



GREATER MOHAWK VALLEY LAND BANK

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GREATER MOHAWK VALLEY LAND BANK - GMVLB Minutes from: Thursday, February 1, 2018 @ 1:00 PM

In Attendance:

Karl Gustafson – Chairman, Mark Domenico - Director, Brian Thomas - Secretary, Tolga Morawski - Interim Executive Director, Kurt Ackerman – Director, Joe Marino – Treasurer, Meg Kennedy – Director, Steven Wilson – Director, Christina Brown - Community Advisory Board Representative, Robert Albrecht – Community Outreach Coordinator, John Mazarella & Janine Thompson – MVEDD

*Conference Phone: Joe Marino – Treasurer, Judy Pangman – Director & Michael Brown – Rome Main Streets

*Guest: Ryan Weitz – Barton & Loguidice

Karl Gustafson called the meeting to order @ 1:25 pm.

Karl then proceeded with the introductions of all those present at the meeting

Adopt Meeting Agenda: motion to accept the agenda as presented was made by Mark Domenico, seconded by Steve Wilson and so moved.

- The documents provided for the meeting were;
 - Agenda
 - Minutes from GMVLB meeting held Thursday, November 2, 2017, rev.1
 - Minutes from GMVLB meeting held Thursday, January 4, 2018, rev.0
 - Project Selection meeting minutes, January 4, 2018
 - Real Property Acquisition Guidelines
 - Travel & Discretionary Funds Policy
 - Whistleblower Policy & Procedures
 - Internet Use Policy
 - Mission Statement
 - Policies required by PAAA & LBA
 - Finance Committee notes 6/19/17
 - Disposition of Real & Personal Property Policy
 - Real Property Acquisition Guidelines
 - Sample of Affidavit of Signature of Authority
 - Sample of Board Resolution
 - Procurement of Goods & Services Policy
 - Strategic Plan Workshop Values Exercise
 - GMVLB Quickbooks Trial Balance
 - GMVLB Organization Chart
 - Layout & Design for the 2nd floor office space at the Adirondack Bank building, Little Falls
 - Memorandum of Understanding (MOU), Worthy Partner Agreement with Rome Main Street Alliance, Inc. (RMSA)
 - United Contractors of Utica proposal for 1347 Top Notch Rd, Little Falls; 1128 Hammond Ave, Utica; 1163 Mohawk St., Utica

Minutes: November 2nd, 2018 & January 4th, 2018, due to the timing of the email notice of the meeting, these will be tabled until the March meeting.

Barton & Loguidice, Ryan Weitz: presentation on the GMVLB Strategic Plan, goals and outcome and where we are headed. Tolga mentioned that if anyone has not completed the values worksheet to do so, as this information is useful. Tolga wanted to note that the meetings were well attended and had great feedback and he wanted to congratulate Ryan for a good job.

- Values Worksheet – identify the ones that are most important – ex: sustainable – great value but what's it mean – how is it going to help the LB move forward.
- draft framework of what the plan will look like
- anticipated deliverable – background internally to align the LB leveraging to a common path
- 3 to 5 goals
 - combat blight
 - encourage code enforcement
 - historic
 - reg. collaboration
- Karl wanted to know what the time perspective looks like. Next step is to evaluate the feedback that was sent in. Completion would be by the springtime.
- Send off to LISC to let them know we are moving forward and get their input.
- provide in a draft a preliminary outline, get comments and then provide a final document
- Tolga asked Ryan if he could email a survey of a timeline to send out, Ryan said he would coordinate this with Tolga offline and come up with a draft by the February meeting.

Old Business:

- **Required ABO training for BOD members** – Joe, Judy & Kurt still need to complete. There is another on February 21st and all will get this done then.
- **Letters to FGUS regarding Appointments for seats that expired in 2017:**
 - Herkimer – Ray will be staying, Kurt was 1 year – no word at this time
 - Otsego – Meg is waiting on meeting to be held 2/27 for the appointment of Judy
 - Rome – Mark will get this at the next meeting
 - Utica – Joe stated the meeting is next Wednesday, 2/7
 - All will provide paperwork at the next meeting
- **Videoconferencing update** – Tolga looked at different options and zoom.us seemed to be the best software package with the web package. The he will need to work with the FGU on the equipment needed. Tolga mentioned that there needs to be a fixed address in each FGU. The meetings need to be announced 10 days prior to the meeting and public has to be capable to attend.
 - Tolga was looking for a motion for which newspapers should be used for the meeting announcements. Should have at least one newspaper in each FGU location. Observer Dispatch and the Recorder were mentioned. Janine mentioned who MVEDD uses for press releases; newspapers, television and radio. Steve mentioned in Schoharie Co. was the Mountain Eagle & Times Journal. Karl asked for a motion to establish the Oneonta Daily, Cobleskill, Amsterdam Recorder, Observer Dispatch and the Times Journal. Meg Hungerford made the motion, seconded by Brian Thomas and so carried.
 - Tolga will work on the addresses where the public can access the meetings.
- **Operational Flowchart update** – Mark stated that he wants to review with project selection committee to fine tune the flowchart. Still working on the structure. Tolga mentioned that now that we have other communities besides Rome we can incorporate them all in the chart. Each FGU would have a model.

- **Report of Committees:**

- **Executive Committee:** Karl mentioned that they have been meeting with LISC every other week. Discussions have been held with Helene on the outcome of getting the money and getting on track with the program. We did finally get a check.
- **Finance & Audit Committee:** Have completed most of the paperwork for reimbursement of \$18,190 for Wagner House demolition paid out of Capacity Building funds from LISC CRI "Project" funds, so they can be reallocated to video-conferencing, strategic plan, software, and other start-up costs.
 - Tolga now has the paperwork from Palatine Bridge for demolitions, they need Karl's signature then the can be submitted.
 - Tolga has the 2nd project request for Q1 then he will have it for Karl to sign.
 - LISC needs a flowchart/spreadsheet of the projection of the projects from each FGU. Tolga will work with the Project Selection Committee on this.
 - Contract with Bonadio Group regarding audits has been approved; a decision needs to be made whether to do a 1 or 2 year contract. 1 year would be \$7,500 and 2 year would be \$5,000. Jack Spaeth pointed out they are paying half of this – see about negotiating a better price. A motion was made to go with a 1 year contract at or less than \$5,000, motion made by Brian Thomas and seconded by Meg Kennedy, so carried. Brian also mentioned that they do the Urban Renewal and the City of Utica; Steve stated they do Schoharie also.
 - GMVLB Corporate Credit Card – Joe Marino mentioned he talked to Adirondack Bank and they needed a Profit & Loss statement sent over. He was expecting a meeting by Tomorrow or Monday. They are ready to go, just reviewing the information.
 - Petty Cash – Tolga talked to Bonadio & Bowers and they stated you would have to have a locked cash box. A motion was made to have \$100 set aside for petty cash in a locked box, motion made by Joe Marino, seconded by Brian Thomas and so carried.
 - Forced Place Insurance coverage and costs, we need to determine the level of coverage we want on the buildings that we take possession of. Tolga will follow-up with Ray & Kurt.
 - Community Foundation of Herkimer & Oneida Counties, Inc. – Tolga talked to Morgan and she stated the grant was approved last fall and usually after 6 months they require an interim report. There is really no timeline in using the grant but they do look at your history going forward. Can't apply for another grant until we use this one.
 - work with New York State Homes & Community Renewal (NYS HCR) towards "gap" Communities Initiatives Fund (CIF) grant funds – Darin, Chris, Denalevi were working on finishing application and should be completed shortly. Before the end of February. The GAP Funding is \$20-\$30K per project with no LB burden. A motion was made to move forward with the application for the CIF Grant, motion made by Meg Kennedy, seconded by Steve Wilson and so carried. The board would like Tolga to send a copy of the grant application for the members of the board to review. Brian mentioned we should get letters of support from the FGU's.
- **Hiring & Search Committee:** will be discussed in executive session
- **Space Committee:**
 - Need a 3rd member for the committee, currently have Chris Brown & Kurt Ackerman. Karl volunteered for the third position.
 - Update on Office Location –
 - Appraisal of 50-60 Main St., Little Falls – Tolga stated the building has problems/issues we would need to hire a structural engineer which would be approx. \$1,000. Karl asked what our intended outlook would be, the goal to acquire the building, pilot effort as LB as landlord for sustainability. Should have a cash flow analysis. A Motion was made by Meg Kennedy and seconded by Mark Domenico to hire a structural engineer not to exceed \$1,500. Motion so carried. Tolga recommended Jim Deliuszio.

- Adirondack Bank space: Joe mentioned he had been in contact with Joanie Grande on a punch list of items that the LB required. She stated that the tenant that was on the 4th floor was moving out and that space had more square footage, AC was already there, turnkey. The square footage would meet or exceed what the LB needs. Bob was going to check with Joanie to take a look at the space. He would possibly see if David Darzinski wanted to go with him and then come up with the pros & cons of this space. Tolga asked if we wanted to make a resolution to work on a lease or to move forward. Karl mentioned that if Bob could report back to the board in a week or so then they could have Joe formalize a lease agreement. We will rely on Bob & Joe at this point. A motion was made for Bob to prepare a report and empower him to work on a lease agreement. A final lease will be reviewed at the March 5th board meeting. Motion made by Meg Kennedy, seconded by Brian Thomas and so carried.
- **Policy & Procedures/Legal:**
 - Board Self Evaluations need to be completed by; Meg, Judy & Joe. This is an ABO requirement and needs to be completed ASAP.
 - Approval on final policies;
 - Internal Controls, Investment & Personnel policies are still being worked on
 - Mission Statement – motion made by Meg Kennedy, seconded by Steve Wilson and so carried
 - Acquisition of Real Property - motion made by Meg Kennedy, seconded by Brian Thomas and so carried
 - Disposition of Real & Personal Property – motion made by Steve Wilson, seconded by Meg Kennedy and so carried
 - Internet Policy – motion made by Steve Wilson, seconded by Mark Domenico and so carried
 - Whistleblower Policy & Procedures – motion made by Steve Wilson, seconded by Mark Domenico and so carried
 - Travel & Discretionary Funds Policy – Karl made mention that a Consultant – non-employee is not entitled to travel expenses, all travel is an hourly fee. In Karl's experience the rate is for hourly and mileage is separate. Pull Tolga's motion to hire and see if it includes/excludes mileage and bring to discussion at the next board meeting. Travel policy is for employees only. Motion made by Steve Wilson, seconded by Brian Thomas and so carried to accept the policy as written.
 - Procurement of Goods and Services Policy - motion made by Meg Kennedy, seconded by Steve Wilson so carried. Different limits/thresholds;
 - \$0-\$3,000 – Executive Director
 - 3,001-\$5,000 – oral or written quotes
 - \$5,001-\$10,000 – written
 - >\$10,000 RFP
 - Meg mentioned that each committee must have a Secretary and meeting minutes must be taken and posted to the website. Each Board meeting minutes have to be posted on the website by the next board meeting.
 - Have a resolution put on letterhead by March meeting. Motion to authorize a specific individual(s) to sign for things already approved by the BOD and a Resolution authorizing to sign contracts on behalf of the LB. A sample template from NYC Department of Youth & Community Development was included for review. A motion was made to have the Executive Director or the Treasurer have the authority to sign.

Motion made by Meg Kennedy, seconded by Steve Wilson and so carried. Discussion then pursued that it should be on a case by case basis.

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- **Project Selection Review Committee:**

- Donation Letter Template status update – Chris stated that this was still being worked on and should have a final version for the March BOD meeting.
- MOU review & Discussion – Mike ran by their lawyer and they are interested to see what a BOD has to say. Like to refer this to the March meeting. HCR – Tolga discussed with and follows the form that they are looking at too.
- **Herkimer County:**
 - the 7 County properties have transferred successfully to the Land Bank.
 - Chase CCRP closing completed on the 330 North Prospect St., Herkimer property and deed is received.
 - 1347 Top Notch Drive, Little Falls (fire damaged 1970's ranch house): Received a donation offer from Wells Fargo along with \$10K and we countered with request for \$25K which was approved by Wells Fargo. We are now awaiting contractor evaluations/estimates for demolition. Would like to proceed to acquire and would need a letter authorizing participation and signing authority in Wells Fargo "Community & Urban Stabilization Program" (CUSP) to negotiate on and receive properties from the bank. A motion was made to allow Tolga to negotiate on and receive a property from Wells Fargo Bank, motion made by Brian Thomas seconded by Meg Kennedy and so carried. Town of Little Falls was going to vote on the 5/50 and Bob will look into this. Email Brian a scan of the resolution for his signature.
 - West Winfield, 503 Clapson Circle; this property is currently being occupied. no current update
 - 135 North Main Street Herkimer; awaiting clean-out quotes, approved up to \$1,000.
 - Tolga attended a meeting in Ilion on January 10th on the Ilion properties and is currently working on an MOU.
- **Montgomery County:**
 - Village of Fort Plain – Tolga is seeking approval to obtain appraisals for the State Street/Old Erie Canal lock #32 project area. There are three properties up for REO. Threshold for accusation, cheapest is \$14,900. Motion to approve up to \$2,000 total for appraisals, motion made by Brian Thomas seconded by Mark Domenico and so carried. This is allowable under LISC.
- **Otsego County:**
 - City of Oneonta Properties/Project, working with the City on report re ~8 properties for consideration. Will work with Judy on expediting these. Waiting on a letter, hopefully next month to have to the project selection committee.
 - There is a potential donation on 26 Canadarago St., Richfield Springs that would likely be a demo. Waiting on the donation letters to be finalized and needs to be approved by the Project Selection Committee.
- **City of Rome:** update re 3 properties (rehabs) and a landlocked lot (Mike). Looking at putting the new signage on all three properties. In the attorneys hand for the deposit.
- **Schoharie County:** Moving along with the Town of Wright. Steve stated need to come up with a participation resolution. Tolga stated he could attend the local project committee meeting if needed.
- **City of Utica:**
 - Clean out of 613 Columbia Street is nearing completion should be done today or tomorrow.

- Tolga has some of the quotes, still waiting on a couple more on the two Bank/REO Properties; 1163 Mohawk St, 1128 Hammond Ave. Brian knows United Contractors Inc. The quotes will go before the Project Selection Committee and then to the board.

New Business:

- Motion to pay MVEDD \$200 per month for storage and meeting usage of the office from December 2017 going forward. MVEDD did approve this amount at their January 29th meeting. Motion was made by Brian Thomas seconded by Mark Domenico and so carried. Going forward this will be under Tolga's thresholds so it won't need BOD approval. Janine will resubmit the bills for December and January with the correct amount.
- Directors' and Officers/Executive Risk Insurance (FY 2018) - \$1,019 prorated for 2018. Motion made by Meg Kennedy and seconded by Brian Thomas to pay this amount. Motion so carried.
- Workers Compensation (FY 2018) - \$2,600 estimated, motion made by Steve Wilson, seconded by Meg Kennedy and so carried to pay this amount or less.
- General Liability (FY 2018) - \$20,000, motion made by Meg Kennedy seconded by Steve Wilson and so carried

Discussion was held on the times for the Board meetings. It was decided to go back to afternoon meetings exclusively and they will be held from 1:00 pm to 3:00 pm on the first Thursday of every month. Motion made by Mark Domenico seconded by Brian Thomas and so carried. All agree, Tolga will reissue the meeting list.

- Motion to Adjourn Board Meeting to go into Executive Session @ 3:45 pm made by Brian Thomas seconded by Meg Kennedy and so carried.
- Enter Executive Session @ 3:45 pm
- Administrative Assistant – committee still has no candidates. Brian stated that the job description needs to be redrafted then they can send back out and schedule interviews.
- Project Manager negotiations – motion to bump the part time position up to \$35,000, motion made by Mark Domenico seconded by Brian Thomas and so carried. February 12th will be the official hire date for John Mazzaralla.
- Planner/Grant Writer – Tolga
- Janine & Tolga were then asked to leave the Executive session.
- Motion to adjourn Executive Session @ 4:03 pm was made by Steve Wilson, seconded by Mark Domenico, so carried.

Respectively submitted by Janine Thompson