

**TOWN OF LOCKPORT INDUSTRIAL DEVELOPMENT AGENCY**

**BOARD OF DIRECTORS**  
**Meeting Minutes of January 12, 2012**  
**8:00 AM – IDA Conference Room**

**1.1 Roll Call**

**Present:** Chairman – Thomas Sy; Vice Chairman – Paul Haber; Treasurer – Robert Lipp; Secretary – Duncan Carlson; Directors Sallie Reed and Eric Connor; Administrative Director – David Kinyon; Legal Counsel – Dan Seaman. **Absent:** Thomas Weeks.

Chairman Thomas Sy noted that the Annual Meeting of the Town of Lockport Industrial Development Agency is required to be held in January, and called the meeting to order. The Chairman noted that the meeting has been duly called and noticed to all members, and that the regularly scheduled meeting shall also be the Annual Meeting.

**Election of Chairman**

Nomination made by Paul Haber, seconded by Robert Lipp to elect Thomas A. Sy to be Chairman. No other nominations having been received, nominations were closed by the Chairman.

Roll call vote on the nomination of Thomas A. Sy as Chairman:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

**Election of Vice Chairman**

Nomination made by Duncan Carlson, seconded by Robert Lipp to elect Paul J. Haber to be Vice Chairman. No other nominations having been received, nominations were closed by the Chairman.

Roll call vote on the nomination of Paul J. Haber as Vice Chairman:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

**Election of Secretary**

The Chairman opened the nominations of Secretary. Nomination of Duncan N. Carlson as Secretary was made by Paul Haber, seconded by Sallie Reed. No further nominations having been made, the Chairman closed the nominations and called for a roll call vote on the nomination of Duncan N. Carlson as Secretary:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

**Election of Deputy Secretary**

Motion made by Sallie Reed, seconded by Robert Lipp to appoint Daniel E. Seaman, Deputy Secretary and to authorize him to execute any required documents in connection with induced projects of the Agency, including all closing documents.

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

**Election of Treasurer**

Chairman Sy opened the nominations for Treasurer. Nomination made by Duncan Carlson, seconded by Sallie Reed to elect Robert A. Lipp as Treasurer. No other nominations having been received, nominations were closed by the Chairman.

Roll call vote on the nomination of Robert A. Lipp as Treasurer:

| <b>NAME:</b>      | <b>VOTE:</b> |
|-------------------|--------------|
| SALLIE P. REED    | <u>Aye</u>   |
| PAUL J. HABER     | <u>Aye</u>   |
| ROBERT A. LIPP    | <u>Aye</u>   |
| DUNCAN N. CARLSON | <u>Aye</u>   |

|                 |               |
|-----------------|---------------|
| ERIC W. CONNOR  | <u>Aye</u>    |
| R. THOMAS WEEKS | <u>Absent</u> |
| THOMAS A. SY    | <u>Aye</u>    |

**Election of Assistant Treasurer**

Chairman Sy opened the nominations for Assistant Treasurer. Nomination made by Duncan Carlson, seconded by Paul Haber to elect Eric W. Connor as Assistant Treasurer. No other nominations having been received, nominations were closed by the Chairman.

Roll call vote on the nomination of Eric W. Connor as Assistant Treasurer:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

**Appointment of Chief Executive Officer**

Motion made by Robert Lipp, seconded by Paul Haber to appoint David R. Kinyon as Chief Executive Officer, known as Administrative Director, (pursuant to an Agreement between the Town of Lockport and the Town of Lockport Industrial Development Agency dated January 12, 2012).

Roll call vote on the appointment of David R. Kinyon as Chief Executive Officer:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

**Appointment of Chief Financial Officer**

Motion made by Paul Haber, seconded by Sallie Reed to appoint Kathleen D. Carter at an annual contract rate of \$1,900 as Chief Financial Officer.

Roll call vote on the appointment of Kathleen D. Carter as Chief Financial Officer:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

### **Appointment of Legal Counsel**

Motion made by Paul Haber, seconded by Robert Lipp to appoint Daniel E. Seaman, Attorney for the Town of Lockport Industrial Development Agency at an annual contract rate of Fifteen Thousand and 00/100 (\$15,000.00) Dollars, payable in quarterly installments of Three Thousand Seven Hundred Fifty and 00/100 (\$3,750.00) Dollars, and to authorize him, and such associate counsel as he shall deem appropriate to act as IDA counsel in all project closings at the established rate:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

### **Appointment of Independent Auditor**

Motion made by Duncan Carlson, seconded by Paul Haber to authorize Lumsden & McCormick to perform the annual audit of the Town of Lockport Industrial Development Agency and to cause the filing of all required financial reports with State and local agencies, at an annual contract rate of \$4,000.00:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

### Designation of Bank Depositories

Motion made by Robert Lipp, seconded by Sallie Reed to authorize the Treasurer to maintain accounts in the following banks in his discretion: HSBC; M&T Bank; Key Bank; First Niagara Bank (Commercial Banking Division); and Citizens Bank:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

### Adoption of Fee Schedule/2012 Policies

Motion made by Paul Haber, seconded by Sallie Reed to re-adopt the existing Fee Schedule and PILOT Policy:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

### Establishment of Regular Meeting Dates

Motion made by Paul Haber, seconded by Sallie Reed to establish the regular meeting dates as follows: February 9, 2012, March 8, 2012, April 12, 2012, May 10, 2012; June 14, 2012, July 12, 2012; August 9, 2012; September 13, 2012; October 11, 2012; November 8, 2012; December 13, 2012; January 11, 2013:

| <b>NAME:</b>      | <b>VOTE:</b>  |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

## Appointments to Committees

Chairman Sy made the following appointments:

Auditing Committee: Robert A. Lipp, Paul J. Haber and Eric W. Connor

Governance Committee: R. Thomas Weeks, Duncan N. Carlson and Sallie P. Reed

## Commencement of Regular Business

Motion made by Duncan Carlson, seconded by Robert Lipp to commence the business of the regular meeting:

| NAME:             | VOTE:         |
|-------------------|---------------|
| SALLIE P. REED    | <u>Aye</u>    |
| PAUL J. HABER     | <u>Aye</u>    |
| ROBERT A. LIPP    | <u>Aye</u>    |
| DUNCAN N. CARLSON | <u>Aye</u>    |
| ERIC W. CONNOR    | <u>Aye</u>    |
| R. THOMAS WEEKS   | <u>Absent</u> |
| THOMAS A. SY      | <u>Aye</u>    |

### 2.0 General Business

Chairman Thomas Sy called the meeting to order.

#### 2.1 Secretary's Report

On a motion by Robert Lipp seconded by Sallie Reed, the Minutes for the December 15, 2011 Board of Directors meeting were approved.

#### 2.3 Treasurer's Report

Treasurer Robert Lipp presented the Financial Statements for the period ending December 31, 2011. The Financial Statements were approved on a motion by Duncan Carlson seconded by Sallie Reed. On a motion by Paul Haber seconded by Duncan Carlson, the current invoices presented were approved for payment.

### 3.0 Administrative Director's Report

David Kinyon elaborated on his written report, advising the Board of Directors that a second round of funding opportunities is expected to be announced for the Consolidated Funding Application process in the spring; he noted that expectations are that Buffalo "will be a priority" for the \$1 billion challenge grant announced by Governor Andrew Cuomo. Mr. Kinyon also distributed copies of the "Business First" Signature Section, which will be distributed by Buffalo Niagara Enterprise at upcoming trade shows. He also presented copies of the new edition of "Connections for Business" produced by the Niagara County Economic Development Alliance.

### 4.0 Old Business

Daniel Seaman advised the Board that the inducement for Pinegrove Estates has been formally terminated.

## **5.0 New Business**

**5.1** David Kinyon presented a proposal for marketing 6154 Ruhlmann Road to the Board of Directors; the \$20,000 in economic development marketing funds loaned to the IDA by the Town of Lockport could be utilized for this purpose.

**5.2** Mr. Kinyon brought to the Board's attention the continuing lack of cooperation by GLS Leasco, owners of the former Central Transport facility at 4925 IDA Park Drive in marketing the building in the Lockport Industrial Park.

**5.3** The Town of Lockport IDA will be responsible for sponsoring applications to be considered by the Empower Niagara Board for the allocation of ¼ megawatt of hydropower as approved by the Niagara County Legislature December 20, 2011.

## **6.0 Executive Session**

On a motion by Paul Haber seconded by Robert Lipp, the Board voted to enter Executive Session for the purpose of consultation with attorney. On a motion by Paul Haber seconded by Robert Lipp, the Board voted to leave Executive Session.

## **7. Adjournment**

On a motion by Sallie Reed seconded by Eric Connor, the meeting was adjourned.

Respectfully submitted,  
Duncan N. Carlson, Secretary