Meeting Board Minutes

Orleans Land Restoration Corporation

August 12, 2016

121 N Main St 2nd Floor Albion NY
Board Room
9:55 am

Draft

Members Present:
Paul Hendel, Chairman
Ken DeRoller, Secretary
John DeFilipps, Assistant Secretary
Skip Draper, Treasurer
Ken Rush, Assistant Treasurer

Members Absent:
John Misiti, Vice Chairman
Carol D'Agostino, Member

Also Present:
Jim Whipple, CEO/CFO
Gabrielle Barone, Vice President Business Development/Empire Zone Coordinator.
Diane Church, OEDA Legal Counsel

The Meeting was called to order by Chairman Paul Hendel at 9:55 a.m.

I. Roll Call.

Motion to call the Orleans Land Restoration Corporation meeting to order made by Ken DeRoller, seconded by Ken Rush.

II. Approval of Previous Board Minutes July 8, 2016---The Board meeting minutes from July 8, 2016 were reviewed. A motion was made by Skip Draper to accept the meeting minutes as presented, seconded by Ken DeRoller. Motion Passed.

III. Financials OLRC Financial Review---Jim reported the current balance in the OLRC is $23,438.50 as of 7/31/16. He reviewed and explained the balance sheet and profit & loss reports.

Motion to accept the OLRC financials made by Ken DeRoller, seconded by Ken Rush. Motion Passed. M0816-001.

IV. Legal---Nothing reported by Diane Church.

V. Operations Report

Facilities/Sites

Holley High School Discussion on Project and Possible OLRC Involvement-----

- **County of Orleans MOU**---Diane Church reported a Memorandum of Understanding was entered into as of the 22nd day of June 2016 between the County of Orleans and Home Leasing LLC a domestic limited liability company which provided, among other things, for the acquisition of the property by the County through an in rem tax foreclosure. Home Leasing will form a single purpose limited liability company to acquire title to the Holley High School for the purpose of restoration of the building for senior housing units and using a portion of the building for Village of Holley offices. The OLRC or an affiliated entity to be formed would take title from the County and would immediately transfer title to the LLC to be formed by Home Leasing. Home Leasing will submit a purchase contract for consideration by the OLRC.

VI. Old Business---Nothing Reported.

VII. New Business

Discussion on Setting Up a New LLC to Handle Property Transactions---Jim Whipple reported that, given the expanded role being taken by the OLRC in development, it would be desirable to create a separate entity that could take title to troubled properties and act as a holding company. Diane Church reported the OLRC could form a subsidiary LLC which would be set up to hold troubled real estate and other properties. The LLC would be no assets. The OLRC would be the sole member and manage the LLC through its board.

Motion to authorize the creation of an LLC to take title to troubled real estate and other properties made by Skip Draper, seconded by Ken Rush. Motion Passed. M0816-002.

Consideration of a Declaration of Conservation Covenants and Restrictions For 3959 Bates Road--- Diane Church reported that, as part of its most recent expansion, Brunner International was issued a permit by the US Army Corps of Engineers to fill in a wetland and to create a replacement wetland on land owned by COIDA and the OLRC. The Army Corps of Engineers requires that the new wetland by subjected to a Declaration of Conservation Covenants and Restrictions which requires preservation of the area as a green space. The Declaration of Conservation Covenants and Restrictions is being reviewed by the Army Corps of Engineers and once approved would have to be signed and recorded by COIDA and the OLRC.

Motion to authorize Jim to sign Declaration made by Skip Draper, seconded by Ken DeRoller. Motion Passed. M0816-003.

VIII. Motion to adjourn subject to Chairman's recall made by Ken DeRoller, seconded by Skip Draper. Motion Passed.

Respectfully Submitted,
Diane Blanchard