

**Meeting of the Olean Urban Renewal Agency**

**Wednesday, August 19, 2020**

**8:30 a.m.**

**Room 119 – Olean Municipal Building**

**Attendance: Members – Chairman Charles Corcoran, Vice Chairman John Ash, Deanna Foster, Earl McElfresh, and Mayor Aiello. Staff - Keri Kerper, Community Development Program Coordinator, Jack Hart, Attorney, and Tiffany Taylor, Managerial Confidential Administrative Secretary.**

**1. Roll Call**

Mr. Corcoran called the meeting to order at 8:30 a.m. and asked that the record show that all members were present except Paul Gonzalez, who was excused.

**2. Reading & Approval of the June 15, 2020 special meeting minutes**

A motion to approve the minutes of the July 22, 2020 meeting was made by Mr. McElfresh, seconded by Mr. Ash. Voice vote, ayes all. Motion carried.

**3. March, April, May, and June 2020 Financials**

A motion to approve the July 2020 financials was made by Mr. McElfresh, seconded by Mr. Ash. Voice vote, ayes all. Motion carried.

**4. New Business**

**i. OURA Policies and Statements**

Ms. Kerper explained that from the Audit, Finance, and Governance committee, the Agency members will find in their packets some of the Authorities Budget Office guidance and different statements. Ms. Kerper explained that the first is the URA's Authority Mission Statement and Performance Measurements, which includes the Agency's mission statement which was adopted previously, as well as the list of performance goals. Ms. Kerper explained that the committees answered the questions that indicate that the Agency acknowledges that they have read and understand the responses from the three committees.

A motion to adopt the Authority Mission Statement and Performance Measurements was made by Mr. McElfresh, seconded by Mr. Ash. Voice vote, ayes all. Motion carried.

Ms. Kerper explained that the next item in the packet is the report from the Audit Committee, which indicates that after review of the authority's internal and external audit processes, the financial reporting process and the system of risk assessment, the Audit Committee has found the practices are performed as outlined in the OURA Audit Committee Charter. The committee does not recommend any changes to the Board at this time.

A motion to accept the annual Audit Committee's report was made by Mr. Ash, seconded by Mr. McElfresh. Voice vote, ayes all. Motion carried.

Ms. Kerper explained that the next report is from the Finance Committee, and it indicates that the Finance Committee reviewed the authority's financing guidelines and does not recommend any changes concerning criteria for governing its financing, issuance and / or management of debt.

A motion to accept the annual Finance Committee Report was made by Mr. McElfresh, seconded by Mr. Ash. Voice vote, ayes all. Motion carried.

Ms. Kerper explained that the Governance Committee Report indicates that the Governance Committee reviewed the best practices and evaluated the policies relating to the governance of the authority and does not recommend any changes to the Governance Committee charter or the governance guidelines at this time.

A motion to accept the annual Governance Committee Report was made by Mayor Aiello, seconded by Mr. Corcoran. Voice vote, ayes all. Motion carried.

Ms. Kerper explained that the Governance Committee Report regarding the Code of Ethics indicated that the Ethics Officer Earl McElfresh has reviewed the policies and performance of the OURA and has determined that it is in compliance with all applicable State and local laws and preservation of the public's confidence in the Authority's mission as of the fiscal year end June 30, 2020.

A motion to accept the Report from the Governance Committee regarding the Code of Ethics was made by Mayor Aiello, seconded by Mr. Corcoran. Voice vote, ayes all. Motion carried.

Ms. Kerper explained that the next item in the Agency's packet is a statement that certifies that the Olean Urban Renewal Agency followed a process that assessed and documented the adequacy of its internal control structure and policies for the year ending June 30, 2020. Ms. Kerper explained that the second sentence in the report should be deleted and should not be included in the report.

A motion to amend the statement to remove the last sentence was made by Mayor Aiello, seconded by Ms. Foster. Voice vote, ayes all. Motion carried.

A motion to accept the amended statement was made by Mayor Aiello, seconded by Mr. McElfresh. Voice vote, ayes all. Motion carried.

Ms. Kerper explained that she has prepared the report on behalf of the Agency that shows the real property owned as of June 30, 2020. Ms. Kerper explained that the report includes the address and Tax ID of the four parcels owned by the Agency, and includes three vacant land parcels on Constitution Avenue as well as 101 and 107 North Union Street. Ms. Kerper explained that the Constitution Avenue parcel indicated by Tax ID #94.055-1-37.2/1 is actually two parcels, but it referenced as one in the Assessor's office.

A motion to approve the Real Property Owned Report was made by Mr. Ash, seconded by Ms. Foster. Voice vote, ayes all. Motion carried.

Ms. Kerper explained that she will get these statements uploaded online into the Authorities Budget Office to ensure that the Agency is in compliance with the ABO. Ms. Kerper explained that next month, Ed Bysiek will be reporting the fiscal year end audit, which is the last piece that is needed in order to upload these items into the system.

## **5. Old Business**

### **i. Manufacturers' Hanover Stabilization Project**

Ms. Kerper explained that she has some updates after the Agency's special meeting. Ms. Kerper explained that she provided Parks with the resolution and backup information showing that we followed General Municipal Law in the procurement for the change in project scope. Ms. Kerper explained that she provided Parks with the updated scope of work from Paramount Roofing and she has included in the Agency's packet emails between herself and Parks advising of the information. Ms. Kerper explained that she has also provided Paramount's quote in the Agency's packets, as well as the updated Form E showing the allocations to R.E. Kelley and to Paramount Roofing. Ms. Kerper explained that the Form E includes the breakdown of the project to date by contractor, which is broken down by line item.

Ms. Kerper explained that the Agency will find that from the previous meeting compared to now, there is a total offset based on Paramount's updated roofing quote. Ms. Kerper explained that the offset is really between the cornice and FRP. Ms. Kerper explained that previously, the Agency discussed an approximately \$2,700 overage. Ms. Kerper explained that there is now an offset, and that there will be some additions in cost to the steel after finding more of the deteriorated steel, so ultimately it should all equal out to \$185,000 to \$200,000 total, so we are in good shape with that. Ms. Kerper explained that we have commissioned Elise Johnson-Schmidt and Associates to update the roof plan, which they are currently working on. Ms. Kerper explained that this will be one of the last pieces that we need to submit to Parks and SHPO. Ms. Kerper explained that there is an open token in the CRIS system, and they understand the scheduling because this is deemed to be an emergency situation. Ms. Kerper explained that they know that the review will need to take place quickly and she does believe we will have the updated plans from JSA either by the end of this week or early next week for her to submit to Parks.

Ms. Kerper explained that she has also been in contact with the Parks representative regarding the M / WBE Utilization Plan and the Waiver Request. Ms. Kerper explained that she has expressed where we are at in the project as well as the timeline and the schedule and Parks understands that they need to get working on this so that she can input the M / WBE payments that have been made to the contractors. Ms. Kerper explained that Parks did an overall review and found her work to be fine, and eventually they will put the acceptance into the system so she can begin inputting the payment into the system.

Ms. Kerper explained that we will wait to hear back about the partial waiver request, but the backup documentation was reviewed and determined to be sufficient so it was forwarded on to the management or whomever that it goes to within Parks and ultimately the Governor's Office.

Ms. Foster asked what Ms. Johnson-Schmidt is doing in regards to the roofing plan, and Ms. Kerper explained that she is updating the plan so that the contractor can follow the plan when he is doing the construction. Ms. Foster asked if updating the plan will do anything with the existing estimate, and Ms. Kerper replied that it will not. Ms. Kerper explained that Paramount Roofing had a good understanding of the scope of work, and their estimate is really what will occur. Ms. Kerper explained that the roof plan was done three years ago so it is just a matter of making a few revisions regarding the channels going to the roof drain. Ms. Kerper explained that this is what Mr. Zografos has explained during the construction meeting last Thursday.

Mr. Corcoran explained that in the original plan, the rubber only came up part way on the wall. Mr. Corcoran explained that now, on the wall that was taken down and is going to be rebuilt, the rubber will come up all the way over the top. Mr. Corcoran explained that this is an addition to the work, and Mr. McElfresh explained that he feels it makes more sense to proceed in this manner. Mr. Corcoran explained that the termination bar was not installed correctly in the beginning, which has caused some of the issues that we have today with the roof. Ms. Kerper added that there was too much crickets, and some of that had to be eliminated. Ms. Kerper explained that these are the two items that will ultimately be updated, and then the new plan will be submitted to Parks and SHPO.

Ms. Foster asked if there is a timeline for the roof to be completed, and Ms. Kerper responded that there is an estimated three weeks of construction. Ms. Kerper explained that this is once approvals are received, as nothing can be done until approvals are received. Mr. Corcoran explained that the roof cannot be done until the parapet is built, and Ms. Kerper explained that the roof cannot be done until the CMU (concrete masonry unit) wall is completed.

Ms. Kerper explained that she can go over the project schedule, including what has happened to date, what is occurring and what will occur. Ms. Kerper explained that the scaffolding is done, and the abatement is done as well. Ms. Kerper explained that the FRP survey and layout is done, and the FRP is the fiberglass reinforced polymer panels that will look like the cornice that was originally there. She explained that they are working on the FRP shop drawings and approvals with Architectural Fiberglass Incorporated from Cleveland, Ohio, which is creating the panels. Ms. Kerper explained that the demolition work for the parapet is done, and the work for the cribbing to secure the AT&T equipment is done.

Ms. Kerper explained that the subcontractor is working on the steel and doing the welding, which will go through mid-next week for the schedule for the steel. Ms. Kerper explained that from there, they will begin putting up the CMU wall which could possibly be done by the first week of September. Ms. Kerper explained that they are also working on the metal stud shop drawings. She explained that after the CMU wall is complete, and if we receive the approval from Parks and SHPO for the scope of change, then the roofing work can begin right away.

Mr. Hart explained that he has put together a Land Disposition Agreement that is consistent with the Land Disposition Agreements that the Agency has previously seen. Mr. Hart explained that the Land Disposition Agreement was presented to Savarino Companies on August 13, 2020, and they responded with comments on the Agreement. Mr. Hart explained that the comments are really the sort of things that will not be controversial or difficult to reach a conclusion on. He explained that Savarino Companies would like to see the format of the deed before they agree to certain things that are in the Land Disposition Agreement. Mr. Hart explained that he has completed the deed and he will provide it to them today. Mr. Hart explained that it is his expectation that they will be able to reach an agreement on the contract and the deed within a very short period of time.

Mr. Hart explained that once we have reached an agreement regarding the contract and the deed, the Agency will be able to sign the Land Disposition Agreement. Mr. Hart explained that the Land Disposition Agreement provides that certain activities must take place in order for the closing to occur, but he believes that we are close to being able to move the transaction from the possibility of it occurring to it occurring.

Ms. Foster asked if the deed will include both 101 and 107 North Union Street, and Mr. Hart responded that it will, and that we have combined both parcels. Ms. Kerper explained that the Land Disposition Agreement that is provided in the Agency's packets has the two parcels combined as well as one project. Ms. Kerper explained that on July 22, 2020 the Agency voted and approved that the proposed project would include the two parcels as one project.

Mr. Hart explained that the Land Disposition Agreement that he presented is the second one that Savarino Companies has reviewed, so they have been through a process to get to this point. Ms. Kerper noted that she believes that this is the third agreement. Mr. Hart explained that the one major request that was made was that a five year restriction in a part of the agreement be changed to three years, and in this context, this will not be a meaningful change in the agreement.

A motion that the Urban Renewal Agency has approved a draft of the Land Disposition Agreement with the understanding that there needs to be some minor negotiations regarding the final language, and to authorize the Agency staff and attorney to enter into negotiations to complete the document so that it is ready for execution, and upon reaching a satisfactory final agreement, to authorize the format of the deed, and to authorize the Chairman to execute the final agreement after delivery of the final document to all members of the Agency at least five days prior to the execution of the agreement to allow Agency members to call a meeting if necessary in connection with the final agreement was made by Mr. Ash, seconded by Mr. McElfresh. Voice vote, ayes all. Motion carried.

## **ii. November 20, 2019 Meeting Minutes Revision**

Ms. Kerper explained that the next item in the Agency's packets is the November 20, 2019 meeting minutes with the notation "revised" at the top. Mr. Hart explained that the attorneys for the company that was involved in the Blue Collar Workwear transaction in November 2019 pointed out that the minutes did not accurately reflect the true facts. Mr. Hart explained that the attorneys requested a clear statement that the Agency removed the condition, and authorized the transaction to proceed with the acknowledgement that there would be no re-vesting of the properties into the

URA because of the transaction. Mr. Hart explained that the new owner was stated to be the prior owner, and the prior owner was stated to be the current owner.

Ms. Kerper explained that it was not disclosed at the time that the owner would no longer be Barkz, LLC, and the owner is now JLH Enterprises, Inc. Mr. Hart explained that Ms. Kerper revised the minutes to correct the issues that were brought to our attention. Ms. Kerper explained that the only thing that has been changed is on page 2, and read the new motion:

“A motion to approve the removal of the restriction preventing the transfer of a portion of the Constitution Avenue parcel, to authorize the specific transfer of property as specifically stated during this meeting and note that the sale does not trigger a re-vesting of the property; and to authorize the lease of a portion of property owned by Blue Collar Workwear to JLH Enterprises, Inc., was made by Mr. Smith, seconded by Ms. Foster. Voice vote, ayes all. Motion carried.”

Ms. Kerper explained that it was minimal that was revised in the motion, but language needed to be cleaned up as Mr. Hart described.

A motion to approve the revision of the November 20, 2019 meeting minutes was made by Mr. McElfresh, seconded by Ms. Foster. Voice vote, ayes all. Motion carried.

Ms. Foster asked if we are all set with the BAN, and Ms. Kerper explained that the funding came in last week and we have sent R.E. Kelley its first payment.

## **6. Bills**

i. National Grid (101 NUS)	up to \$300
ii. National Grid (107 NUS)	\$70.58
iii. Raymond E. Kelley (for cribbing and securing AT&T equipment)	\$5,313.27
iv. Raymond E. Kelley	\$87,970
v. FedEx	\$46.45
vi. Johnson Schmidt Architects	\$16,968
vii. E&M Engineers and Surveyors	\$955.00

Ms. Kerper explained that she checked the 107 North Union Street property because the National Grid bill is never that high. Ms. Kerper explained that Savarino's representatives left the flood lights on in the basement while they were in the building with their subcontractors, so their office turned them off while they were down there. Ms. Kerper explained that with the wiring, you believe that you have turned the lights off when you actually turn them on, so it was inadvertent.

Ms. Kerper explained that she pulled the old contract for Johnson Schmidt Architects, and she found that there was \$6,968 outstanding. Ms. Kerper explained that she had a conversation with David Anderson and Elise Johnson-Schmidt, and the reason for this outstanding amount was because they never billed the Agency for work done with Vertical Access. Ms. Kerper explained that Johnson Schmidt Associates paid Vertical Access for the work that was performed and never

billed the Agency for reimbursement. Ms. Kerper explained that in the AIA contract, that was how it was supposed to occur and they never billed. Ms. Kerper explained that this will close out the old contract and the contract for the work JSA did perform was up to \$10,000, so they billed for the \$10,000. Ms. Kerper explained that they are certified M / WBE so she will be reporting this entire payment into the system to go towards our goal.

Mr. Corcoran asked if the cribbing was extra, and Ms. Kerper explained that it was a change order that was taken out of contingency. Ms. Kerper noted that this was also updated in the Form E. Ms. Kerper explained that the \$6,968 for JSA was taken from contingency as well.

A motion to approve the payment of bills was made by Mr. McElfresh, seconded by Mr. Ash. Voice vote, ayes all. Motion carried.

#### **7. Next Meeting Date**

The next meeting of the Olean Urban Renewal Agency was tentatively scheduled for Wednesday, September 16, 2020 at 8:30 a.m. in room 119 of the Olean Municipal Building.

#### **8. Adjournment**

A motion to adjourn was made by Mr. Ash, seconded by Mr. McElfresh. Voice vote, ayes all. Motion carried. Meeting adjourned at approximately 9:05 a.m.