



TCPDC

TIOGA COUNTY PROPERTY DEVELOPMENT CORPORATION

607.687.8260 | www.tiogacountyny.com | 56 Main St. Owego NY 13827

**Tioga County Property Development Corporation
Annual Meeting Minutes**

**Wednesday, May 23, 2018 at 3:00PM
Ronald E. Dougherty County Office Building
Economic Development & Planning Conference Room #201
56 Main Street, Owego, NY 13827**

- 1. Call to Order: Chair Sauerbrey called the meeting to order at 3:00PM with a quorum of three.
- 2. Attendance:
Board of Directors: Marte Sauerbrey, Ralph Kelsey, Michael Baratta, Stuart Yetter, Lewis Zorn
Staff: Teresa Saraceno, Linda Sampson
A meeting packet was distributed to everyone in attendance.
- 3. New Business
 - a. Proposed Board of Directors Nominations/Slate of Officers
Two new Board Member appointments due to change in elected office and the resignation of Chris Brewster. The Village of Owego and the Village of Waverly have made the following appointments for new Board members and they have been accepted:
Michael Baratta, Village of Owego Mayor
Patrick Ayres, Village of Waverly Mayor

Motion to appoint the above nominees to office:

**S.Yetter/R.Kelsey/Carried
None Opposed
No Abstentions**

The following Board of Director's and their positions are as follows:

- Chair: Martha C. Sauerbrey - 3 yr. term in place through 2019
- Vice-Chair: Dale N. Weston – 3 yr. term in place through 2019
- Secretary: Vacancy due to change in elected official – 2 yr. term in place through 2018.
Michael Baratta as new Mayor of Owego has agreed to be nominated to fill position.
- Treasurer: Ralph Kelsey – 3 yr. term in place through 2019

Motion to appoint Michael Baratta to the Office of Secretary:

**S. Yetter/R.Kelsey/Carried
None Opposed
No Abstentions**

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TEAM TIOGA

4. Appointment of Committees - No committee meetings have been held to date. Per State of NY ABO, the Special Committees cannot include members of appointing body, M. Sauerbrey or D. Weston.

- a. Audit Committee – 3 Directors. Audit Committee Charter is attached
Ralph Kelsey – Chair, two vacancies

Motion to appoint Mayor Baratta and Mayor Ayres to the Audit Committee:

**R. Kelsey/L.Zorn/Carried
None Opposed
No Abstentions**

- b. Finance Committee – 3 Directors. Finance Committee Charter is attached.
Ralph Kelsey, Chair, two vacancies

Motion to appoint Mayor Baratta and Mayor Ayres to the Finance Committee:

**L.Zorn/M.Sauerbrey/Carried
None Opposed
No Abstentions**

- c. Governance Committee – 3 Directors. Governance Committee Charter is attached
Lewis Zorn – Chair, Stuart Yetter and one vacancy

Motion to appoint Mayor Ayres to the Governance Committee:

**L.Zorn/M.Sauerbrey/Carried
None Opposed
No Abstentions**

Ms. Saraceno informed everyone that in the by-laws it is mandated to have 2 committee meetings a year and stated that we didn't have any this year because there was no activity; however mentioned this will happen going forward.

Ms. Saraceno announced that in the meeting packet were the copies of the Audit Committee Charter, the Finance Committee Charter and the Governance Committee Charter and suggested that they be reviewed so that everyone is aware of the responsibilities they have.

Mr. Kelsey asked who should we go to if we see something we don't like. Ms. Saraceno will look into that and respond.

Ms. Saraceno stated that the ABO training on-line is required. Even if you've taken it a while ago, it might be a good idea to take it as a refresher. The webinar is only an hour long. There is a class coming up in June and in July.

5. Ms. Saraceno reported the Annual Report including a summary of activities of the Corporation during the preceding year is in the packet. In addition, per the bylaws a "verified or audited financial statement of the Corporation" for the period of March 17, 2017 to present must be presented. This should include:

- Assets and Liabilities – no assets or liabilities
- Revenue – no revenue was received.
- Receipts – no receipts were received.
- Expenses – as a courtesy, filing fees for Certificate of Incorporation (\$120.00), Employer Identification Number (EIN) (\$210.00) and Recognition of Exemption under 501(c) (3)

(\$850.00) were borne by the Tioga County Legal Department. Staff time and any other miscellaneous expenses were borne by Tioga County Economic Development and Planning.

- Disbursements – no disbursements were made.
- Since no financial activity was completed as yet, a verified or audited financial statement was not prepared.

Ms. Saraceno reported that we are waiting on funding to be announced, so we can apply for it. Settlement funds have been received by the Attorney General’s Office, but a program has not been announced giving us the opportunity to apply. Hopefully, something will happen in the next couple of months.

Mr. Kelsey asked who we might use to perform the audit and how much would an audit cost? Ms. Saraceno responded that two or three proposals would be sent out when the time comes, stating it would have to be a separate audit. It cannot be done by county auditors. It will become part of the Property Development budget when necessary.

The 2017 ABO reporting was completed showing no activity. In addition, the Department of the Treasury Internal Revenue Service Form per an e-Postcard 990-N was filed. This is allowed for tax-exempt organizations with gross receipts less than \$50,000.00. Jan Nolis, CPA, was consulted in this matter. As a courtesy there was no charge for this service.

All reporting through PARIS, showing no activity, has been completed with the assistance of Bryant Myers of the IDA. Everything has been certified.

6. Readopt Mission Statement - Ms. Saraceno reported the mission statement has to be readopted every year.

Motion to readopt the mission statement:

M.Baratta/L.Zorn/Carried

None Opposed

No Abstentions

7. 2018 Annual Financial Disclosure of TCPDC Board of Directors – Ms. Saraceno requested all the Board of Directors complete these forms that have been distributed.

8. 2018 Annual Policy Review Attestation of Tioga County Ethics Law, Comprehensive Information Security Policy, Work Place Violence Prevention and Discriminatory Harassment Policy by TCPDC Board of Directors - Ms. Saraceno requested all the Board of Directors review these policies and sign the attestation form showing that they have been reviewed. Ms. Saraceno distributed the form.

9. Status of Board of Directors - ABO Training – Discussed earlier; information in packet. Next two available dates are June 8th and July 11th.

Mr. Kelsey noticed on the ABO Compliance Report that training is required within one year of appointment and is also recommended upon re-appointment or at least every 3 years.

10. Approval of Minutes from May 17, 2017 Board Meeting

Motion to approve the minutes from May 17, 2017:

R.Kelsey/S.Yetter/Carried

None Opposed

No Abstentions

11. New Business

- a. TCPDC Procurement Policy Approval – In everyone’s packet there is a Procurement Policy per the Authorities Budget Office; a policy necessary to have in place. The committee reviewed it. Ms. Saraceno reported the County Attorney, Peter DeWind, reviewed and approved it.

Motion to approve the procurement policy:

R.Kelsey/M.Baratta/Carried

None Opposed

No Abstentions

Mr. Kelsey mentioned, regarding the Governance Policies, there was nothing about attendance. How many meetings can be missed before getting a letter from the Chair or how many meetings can be missed before losing your seat on the Board. Ms. Saraceno will look into this and have something ready for review at the next meeting.

12. Discussion Items

- a. Completed Tioga County Housing Study – The Executive Summary and Action Plan was in everyone’s packet. Ms. Saraceno reported a preliminary proposal for consulting services for the development of the action plan has been completed and a grant application has been submitted to USDA for the next step. This application was requested through REAP and we should have results in the next couple of months. This information can be used county-wide; ED&P, IDA, Land Bank, all municipalities, etc. Community members, different agencies, the banks, the businesses are going to be the organizations to push the action plan forward which is to improve, add or demolish housing.

Ms. Saraceno reported meeting with Mr. McFadden, County Treasurer, and having a preliminary list (Community Properties Stabilization Program) in the meeting packet of possible properties with-in the County that have problems and need to be demolished. Some other properties being looked at need rehab, are vacant, abandoned and tax foreclosed on, as well as houses that were flooded and can’t be rebuilt. Other considerations are whether the County can give title up to the Land Bank and for what price. Once we have those numbers, we can come up with a budget to propose.

Mr. Kelsey suggested to explore other directions in case the AG funding does not come through. Other sources of funding might be through CDBG and there may be sources on the Federal level through EDA. It is competitive; we don’t have the numbers that some of the bigger cities have.

Ms. Saraceno mentioned she has reached out to Maureen Abbott, Tioga Opportunities. She gave us a letter of intent for the funding application that they will partner with us on the rehabs.

Mr. Kelsey was interested in how much private funding would be provided. Ms. Saraceno agreed to look into that.

Mr. Zorn commented there were at least a dozen properties in Waverly. Ms. Saraceno responded that Waverly has formed a special committee regarding code issues adding that if

they are not vacant, abandoned or tax foreclosed, it is not anything the Land Bank can work with.

There was a discussion on how the process begins and how it proceeds. Starting with a visual by the Code Enforcement Officer (CEO) or people complaining, then it goes to the Code Enforcement Board, there a legal issues and red tape to pursue. The Land Bank has to take title in order to move forward with demolition, rehab, etc. Getting the property back on the tax base is the goal.

- b. Status of announcement of available funding via the NYS Attorney General's Office- Land Bank Community Revitalization Initiative Fund – Was discussed earlier.
- c. Status of Proposed countywide projects for 2019 for inclusion in funding request once announced – Was discussed earlier.
- d. Letter of Intent/ Future Partnership Agreement with Tioga Opportunities – Talked about earlier.
- e. Draft Resolution Authorizing Administrative Services Agreement with Tioga County Economic Development and Planning for 2018/2019 – A draft of the Administrative Services Agreement was in everyone's packet for review. The relationship between Economic Development and Planning (ED&P) and the Land Bank needs to be addressed. If is not finalized it can't be part of the budget for financing. The County Attorney has to review it. Until we have funding we do this on a pro-bono basis; using ED&P staff, Teresa Saraceno, until funding becomes available.

Motion to approve the proposed Administrative Services Agreement:

RKelsey/SYetter/Carried

None opposed

No Abstentions

Chair Sauerbrey asked if the Legislature has to enter into an agreement as well. Ms. Saraceno will discuss with the County Attorney.

Mr. Kelsey stated the resolution is contingent upon the Legislators moving forward with this agreement.

- 13. Chairman's Remarks
- 14. Next Meeting - To be determined as soon as funding announcement is made and application drafted. Hopefully in the next couple of months.
- 15. Adjournment - With no further topics of discussion, meeting adjourned at 4:00PM

Respectfully submitted,
Linda Sampson, Administrative Assistant
Economic Development and Planning