



# GREATER MOHAWK VALLEY LAND BANK

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## GREATER MOHAWK VALLEY LAND BANK - GMVLB Minutes from: Thursday, September 26th, 2018 @ 9:00 AM

### **In Attendance:**

Karl Gustafson – Chair, Joe Marino – Treasurer, Mark Domenico – Director, John Piseck – Director, John Stephens – Director, Shane Nickle – Director, Christina Brown - Community Advisory Board, Robert Albrecht – Community Outreach Coordinator, Tolga Morawski - Executive Director, David Dardzinski – Little Falls Main Street First, John Mazzarella – Project Manager, Jocelyn Mosher – Administrative Assistant, David Aitcheson (Guest), Jeff Gressler (Guest)

\*\*\*\*\*

Karl Gustafson called the meeting to order @ 9:01 AM.

Pledge of Allegiance

Introductions

### **Adopt Meeting Agenda:**

- The documents provided for the meeting were;
  - Agenda
  - Minutes
  - Financial Statements
  - Staff reports from John Mazzarella, Robert Albrecht, and Jocelyn Mosher
  - Policies
  - Engagement Letter from Gustafson & Wargo
  - 2019 Budget
    - \*\*John P. made a motion to adopt the agenda as it is written, John S. seconded, and the motion passed unanimously\*\*

### **Draft minutes have been posted on the website**

- August 20, 2018
- September 6, 2018
  - \*\*John P., made a motion to approve the minutes from August 20<sup>th</sup> and September 6<sup>th</sup>, 2018, Joe M., seconded, and the motion passed unanimously\*\*

### **Financial Statements:**

- Included in packet
- Budget to Actual Report
  - First 4 categories were all under-budget
    - This is a good thing
- Statement of Financial Position (Balance Sheet)
  - Jocelyn fixed the liabilities section which previously held our deferred grants and made the organization appear insolvent which is incorrect

- Statement of Cash Flows
    - Shows cash and cash equivalent transactions
  - Statement of Activity (Income Statement)
    - Nothing noteworthy included
- \*\*Mark D. made a motion to accept the financial statements as presented, John S. seconded, and the motion passed unanimously\*\***

#### **Time for Visitors:**

- Jeff Gressler, Alderman and member of Main Street First
  - Happy that we are here and working towards our mission
  - Karl G. noted the relationship with Little Falls and that it was one of the first partnerships for the land bank
  - Tolga mentioned Jeff Gressler's blight study
    - Noted that it has been an inspiration for the land bank's work
  - Jeff G. noted that there have been issues with forming a land bank committee in Little Falls to help with project selection as it was originally understood that Main Street First would serve that purpose
    - Tolga clarified that the Worthy Partner's function is to help maintain properties within that municipality
    - The MOU that Main Street First signed didn't give the option of selecting projects
    - Tolga to follow up with Mayor Blask to clarify for him as well

#### **Presentations:**

- None

#### **Staff Reports:**

- Included in packet
- No additional questions

#### **Old Business:**

- **Required ABO training for BOD members**
  - John Stephens still need to complete training
    - Tolga to re-email link
  - Shane Nickle needs to complete training
    - Scheduled for October 17th
- **Committee Reports:**
  - **Executive, Finance & Audit Committee (Officers):**
    - 2.5 hour meeting held yesterday
    - Keeley Hines from Bonadio attended to discuss invoice for the 2017 audit
      - \$13,500 total
      - \$6,500 for the 2017 audit
      - \$7,000 additional for unanticipated work that ended up being quite extensive
        - This bill was reduced \$1,000 following the meeting
        - To engage Bonadio for 2018 audit
          - Keeley Hines noted that the bill would be "not to exceed" \$7,500 for the second year
          - John P. mentioned that the audits for the Herkimer IDA are more extensive due to the amount of transactions, and still less expensive

- Encouraged us to look into other auditors
- Tolga and Joe M. noted that the first audit was a lot of work as our financials were disorganized due to the lack of appropriate staff, and with the engagement of a CPA firm to assist with proper recording, our next audit should be far simpler
- \*\*Joe M. made a motion to accept and pay the invoice from Bonadio, Mark D. seconded, and the motion passed unanimously\*\*
- Bob's Hours
  - Bob was approved for 8-12 hours, however some weeks he would work over that amount, and others he would work under that amount
  - A spreadsheet was provided to show that over the course of the year, despite the range of hours he has worked each week, he averages about 8 hours per week
  - \*\*Mark D. made a motion to accept Bob's timesheets and pay him for the weeks that he worked, John P. seconded, and the motion passed unanimously\*\*
- Tolga's Employment
  - Offer letter sent to Tolga
    - Tolga accepted the offer at the Executive Committee meeting
    - Officially the Executive Director
- Policies Discussed and approved at the meeting:
  - Email
  - Credit Card
  - Sexual Harassment
- Jocelyn's view-only access to Adirondack Bank online banking
  - Joe to set-up account
- Bob's Employment
  - Executive Committee recommends to change Bob's status from a consultant to a staff member as of January 1<sup>st</sup> 2019
  - Average of 12 hours a week, rather than a range from 8-12
  - This position has been factored into the 2019 budget
    - The funds for contract services have been moved to salary for Bob's position
  - The land bank is trying to move away from employing consultants to having more employed staff
- CRI III
  - Application went well
  - Tolga to follow-up with Elizabeth Zeldin who is the head of Enterprise
  - We should have results before the end of the year
- ABO/PARIS Report
  - Complete, submitted, and certified
  - Tolga wants to have a meeting with someone from ABO to ask questions about the process
  - John P. offered Stacy's help from the Herkimer IDA
- 2019 Budget
  - Due October 1<sup>st</sup>
  - Joe M, John M., Jocelyn M, and Tolga M. created the budget
  - Big changes for 2019 as we have a better understanding of our actuals
  - Prior budgets were based on other land banks
  - Many of the expenses were reduced

- Joe M. is hopeful that we will become more self-sufficient and less reliant on grant funds
- Cost of Sales increased as we hope to be more aggressive with projects in 2019
- Budget can be amended, if necessary
- Working on a budget for each project rather than an FGU budget as it could prove to be limiting
- \*\*Mark D. made a motion, Shane N. seconded, and the motion passed unanimously\*\*
- John P. mentioned the necessity for a 6 year budget for our ABO/PARIS report
- \*\*John P. made a motion to empower Tolga to create a 6-year budget using a multiplier, based on the 2019 budget, John S. seconded, and the motion passed unanimously\*\*
- Line-of-Credit
  - Signatory designation needed
  - Dual signatures needed for purchases over \$25K
  - \*\*John S. made a motion to authorized Karl G. and Joe M. as signatories for the line-of-credit account due to their positions on the board, Shane N seconded, and the motion passed unanimously\*\*
- Corporate Card
  - Jocelyn working with Adirondack Bank
  - Guarantor not required
- Accounting Firm
  - Engagement letter from Gustafson and Wargo was included
  - Not an auditor, but a CPA firm that will be used for consultation and assistance with recording
  - Hourly rate of \$85-200
    - Less than Bowers
  - Not a lot of work needed
  - To assist with cleaning up Chart of Accounts and recording grants
  - \*\*Joe M. made a motion to engage Gustafson and Wargo for their accounting and bookkeeping services, Mark D. seconded, and the motion passed unanimously\*\*
- **Hiring & Search Committee:** Brian Thomas, Chris Brown & Karl Gustafson
  - Tolga has accepted his employment offer
  - No other updates
- **Space Committee:** John Stephens, Chris Brown, John Piseck & Karl Gustafson
  - Chris has been working tirelessly on putting together an offer for the office building in Little Falls
    - Offer submitted
    - \$70K
      - Other committee members (John S., and John P.) noted their lack of involvement in the committee
    - Business plan for office building is circulating
      - Assistance from Sam Russo
      - Needed for LISC funds
  - Ribbon Cutting for rental office space now that we are moved in
    - Tolga to discuss with Mayor
- **Policy & Procedures Committee:** Meg Kennedy, Chris Brown & Shane Nickle
  - Updated policies discussed at the Executive Committee meeting and provided to the meeting

- Email Policy
  - Ability to not respond to emails after hours
  - Relieves pressure from staff

**\*\*Joe M. made a motion to adopt the email policy as it is written, Mark D. seconded the motion, and the motion passed unanimously\*\***
- Credit Card Policy
  - May need adjustments
  - Should compliment Internal Control policy
  - Credit cards are property of the land bank

**\*\*John P. made a motion to adopt the credit card policy as written, Joe M. seconded, and the motion passed unanimously\*\***
- Discussion included changing the cap from \$100 to \$250
- Sexual Harassment Policy
  - Required by NYS
  - Took language from NYS template
  - To update blanks to say "Executive Director or Board Chair"

**\*\*John P. made a motion to adopt the Sexual Harassment Policy, John S. seconded, and the motion passed unanimously\*\***
- Document Retention Policy
  - Don't have one currently
  - NYS laws regarding this policy are vague
    - Other land banks are confused
    - Tolga to discuss with NYLBA
- **Project Selection Review Committee:** Brian Thomas, Mark Domenico and Chris Brown
- **Montgomery County:**
  - Stone Lodge
    - Emergency work needed
    - Approximately \$3,800
      - Chimneys falling and could potentially cause more damage

**\*\*John S. made a motion to approve the proposal of \$3,800 for the emergency work to be done at the Stone Lodge in Palatine Bridge, NY, Joe M. seconded, and the motion passed unanimously\*\***
  - Wagner House
    - Approximately 40 pallets of salvaged limestone
    - John S. mentioned Auctions International
      - John S. has sold things with them before
      - Can reject bids if necessary
      - John S. to provide more information
    - Tolga unsure of best process for disposal

**\*\*Joe M. made a motion to authorize Tolga to dispose of the limestone at Full-Market Value by whatever means necessary, John S. seconded, and the motion passed unanimously\*\***
- **Otsego County:**
  - Making progress
  - No Updates
- **City of Rome**
  - 119 Turrin St.
    - Bank doing short sale
    - Offer form received
    - John M. estimates \$20K for improvement

- Good Structure
- HUD limits selling price
  - HUD to facilitate our offer
- PSC recommends offer of \$18K
- \*\*Joe M. made a motion to empower John M. to make an offer of up to \$18K for 119 Turin St. located in Rome, NY, Shane N. seconded, and the motion passed unanimously\*\*
- **Schoharie County:**
  - 113 Holmes – new
    - Shane N. to meet with Mayor and code officer to discuss property
- **City of Utica**
  - 171 Victoria (hold)
  - 101 Matthews St.
    - City owned
    - 8 units
    - ~\$500K project
    - Discussing with PSC
    - Brian T. looking at Home grants for funding
      - Tolga would like to get \$200-300K commitment prior to taking on the project to ensure funding
  - Dunham and Pinnacle projects
    - Great locations
    - Distressed
    - Working on outreach letter

**New Business:**

- Ex-officio board members (Karl)
  - Recommended Steve Smith from MVEDD
  - Non-voting board member
  - Good partner
  - Would need to adjust policies/by laws
  - To be considered for next meeting
- Artspace Project
  - Diane Shoemaker
  - Rust2Green
  - Community Foundation has funded \$75K
    - They need an additional \$75K
    - Requested letter of support
- There being no further business before the Board, the meeting adjourned at 10:46AM by a motion made by Karl G., and seconded by John S.

Respectively submitted by:  
Jocelyn Mosher