

**Griffiss Local Development Corporation  
Board of Directors Meeting Minutes  
Held Via Video/Telephone Conference  
March 26, 2020 - 4:00 p.m.**

**Members Present:** Elis Delia, Erin Weiman, Franca Armstong, Mike Manuel, Dave Winberg, Eric Pietrowski, Frank Vetrone, Deb Grogan, Jim Cusack, Kevin Martin

**Others Present:** Jef Saunders, Steve DiMeo, Frank Sanzone, Jen Waters, Shawna Papale, Maureen Carney, Bill VanShufflin, Courtney Pearsall

Mr. Delia called the meeting to order at 4:01 p.m.

**Upon a motion by Mr. Vetrone, and seconded by Ms. Grogan, the board unanimously approved the minutes from the February 27th board meeting.**

**Financials**

Ms. Carney presented the interim monthly financial statements and noted that grants receivable is forthcoming from New York State. Also in order to address the threat that novel coronavirus poses, staff recommended that two internal signers be used to sign checks under \$5,000 to limit outside contact (See resolution attached). Mr. Saunders also added that any check over \$5,000 must be sent to the Board Chair (Elis DeLia) and Vice Chair (Kevin Martin) for review and then placed in a separate folder, so that the board is able to view those checks at any given time. Ms. Carney noted that all internal controls are still in place regarding processing of checks.

**Upon a motion by Ms. Grogan, and seconded by Mr. Cusack, the board unanimously approved the updated check signing resolution (see attached) to respond to the novel coronavirus threat.**

**Committee Reports**

The Audit Committee met to go over the 2019 Audit with staff and D'Arcangelo. Courtney Pearsall briefed the Board on the Audit summary and noted a thank you to the staff for no difficulties in the Audit process, she stated that it was a clean unmodified opinion with no internal control issues. The Audit Committee recommends approval of the 2019 GLDC, 99 Otis Street, and Cardinal Griffiss Realty Consolidated Audit to the Board.

**Upon a motion by Ms. Weiman, and seconded by Mr. Vetrone, the board unanimously approved the 2019 GLDC, 99 Otis Street, and Cardinal Griffiss Realty Consolidated Audit.**

**New Business**

Ms. Waters presented the Board with the annual PAAA compliance documents for comment and review. The Board received them in advance of the meeting. Ms. Waters asked that they ratify and confirm those documents, as per State law, there were no changes to any of the documents.

**On a motion by Ms. Grogan, seconded by Mr. Cusack, the Board unanimously adopted and ratified the PAAA compliance documents, as submitted.**

The Board was presented with the annual Authorities Mission Statement and Performance Measures documents as required by PAAA.

**There being no changes, on a motion by Ms. Grogan, seconded by Mr. Cusack, the Board unanimously approved the Authorities Mission Statement and Performance Measures.**

The Board was presented with a sublease for Orgill Inc, to lease 975 square feet of office space in Building 770. This is part of the negotiated project with Orgill as they begin construction of their new distribution facility, they will not be paying any rent, but will be responsible for utilities. This space will be used until Orgill is granted a Certificate of Occupancy for their new distribution center at Griffiss.

**Upon a motion by Mr. Vetrone, seconded by Ms. Grogan, the Board unanimously approved the sublease of 975 sq. ft. in Building 770 to Orgill, Inc.**

The Board was presented with an Easement Agreement for Orgill, Inc to begin work within the right-of-way at Atlas Drive and Thor Drive which will become part of the new City of Rome proposed street.

**Upon a motion by Ms. Grogan, seconded by Mr. Pietrowski, the Board unanimously approved the Orgill, Inc Easement.**

Staff briefed the Board on the request for early lease termination by CSI, Inc. (Interpretek) for circumstances beyond their control. The currently occupy half of Building 770. CSI, Inc. suffered a dramatic business loss from the covid-19 pandemic and will cease to reopen after the pandemic is cleared. The space was newly remodeled for CSI, Inc. and is in good condition to remarket. CSI, Inc. is current on their rent and has paid for April.

**Upon a motion by Mr. Cusack, seconded by Ms. Armstrong, the Board unanimously approved the early lease termination for CSI, Inc. and authorizes staff to draft a lease surrender agreement with legal counsel.**

There being no further business, the meeting was adjourned by consensus at 4:43PM.

Respectfully Submitted,

Jennifer Waters  
Secretary

## **RESOLUTIONS**

**WHEREAS**, in order to address the threat that novel coronavirus, COVID-19, poses to persons within the geographic territory of New York State, Governor Cuomo declared a State disaster emergency by means of Executive Order No. 202 dated March 7, 2020; and

**WHEREAS**, as COVID-19 has continued to spread, Governor Cuomo has modified and/or supplemented Executive Order No. 202 on several occasions so as to implement, on a statewide basis, various measures designed to prevent and/or slow down the transmission of the disease, including social distancing and density reduction measures; and

**WHEREAS**, at present, GLDC's check signing policy provides that two (2) signatures are necessary on each check: one internal (EDGE staff) signature and one external (GLDC officer or board member) signature; and

**WHEREAS**, the GLDC Board has determined that limiting contact between internal EDGE staff and external GLDC officers and board members, including on matters related to check signing, serves to advance the objectives of Executive Order No. 202, as the same has been or may be amended and/or supplemented.

**NOW, THEREFORE**, be it

**RESOLVED**, that GLDC checks may be signed by two (2) internal EDGE staff members; provided, however, that any such check in excess of \$5,000 (each, a "Large Check") shall first be presented to either the GLDC Chairman or the Vice Chairman via e-mail or facsimile, and then affirmatively approved by him via email or facsimile; and be it further

**RESOLVED**, that copies of all checks signed by two (2) internal EDGE staff members as well as copies of the emails and/or facsimiles setting forth the affirmative approval of the Chairman or the Vice Chairman as to each Large Check, shall be placed in a separate folder and made available for inspection during regular business hours by any GLDC officer and/or board member; and be it further

**RESVOLED**, that these Resolutions shall take effect immediately and shall remain in effect until (a) these Resolutions are revoked or amended by the GLDC Board or (b) the aforesaid State disaster emergency is suspended or terminated, whichever first occurs.