

# MINUTES

## Greene County Industrial Development Authority Board Meeting

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| November 14<sup>th</sup>, 2017 | 9:00 AM |

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### In Attendance

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Joe Simatic, Chairman

Sheila Elliott Stewart, Vice Chairman

Jason Neighbors, Secretary

Mike Belding, Assistant Secretary/Treasurer

Ernie DeHaas, Solicitor

Sharon Rodavich, Consultant

Emily Luckey, GCIDA Associate

Public Members: John Frazier, Greg Hopkins, Kelly Loughman, Clint Blaney, Leslie Stockdale, Lou Rodavich, Faye Vandever, Cindy Bailey, Bryan Snyder, Ron Hampson and 7 other public members.

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### Approval of Minutes

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Motion to Approve September's Minutes: Mike Belding

Second: Sheila Stewart

All in Favor.

Motion to Approve October's Minutes: Sheila Stewart

Second: Mike Belding

All in Favor.

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### Approval of Checks for Payment

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Observer Reporter – \$171.60 approved in September just need check signed.

Cypher and Cypher - \$5,500.00 approved in September just need signed

County of Greene - \$164.41 → Emily explained that we owed the County for the cell phone from August and October and then we received November's invoice.

Radcliffe & DeHaas - \$2,565.00 for Octobers invoice and the invoice for \$1,066.67 was approved in September's meeting. Needed to have a check signed for \$3,631.67

Bank-A-Count - \$12.49 for Greene County Land Development Loan #2 payment book.

Payment Request #6 → Emily explained that the check was signed but was not on a previous agenda so she was just bringing it forward to make sure she was able to send it over.

Motion to write the checks for the three bills discussed, ensure that the Langan check (payment request 6) was correct, and sign the two that are posted from previous meeting: Mike Belding

Second: Sheila Stewart

All in Favor.

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## Treasurers Report

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Cypher and Cypher representative Steven Cypher presented the audit findings. With him was a copy of the report and then also a power point print out to describe the findings of the audit. Audit ran from the first of January to October 10<sup>th</sup> 2017. (Audit report presentation that was handed out is attached to the minutes.) Stephen says that in conclusion he believes that the board should feel comfortable with the results of the audit from the past 9 months with the transition, and he asks if anyone had any questions. Joe Simatic asks why the Revolving Loan Fund of \$451,000 is considered a liability. Steven Cypher explains that it is not really our money and if we quit doing business we would have to pay that back to someone and because it was a grant given to a specific purpose and why and how we do business that would always be considered a liability. Joe Simatic asks if that is the amount available for loan and Sheila Stewart states that she believes that is that amount that we have in the checking account right now. Steven says \$378,000.00 for the revolving loan fund at the end of October. Sheila Stewart asks what accounts for the difference and Steven replies the difference is a couple of things. The notes receivable on the Revolving Loan Fund, that money is out but if it was in house we would have the \$378,000 plus the \$54,000 available. Sheila Stewart asks if the \$378,000 is actually in the Revolving Loan Fund checking account and Steven states that is correct. The difference up to the \$451,000 dollars are the all the revolving loan notes that we have outstanding, Steven tells her that is correct. Discussion about if someone does not pay back the revolving fund loan where are the fees applied takes place. Sheila Stewart says that her only other question is the one of the main reasons for the audit was because the transitioning Executive Director did not have answers to some of the items that appeared under the profit and loss section of the September audit and there was a negative balance and some entries had not been added. She continues and asks that as of now with the audit has all of that been clarified? Steven Cypher states that Dan will send Emily a file and some entries will need entered into Quickbooks if she needs help she can call Cypher and Cypher and they will assist her in making sure all these entries are entered correctly. Sheila Stewart asks that they will assist her with these entries to make sure she is starting with a clean number. Steven Cypher says that is correct and that all numbers on this report will match the number that will be there after all entries have been made.

Motion to accept the Cypher & Cypher Audit for change of the executive director of the IDA: Mike Belding

Second: Jason Neighbors

All in Favor.

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## Change in the Agenda

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Joe Simatic asks Ernie DeHaas if it is possible to change the agenda and move public comment to right before adjournment so that the public can have the opportunity to hear what has been discussed and that will be the only time that they will allow comment. He said that public comment will be limited to three minutes per person. Ernie DeHaas states that is no problem and that can be done.

Motion to make the change of public comment to right before adjournment and limit comment to three minutes: Jason Neighbors

Second: Sheila Stewart

All in favor.

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## Discussion Topics

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### Updates/New Business

- **Mather Locks** – Emily states that the locks have been replaced and we have a key in the IDA office. Joe Simatic asks if the township has a copy of the key and Sharon Rodavich answers that they do not, they will just cut the lock in an emergency.
- **EPA Grant** – Greg Firely is working on the application Emily has the draft and the transmittal letter that Joe needs to sign. Emily also states that the deadline for the application is November 16<sup>th</sup>.
- **Strategic Impact Program**- Emily stated that they had talked about opening a new and separate bank account for the program and Sheila suggested transferring \$100.00 into the new account so that it would be active and staying open. Sheila Stewart states that we do not have to open a separate account but this way all that information would be contained in one place and it is easier to track what comes in and what goes out. Joe Simatic suggests that we do it.
  - Motion to open a separate bank account for the SIP: Jason Neighbors
  - Second: Mike Belding
  - All in Favor.
- Mike Belding asks to place into the minutes Ernie’s response to a right to know request. He states that he had asked for the applications of the six businesses and also the minutes from the committee meetings. Stated that he had received the applications but was informed that there were no minutes for the SIP committee meetings. He said with that he has some questions. First who was on the SIP committee? Joe Simatic asks Ernie DeHaas if there was any problem with stating those names? Ernie says no. Joe Simatic says the members as follows, Sharon Rodavich, Don Chappel, Robbie Matesic, Sheila Stewart and Dave Coder. Mike Belding asks who appointed the committee? Sharon Rodavich states that it was written in the strategic plan that was approved. Joe Simatic says that in a sense you had a representative from the three economic development areas. Mike Belding states that it could have been any of the three commissioners and Joe states yes and any one of the Board Members. Mike Belding states that he was trying to figure out how they came to the decision on some of these companies. Mike Belding wanted to know who requested the transfer for the SIP money. Sharon Rodavich states that there has not been a transfer of any money. Mike Belding states that it was in the meeting minutes from the commissioners meeting as a request from the IDA and that they voted on it and approved it. Sharon Rodavich says that might be a question for the Commissioners at their meeting. Mike Belding brings up the approval of the six businesses that were brought forward, stating three had potential conflicts of interest and asked if we could discuss them. Joe Simatic interjects and says that five of those companies are no longer in the running. Mike Belding says that he is discussing an intent. A discussion continues about three companies and their potential conflict of interest. Mike Belding said his issue is not with the board but the committee for not stating conflicts of interest. Joe Simatic answers him and says that the committee does not have a vote they simply just offer a recommendation and they cannot spend any of the money. Sheila Stewart states that when her sons company came up she simply walked out of the meeting and waited outside she also abstained from voting. She states that Sharon Rodavich also removed herself from the committee meeting when her son in laws company came up for discussion. She states that BAP was turned down by the banks and could not get approved for the infrastructure that they needed. She does not believe that they should be excluded from the opportunity because their mother works for the County. Ernie DeHaas states that his advice is to the board, the statute that governs any votes taken by the authority is the ethics act.

The ethics act defines a conflict of interest, as far as the authority is concerned, if the authority is going to take official action the ethics act would govern the conduct of any of the board members. If the authority wants to create some kind of policy that would govern the activities of anyone on the authority who is involved in this committee, which is a hybrid committee not a committee of the authority, then it can do that as part of the implementation of the program. Joe Simatic states that they would not change anything that would circumvent the ethics committee. Joe Simatic said that there were some particulars that needed to be addressed and they addressed them as a board. Mike Belding states that he wants to summarize what has happened over the past couple months and then they could move on.

- Emily went over the deposits that had been made into the revolving loan fund account at First National Bank. Joe Simatic asks if there were any inquiries for any new loans. He tells the public that we have a loan interest revolving loan fund money for anyone in the county who is having difficulty getting funding from a conventional source. Sheila Stewart states to the public that we have \$384,000.00 that can still be lent out. She then goes on to talk more about the revolving loan fund and explains all the details.
- **T&A Payoff**- Check for \$124.00, there was an email from Ernie that said it needed to be separated. Emily asks if she needs to void this check and cut two separate checks. Sheila Stewart answers yes.
- **Greene County Tourism Dues and Advertising** – Emily explains that the dues are due on the 15<sup>th</sup> of December and that they will be going up \$10.00 from last year and that they are going to total \$115.00 if they are paid by the 15<sup>th</sup>. The board weighs the pros and cons of putting ads and paying the dues. Mike Belding and Sheila Stewart agree that they think that is worth paying the \$115.00.
  - Motion to approve and pay the \$115.00 in tourism dues: Mike Belding
  - Second: Jason Neighbors
  - All in Favor.
- **Meeting dates for 2018**- Emily asks if the board still wanted to do the second Tuesday of every month in the 2<sup>nd</sup> floor conference room? The board agrees that this date would be best. Emily states that the reorganization meeting would be January 9<sup>th</sup>. Joe Simatic states that right now Emily could have preliminary approval of the 2018 dates but until you have the reorganization meeting he does not want to advertise these as official dates. He said to advertise that the reorganization meeting will be held on January 9<sup>th</sup> and that the rest of the schedule will be determined after that.
- **Advertising for the SIP**- Emily states the it is now advertised on the county website and the IDA website, she asks for recommendations of where else to put the advertisements. Ernie DeHaas states that there is no legal requirement to run ads. Joe Simatic suggests that we put a notice in the Observer Reporter and in Cindy Bailey's GreeneSpeak, he said to officially send a request to both.
  - Motion to approve advertising fees to be no more than \$250.00 to be spent: Mike Belding
  - Second: Sheila Stewart
  - All in Favor.
- **Basic Economic Development Course**- Emily states that she received course information and thought that it would be beneficial for her position. She is bringing it for approval because she will need money to go and money to stay. Sheila Stewart states that she thinks that we have some funds within the IDA set aside for learning.
  - Motion to Approve with a limit of \$1,500.00: Jason Neighbors
  - Second: Mike Belding
  - All in Favor.
- **Policy Draft** – Sharon Rodavich brought forward her code of conduct for board members and asked if the board had any questions or changes. Joe Simatic said that at the January reorganization meeting this could come to the attention. Any changes noted should go to Sharon Rodavich.

- **Cancellation of the IDA cell phone** – Sheila Stewart asked if the cell phone is on any advertisements and Emily and Sharon answered that it is. Sharon said she believes that there is no reason to spend the money on it. Joe Simatic asks about the contract and Sharon explained that we could cancel it at any time. Sheila Stewart asks if calls come in to the IDA phone if they are routed to the cell phone. Emily explained that they just go to the voicemail.
  - Motion to cancel the IDA cell phone contract: Sheila Stewart
  - Second: Jason Neighbors
  - All in favor.
- **Approval of Sharon’s Time:** Joe Simatic states that he does not want to approve these until they are reviewed. He wants to appoint Sheila Stewart to review and approve Sharon’s hours and send them to the County payroll department.
  - Motion to Approve: Jason Neighbors
  - Second: Mike Belding
  - All in Favor.

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## Public Comment

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Nine members of the public commented basing their concerns on how the program was brought to light. They all agreed that they thought the program was a good idea and could do good things. Made some suggestions to the board about the committee. Cindy Bailey brings up the topic of full disclosure and how on the application that they should ask about relationships that the applicant is aware of. Cindy Bailey talks about BAP and that she thinks there could be a conflict of interest that has not been disclosed. Ernie DeHaas explains that what governs the board is the Ethics Act. Joe Simatic asks Ernie DeHaas if the board has violated the ethics act in any way by approving this. Ernie DeHaas replies with absolutely not.

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## Next Meeting

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December 12<sup>th</sup>, 2017 | 9:00 AM | Second Floor Conference Room, Greene County Office Building

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## Adjournment

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Motion to Adjourn: Jason Neighbors

Second: Sheila Stewart

All in Favor.