to utilize ACH payments where utilization will save the organization time and/or money or will drive operational efficiency.
2. SCIDA Executive Director will complete the ACH Transaction Approval Form (attached) to the SCIDA Treasurer or Chairperson for approval.
3. If approved, SCIDA Executive Director will move forward to set up a recurring ACH payment with the vendor.
4. Any new ACH payments should be reported to the SCIDA Board of Directors at the next meeting and such information be reflected in the meeting minutes.
5. ACH payments shall only originate from the Debit Card checking account already set up by the Agency. This will mitigate potential fraud because this account has a limited maximum balance.
6. Refer to Debit Account Policy document for replenishment process for this account.

SCHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

AUTOMATIC CLEARING HOUSE TRANSACTION

AUTHORIZATION FORM

Requested By: _____

Vendor: _____

ACH Description: _____

Cost: _____

Recurrence (Circle One): Weekly Monthly Quarterly Annually

Proposed Begin Date: _____

Proposed End Date: _____

Approved By: _____

Date: _____

CEO /Executive Director

Reviewed By: _____

Date: _____

Treasurer / Chairperson

IDA Executive Director shall inform IDA Board of Directors as soon as practicable regarding this recurring ACH.

SCHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

INTERNAL CONTROLS PROCESS UPDATES

Reviewed Approved by the IDA Board on _____

Objective

The Schoharie County Industrial Development Agency (SCIDA) has established a dedicated office with a team of staff and contract workers. As a public authority, the SCIDA Board of Directors bears the responsibility of ensuring the adoption and implementation of effective internal controls within the organization. These additional administrative procedures are designed to introduce further "checks and balances" and oversight layers.

The Chairperson may carry out any provision of this process in the absence of the Treasurer.

Accounts Payable (A/P) Process:

Invoices and bills will be received and processed by administrative support personnel. Each invoice should be stamped with the date of receipt. Every Friday morning, the administrative support will present collected invoices for approval by the Executive Director, who will approve Each invoice and annotate such approval with his/her initials and date of approval on each invoice.

Once approved, the administrative support will enter the invoice into the QuickBooks system. On the 15th and 30th of each month, an abstract of all A/P, along with attached invoices, will be printed. Checks for each invoice will be prepared. The IDA Treasurer (or Chairperson) and Executive Director will review the abstract and checks. The Treasurer will approve the abstract.

Checks will continue to need two signatures as a separate point of internal control, which can be executed by two board members or the Executive Director with a board member countersignature.

Accounts Receivable (A/R) Process:

Payments to the IDA are generally received via USPS mail. In the case of hand-delivered payments, a receipt shall be issued. SCIDA will not collect cash.

Administrative support will receive all receivables whenever possible, who will produce a deposit slip for the appropriate depository account and record the receivable in QuickBooks. Administrative support will make a copy of the receivable check and deposit slip. The deposit slip and payment will be given to the Executive Director, who will record the transaction in the payment log and take the deposit to the bank.

The deposit slip will be provided to administrative support for filing, who will affix the deposit slip onto the photocopy of the receivable check.

On the 15th of every month, the Treasurer will reconcile the deposit log with the QuickBooks receivables report from the previous month. If entries reconcile, the Treasurer will sign off on the log.

SCIDA Payroll Review:

SCIDA requires additional fiscal oversight for payroll processing. The Treasurer will oversee this expenditure on behalf of the IDA Board of Directors.

Hourly employees will submit timecards to the Executive Director, who will process payroll. The Executive Director, being a salaried employee, may process his/her own pay. After processing, a payroll report will be generated. On the 15th and 30th of each month, the Treasurer will review all payroll reports to ensure proper processing and will initial each report.

Any changes in wages/salary must be authorized by the IDA Board of Directors or its designee. The Executive Director will complete a change of wage/salary form, which will be reviewed and approved by the Treasurer prior to processing.

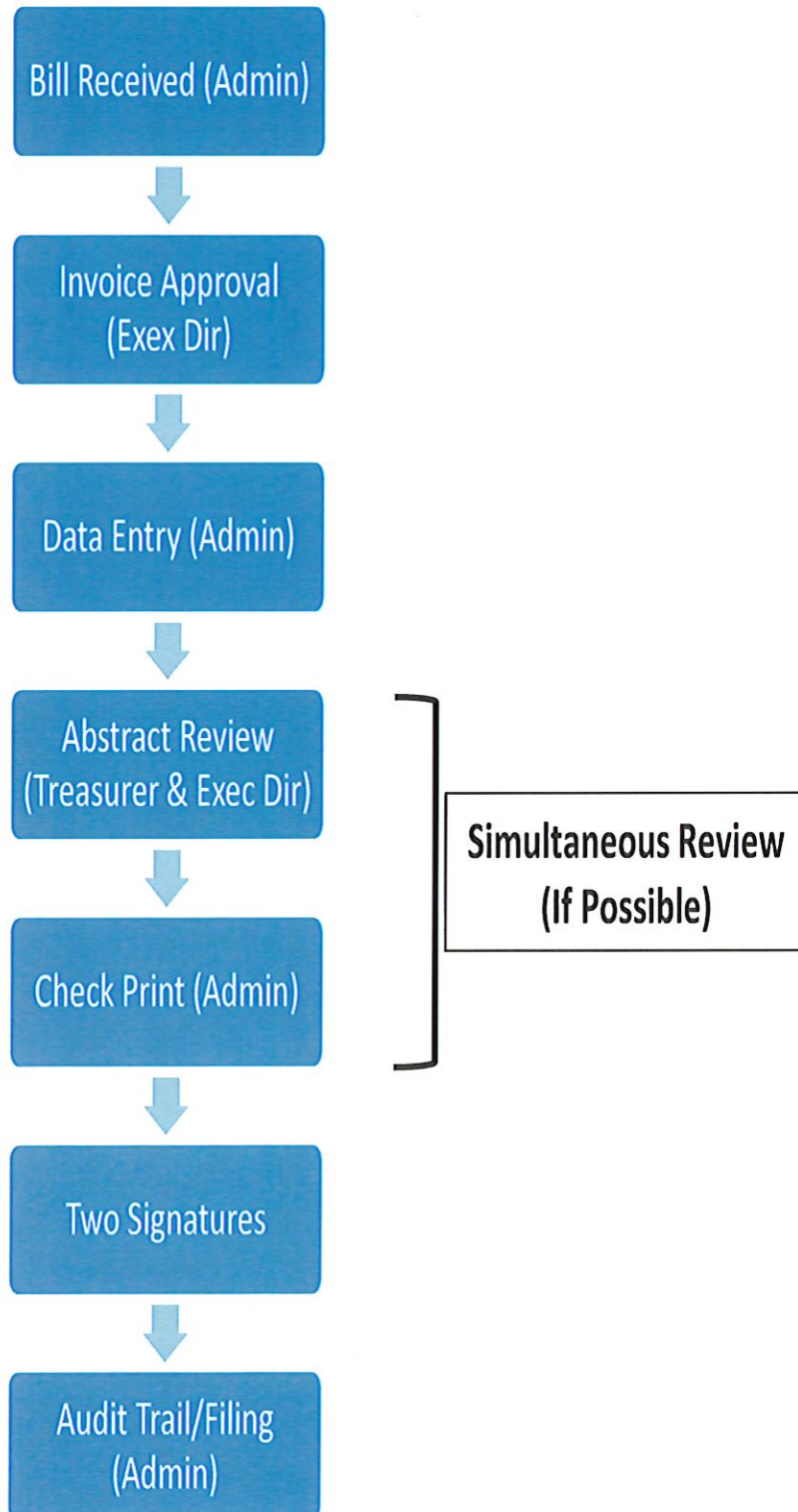
SCIDA Account Reconciliation:

SCIDA will engage a third-party accountant to reconcile all deposit accounts. SCIDA staff will compile monthly invoices and deposit instruments, providing them, along with account statements, to the accountant within five business days after the end of each month. The third-party reconciliation shall be completed by the 20th of each month, with any irregularities reported via email to the Executive Director and Treasurer immediately.

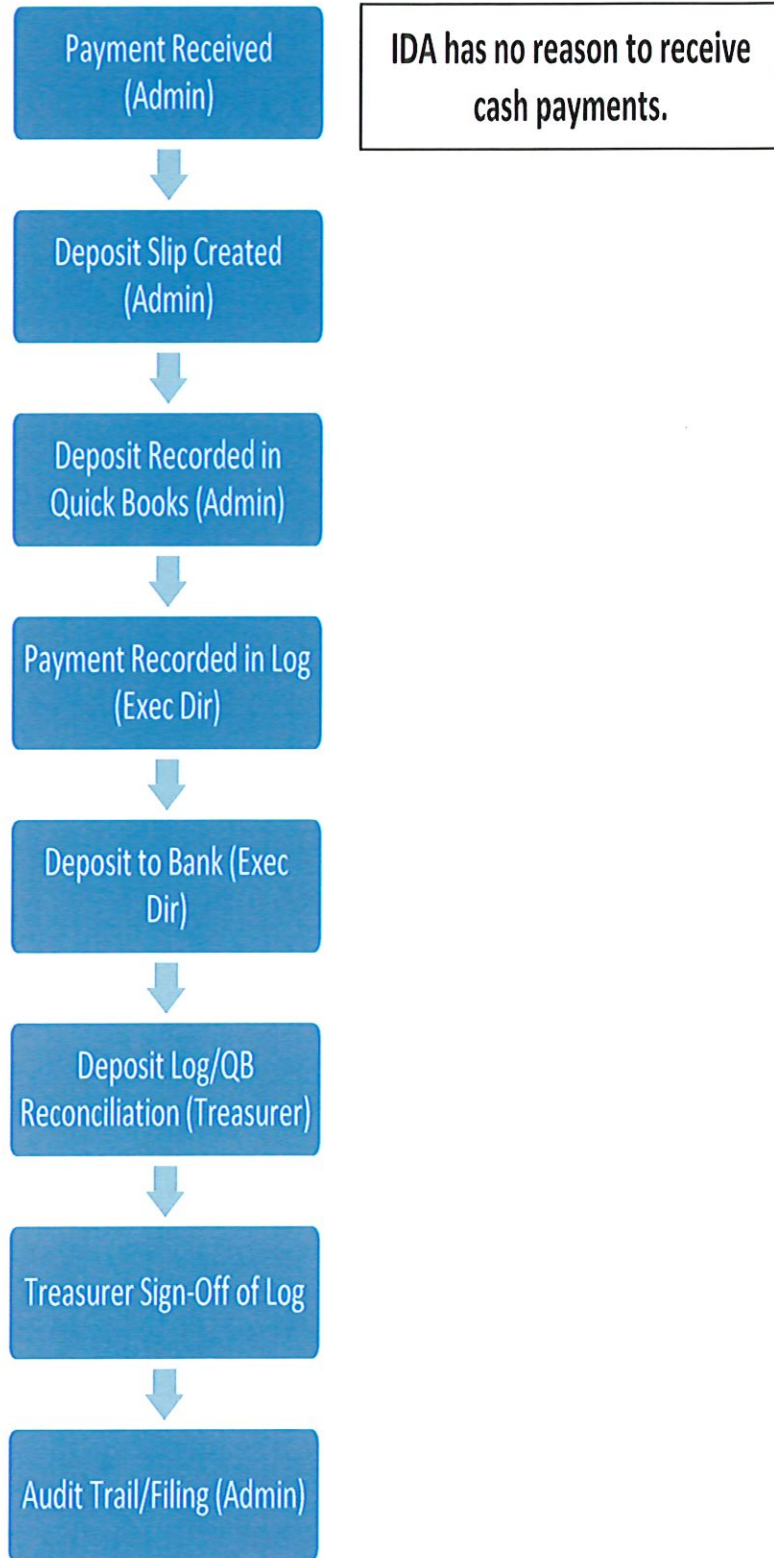
SCIDA Quarterly Financial Reports:

SCIDA Board has requested financial statements on a quarterly basis. The same third-party accountant will produce these financial statements no later than 20 days after the end of the quarter. The statements will be forwarded to the Executive Director for review and analysis. The Executive Director will present the financial statements to the Finance Committee of the SCIDA and the IDA Board for review and acceptance.

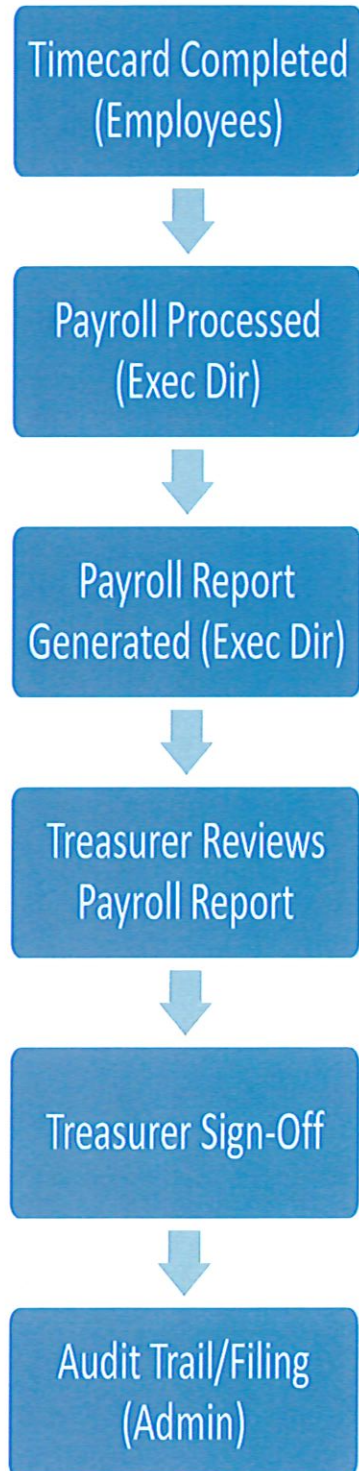
SCIDA Accounts Payable Process



SCIDA Accounts Receivables Process



SCIDA Payroll Review



SCOHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Deposit Reconciliation Form

Time Period:

Month: _____

Year: _____

Reconciliation

- Management has presented to me both the Cash Receipts Log and financial management software (currently Quick Books Online) Accounts Receivable report for the month above.

All deposits reconcile between the Cash Receipts Log kept independently from financial management software (currently QuickBooks Online).

- Management has presented to me both the Cash Receipts Log and financial management software (currently Quick Books Online) Accounts Receivable report for the month above.

All deposits **DO NOT** reconcile between the Cash Receipts Log kept independently from financial management software (currently QuickBooks Online). Further investigation is necessary, and this irregularity will be reported to the full IDA Board as soon as practicable.

Treasurer/Chairperson Signature

Date

SCOHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Pay Rate Change Form

Employee Name: _____

Current Pay Rate: _____

Pay Rate Change: _____

Effective Date of Rate Change: _____

Reviewed and Approved By:

Treasurer/Chairperson Signature

Date

**SCHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
ANNUAL HOUSEKEEPING RESOLUTION 2024**

A regular meeting of Schoharie County Industrial Development Agency (the "Agency") was convened in public session at Prentice Hall Room 104, 152 Albany Avenue in the Town of Cobleskill, Schoharie County, New York on February 22, 2024, at 9:00 o'clock a.m., local time.

The meeting was called to order by the (Vice) Chairman of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

Chester Burton	Chairman
Joseph Trapani	Vice Chairman
Leo McAllister	Member
Peter Johnson	Member
Benjamin Oevering	Member

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Fonda Chronis. Chief Executive Officer

The following resolution was offered by Johnson, seconded by McAllister, to wit:

Resolution No. 02-24-02

RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE MATTERS OF THE AGENCY.

WHEREAS, Schoharie County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 114 of the 1973 Laws of New York, as amended, constituting Section 905-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, under Section 858 of the Act, the Agency has the power to make certain appointments and approve certain administrative matters; and

WHEREAS, under Section 856 of the Act, the members of the Agency shall elect the officers of the Agency; and

WHEREAS, the members of the Agency desire to make certain appointments and approve certain administrative matters;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE SCHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby takes the following actions:

(A) Approves the appointments and the administrative matters described in Schedule A attached hereto.

(B) Approves and confirms the policies described in Schedule A and contained in the Agency's Policy Manual.

Section 2. The Agency hereby authorizes the Chairman and Chief Executive Officer to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This Resolution shall take effect immediately.

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

Chester Burton	VOTING	<u>Yes</u>
Joseph Trapani	VOTING	<u>Yes</u>
Leo McAllister	VOTING	<u>Yes</u>
Peter Johnson	VOTING	<u>Yes</u>
Benjamin Oevering	VOTING	<u>Yes</u>

The foregoing resolution was thereupon declared duly adopted.


STATE OF NEW YORK)
) SS.:
COUNTY OF SCHOHARIE)

I, the undersigned (Assistant) Secretary of Schoharie County Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on ~~January~~ ^{February} 22, 2023 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency 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 rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 22 day of February, 2023.


Secretary

(SEAL)

SCHEDULE A

Confirmation of Regular Corporation Meeting Schedule

As Needed

Election of Officers of the Corporation

<i>Chester Burton</i>	Chairperson
<i>Joseph Trapani</i>	Vice Chairperson
<i>Leo McAllister</i>	Treasurer
<i>Peter Johnson</i>	Secretary

Appointment of Chief Executive Officer and Staff to the Corporation

Fonda Chronis

Appointment of Chief Financial Officer to the Corporation

Fonda Chronis

Appointment of Accountant of the Corporation

Lyn Lawyer, CPA

Appointment of Auditing Firm of the Corporation

Mostert, Manzanero & Scott, LLP

Appointment of Corporation Counsel

Hodgson Russ

Appointment of Bond Counsel to the Corporation

To Be Determined When Needed

Appointment of Bank(s) of the Corporation and Accounts

NBT Bank, Bank of Richmondville, Trustco Bank

Appointment of Bank Signatories/Check Signers

All Members of Board of Directors and CEO

Approval and Confirmation of Agency Policies

- Uniform Tax Exemption Policy
- Agency Deposits and Investments Policy
- Real Property Acquisition Policy
- Equal Employment Opportunities Policy
- Financial Records and Annual Financial Statements Policy
- Retaliatory Action Policy
- Procurement Policy
- Property Disposition Policy
- Annual Budget Policy
- Bond Counsel Disclosure Policy
- Travel and Discretionary Funds Policy
- Compensation Reimbursement and Attendance Policy
- Selection Policy
- Enforcement-Recapture Policy

Appointment of Contract Officer

Fonda Chronis

Appointment of Investment Officer

Fonda Chronis

Appointment of Governance Committee Members

Chester Burton	Chairperson
Joseph Trapani	Vice Chairperson
Peter Johnson	Secretary
Benjamin Oevering	Member
Leo McAllister	Member

Appointment of Audit Committee Members

Chester Burton	Chairperson
Peter Johnson	Secretary
Vacant Benjamin Oevering	Member

Appointment of Finance Committee Members

Chester Burton	Chairperson
Joseph Trapani	Vice Chairperson
Leo McAllister	Member