

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

January 17, 2007

Present: Thomas Gifford, John VanDenHurk, Margaret Starbuck, J.P. Coleman, Carl Blowers, Dennis Fagan, Tim O'Hearn, Peggy Tomassi, Mark Gorgos

Guests: Glenn Larison, Daniel Cleveland, Sue Brill, Ernie Hartman, Sharon Bingell, Ruth Young

Meeting of the Members of the Corporation

Call to order – 3:02pm

Appointment of Directors: Adoption of Member Resolutions:

Member Resolution 1/2007-01

Motion to approve- Tom Gifford. Approved.

Member Resolution 2/2007-01

Motion to approve – Tom Gifford. Approved.

Meeting of the SCHSDC Board of Directors

Approval of Minutes: Approval of 8-23-06 meeting minutes: Motion to accept-Tom Gifford, second-Tim O'Hearn. Unanimously approved.

The SCHSDC acknowledges the appointment of John VanDenhurk and Carl H. Blowers as members of the Board of Directors.

Resolution Requiring Board Action: Mark Gorgos, Esq., of Coughlin & Gerhart, LLP, defined the structure of the Initial Project Resolution 3/2007-01. Amendment recommended: 'County Workforce Development Office' should read 'NYS Workforce Development Office'.

Director Resolution 3/2007-01

Motion to approve with correction – Tim O'Hearn, second Margaret Starbuck. Unanimously approved.

Meeting 1/24/2007: Discussion of canceling this meeting. It was deemed necessary to continue to with this meeting as previously scheduled.

Old Business:

- Independent Auditor - not filled at this time. Bring back to next meeting.
- Governance Committee - not filled at this time. Bring back to next meeting.

New Business: No new business.

Motion to enter into Executive Session for the purpose of Real Property acquisition at 3:14pm by Tom Gifford, second- Tim O'Hearn. Unanimously approved.

Motion to leave Executive Session 3:29pm by Tim O'Hearn, second – Margaret Starbuck. Unanimously approved.

Adjourned: 3:35pm.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

January 24, 2007

Present: Thomas Gifford, John VanDenHurk, Carl Blowers, Margaret Starbuck, Lisa Buckley, Tim O'Hearn, Peggy Tomassi,

Meeting of the SCHSDC Board of Directors

Call to order – 1:02pm

Approval of Minutes: Approval of 1-17-07 meeting minutes. Motion to accept-Tim O'Hearn, second-Peggy Starbuck. Unanimously approved.

Resolutions Requiring Board Action -

Director Resolution 4/2007-01

Resolving terms for Directors:

Margaret Starbuck 12/31/09; Thomas Gifford 12/31/10; Timothy O'Hearn 12/31/11.

Motion to approve - Tim O'Hearn, second Margaret Starbuck. Unanimously approved.

Director Resolution 5/2007/01

Corporation's Audit Committee

Appointing Daryl Slusser to the Corporation's Audit Committee, term expiring 12/31/10.

Motion to approve – Carl Blower, second Peggy Starbuck. Unanimously approved.

Director Resolution 6/2007-01

Governance Committee

Appointing Jerry Gapp to the Corporation's Governance Committee, term expiring 12/31/10.

Motion to approve – Carl Blower, second Peggy Starbuck. Unanimously approved.

Motion to enter into Executive Session for the purpose of Real Property acquisition at 1:07pm by Tim O'Hearn, second- Peggy Starbuck. Unanimously approved.

Motion to leave Executive Session 1:43pm by Tim O'Hearn, second – Margaret Starbuck. Unanimously approved.

Adjourned: 1:44pm.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

February 2, 2007

Present: Thomas Gifford, Carl Blowers, Margaret Starbuck, Tim O'Hearn, Peggy Tomassi,

Meeting of the SCHSDC Board of Directors

Call to order – 1:05pm

Approval of Minutes: Approval of 1-24-07 meeting minutes. Motion to accept-Tim O'Hearn, second-Peggy Starbuck. Unanimously approved.

Next LDC meeting is scheduled for February 9, 2007 at 1:00pm.

A Fair Hearing on Proposed Issuance of Bonds will be held in the Schuyler County Office Building, Legislative Chambers on Tuesday, February 13th, 2007 at 11:00am.

Motion to enter into Executive Session for the purpose of Real Property acquisition at 1:07pm by Tim O'Hearn, second- Peggy Starbuck. Unanimously approved.

Motion to leave Executive Session 1:38pm by Tim O'Hearn, second – Margaret Starbuck. Unanimously approved.

Adjourned: 1:38pm.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

March 14, 2007

Present: Thomas Gifford, Carl Blowers, Margaret Starbuck, Tim O'Hearn, Peggy Tomassi, Jerry Gapp, David Lisk

Call to order – 11:04AM

Approval of Minutes: Approval of 2-2-07 meeting minutes. Motion to accept-Carl Blowers, second-Tim O'Hearn. Unanimously approved.

New Business:

David Lisk presented a building construction analysis for the design and renovation and provided the results of 3 bids submitted for the production of the Complex. Discussion.

Resolution Requiring Board Action –

Director Resolution 7/2007/01

Authorizing the execution of a construction contract by the corporation's contract administrator.

Motion to approve – Tom Gifford, second Carl Blowers. Unanimously approved.

The Ace Unlimited, Inc. bid chosen was the lowest bid submitted. As Ace Unlimited, Inc. employs Schuyler County residents, this played a factor in the decision making. Specialty jobs of the project will be sought out from local contractors.

Next meeting is Wednesday, March 28th at 11:00am.

Motion to adjourn by Tom Gifford; second Carl Blowers. Unanimously approved.

Adjourned: 11:30AM.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

March 28, 2007

Present: Carl Blowers, Dennis Morris, Tim O'Hearn, Margaret Starbuck, Peggy Tomassi,

Call to order – 11:06AM

Approval of Minutes: Approval of 3-14-07 meeting minutes. Motion to accept with the wording, 'many of', removed -Carl Blowers, second-Peggy Starbuck. Unanimously approved.

Resolution Requiring Board Action –

Director Resolution 1/2007-03

The SCHSDC is designated as the Lead Agency for purposes of the required SEQRA review of the Project and declares its intent to initiate the coordinated review by involved agencies and parties in connection therewith.

Motion to approve: Margaret Starbuck; second – Carl Blowers.

Unanimously approved.

Next meeting will be Wednesday, April 4th at 1:00PM.

Motion to adjourn by Carl Blowers; second Peggy Starbuck. Unanimously approved.

Adjourned: 11:19AM.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

April 11, 2007

Present: Carl Blowers, Tom Gifford, Tim O'Hearn, Peggy Tomassi, Jerry Gapp

Meeting of the Member

Call to order – 11:00AM

Approval of By-Laws revision:

Motion: Tom Gifford

Adjourn: 11:02AM

Meeting of the Directors

Call to order – 11:02AM

Approval of Minutes: Approval of 4-4-07 meeting minutes. Motion to accept –Carl Blowers, second-Tim O'Hearn. Unanimously approved.

Requiring Board Approval:

Revised By-Laws

Motion to approve: Carl Blowers, second : Tim O'Hearn

Unanimously approved.

Tim gave overview of lawsuit, Article 78, Hurley v Schuyler County.

Public Hearing held on Monday, April 9, 2007 around the leasing of the SCHSDC building.

Next meeting will be Wednesday, April 25th at 11:00AM.

Motion to adjourn by Carl Blowers; second-Tom Gifford. Unanimously approved.

Adjourned: 11:12AM.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

April 4, 2007

Present: Carl Blowers, Dennis Morris, Tim O'Hearn, Margaret Starbuck, Peggy Tomassi, John VanDenhurk

Call to order – 1:06PM

Approval of Minutes: Approval of 3-28-07 meeting minutes. Motion to accept -Carl Blowers, second-Peggy Starbuck. Unanimously approved.

Mark Gorgos, LLP reviewed EAF (Environmental Assessment Form) and survey map.

Based on review of EAF:

Resolution Requiring Board Action –

Director Resolution 2/2007-03

The SCHSDC to adopt findings pursuant to the State Environmental Quality Review Act (“SEQRA”).

Motion to approve: Carl Blowers; second –John VanDenhurk
Unanimously approved.

Director Resolution 3/2007-03

The SCHSDC authorizing the issuance, execution, sale and delivery of its tax-exempt revenue bonds (SCHSDC project), series 2007 in the aggregate principal amount not to exceed \$6,000,000 and the execution and delivery of related documents.

Motion to approve: Tim O'Hearn; second – Peggy Starbuck.
Unanimously approved.
Roll call taken.

Next meeting will be Wednesday, April 11th at 11:00AM.

Motion to adjourn by Peggy Starbuck; second Carl Blowers. Unanimously approved.

Adjourned: 1:19PM.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

June 13, 2007

Present: David Allardice, Henry Bellavigna, Jerry Gapp, Tom Gifford, Mark Gorgos, Jerry Mickelson, Justin Miller, Tim O'Hearn, Peggy Tomassi, John VanDenhurk

Meeting of the Directors

Call to order – 1:00PM

Approval of Minutes: Approval of 4-11-07 meeting minutes. Motion to accept Tom Gifford; Tim O'Hearn– second. Unanimously approved.

Update on HSDC building project by Project Manager, Henry Bellavigna, of ACE Masonry, Inc. \$300,000 in project additions with no impact on contract price due to good buyout. These would include additional bathrooms, windows, and rubber flooring in the Head Start area, lighting, tile in kitchen, railings, canopy, extra insulation, studs, etc.

Change Order Request: A policy is needed for change orders which may occur during construction phase. The contractor would initiate a change order for approval. Currently \$150,000 is set aside for contingency improvements. As department changes are complete, new change orders would be on behalf of the county's request.

Resolution 6/2007-01

Change orders below \$10,000 to be approved by contract officer. Change orders above \$10,000 require approval by the LDC.

Tom Gifford motioned, Tim O'Hearn second. Unanimously approved.

Resolution

\$68,000 change order requested for improvements to the interior lighting. Change order recommended by contract officer.

Tom Gifford motioned, John VanDenhurk second. Unanimously approved.

Audit- Can sublease payments be made directly to the County on behalf of the LDC or should they first flow through the LDC and then to the County? Looking for Jerry Mickelson's input on this. Subleases will pay for a part of the debt service for the term of the bond. Justin Miller stated that funds should be remitted to the LDC for control purposes. The county could appropriate funds for future capital improvements per the Indenture Agreement. Jerry Mickelson stated as the accounting would still be done by the county and that it has a relationship with the LDC, he follows Justin Millers recommendation. Funds for reserve should be placed in an account for Capital improvements. Justin Miller will be creating a sublease agreement template for the LDC to add specifics to them. Depending on the cycle of revenue the Lease holders have will

determine whether the LDC lease payments will be annually or monthly. November 1 completion date is contract date but as the project is ahead, September could be viewed as a potential occupancy date. Justin Miller stated that there is no maximum amount to have in reserve funds. Once the legal structure is secured, a financial structure will be created.

Real Property Tax Liability Update: As the former Jamesway building was on the tax roll at the time of the acquisition of the property, the County is responsible for the village, school, and town taxes per the Master Lease Agreement. This is due to the closing not occurring before taxable status date of March 31st.

Human Services Building Deed: The original deed of the 323 Owego St., Montour Falls building is secured in the County's security box #25 at HSBC.

Next meeting to be held Wednesday, July 11th, 2007 at 11:00AM.

Motion to adjourn: Tim O'Hearn; second Tom Gifford. Unanimously approved.

Adjourned: 1:42PM.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

July 11, 2007

Present: Henry Bellavigna, Carl Blowers, Dennis Fagan, Jerry Gapp, Mark Gorgos, Jerry Mickelson, Justin Miller, Tim O'Hearn, Peggy Tomassi, John VanDenhurk, Peggy Starbuck.

Meeting of the Directors

Call to order - 1:00PM

Approval of Minutes: Approval of 6-13-07 meeting minutes. Motion to accept- John VanDenhurk; Peggy Starbuck-second. Unanimously approved.

HS Building Construction Update: Building Project Manager, Henry Bellavigna, of ACE Masonry, Inc. gave update on the building project. By the 22nd the Head Start fence will be placed. Exterior windows are in. Rest of bldg in painted & sealed. Project going well. Tim O'Hearn stated that the county is preparing to begin the bidding process for IT Telecommunications.

Contract with Montour Glass: After reviewing the 3 quotes for installing 119 wood doors with steel frames, a request to enter into a contract with Montour Glass at a price of \$11,430. Montour Glass was the lowest bid price. Discussion of the variance in quotes being described as mainly associated with labor costs. There has been no previous quality issues regarding the work of Montour Glass and it is a local company. Motion: Carl Blowers; John VanDenhurk- second. Unanimously approved.

501c3 Tax Exempt Form 1023: Justin Miller reviewed requirements for completion of the IRS form 1023. Motion to execute signature of the application & fee: John VanDenhurk; Peggy Starbuck-second. Unanimously approved.

Disposition of Rural Urban Center & Office of the Aging Bldgs: Discussion was held concerning the possible transfer of the RUC and OFA from the County to the LDC for the purpose of disposition. The intent of this action would be to give greater control over future use of the building with factors such as sustainability and compatibility with the community being weighted in the decision making process as opposed to simply selling it to the lowest bidder. Per Attorney's Gorgos and Miller it is possible for the County to transfer real estate to the LDC subject to a public hearing.

Other Business: A sub lease agreement template is being created by Harris Beach, PLLC to execute to the tenants by Julys end. The LDC will accept annual rents to be transferred to County. Termination provisions will need to be reviewed by County Attorney and added to lease agreements. Costs associated with the telecommunications will also be addressed within lease.

Next meeting to be held Wednesday, August 8th, 2007 at 1:00PM.

Motion to adjourn: Tim O'Hearn; Carl Blowers-second. Unanimously approved.

Adjourned: 1:32PM.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

August 8, 2007

Present: Henry Bellavigna, Carl Blowers, Loren Cottrell, Dennis Fagan, Jerry Gapp, Mark Gorgos, David Lisk, Jerry Mickelson, Tim O'Hearn, Peggy Starbuck, Peggy Tomassi, John VanDenhurk,

Meeting of the Directors

Call to order – 1:03PM

Approval of Minutes: Approval of 7-11-07 meeting minutes. Motion to accept- Tim O'Hearn; Peggy Starbuck-second. Unanimously approved.

HS Building Construction Update: Project continues to be on schedule and on target financially. Departments involved have been touring the building. November continues to be the target date for occupancy. We will meet at the *Schuyler County Human Services Complex* at noon for a tour and conduct the regularly scheduled meet afterward back in the Legislative Chambers.

501c3 Tax Exempt Form 1023: As action was taken last meeting to submit Form 1023, it has been officially filed with the IRS.

Change Order: In reviewing the climate control system for the IT server room, it has been recommended that the original plan be upgraded to provide a specialized unit to maintain adequate heating/cooling for the server room. ICT Mechanical Services, Inc. submitted a quote of \$32,700.00. A change order in this amount was requested by Loren Cottrell, IT Director. There is funding to cover this amount. The original request for the specs of a cooling unit has been deemed inadequate

Motion: Carl Blowers, Peggy Starbuck-Second. Unanimously approved.

Tenants sub lease: Mark Gorgos stated that Justin Miller of Harris Beach supplied us with a template for the leasing of space in the SCHSDC. The key is that subleases fall under the proper language to comply with Bond requirements.

Mark explained the major points of the agreement template.

Director Resolution 1/2007-08

Authorizing the execution of 4 sub leases.

Motion to accept-Tim O'Hearn; Second –Peggy. Unanimously approved.

Jim Coleman, County Attorney had reviewed the proposed sub lease agreement form and has no objections or comments.

Audit Proposal – Jerry Mickelson submitted proposal for auditing SCHSDC finances for 06 - 07. The quote of up to \$6,000 annually based on their standard hourly rate was submitted understanding that the initial review of SCHSDC finances would be more extensive the first year than in future years.

Motion to accept: John VanDenhurk; Second: Carl Blowers. Unanimously approved.

John VanDenhurk will need to attend training to be in compliance with the PAA.

Next meeting to be held Wednesday, September 12, 2007 at 1:00PM. We will meet at the Human Services Complex at noon and complete the scheduled meeting in the Legislative Chambers at 1:00pm after the tour.

Motion to adjourn Peggy Starbuck; Tom Gifford-Second. Unanimously approved.

Adjourned: 1:31 PM.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

September 12, 2007

Present: Tom Gifford, Tim O'Hearn, Peggy Starbuck, Peggy Tomassi

Meeting of the Directors

Call to order – 1:02PM

Approval of Minutes: Approval of 8-8-07 meeting minutes. Motion to accept- Tim O'Hearn; Peggy Starbuck-second. Unanimously approved.

HS Building Construction Update: Members of the Board toured the Human Services Development Complex prior to this meeting.

Tenants sub lease: The Attorneys continue to review language in the sub-leases.

Motion to adjourn Peggy Starbuck; Tim O'Hearn-Second. Unanimously approved.

Adjourned: 1:10 PM.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

October 10, 2007

Present: Carl Bowers, Tom Gifford, Tim O'Hearn, Peggy Starbuck, Peggy Tomassi

Guests: Henry Bellavigna, David Lisk

Meeting of the Directors

Call to order – 1:01PM

Approval of Minutes: Approval of 9-12-07 meeting minutes. Motion to accept -Peggy Starbuck; Tim O'Hearn -second. Unanimously approved.

HS Building Construction Update: The Human Services Complex was awarded a Certificate of Occupancy on 9-28-07. Touch up work will continue for a few more weeks. Henry Bellavigna stated that this project has been great and has enjoyed working for the County/LDC. Tim O'Hearn thanked Henry for all his efforts during the project. Verizon phone service will in place by October 20th. Departments will begin moving into the SCHSC the week of October 22nd. The Dept. of Social Services will begin moving in on November 15th. The roof top air handler needs some adjustments. David is obtaining quotes for new units vs repairing the old unit. A special thanks was extended to ACE Masonry, Inc. who donated a bricked picnic area outside the OFA entrance with 3 tables for staff and others to utilize.

Tenants sub lease: The tenants subleases have been approved by Bond Counsel for signature. The agreement with Schuyler Head Start will not reflect janitorial services.

Next meeting on Wednesday, November 14th will be creating a budget & final update on the construction of the Human Services Complex.

Open House- November 8th at 10:00am-1:00pm at the SHSDC. A ribbon cutting ceremony will convene at 10am.

Motion to adjourn Peggy Starbuck; Tim O'Hearn-Second. Unanimously approved.

Adjourned: 1:12 PM.

SCHUYLER COUNTY HUMAN SERVICES DEVELOPMENT CORPORATION

Minutes of the Meeting

December 5, 2007

Present: Carl Bowers, Lisa Buckley, Tom Gifford, Tim O'Hearn, Peggy Starbuck, Peggy Tomassi, John VanDenhurk

Guests: Jerry Gapp

Meeting of the Directors

Call to order – 1:00PM

Approval of Minutes: Approval of 10-10-07 meeting minutes. Motion to accept –Tim O'Hearn; -second- Peggy Starbuck. Unanimously approved.

HS Building Construction Update: The HSDC has been fully occupied since November 27th. The transitions went smoothly due to the efforts of David Lisk & Loren Cottrell. Tenants are satisfied with their new accommodations.

Financials:

- 2008 Budget: In discussion with Jerry Mickelson, revenue of rents from tenants will be reflected and in turn go back to the County to be used for the debt service. Legal & insurance fees will be incorporated into the budget. The payment schedule is in line with the debt service to be paid on behalf of the bond. Jerry Mickelson is in agreement with the budget format produced.
- Motion to accept- Peggy Starbuck, second- Carl Blower. Unanimously approved.

Jerry Mickelson of Ciaschi-Dietershagen-Little-Mickelson & Company, LLP will present the financial audit during the March 5th meeting.

Harris Beach has submitted an invoice for legal services in the amount of \$15,726. Tim O'Hearn had discussion with Harris Beach and an adjusted amount for services for \$11,856.05 was proposed. Motion to pay Harris Beach invoice of \$11,856.05 for legal services- Carl Blowers; Second- Peggy Starbuck. Unanimously approved.

Meeting schedule for 2008: Quarterly meetings will be held for 2008. Scheduled are March 5th, June 4th, September 3rd, December 3rd at 1:00pm, conference room #115 in the HSDC. Additional meetings to be scheduled and posted as needed.

Motion to adjourn - Peggy Starbuck; Second- Carl Blowers. Unanimously approved.

Adjourned: 1:24 PM.