



**ONONDAGA COUNTY**  
**INDUSTRIAL DEVELOPMENT AGENCY**

335 MONTGOMERY STREET, FLOOR 2M, SYRACUSE, NY 13202  
315.435.3770 • ECONOMICDEVELOPMENT@ONGOV.NET

**Annual Meeting Agenda**  
**March 14, 2024**

**8:35 AM Call to Order**

**1. Approval of Minutes – March 23, 2023 Annual Meeting of the OCIDA**

**Action Items:**

**1. Governance Committee Annual Report:**

**Agency Action Requested:**

- a. A Resolution by the Board approving the 2023 Annual Report of the Governance Committee.

**Representative:** Kevin Ryan, Chair, Governance Committee

**2. Review and Approve 2023 Annual Report of the Agency:**

**Agency Action Requested:**

- a. A Resolution approving the 2023 Annual Report of the Agency

**Representative:** Nate Stevens, Treasurer

**Adjourn**

# **SUBJECT TO BOARD APPROVAL**

Onondaga County Industrial Development Agency  
Annual Meeting Minutes  
March 23, 2023

The annual meeting of the Onondaga County Industrial Development Agency was held on Tuesday, March 23, 2023 at the 335 Montgomery Street, Floor 2M, Syracuse, New York via Zoom Teleconference.

Chairperson Patrick Hogan called the meeting to order at 8:12 am with the following:

## **PRESENT:**

Patrick Hogan  
Janice Herzog  
Susan Stanczyk  
Kevin Ryan

## **ABSENT:**

Fanny Villarreal

## **ALSO PRESENT:**

Robert M. Petrovich, Executive Director  
Nate Stevens, Treasurer  
Nancy Lowery, Secretary  
Svetlana Dyer, Assistant Secretary  
Karen Doster, Recording Secretary  
Alexis Rodriguez, Assistant Treasurer  
Len Rauch, Economic Development  
Jeff Davis, Barclay Damon Law Firm  
Amanda Fitzgerald, Barclay Damon Law Firm  
Matthew Pelligra, Office of Economic Development  
Mike Lisson, Grossman St. Amour  
Breannah Lane, Grossman St. Amour  
Rich Dausman, Cryomech, Inc.  
Ilari Savola, Bluefors Cryocooler Technologies  
Paul Reichel, Bond Schoeneck & King  
Anthony Bell, RPNY Solar 4, LLC  
Rob Panasci, RPNY Solar 4, LLC  
Stephanie Loucas, RPNY Solar 4, LLC  
Jake Clay, RPNY Solar 4, LLC  
Michelle Molinet, J.W. Didado Electric, LLC  
John Sidd, Hancock & Estabrook  
Christine Stevens, VIP Structures  
JoAnne Getman, VIP Structures  
Ken Bush, County Legislature  
Rick Moriarty, Post Standard  
Matt Mulcahey, Channel 3 News  
Dennis Harmor, Channel 9 News  
Conor Wright, Channel 9 News

Chris Bianchi, Syracuse City School District

#### APPROVAL OF ANNUAL MEETING MINUTES – MARCH 9, 2022

Upon a motion by Kevin Ryan, seconded by Janice Herzog, the OCIDA Board approved the minutes of the March 9, 2022 annual meeting. Motion was carried.

#### GOVERNANCE COMMITTEE ANNUAL REPORT

Nancy Lowery gave a brief review of the Governance Committee Annual Report.

Upon a motion by Kevin Ryan, seconded by Susan Stanczyk, the OCIDA Board approved a resolution accepting the Governance Committee Report. Motion was carried.

#### REVIEW AND APPROVAL 2022 ANNUAL REPORT

Upon a motion by Janice Herzog, seconded by Susan Stanczyk, the OCIDA Board approved a resolution accepting the 2022 Annual Report. Motion was carried.

#### ACCOUNTS AND SIGNATURE AUTHORIZATION

Upon a motion by Susan Stanczyk, seconded by Janice Herzog, the OCIDA Board approved a resolution authorizing the accounts and signature authority to Robert M. Petrovich, Nate Stevens, Patrick Hogan and Janice Herzog at M & T Bank. Motion was carried.

#### ADJOURN

Upon a motion by Janice Herzog, seconded by Kevin Ryan, the OCIDA Board adjourned the meeting at 8:42 am. Motion was carried.

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Nancy Lowery, Secretary



## **Onondaga County Industrial Development Agency Governance Committee Annual Report 2023 Fiscal Year**

### **Committee Members & Staff**

Kevin Ryan, Committee Chair  
Fanny Villarreal  
Pat Hogan, Board Chair

Robert M. Petrovich, Executive Director  
Nancy Lowery, Secretary  
Nate Stevens, Treasurer

### **Purpose of the Committee**

The purpose of the Governance Committee is to keep members informed of current best governance practices, to review corporate governance trends, to update the Agency's corporate governance practices and principals, and to advise on the skills and experience required of potential Agency members.

### **2023 Meeting Schedule**

January 19, 2023  
February 9, 2023  
November 9, 2023

### **Fiscal Year 2023**

#### **Annual Self Evaluation**

The Committee conducted a self-evaluation at its November 9, 2023 meeting. It found no issues. The Governance Committee will present its self-evaluation to the full Board at the Agency's Annual Meeting tentatively scheduled for March 9, 2024.

#### **Review of Charter**

The Committee reviewed the Governance, Audit, and Finance Committee charters on November 9, 2023. It found no issue with the charters. The Committee will present its findings to the Agency Board at the Agency's Annual Meeting tentatively scheduled for March 9, 2024.

#### **Disposition of Duties**

At the January 19, 2023 meeting the Committee reviewed its Uniform Tax Exemption Policy (UTEP), Procurement Policy, Bylaws, Structure and Make-up of Board Committees and Property Acquisition Policy and found no issues. At the February 9, 2023 meeting the Committee reviewed the modified Open Meetings Law – Video Conferencing State Statute and forwarded it to the full Board with a recommendation for adoption of the video conferencing policy. At the June 8, 2023 meeting the Committee reviewed staff's changes to the OCIDA application and recommended transmitting the revised document to the full Board for approval.



At the November 9, 2023 meeting the Committee completed its annual review of Board, Committee and Staff self-evaluations, Committee Charters as well as the 2023 Committee annual report.



# **Annual Report**

## **2023**

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## BOARD MEMBERS

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### Names and Terms

Patrick Hogan, Chair  
February 2012 – Present

Janice Herzog, Vice Chair  
February 2013 – Present

Susan Stanczyk  
December 2015 – Present

Kevin Ryan  
June 2016 – Present

Fanny Villarreal  
August 2016 – Present

Cydney Johnson  
March 2023 – Present

Elizabeth Dreyfuss  
March 2023 – Present

Victor Ianno  
February 2012 – February 2023

Steve Morgan  
September 2014 – February 2023

## OFFICERS AND STAFF

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### Officers & Staff

Robert M. Petrovich  
Executive Director

Nate Stevens  
Treasurer

Nancy Lowery  
Secretary

Svetlana Dyer  
Assistant Secretary

Karen Doster  
Recording Secretary

Alexis Rodriguez  
Assistant Treasurer

### Agency Counsel

Barclay Damon LLP

### Agency Auditor

Grossman St. Amour Certified Public Accountants PLLC

### Compensation Schedule

For those who make over \$100,000 including biographical information  
None

### Board & Staff Biographies

Appendix A

## COMMITTEES & MEMBERSHIP

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### **Audit Committee**

Janice Herzog - Chair  
Cydney Johnson  
Patrick Hogan

### **Finance Committee**

Susan Stanczyk - Chair  
Elizabeth Dreyfuss  
Patrick Hogan

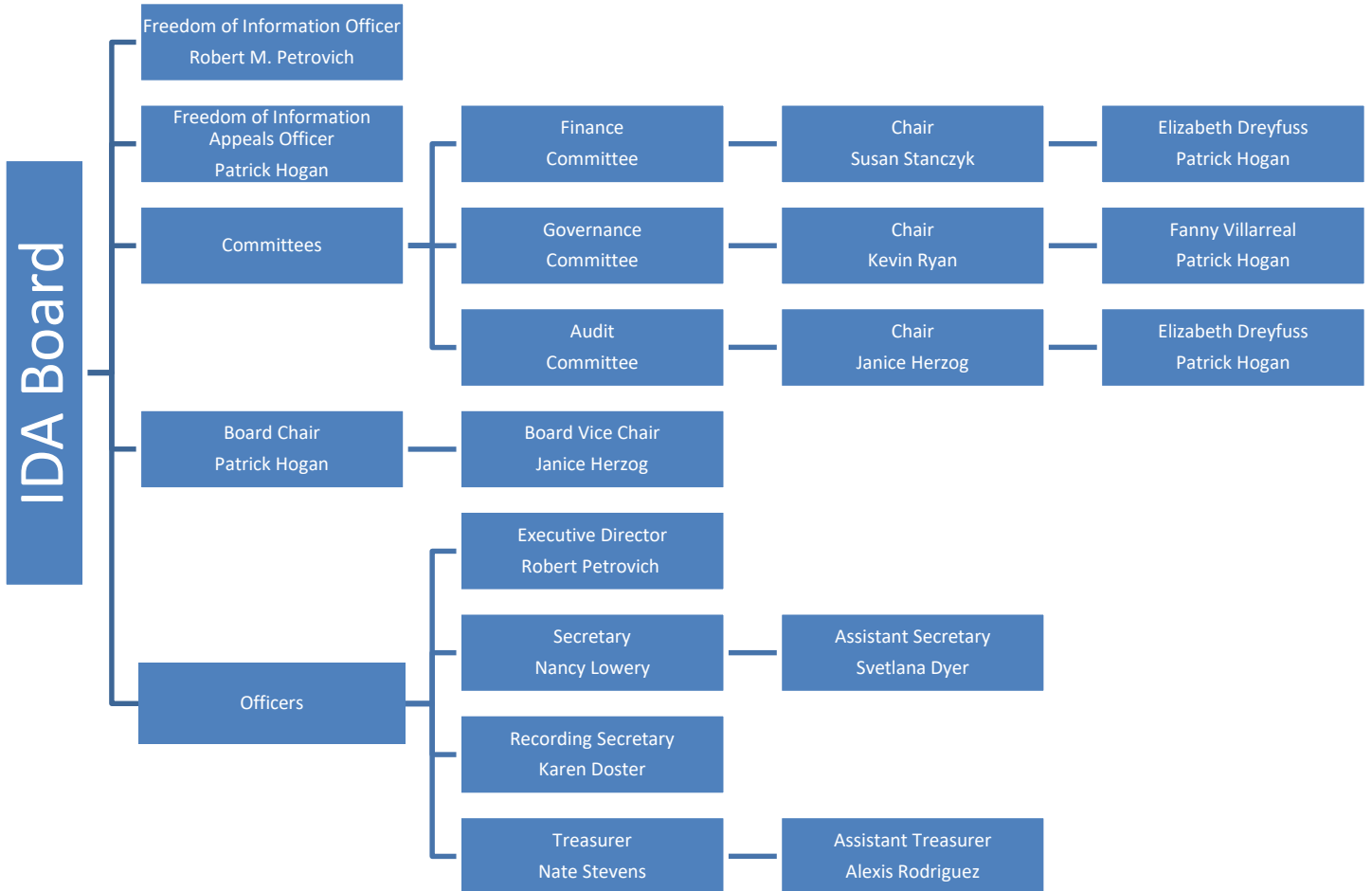
### **Governance Committee**

Kevin Ryan - Chair  
Fanny Villarreal  
Patrick Hogan

## 2023 BOARD MEETINGS & ATTENDANCE

<p><b><u>January</u></b></p> <p>Patrick Hogan Janice Herzog Kevin Ryan Fanny Villarreal</p>	<p><b><u>January Organizational</u></b></p> <p>Patrick Hogan Janice Herzog Kevin Ryan Fanny Villarreal</p>	<p><b><u>February</u></b></p> <p>Patrick Hogan Janice Herzog Susan Stanczyk Kevin Ryan</p>	<p><b><u>March</u></b></p> <p>Patrick Hogan Janice Herzog Susan Stanczyk Kevin Ryan</p>	<p><b><u>April</u></b></p> <p>Patrick Hogan Janice Herzog Susan Stanczyk Kevin Ryan Fanny Villarreal Cydney Johnson Elizabeth Dreyfuss</p>
<p><b><u>May</u></b></p> <p>Patrick Hogan Janice Herzog Susan Stanczyk Kevin Ryan Cydney Johnson Elizabeth Dreyfuss</p>	<p><b><u>June</u></b></p> <p>Patrick Hogan Janice Herzog Susan Stanczyk Kevin Ryan Fanny Villarreal Cydney Johnson Elizabeth Dreyfuss</p>	<p><b><u>June Special</u></b></p> <p>Patrick Hogan Janice Herzog Susan Stanczyk Fanny Villarreal Cydney Johnson Elizabeth Dreyfuss</p>	<p><b><u>July</u></b></p> <p>Patrick Hogan Janice Herzog Kevin Ryan Cydney Johnson</p>	<p><b><u>August</u></b></p> <p>Patrick Hogan Janice Herzog Susan Stanczyk Kevin Ryan Fanny Villarreal Cydney Johnson</p>
<p><b><u>September</u></b></p> <p>Patrick Hogan Janice Herzog Fanny Villarreal Cydney Johnson Elizabeth Dreyfuss</p>	<p><b><u>October</u></b></p> <p>Patrick Hogan Janice Herzog Susan Stanczyk Kevin Ryan Fanny Villarreal Cydney Johnson Elizabeth Dreyfuss</p>	<p><b><u>November</u></b></p> <p>Patrick Hogan Janice Herzog Kevin Ryan Fanny Villarreal Elizabeth Dreyfuss</p>	<p><b><u>December</u></b></p> <p>Patrick Hogan Janice Herzog Susan Stanczyk Kevin Ryan Fanny Villarreal Cydney Johnson Elizabeth Dreyfuss</p>	

## 2023 OCIDA ORGANIZATIONAL CHART



## **MISSION**

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To stimulate economic development, growth, and general prosperity for the people of Onondaga County by using available incentives, rights and powers in an efficient and cooperative manner.

## **PURPOSE & DESCRIPTION**

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The Onondaga County Industrial Development Agency ("the Agency") is a public benefit corporation of the State of New York created in 1970 pursuant to Article 18-A of the General Municipal Law. Industrial Development Agencies are authorized to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York and improve their recreation opportunities, prosperity and standard of living. Agencies promote, develop, encourage, and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research, recreational, education, cultural, railroad, and horse racing facilities.

## **STATUTORY BASIS**

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§ 895. Onondaga County Industrial Development Agency. 1. For the benefit of the County of Onondaga and the inhabitants thereof, an industrial development agency, to be known as the ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY, is hereby established for the accomplishment of any or all of the purposes specified in title one of article eighteen-A of this chapter. It shall constitute a body corporate and politic, and be perpetual in duration. It shall have the powers and duties now or hereafter conferred by title one of article eighteen-A of this chapter upon industrial development agencies. It shall be organized in a manner prescribed by and be subject to the provisions of title one of article eighteen-A of this chapter. Its members shall be appointed by the governing body of the County of Onondaga. The agency, its members, officers and employees, and its operations and activities, except as provided specifically herein, shall be governed by the provisions of title one of article eighteen-A of this chapter.

2. In addition to the powers and duties now or hereafter conferred by title one of article eighteen-A of this chapter, the agency shall have the power (i) to acquire, construct, own, maintain, and lease or sell to a railroad or private business corporation any interest including easements or rights or way, in one or more railroad supporting service facilities located in Onondaga County, including necessary switching apparatus, track, and other equipment necessary or convenient thereto, which will be used in conjunction with industrial, manufacturing, commercial or warehousing operations and (ii) to finance such facilities through the issuance of its bonds and notes, when in the judgment of the agency, such facilities will serve to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing industrial, manufacturing, warehousing, commercial and research facilities including industrial pollution control facilities and thereby advance the job opportunities, health and general prosperity and economic welfare of the people of the state and improve their prosperity and standard of living.

## **BYLAWS**

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Appendix C

<b>CODE OF ETHICS</b>	Appendix D
<b>PERFORMANCE MEASUREMENT/MEASUREMENT REPORT</b>	Appendix E
<b>AUTHORITIES &amp; SUBSIDIARIES</b>	None

## OPERATIONS & PROGRAMS

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### SUMMARY

- A seven-member board appointed by the Onondaga County Legislature governs the Agency.
- Operating funds are derived solely from fees paid by applicants seeking assistance, closed Agency projects and the interest earned on the Agency fund balance.
- The Onondaga County Office of Economic Development administers the Onondaga County Industrial Agency through a contract between the County and the Agency.
- During the January - December 31, 2023 fiscal year, the Agency conducted 32 public meetings. These meetings included 12 regular board meetings, 1 special meetings, 1 annual meeting, 1 Organizational meeting, 8 committee meetings, and 9 public hearings.
- An independent certified public accounting firm performs the annual financial audit of the Agency. The report will be available after March 31, 2024 at <https://www.ongoved.com/ocida/>

### PROGRAMS & INCENTIVES

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The Agency provides business support and operates incentive programs consistent with its powers and mission statement in the following areas:

- Financing – Tax-exempt private activity bonds, taxable bonds. Statutory authority to issue civic facility bonds has terminated.
- Tax Management – Exemptions from mortgage recording, sales and use taxes and abatement of real property taxes through payment-in-lieu of tax agreements
- Site Development – Development of property and facilities for investment, for example the White Pine Commerce Park

### MATERIAL CHANGES TO OPERATIONS AND PROGRAMS

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- None

## ACCOMPLISHMENTS

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### OCIDA 2023 Accomplishments include:

- Onondaga County Industrial Development Agency (OCIDA) closed 7 projects in 2023: 1046 Old Seneca Turnpike<sup>1</sup> in the town of Skaneateles Fayette Manlius in the Town of Manlius, QP2 Properties LLC in the Town of Clay, Wallace Supply, LLC d/b/a JSWG Supply, LLC in the Town of Dewitt, CVE US E14 North, LLC in the town of Manlius, CVE US15 Manlius East, LLC in the town of Manlius, CVE US16 Manlius West, LLC in the town of Manlius.
- Continuing remediation planning and work at the Roth Steel property located at 800 Hiawatha Blvd, Syracuse.
- White Pine Commerce Park -Micron's investment into a memory semiconductor manufacturer at the White Pine Commerce Park in Onondaga County will make it one of the largest construction projects in North America. Micron plans to invest up to \$100 billion over next 20 years building a mega-complex of computer chip manufacturing and is set to provide 50,000 jobs throughout the area, with 9,000 working directly for the company.

#### White Pine Commerce Park 2023 Board actions include:

- ❖ July 20, 2023, A resolution of the Board declaring the project a Type I action under SEQRA and the Agency's intent to be Lead Agency for the coordinated environmental review.
- ❖ December 14, 2023, A resolution of the board adopting the Final SEQRA Scoping Document.
- OCIDA and Syracuse Habitat for Humanity teamed up to benefit the Syracuse for Humanity ReStore. OCIDA gave Syracuse Habitat for Humanity access to Burnet Road properties to partially deconstruct homes for materials for resale at the ReStore.
- OCIDA staff continues to build relationships with local municipalities on economic development activities and information about IDA financial assistance.

<sup>1.</sup> 1046 Old Seneca Turnpike in the town of Skaneateles did a partial closing in 2022 and the Total Project Cost as well as the new jobs were accounted for in the 2022 Annual Report. The final closing occurred in 2023.

## PROJECT DETAIL

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The following is a list of project activity for 2023:

### Projects Closed in 2023

Project ID	Company
3101-23-04A	Wallace Supply, LLC d/b/a JSWG Supply, LLC
3101-23-03A	QP2 Properties, LLC
3101-22-01A	Fayette Manlius, LLC
3101-21-16A	CVE US E14 Manlius North
3101-21-17B	CVE US E15 Manlius East
3101-21-18C	CVE US E16 Manlius West

### Projects Induced & Pending Close

Project ID	Company
3101-22-05A	Syracuse Haulers Waste Removal, Inc.
3101-22-08A	Bluefors Inc. (Formerly Cryomech Inc.)
3101-22-09A	Peregrine Holdings LLC

## BOND PROJECTS

Tax-exempt Bonds

- None

Taxable Bonds

- None

## ASSESSMENT OF THE EFFECTIVENESS OF INTERNAL CONTROL STRUCTURE AND PROCEDURES

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The assessment of effectiveness of internal control structure and procedures can be found in the 2023 annual audit for OCIDA and can be referred to on the Onondaga County Office of Economic Development website:

[www.ongoved.com](http://www.ongoved.com)

## FINANCIAL REPORTS

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(i) audited financials in accordance with all applicable regulations and following generally accepted accounting principles as defined in subdivision ten of section two of the state finance law.

(ii) grants and subsidy programs.

(iii) operating and financial risks.

(iv) current ratings if any, of its bonds issued by recognized municipal bond rating agencies and notice of changes in such ratings; and

(v) long-term liabilities, including leases and employee benefit plans

The financial reports can be found in the 2023 annual audit for OCIDA and can be referred to on the Onondaga County Office of Economic Development website: [www.ongoved.com](http://www.ongoved.com)

### **Operating & Financial Risks**

The following are some of the operating and financial risks that impact the OCIDA.

<b>Description of Risk</b>
New York State Legislative changes that could impact the scope and function of OCIDA operations.
New York State Regulatory changes that could impact cost of compliance and benefits provided by OCIDA.
Litigation risk as leaseholder and ownership interests that could impact the financial health of OCIDA.
Health of the local economy impacts the number and size of Agency project which may impact the revenue of Agency.
Failure of IT Systems
Loss of personnel or turnover of key staff

### **SCHEDULE OF BONDS AND NOTES**

The schedule of bonds and notes can be found in the 2023 annual audit for OCIDA and can be referred to on the Onondaga County Office of Economic Development website: [www.ongoved.com](http://www.ongoved.com)

## FOUR YEAR FINANCIAL PLAN

1. Operating Expenses/Program Expenses	2023 Budget	2024 Budget	2025 Budget	2026 Budget	2027 Budget
Onondaga County - Contractual Support Services	\$ 816,000	\$ 950,000	\$ 950,000	\$ 950,000	\$ 950,000
General & Administrative	\$ 540,294	\$ 1,300,000	\$ 1,300,000	\$ 1,300,000	\$ 1,300,000
Financial Assistance Grants	\$ 42,840				
Pass-through Expense (PILOT Payments)	\$ 3,060	\$ 9,500,000	\$ 9,500,000	\$ 9,500,000	\$ 9,500,000
Other Pass-through Expense		\$ 3,700,000	\$ 3,700,000	\$ 3,700,000	\$ 3,700,000
Depreciation Expense	\$ 17,340	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000
Professional Services	\$ 34,680	\$ 350,000	\$ 350,000	\$ 350,000	\$ 350,000
Marketing Expense		\$ 200,000	\$ 200,000	\$ 200,000	\$ 200,000
Other Expenses	\$ 5,610	\$ 200,000	\$ 200,000	\$ 200,000	\$ 200,000
Conferences/Project Events	\$ 10,812	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000
Interest Expense	\$ 2,244				
Office Expenses/Meeting Expenses		\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000
<b>Total Operating/Program Expenses</b>	<b>\$ 1,472,880</b>	<b>\$ 3,130,000</b>	<b>\$ 3,130,000</b>	<b>\$ 3,130,000</b>	<b>\$ 3,130,000</b>
2. Revenue	2023 Budget	2024 Budget	2025 Budget	2026 Budget	2027 Budget
Agency Revenues	\$ 1,429,020	\$ 3,000,000	\$ 3,000,000	\$ 3,000,000	\$ 3,000,000
Pass-through Income (PILOT Payments)		\$ 9,500,000	\$ 9,500,000	\$ 9,500,000	\$ 9,500,000
Other Pass-through Income		\$ 3,700,000	\$ 3,700,000	\$ 3,700,000	\$ 3,700,000
Rent Income	\$ 12,240	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000
Grant Income/Reimbursement		\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000
Other Income	\$ 25,500	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000
Interest Income	\$ 6,120	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000
<b>Total Revenue</b>	<b>\$ 1,472,880</b>	<b>\$ 3,130,000</b>	<b>\$ 3,130,000</b>	<b>\$ 3,130,000</b>	<b>\$ 3,130,000</b>

### **Agency Contracts**

OCIDA conducts competitive procurement processes (such as Requests for Proposals) in accordance with OCIDA's Procurement policy.

Based on the needs of the Agency, entities who respond to these competitive processes are awarded work and, where appropriate, applicants to the Agency reimburse the Agency for costs related to the review of applications and/or project specific work.

**ASSETS AND SERVICES BOUGHT OR SOLD WITHOUT COMPETITIVE BIDDING**

See detail on the next page for Habitat for Humanity and 435 North Salina Street.

## **REAL PROPERTY ACQUISITION AND DISPOSITION**

Property with an estimated fair market value in excess of fifteen thousand dollars that OCIDA acquired or disposed of:

### **Real Property Acquired**

<b><u>Property</u></b>	<b><u>Parcel #</u></b>	<b><u>Purchase Amount</u></b>
5064 State Route 31 5154 State Route 31 5170 State Route 31	064.-01-06.1 064.-01-09.1 064.-01-09.2	\$2,140,557.16
5367 State Route 31	051.-01-13.3	\$688,002.87
8765 Brewerton Rd Brewerton Rd Brewerton Rd	092.-01-01.1 092.-01-01.2 092.-01-01.3	\$1,691,469.68

### **Real Property Disposed**

1. OCIDA sold 435 North Salina Street (Tax Map No. 017.-02-08.0) to SEED Syracuse, Inc. on June 22, 2023 for a purchase price of \$190,000.
2. OCIDA and Syracuse Habitat for Humanity teamed up to benefit the Syracuse for Humanity ReStore. OCIDA gave Syracuse Habitat for Humanity access to Burnet Road properties to partially deconstruct homes for materials for resale at the ReStore. The property, parcel # and the resolution dates are listed below and can also be viewed on OCIDA's website under the resolutions.

<b><u>Property</u></b>	<b><u>Parcel #</u></b>	<b><u>Resolution Date</u></b>
8424 Burnet Road	051.-01-13.1	May 11, 2024
8450 Burnet Road	051.-01-14.2	May 11, 2024
8508 Burnet Road	050.-01-12.1	May 11, 2024
8526 Burnet Road	050.-01-08.2	May 11, 2024

8531 Burnet Road	050.-01-04.2	May 11, 2024
8536 Burnet Road	050.-01-09.0	May 11, 2024
8543 Burnet Road	050.-01-04.1	May 11, 2024
8549 Burnet Road	050.-01-04.3	May 11, 2024
8617 Burnet Road	050.-01-04.4	May 11, 2024
8647 Burnet Road	049.-01-17.0	May 11, 2024
8668 Burnet Road	049.-01-10.1	May 11, 2024
8699 Burnet Road	049.-01-19.1	May 11, 2024
8739 Burnet	048.-01-23.1	May 11, 2024
5367 Route 31	051.-01-13.3	May 11, 2024
8502 Burnet Road	050.-01-13.3	July 20, 2024
8623 Burnet Road	050.-01-05.0	July 20,2024
8718 Burnet Road	049.-01-05.0	July 20, 2024
8722 Burnet Road	049.-01-04.0	July 20,2024

**Material Pending Litigation**

Charles Stager v. OCIDA – Opened 01/04/2023

Julie Parks v. OCIDA – Opened 6/07/2023

# Appendices

## **APPENDIX A**

### **BOARD BIOGRAPHIES**

#### **Patrick Hogan**

Before joining the OCIDA Board, Patrick Hogan served the City of Syracuse as an employee of The City's Parks and Recreation Department for 34 years (culminating in a seven year stint as Deputy Commissioner). Additionally, he worked for 3 years as a member of the School Based Intervention Team with the City School District primarily working with children who have behavioral and academic problems. Starting in 2005 he was elected and reelected to 4 terms as second district City Councilor for the City of Syracuse. In his last term he was selected as Majority Whip by his colleagues on the Council. He has been a member of the following boards: Syracuse Jazzfest, the Central New York Blues festival, Syracuse Irish festival, Partners in Education, Clinton Square renovation committee, Westside Community School Strategy. Hogan coached basketball at St. Patrick's School and baseball at the Southside American little League. He remains a vital spokesman for his community and an active member of the Tipperary Hill neighborhood in Syracuse

#### **Janice Herzog**

Janice Herzog is the former director of external relations for the Burton Blatt Institute at Syracuse University. Herzog served as a liaison to the BBI Board of Advisors. She worked closely with the board to facilitate effective and timely communications, manage board operations and engagement, and follow up on board initiatives. Before joining BBI, Herzog worked for more than 20 years at Syracuse University College of Law. During that time, she was a member of the dean's senior staff and served as assistant dean for administration and external relations as well as director of external relations. In addition to working closely with the College of Law's board and executive committee, she has extensive experience in law school administrative operations and human resources management operations. She also worked in collaboration with the Office of Advancement in the areas of prospect management and engagement, donor and alumni relations, and fundraising. She has been a panel facilitator as well as speaker for the American Bar Association and the Council for Advancement and Support of Education (CASE) on topics related to board management and transformation and the board member's role in fundraising.

#### **Kevin Ryan**

Kevin Ryan is an attorney in private practice. His practice focuses on all aspects of construction law, representing owners, contractors, and sub-contractors in dispute resolution through arbitration, mediation, or litigation, as well as in both jury and non-jury trials. In addition, he handles commercial disputes and insurance coverage matters, and has successfully represented clients in Article 78 proceedings both on behalf of and against municipalities relating to development projects and the award of public contracts. He is admitted to practice in the State of New York, the U.S. District Court for the Northern District of New York, the U.S. District Court for the Southern District of New York, the U.S. Court of Appeals for the Third Circuit and the U.S. Court of Federal Claims. As an active member of his community, Kevin is a former member of the Board of Directors of the Syracuse St. Patrick's Parade, and is a member of the Ancient Order of Hibernians and the Strathmore Men's Athletic Club. Kevin is a graduate of the State University of New York at Brockport and the Syracuse University College of Law.

#### **Sue Stanczyk**

Sue Stanczyk is the Chief of Staff for the Office of the Onondaga County Executive, a position she has held since 2018. Prior to her transition to the executive branch of County Government, she previously served as Director of Budget for the Onondaga County Legislature. With over 25 years of experience in county

government, she brings an extensive background in public policy, government operations and budgeting. In addition to the OCIDA Board, Sue is very active on the boards of the NYS Rhythm & Blues Fest, CNY Arts, Visit Syracuse, Syracuse University Hardwood Foundation as well as serving as the County Executive's liaison to several community boards and foundations.

### **Fanny Villarreal**

Fanny Villarreal was born and raised in Lima, Peru. She is the current CEO for the YWCA a not for profit organization dedicated to eliminating racism and promote diversity. Fanny's passion and love for her community led her to run for public office, to serve as Executive Director of La Liga/Spanish Action League, and to serve as a Family and Community Development Director for P.E.A.C.E. Inc. Furthermore, she has been an active member on numerous boards including, The Syracuse Neighborhood Initiative (SNI), Onondaga Citizens League (OCL), Tomorrow's Neighborhoods Today (TNT), American Heart Association, and Home Headquarters Inc. to name a few. In addition, she was appointed as the first Latina board member at Excellus Blue Cross and Blue Shields Company as well as a Commissioner at the Human Rights Commission. Throughout her time in Syracuse, Fanny has received numerous awards including The Lifetime Achievement of Successful Business Women; The NY State Red Cross Good Neighbor Award; "40 Under 40"; Latina Leadership Award (representing NY State) from the National Foundation of Women Legislators in Washington DC; NY State Woman of Distinction; Syracuse University Commitment to Education along with other recognitions. In 1993, Fanny created Nosotros Radio Inc., "Your Latino Voice." Nosotros is an educational, bilingual program that provides information, positive messages, hope and values along with Latin music. Fanny also co-founded the Latino Festival; the Hispanic Coalition NY, Inc. and the Latino Scholarship in CNY Community Foundation. Fanny is a graduate from St. Martin of Porres University College of Law. She is working on her second Master's Degree at the Maxwell School, Syracuse University. Fanny lives in Syracuse and has two sons, Brian and Carlos. Her personal goal is to assist all individuals to ignite self-discovery.

### **Elizabeth Dreyfuss**

Elizabeth Dreyfuss is founder and Director of Girls on the Run Upstate New York, a regional not for profit physical activity and positive youth development program for girls. Prior to that she worked in commercial banking as a lender with BankBoston's Energy and Utilities Group and subsequently with BancBoston Real Estate Capital, specializing in syndicated and subordinated loan structuring and oversight. She is an active community member having served on numerous boards involving strategic planning, budgeting, and fundraising, while also having volunteered as a coach, tutor, and Girl Scout leader. Dreyfuss holds a Master of Business Administration with a concentration in finance.

### **Cydney M. Johnson**

Cydney Johnson serves as the Vice President of Community Engagement and Government Relations, reporting to Vice Chancellor J. Michael Haynie. Johnson was hired by Syracuse University as executive director for state and local government relations in the Spring of 2018. Johnson leads the community engagement team as it continues to advance the University's robust portfolio of community-connected programs and initiatives. In addition to overseeing all facets of the University's community engagement efforts, Johnson will assume strategic responsibility for developing and implementing the University's legislative and advocacy agenda, retaining her responsibility to serve as advisor to the University leadership on issues at the city, county, state and federal level. Cydney brought to her alma mater more than two decades of experience in government relations, higher education, and nonprofit/business development. Cydney is a double alumna of Syracuse, having received her undergraduate degree and

MBA from the Martin J. Whitman School of Management. Johnson also spent eight years as an adjunct professor in the David B. Falk College of Sport and Human Dynamics, with responsibilities for program coordination and external business partnership support. Prior to returning to Syracuse University, Johnson served as Chief of Staff to the President at SUNY Morrisville, and as an Associate professor of Business. Johnson has previously served as senior vice president of U.S. accounts at Blueprint LTD, a small global marketing firm; vice president of consumer marketing and sales at Oneida Limited; and director of development at the Whitman School. She is a member of the Central New York Regional Development and Planning board, a board member of the Syracuse Partnership Council with the Syracuse City School District, member of the CNY Regional Planning and Development board, a member of the Onondaga County Industrial Development Agency, and board member of the City of Syracuse Ethics board. Previously, Johnson served as a Board member of the Central NY Community Foundation, the Women's Fund, and as a member of the transition teams for Onondaga County Executive Joanie Mahoney and Onondaga County Sheriff Eugene Conway.

### **Victor Ianno**

Victor Ianno brings over 40 years of business experience to the Agency, including owning his own business, Lakeside Printing Inc. for 18 years. He served as President of the National Association of Advertising Publishers from 1976-1978 and was a board member for fifteen years participating in all activities of the association. Mr. Ianno now serves as an active mentor and business investor assisting small business startups as well as owning and developing real estate.

### **Steven Morgan**

Steven Morgan is the owner and President of Dependable Disposal and Morgan Rubbish Removal in the town of Van Buren. Steven has been involved in the environmental-waste management sector in the Syracuse-Onondaga County area for over 24 years. Both companies provide environmentally safe waste removal and recycling solutions for residential, industrial and commercial customers. Steven believes very strongly in long-term business growth for the area that is accretive and that businesses have a civic and moral obligation to their community. Since 1990 Steven has been involved in the waste management business. In the beginning he worked alongside his father, David Morgan, in the family business. After college, he was employed by Tessy Plastics in Elbridge as a product cost engineer while still involved in the family business. In 2001 Steven started Dependable Disposal and in 2002 he purchased his father's business. Since then the companies have experienced significant growth and now rank among the largest independent waste and recycling companies in the Syracuse market. Currently, Steven is leading a progressive movement in service improvement, community uniformity, increased recycling rates, and worker safety in Onondaga County with automated containerized service for residential customers. Steven is a graduate of Jordan-Elbridge High School and later graduated from Springfield College in Springfield, Massachusetts where he earned a Bachelor of Science degree in Business Management. Steven is a member or supporter of Centerstate CEO, Cayuga County Chamber of Commerce, Jordan-Elbridge Lions Club, Syracuse Tip Club, McMahon/Ryan Child Advocacy Center and the National Waste and Recycling Association.

## **STAFF BIOGRAPHIES**

### **Robert Petrovich**

Robert Petrovich is the Director of the Onondaga County Economic Development Office. He also is the Executive Director of the Onondaga County Industrial Development Agency (OCIDA) and is

President/CEO of the Onondaga Civic Development Corporation (OCDC) and the Executive Director of the Onondaga County Trust for Cultural Resources (CRT).

Robert actively works with business owners, CEOs' and company presidents to facilitate their continue growth and expansion within Onondaga County. Robert also proactively seeks to recruit companies from outside of Onondaga County to locate here in Central New York.

Robert has over 30 years' experience working in environmental consulting, commercial and industrial development, and has an extensive experience with redevelopment of brownfield sites across New York State.

A NYS licensed Real Estate Broker, Robert holds BA and MBA degrees from Le Moyne College.

### **Nathaniel Stevens**

Nathaniel Stevens is the Treasurer of the Onondaga County Industrial Agency and the Deputy Director of the Onondaga County Office of Economic Development, in Syracuse, NY. Nate has been in this role since 2016. Prior to his work at OCIDA he received a degree in economics from SUNY Geneseo, a Master of Public Administration from the Maxwell School at Syracuse University and has work experience in the Onondaga County Parks Department and the Onondaga County Division of Management and Budget.

### **Nancy Lowery**

Nancy Lowery is the Secretary of the Onondaga County Industrial Agency and an Economic Development Project Development Specialist with the Onondaga County Office of Economic Development, in Syracuse, NY. Prior to her work at OCIDA she held positions in the Executive and Legislative Branches of the Federal Government. She received her Bachelor of Science and Master's Degree in Education from Syracuse University.

### **Svetlana Dyer**

Svetlana Dyer is the Assistant Secretary of the Onondaga County Industrial Development Agency and an Economic Development Specialist with the Onondaga County Office of Economic Development in Syracuse, NY. She has a background in Healthcare Administration and a decade of experience in entrepreneurship. Svetlana earned a Master's in Business Administration and holds a Bachelor's Degree in Organizational Management with a minor in Marketing.

### **Karen Doster**

Karen Doster is an Executive Secretary for the Office of Economic Development and Recording Secretary for OCIDA, OCDC and CRT. She has worked for Onondaga County for 32 years and works closely with the Director of Economic Development. She is responsible for administrative tasks, payroll, personnel and ensure smooth day to day operations in a busy work environment.

### **Alexis Rodriguez**

Alexis Rodriguez is a Program Analyst for the Office of Economic Development and the Assistant Treasurer for OCIDA, OCDC, and CRT. Alexis has a Bachelor of Applied Science Degree in Business Management. Prior to her work at OCIDA, she worked at SUNY Upstate Medical University for 6 years in managerial and quality assurance roles.



**APPENDIX B**  
**AGENCY PERFORMANCE EVALUATIONS**

**2023 Board Self-Evaluation Summary**

<b>Criteria</b>	<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
Board members have a shared understanding of the mission and purpose of the Agency.	6	1		
The policies, practices and decisions of the Board are always consistent with this mission.	7			
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	6	1		
The Board has adopted policies, by-laws, and practices for the governance, management and operations of the Agency and reviews these annually.	7			
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	7			
Individual Board members communicate effectively with executive staff to be well informed on the status of all-important issues.	7			
Board members are knowledgeable about the Agency's programs, financial statements, reporting requirements, and other transactions.	6	1		
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	5	2		
The Board knows the statutory obligations of the Agency and if the Agency is in compliance with state law.	7			
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	7			
Board members have sufficient opportunity review material and discuss recommendations before decisions are made and votes taken.	7			
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	7			
The Board works with management to implement risk mitigation strategies before problems occur.	7			
Board members demonstrate leadership and vision and work respectfully with each other.	7			

**All members responded**

### **2023 Staff Evaluation**

<b>Criteria</b>	<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
Does the staff have an understanding of the mission, duties & responsibilities of the Agency?	7			
Does the staff sufficiently fulfill the Board's administrative duties?	7			
Does the staff provide the Board with the information necessary for the Board to fulfill its duties in a prudent and timely manner?	7			
Does the staff encourage open discussion at Agency meetings by presenting information and responding to inquiries from board members, clearly and openly?	7			
Does the staff acknowledge to the Board a financial or other conflict of interest, as defined in Agency policy, with any project that may come before the Board during a staff member's tenure with the Board?	7			
Has each staff member submitted executed copies of each administrative document required of him/her by the County Legislature, State Statute or Regulation, or Board policies?	7			

## 2023 Governance Committee Self-Evaluation Summary

Criteria	Agree	Somewhat Agree	Somewhat Disagree	Disagree
Do Committee members understand the Committee's charter, duties & responsibilities as exhibited by its formal agendas, actions and reports?	3			
Is the Committee comprised of members who are independent as defined by the NYS Authorities Budget Office and who bring a body of expertise, knowledge, and experience necessary to understand and fulfill the goals and duties of the Committee?	3			
Does the Committee require a member to recuse him/herself if an appearance of a financial or other conflict might appear to influence a vote of the committee member or the committee as a whole?	3			
Does the Committee require a member to acknowledge a financial conflict of interest, as defined in Board policy, with any project or action that has come before the Committee during the tenure of the Committee member?	3			
Does the Committee receive advance copies of agendas and supporting material necessary for it to make an informed determinations or recommendations to the Board?	3			
Does the Committee acknowledge and encourage open discussion by its members and staff during committee meetings?	3			
Does the Committee present a self-evaluation to the Board annually, including an examination the Committee Charter?	3			

### 2023 Finance Committee Self-Evaluation Summary

Criteria	Agree	Somewhat Agree	Somewhat Disagree	Disagree
Do Committee members understand the Committee's charter, duties & responsibilities as exhibited by its formal agendas, actions and reports?	3			
Is the Committee comprised of members who are independent as defined by the NYS Authorities Budget Office and who bring a body of expertise, knowledge, and experience necessary to understand and fulfill the goals and duties of the Committee?	3			
Does the Committee require a member to recuse him/herself if an appearance of a financial or other conflict might appear to influence a vote of the committee member or the committee as a whole?	3			
Does the Committee require a member to acknowledge a financial conflict of interest, as defined in Board policy, with any project or action that has come before the Committee during the tenure of the Committee member?	3			
Does the Committee receive advance copies of agendas and supporting material necessary for it to make an informed determinations or recommendations to the Board?	3			
Does the Committee acknowledge and encourage open discussion by its members and staff during committee meetings?	3			
Does the Committee present a self-evaluation to the Board annually, including an examination the Committee Charter?	3			

### **2023 Audit Committee Self-Evaluation Summary**

<b>Criteria</b>	<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
Do Committee members understand the Committee's charter, duties & responsibilities as exhibited by its formal agendas, actions and reports?	3			
Is the Committee comprised of members who are independent as defined by the NYS Authorities Budget Office and who bring a body of expertise, knowledge, and experience necessary to understand and fulfill the goals and duties of the Committee?	3			
Does the Committee require a member to recuse him/herself if an appearance of a financial or other conflict might appear to influence a vote of the committee member or the committee as a whole?	3			
Does the Committee require a member to acknowledge a financial conflict of interest, as defined in Board policy, with any project or action that has come before the Committee during the tenure of the Committee member?	3			
Does the Committee receive advance copies of agendas and supporting material necessary for it to make an informed determinations or recommendations to the Board?	3			
Does the Committee acknowledge and encourage open discussion by its members and staff during committee meetings?	3			
Does the Committee present a self-evaluation to the Board annually, including an examination the Committee Charter?	3			

## APPENDIX C

# RESTATED BYLAWS OF ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

## ARTICLE I THE AGENCY

Section 1. **Name**. The name of the Agency shall be "Onondaga County Industrial Development Agency."

Section 2. **Seal of Agency**. The seal of the Agency shall be in the form of a circle and shall bear the name of the Agency and the year of its organization.

Section 3. **Office of Agency**. The office of the Agency shall be at the Onondaga County 333 W. Washington Street, Suite 130, Syracuse, New York, or at such other address in the County of Onondaga as shall be determined by the Agency from time to time.

## ARTICLE II OFFICERS

Section 1. **Officers**. The officers of the Agency shall be a Chairman, a Vice Chairman, an Executive Director, a Secretary, and a Treasurer.

Section 2. **Chair**. The Chairman shall be a member of the Agency and preside at all meetings of the Agency. The Chairman shall submit recommendations and such information as deemed pertinent concerning the business, affairs and policies of the Agency at each meeting. The Chairman shall appoint committee members and assign a chair for each committee.

Section 3. **Vice Chairman**. The Vice Chairman shall be a member of the Agency and perform the duties of the Chairman in the absence or incapacity of the Chairman. In the event of the resignation, removal or death of the Chairman, the Vice Chairman shall automatically succeed to the office of the Chairman and serve for the unexpired term of such office. In the event that the office of Vice Chairman is vacant, the Board shall select the Chairman to fill out the unexpired term.

Section 4. **Secretary**. The Secretary may, but need not be, a member of the Agency. The Secretary shall keep all records of the Agency, shall act as Secretary at the meetings of the Agency, shall keep a record of all votes, shall record the proceedings of the Agency in a journal of proceedings to be kept for such purpose, and shall perform all duties incident to this office. The Secretary shall have custody of the seal of the Agency and the power to affix such seal to all agreements, contracts, deeds, bonds or other evidences of indebtedness and all other instruments of the Agency authorized by the Agency to be executed and the power to attest (by manual or facsimile signature) such seal. The Secretary may, in her discretion, delegate some or all of the Secretary's duties to the Assistant Secretary.

Section 6. **Treasurer**. The Treasurer shall not be a member of the Agency. The Treasurer shall be the Chief Financial Officer of the Agency. He shall have the care and custody of all funds of the Agency and shall deposit all such funds in the name of the Agency as the Agency may designate. Except as otherwise authorized by resolution of the Agency, the Treasurer shall sign all checks for the payment of money by the Agency

pursuant to the direction of the Agency. Except as otherwise authorized by resolution of the Agency, all such checks shall be countersigned by the Chairman, the Vice-Chairman or the Executive Director. The Treasurer shall keep regular books of accounts showing receipts and expenditures. The Treasurer shall render to the Agency at each regular meeting an account of the financial transactions and the current financial condition of the Agency.

Section 7A. **Executive Director.** The Executive Director shall be the Chief Executive Officer of the Agency and shall not be a member of the Agency. The Executive Director shall be the Onondaga County Director of Economic Development, a position that is appointed by the Onondaga County Executive Director and confirmed by affirmative vote of the Onondaga County Legislature. The Executive Director shall have general supervision over the administration of the business and affairs of the Agency, subject to the direction of the Agency. The Executive Director shall be charged with the management of all projects of the Agency. The Executive Director shall sign (manually or by facsimile signature) all agreements, contracts, deeds, bonds or other evidence of indebtedness and any other instruments of the Agency on behalf of the Agency, except as otherwise authorized or directed by resolution of the Agency.

Section 8. **Additional Duties.** In the absence or incapacity of the Treasurer, the other officers of the Agency shall have the care and custody of all funds of the Agency and the power to deposit the same in the name of the Agency in such bank or banks as the Agency may designate, and shall have the power to sign all checks of the Agency for the payment of money and the power to pay out and disburse such moneys under the direction of the Agency. In addition, all officers of the Agency shall perform such other duties and functions as may from time to time be required by the Agency, by its bylaws, or by its rules and regulations.

Section 9. **Appointment of Officers.** All officers of the Agency shall be appointed at the Annual Meeting of the Agency or at such other time as is necessary due to a vacancy. All officers shall hold offices for one year or until their successors are appointed. If the term of an Agency member should terminate, his term of office as an officer shall also terminate. The Chief Executive Officer and the Chief Financial Officer shall not be members of the Agency.

Section 10. **Members of Agency.** There shall be seven members of the Agency who shall receive no compensation for their services but shall be entitled to the necessary expenses, including traveling expenses, incurred in the discharge of their duties. The term of the office of each member of the Agency shall be by appointment of the Onondaga County Legislature and each member shall continue to hold office until their successor is appointed and has qualified.

Section 11. **Vacancies.** Should any office except that of Chairman become vacant, the Agency shall appoint a successor at the next regular meeting, and such appointment shall be for the unexpired term of said office.

Section 12. **Additional Personnel.** The Agency may from time to time employ such personnel, as it deems necessary to exercise its powers, duties and functions as prescribed by the New York State Industrial Development Agency Act, as amended, and all other laws of the State of New York applicable thereto. The selection and compensation of all personnel shall be determined by the Agency subject to the laws of the State of New York.

### ARTICLE III MEETINGS

Section 1. **Annual Meeting.** The Annual Meeting of the Agency shall be held within the first quarter of the year or such time that the Board may determine at the regular meeting place of the Agency or such other time and place as the Agency shall determine.

Section 2. **Meetings.** Meetings of the Agency may be held at such times and places as from time to time may be determined by the Agency. The Chairman of the Agency may, when he deems it desirable, and shall, upon the written request of two members of the Agency, call a special meeting of the Agency. Notice of all meetings shall be **sent by United States mail, electronic mail**, or delivered to the residence or business address of each member, and to Agency Counsel, at least four days prior to the day the meeting is to occur. Whenever possible the notice shall set forth the matters to be considered at the meeting. Waivers of notice may be signed by any member or members who were not properly noticed.

Section 3. **Executive Sessions.** Upon motion identifying the general area(s) of the subject(s) to be considered and a majority vote of the membership, an executive session may be entered into and conducted by the Agency for the reasons enumerated in Public Officers Law § 105. During an executive session the Agency may take action on the matters which are the subject of the executive session, however, no action by formal vote may be taken in an executive session to appropriate public moneys. Minutes must be taken of any action that is taken by formal vote, and must consist of a record or summary of a final determination and the vote thereon. The minutes do not need to include any matters not required to be made available to the public pursuant to FOIL.

Section 4. **Quorum.** At all meetings of the Agency, a majority of the Agency shall constitute a quorum for the purpose of transacting business; provided that a small number may meet and adjourn to some other time or until a quorum is obtained.

### ARTICLE IV AMENDMENTS

Section 1. **Amendments to Bylaws.** The bylaws of the Agency may be amended with the approval of a super majority of all the members of the Agency at a meeting, but no such amendment shall be adopted unless written notice thereof has been previously given to all members of the Agency.

### ARTICLE V PROJECTS

Section 1. **Site of Agency Projects.** The Agency shall take local and state land use and environmental laws and regulations into consideration when reviewing and approving a project.

Section 2. **Compliance with Laws.** The Agency shall not approve the delivery of bonds for a project, which, at the time of such delivery is known by the Agency after reasonable inquiry to be in material violation of applicable zoning, environmental, labor or health laws or regulations, including applicable building and fire codes.

## ARTICLE VI COMMITTEES

Section 1. **Governance Committee.** The Agency shall have a governance committee to be comprised of the Agency Chairman and two other members of the Agency appointed by the Chairman. Members of the Governance Committee shall be independent members as defined by the Public Authorities Accountability Act of 2005, as amended from time to time. The Governance Committee shall have such other purposes, powers, responsibilities and governance as provided in any charter adopted by the members of the Agency.

Section 2. **Audit Committee.** The Agency shall have an audit committee to be comprised of the Agency Chairman and two other members of the Agency appointed by the Chairman. Members of the Audit Committee shall be independent members as defined by the Public Authorities Accountability Act of 2005, as amended from time to time. It shall be the responsibility of the Audit Committee to recommend to the Agency the hiring of a certified independent accounting firm for the Agency, establish the compensation to be paid to the accounting firm and provide direct oversight of the performance of the independent audit performed by the accounting firm hired for such purpose. The Audit Committee shall have such other purposes, powers, responsibilities and governance as provided in any charter adopted by the members of the Agency.

Section 3. **Finance Committee.** The Agency shall have a finance committee to be comprised by the three members of the Agency appointed by the Chairman. Members of the Finance Committee shall be independent members as defined by the Public Authorities Accountability Act of 2009, as amended from time to time. It shall be the responsibility of the Finance Committee to review proposals for the issuance of debt for the Agency and make recommendations to the Agency regarding the issuance of such debt; seek any information it requires from the Agency and project applicants regarding the proposals for the issuance of debt and retain and consult with, at the Agency's expense, such outside counsel, experts and other advisors as the Finance Committee may deem appropriate. The Finance Committee shall have such other purposes, powers, responsibilities and governance as provided by any charter adopted by the members of the Agency.

Section 4 **Other Committees.** The Agency may designate from among its members other committees, each consisting of one or more members, and each of which, to the extent provided in the resolution or committee charter, shall have all the authority of the Agency members, except as otherwise provided by law.

Amended: July 22, 1985

Amended: September 11, 1996

Restated: January 14, 1997

Amended: May 12, 2005

Amended August 9, 2007

Amended April 9, 2009

Amended April 14, 2012

Amended December 11, 2012

Amended January 18, 2022

## APPENDIX D

### **CODE OF ETHICS**

#### **ARTICLE I. PURPOSE AND CONSTRUCTION**

The Citizens of Onondaga County are entitled to expect the highest degree of conduct on the part of the Onondaga County Industrial Development Agency (the "Agency") officers, employees and members. The members of the Agency recognize that there must be rules of ethical conduct for its officers, employees and appointed officials to observe if a high degree of moral conduct is to be obtained and if public confidence is to be maintained in the Agency. It is the purpose of this Code of Ethics to promulgate these rules of ethical conduct for the officers, employees and members of the Agency. These rules shall serve as a guide for official conduct of such officers, employees and members.

#### **ARTICLE II. DEFINITIONS**

##### Section 2.1.

Unless otherwise specifically indicated, for purposes of this Code of Ethics, the following terms shall have the following meanings:

- (a) "Agency" means the Onondaga County Industrial Development Agency.
- (b) "Appropriate body" pursuant to Article 18 of General Municipal Law means the Board of Ethics of the County of Onondaga.
- (c) "Child" means any son, daughter, step-son or step-daughter of an Agency officer, employee or member if such child is under 18 or is a dependent of the officer, employee or member as defined in the Internal Revenue Code Section 152(a)(1) and (2) and any amendments thereto.
- (d) "County" means the County of Onondaga.
- (e) "Interest" means a direct or indirect pecuniary or material benefit accruing to an Agency officer, employee or member, his or her spouse, or child whether as the result of a contract with the Agency or otherwise. For the purpose of this Code of Ethics, an Agency officer, employee or member shall be deemed to have an interest in the contract of (i) his/her spouse and children, except a contract of employment with the Agency (ii) a firm, partnership or association of which such officer, employee or member or his/her spouse or child is a member or employee; (iii) a corporation of which such officer, employee or member, or his/her spouse or child is an officer or director; and (iv) a corporation of which more than 5% of the outstanding capital stock is owned by an officer, employee or member, or his/her spouse or child.
- (f) "Relative" means a spouse or child of an Agency officer, employee or member.
- (g) "Spouse" means the husband or wife of an officer, employee or member subject to the provisions of this Code of Ethics unless legally separated from such officer, employee or member.

### ARTICLE III. CODE OF ETHICS

There is hereby established and adopted a code of ethics containing the following standards of conduct for officers, employees and members of the Agency.

#### Section 3.1.

a. Conflict of Interest. No officer, employee or member of the Agency should have any interest, financial or otherwise, direct or indirect, or engage in any business or transaction or professional activity or incur any obligation of any nature, which is in substantial conflict with the proper discharge of his duties in the public interest.

b. Impressions. No officer, employee or member of the Agency should by his conduct give reasonable basis for the impression that any person can improperly influence him or unduly enjoy his favor in the performance of his official duties, or that he is affected by the kinship, rank, position or influence of any party or person. An officer or employee or member of the Agency should endeavor to pursue a course of conduct, which will not raise suspicion among the public that he is likely to be engaged in acts that are in violation of his trust.

c. Receipt or Benefit. No officer, employee, or member of the Agency shall use or attempt to use his official position to secure unwarranted privileges or exemptions for himself or others, including directly or indirectly soliciting, accepting or agreeing to accept any benefit from another person upon an agreement that his/her vote, opinion, judgment, action, decision or exercise of discretion as an Agency officer, employee or member will thereby be influenced. A donation to a person seeking public or party office or to a committee supporting the efforts of such person shall not be considered such a benefit hereunder.

d. Confidential Information. No officer or employee or member of the Agency shall disclose information which is lawfully confidential and acquired by him in the course of his official duties or use such information to further his personal interests.

e. Representation before the Agency. An officer, employee or member of the Agency shall not receive or enter into any agreement, express or implied, for compensation or benefit to himself or a relative, directly or indirectly, for services to be rendered in relation to any matter before the Agency.

f. Disclosure of interest in any Agency Contract. To the extent that he knows thereof, any officer, employee or member of the Agency who has any interest in any contract or agreement of the Agency shall make prior disclosure in writing to the Chairman of the Agency and to the Agency's Counsel and shall withdraw from participation in any Agency process with respect thereto, subject to Section 801 of the General Municipal Law relating to prohibited conflicts of interest.

g. Partnership, unincorporated association or corporation. No partnership or unincorporated association of which an Agency officer, employee or member is a member or employee or in which he or she has a proprietary interest, nor any corporation of which an Agency officer, employee or member is an officer or director or legally or beneficially owns or controls more than five percent (5%) of the outstanding stock, shall appear before the Agency without full disclosure to the members, subject to Section 801 of the General Municipal Law relating to prohibited conflicts of interest.

h. Investments in conflict with official duties. (i) An officer, employee or member shall not invest or hold any investment directly or indirectly in any financial, business, commercial or other private endeavor or entity, which creates a conflict with his or her Agency duties; (ii) No officer or employee or member of the Agency shall engage in any transaction as representative or agent of the Agency with any business entity in which he has a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of his official duties.

i. Private employment or services. An officer, employee or member shall not engage in, solicit, negotiate for or promise to accept employment or render services for private interests when such employment or service creates a conflict of interest with or impairs the proper discharge of official Agency duties. In the event such a conflict arises with respect to a member, (s)he shall notify the Chairman of the Agency of same and withdraw from participation in any Agency process with respect thereto.

j. Future employment. For a period of one (1) year after the termination of service or employment with the Agency, no former officer, employee or member, on his or her own behalf, or as an employee, agent or representative of another may apply to or appear before or conduct business with respect to the Agency in any matter concerning which he or she personally rendered substantial services and made policy decisions during the period of his or her term of office, service or employment by the Agency. Said one (1) year prohibition may be waived by the members for good cause upon written application for such officer, employee or member. At the expiration of the one (1) year period and thereafter, the former officer, employee or member shall make prior disclosure in writing to the members of the nature and extent of his/her Agency involvement with matters (s)he now seeks to address with the Agency.

k. Offer of Employment. An officer, employee or member shall disclose in writing to the members any offer of employment received from any person, firm or corporation which, to the knowledge of such officer, employee or member, is furnishing or seeking to furnish goods or services to the Agency, if such officer, employee or member has substantial involvement or responsibility for policy making in securing such goods or services and if such officer, employee or member enters into negotiations for such employment. Such disclosure must be made whether or not such offer and negotiations are verbal or written and whether or not the offer is accepted.

l. Sale of Goods or Services. No officer or employee or member of the Agency employed on a full-time basis nor any firm or association of which such Agency member, officer or employee is a member nor corporation, a substantial portion of the stock of which is owned or controlled directly or indirectly by such member, officer or employee, should sell goods or services to any person, firm, corporation or association which is licensed or whose rates are fixed by the Agency.

Amended: April 9, 2009

**APPENDIX E**  
**MISSION STATEMENT & PERFORMANCE MEASURES**

**MISSION STATEMENT**

To stimulate economic development, growth, and general prosperity for the people of Onondaga County by using available incentives, rights and powers in an efficient and cooperative manner.

**PERFORMANCE MEASURES**

**Performance Goal One:**

To use Agency incentives, programs, and policies to help businesses to grow and expand in Onondaga County. During the year 2023 the Agency conducted business as listed below:

- The Agency closed on a total of 7 projects in 2023.
- The Total Project Cost of projects were \$79,127,619.
- New Jobs associated with the new capital projects are 31.

Onondaga County has immense potential for attracting new businesses, and Micron is a prime example of what can be achieved. Our goal is to work together to create Onondaga County an environment that's conducive to growth and innovation.

**Performance Goal Two:**

OCIDA shares a common vision with the comprehensive Plan Onondaga County. Beyond aligning with the plan's goals, OCIDA is committed to supporting the substantial unmet demand for multi-unit housing in Onondaga County. Regular collaborative meetings between OCIDA and Onondaga County Planning are held to jointly assess projects in accordance with the objectives outlined in the Plan Onondaga County.

**Performance Goal Three:**

For the Agency to perform its duties in a cooperative and efficient manner through proactive open communication with its economic development partners, businesses and the community as a whole.

During the January - December 31, 2023 fiscal year, the Agency conducted 32 public meetings. These meetings included 12 regular board meetings, 1 special meetings, 1 annual meeting, 1 organizational meeting, 8 committee meetings, and 9 public hearings.

## **Additional Questions**

- 1. Have the board members acknowledged that they have read and understood the mission of the public authority?**

Yes

- 2. Who has the power to appoint the management of the public authority?**

The voting board members shall appoint officers at the Agency's annual meeting.

- 3. If the Board appoints management, do you have a policy you follow when appointing the management of the public authority?**

The Agency's by-laws serve as the policy for appointing management.

- 4. Briefly describe the role of the Board and the role of management in the implementation of the mission.**

Agency staff is responsible for the administration and management of the Agency's programs and policies, and satisfaction of all statutory requirements.

The Board sets all policies and programs through majority approval of the Board.

- 5. Has the Board acknowledged that they have read and understood the responses to each of these questions?**

Yes, the performance measurement report was presented to the Board for approval at the annual meeting.

**APPENDIX F**  
**ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**REPORT ON INTERNAL CONTROLS**

**Agency Mission:** To stimulate economic development, growth, and general prosperity for the people of Onondaga County by using available incentives, rights and powers in an efficient and cooperative manner.

REPORT ON INTERNAL CONTROL STRUCTURE AND PROCEDURES			
AGENCY ACTION	CONTROL STRUCTURE	CONTROL PROCEDURE	FINDING
Agency Capital Projects	Procurement Policy Property Disposition Policy	Board Review and Approval Staff Recommendation	Adequate
Project Review	Statute Regulation By-Laws Classes of Projects Policy Local Access Policy	Written Application Cost Benefit Analysis Staff Review Board Attorney Oversight Board Review & Approval Conflict of Interest Statement	Adequate
SEQRA Determination	Statute Regulation By-Laws Classes of Projects Policy	Formal EAF Statement Staff Review Attorney Review Board Review & Finding	Adequate
Public Hearing	Statute Regulation By-Laws	Board Approval Written Minutes Report on Public Hearing at Board Meeting	Adequate
Project Inducement	Statute Regulation By-Laws Classes of Projects UTEP Local Access Policy	Written Application Cost Benefit Analysis Staff Review Board Attorney Oversight Board Review & Approval	Adequate
Benefit Oversight	Statute Regulation Agency Policies	Annual Survey of Companies Staff Review Exec Director Oversight Board Review & Approval of Annual Reporting Board Attorney Oversight	Adequate
PILOT Benefits Oversight	Uniform Tax Exemption Policy Statute Regulation	Review of comparable properties/ assessment value Review of cost of improvements	Adequate

		Review by School District Superintendent, Town Supervisor, Village Mayor, and the County Executive Review by Agency Attorney Board Review & Approval	
Sales Tax Exemption Oversight	Statute Regulation Agency Policy	Staff Review of project documents Attorney Review Staff review of ST -60 and supplemental letter when additional agents are appointed for a project Board review and approval	Adequate
Recapture of Benefits	Statute Regulation Agency Policy Lease Documents	Annual Survey of projects Annual Employment Report Staff Review of reported numbers versus application numbers Explanations from Companies Board Review & Approval of Report & Recommendations	Adequate
Agency Service Contracts	Procurement Policy Funding Policy EPP Policy & Guidelines Inducement to Prospects Policy	Review by Staff Attorney Review Board Review & Approval Formal Contracts for EPP Annual Audit of Expenditures	Adequate
Agency Fees	Project Fee Policy Legal Fee Policy	Staff Review Board Review & Approval Annual Audit Attorney Review	Adequate
<b>Public Access</b>			
Documents & Administration	Statute Regulation Foil Policy	Annual Election of Foil Officer Annual Election of Foil Appeals Officer	Adequate
Public Comment	Statute Regulations Board By-Laws	Publication of Hearing Notices Written Record of Proceedings Report public comments to the Board for each project	Adequate
<b>Agency Administration</b>			
Understanding of Mission, Goals, Process & Controls	Statute Agency By-Laws Agency Policies	PAAA Training New Member Orientation Study Sessions	Adequate

		Annual Acknowledgement of Responsibilities Agency Handbook - Reference Material for Board	
Ethics & Conflict of Interests	Statute Conflict of Interest Policy Agency Code of Ethics	Annual Conflicts Acknowledgement Annual COI statement Conflict of interest certificate signed at every meeting	Adequate
<b>Agency Finances</b>			
Financial Planning & Expenditures	Statute Regulation Agency Policies Procurement Policy	Annual Budget Annual Audit County Contract for Services Board Monthly Review of Finances Board Approval of Monthly Payment of Bills Signature Authority and Two Signature for all expenditures	Adequate
Financial Safeguards	Statute Procurement Policy Travel Policy	Approval of Board of all expenditures	Adequate

**APPENDIX G**  
**ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**GOVERNANCE COMMITTEE ANNUAL REPORT**  
**2023 FISCAL YEAR**

**Committee Members & Staff**

Kevin Ryan, Committee Chair  
Fanny Villarreal  
Pat Hogan, Board Chair

Robert M. Petrovich, Executive Director  
Nancy Lowery, Secretary  
Nate Stevens, Treasurer

**Purpose of the Committee**

The purpose of the Governance Committee is to keep members informed of current best governance practices, to review corporate governance trends, to update the Agency's corporate governance practices and principals, and to advise on the skills and experience required of potential Agency members.

**2023 Meeting Schedule**

January 19, 2023  
February 9, 2023  
November 9, 2023

**Fiscal Year 2023**

**Annual Self Evaluation**

The Committee conducted a self-evaluation at its November 9, 2023 meeting. It found no issues. The Governance Committee will present its self-evaluation to the full Board at the Agency's Annual Meeting tentatively scheduled for March 9, 2024.

**Review of Charter**

The Committee reviewed the Governance, Audit, and Finance Committee charters on November 9, 2023. It found no issue with the charters. The Committee will present its findings to the Agency Board at the Agency's Annual Meeting tentatively scheduled for March 9, 2024.

**Disposition of Duties**

At the January 19, 2023 meeting the Committee reviewed its Uniform Tax Exemption Policy (UTEP), Procurement Policy, Bylaws, Structure and Make-up of Board Committees and Property Acquisition Policy and found no issues. At the February 9, 2023 meeting the Committee reviewed the modified Open Meetings Law – Video Conferencing State Statute and forwarded it to the full Board with a recommendation for adoption of the video conferencing policy. At the June 8, 2023 meeting the Committee reviewed staff's changes to the OCIDA application and recommended transmitting the revised document to the full Board for approval.

At the November 9, 2023 meeting the Committee completed its annual review of Board, Committee and Staff

self-evaluations, Committee Charters as well as the 2023 Committee annual report.