

**Tompkins County IDA Meeting Minutes
April 20, 2011, 2010
Scott Heyman (Old Jail) Conference Room
Ithaca, NY**

Present: Martha Robertson, Dan Cogan, Jeff Furman, Will Burbank, David Squires, Nathan Shinagawa, Jim Dennis, Larry Baum

Excused:

Staff Present: Ina Arthur (recording), Heather Filiberto, Mariette Geldenhuys

Guests Present: Jerry Goodenough (AES Cayuga), Jay Franklin (County Assessment), Marcia Lynch (County Public Relations), Brendan Callahan (WHCU)

CALL TO ORDER Ms. Robertson called the meeting to order at 3:30 PM.

ADDITIONS TO THE AGENDA

None

PRIVILEGE OF THE FLOOR

None requested.

BUSINESS

AES Cayuga PILOT Amendment Resolution

The resolution to approved the second amendment to the AES Cayuga PILOT agreement was presented to the board.

Mr. Baum commented that is nice to see all the parties effected coming together at the table.

Mr. Furman asked what would happen to the agreement if the property (AES Cayuga) was sold? Ms. Geldenhuys commented that the PILOT agreement is with AES Eastern Energy LP. What would happen would depend on if the assets only (AES Cayuga) was sold or if AES Eastern Energy LP was sold or out of the picture. If the latter, then the IDA would have to agree to a transfer of the agreement with any new parties. Mr. Furman asked if the value of the sale would effect the formula in the PILOT that set the value to the property. Ms. Geldenhuys commented that in paragraph 6.3 of the PILOT (page 11) the “additional right to review” is spelled out. The IDA could open up the agreement if it wanted. Mr. Furman stated that he wants to make sure any information from a sale is relevant.

Larry Baum moved to approve the Resolution Adopting Negative Declaration. Dan Cogan seconded the motion. The motion passed unanimously with all members voting aye.

Ms. Geldenhuys explained the amended agreement to the PILOT with AES Cayuga. The document sets the value of the property at \$112.5 Million, adjusts the language on page 6 regarding re-openers to the agreement, and in article II the wording on the adjustment period will be adjusted. There is some further “word smithing” to be done between lawyers.

Mr. Furman wants to be clear what the board is voting on is the authority to finalize the document.

Jim Dennis moved to approve the Resolution Authorizing Amendments to the Payment in Lieu of Tax Agreement Between the Tompkins County Industrial Development Agency and AES Eastern Energy LP. Will Burbank seconded the motion.

Section 1 was changed to: “The Agency hereby approves the terms set forth in the draft “Amended and Restated Payment-In-Lieu-Of-Tax Agreement” attached hereto and made a part hereof. The final form of said Agreement shall be approved by the Administrative Director, Chair and legal counsel for the Agency.”

Will Burbank accepted the amendment as friendly. The resolution was passed unanimously with all members voting aye.

2010 IDA Audit

Mr. Squires commented that the 2010 TCIDA Audit has been completed. There were not a lot transactions. In 2009 the finances were down, but in 2010 they were not as bad. It was a clean audit with the only comment from the auditors being the continued non-compliance with the PAAA requirement of board member independence.

Mr. Baum commented that the Tompkins County Development Corporation finances were put in the TCIDA audit. However, this is a separate entity.

Mr. Squires stated that in the future there would be a separate audit for the TCDC. This year there was only income transactions for the TCDC. Mr. Furman agreed with Mr. Baum’s comments and suggested that the TCDC have a separate audit in years to come.

Mr. Squires stated that he will ask the auditors for a fee quote and report back to the board.

Jeff Furman moved to accept the 2010 TCIDA Audit. Dan Cogan seconded the motion. The motion passed unanimously.

Board Composition – School Board Representative

Ms. Robertson commented that the Ithaca City School District has expressed concerns with IDA projects and the impact on their school district. There have been discussions in the past on adding a school representative to the IDA Board. She has brought up the question to PDEQ. The question comes up as to which school district to have a representative from. A report of past projects and which districts they are in was reviewed.

Mr. Furman suggested having a representative who has been a school board member on the IDA Board to represent that perspective or voice. A current school board member might find it hard to attend IDA meetings.

Mr. Cogan suggested having a school district recommend a representative. However, then the question is from which district do you have the recommendation coming from?

Mr. Shinagawa agrees with the comments. Does it have to be an elected board member or could it be a staff person?

Mr. Burbank thinks it would be good to have a school board representative on the board.

Ms. Robertson commented that it does matter who the person is in terms of experience. She stated that it might be difficult to have a members who represents just one school district, just one part of the county.

Mr. Furman stated that a school board representative would understand how a project would impact a schools budget and population. There are also political questions to be considered. He felt that a school board representative would wear a different hat so to speak when on the IDA Board and not focus on just one district.

Mr. Dennis commented that this is a good discussion.

Mr. Baum asked who other IDA boards are structured. Ms. Geldenhuys commented that there are usually 1 or 2 legislators and other members are from the business community.

Mr. Shinagawa asked who would choose the school board representative? Mr. Robertson stated that is would be the TC Legislature via PDEQ. Mr. Shinagawa stated that perhaps a representative could be chosen who had school board background.

Mr. Burbank asked what other groups could be represented. Ms. Robertson commented that the current IDA Board members are not just random selections. There are representatives with business, rural municipality and school board experience on the board.

In any event, PDEQ will be considering the question in the future. The IDA could get feed back in about three months.

IDA Website updates

Ms. Filiberto reported that TCAD is doing a major update to its website which will also include the pages dedicated to the TCIDA and TCDC. The new design has been approved by a TCAD Committee and has been based on some award winning sites. The next step is filling in all the content. Feedback from the board would be appreciated.

Ms. Robertson stated that the TCIDA and TCDC pages should be distinct and distinguishable.

Mr. Furman commented that it would help to have people stories versus just data stories.

Mr. Cogan commented that it would be nice to have past board members listed.

ADMINISTRATIVE DIRECTORS REPORT

Ms. Filiberto reported that the incentives from the Emerson Power Transmission project have been recaptured. This includes property tax abatements, sales tax abatements, and interest. The taxing jurisdictions will be notified and their portions will be returned.

MINUTES

Dan Cogan moved to accept the March 21, 2011 Board Meeting Minutes. Nathan Shinagawa seconded the motion. The motion passed unanimously.

ADJOURNMENT

Meeting adjourned at 4:55 PM