



ROBERT M. PALMIERI
MAYOR

CITY OF UTICA

Utica Industrial Development Agency
1 Kennedy Plaza, Utica, New York 13502
(315)792-0195 fax: (315)797-6607

VINCENT GILROY, JR
CHAIRMAN

JACK N. SPAETH
EXECUTIVE DIRECTOR

Agenda

Utica Industrial Development Agency
Annual Meeting – Wednesday, March 22, 2023 @ 9:40am
City Hall, Utica, New York via WebEx

- I. Call to Order
- II. Approval of Minutes (March 23, 2022)
- III. Old Business
 - A. Confirmation and Nomination of Officers
 - B. Ratification and Confirmation of all actions taken by UIDA in 2022
- IV. New Business
 - A.
- V. Executive Session (if required)
- VI. Adjourn

Members of the public may listen to the Agency meeting by calling 1-408-418-9388,
Access code: 2631 317 4443
or joining the meeting at Meeting link:
<https://cityofutica.webex.com/cityofutica/j.php?MTID=m80eb93a6a04f292aed0e94a60df834bb>
Meeting password: GEs37piFCm5

The Minutes of the Agency meeting will be transcribed and posted on the UIDA website.



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March 23, 2022 9:00a.m.
Utica Industrial Development Agency Annual Meeting
Utica City Hall – 1 Kennedy Plaza, Utica

Members Present: Vin Gilroy, Mark Curley, John Zegarelli, Emmett Martin

Excused: John Buffa

Also Present: Jack Spaeth (Executive Director), Linda Romano and Laura Ruberto (BSK – Agency Counsel) via WebEx

Others: Tyler Griffith (Sturges Manufacturing; Wendy Lougnot (1002 Oswego Street, LLC counsel)

1) CALL MEETING TO ORDER: The meeting was called to order by Mr. Gilroy at 9:00a.m. The Finance, Governance and Audit Committees, as they consist of sitting Agency members, meet as a committee of the whole, and in doing such, meet at every meeting.

2) APPROVAL OF MINUTES: A motion was made by Mr. Curley, seconded by Mr. Martin, to approve the minutes of the February 3, 2021 annual meeting. All in favor.

3A) OLD BUSINESS: Confirmation of Officers

Mr. Spaeth reviewed the slate of Officers for the 2022 year.

Chairman – Vincent Gilroy, Jr. (appointed by Mayor)

Vice-Chairman – Mark Curley

Treasurer – John Buffa

Secretary – Emmett Martin

Sergeant at Arms – John Zegarelli

Asst. Secretary/Treasurer – Jack Spaeth

Mr. Martin made a motion, seconded by Mr. Curley, to approve the slate of officers for 2022. With no further discussion, the motion passed unanimously.

3B) OLD BUSINESS: Ratification of 2021 actions

Mr. Curley made a motion, seconded by Mr. Martin, to ratify all action taken by the Utica Industrial Development Agency in 2021. With no further discussion, the motion passed. All in favor.

4) NEW BUSINESS: None

5) EXECUTIVE SESSION: Not entered into

6) ADJOURNMENT: There being no further business brought before the Agency, Mr. Martin made a motion to adjourn, seconded by Mr. Curley and the meeting was adjourned at 9:02am.

**Annual Housekeeping Resolution
City of Utica Industrial Development
Agency**

Date: March 22, 2023

At the Annual Meeting of the City of Utica Industrial Development Agency, Utica, New York (the "Agency"), was held at One Kennedy Plaza, Utica, New York on March 22, 2023, the following members of the Agency were:

Members Present:

Member Excused:

Staff Present:

Others Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain annual appointment and administrative actions taken at the Annual Meeting and at the regular meeting of the Agency dated March 22, 2023.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE MATTERS OF THE AGENCY.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 710 of the Laws of 1981 of the State of New York (collectively, the "Act"), the City of Utica Industrial Development Agency (the "Agency") was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, under Section 858 of the Act, the Agency has the power to make certain appointments and approve certain administrative matters; and

WHEREAS, under Section 856 of the Act, the members of the Agency shall elect the officers of the Agency; and

WHEREAS, the members of the Agency desire to make certain appointments and approve certain administrative matters;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE UTICA INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby takes the following actions:

(A) Approves the appointments and the administrative matters described in Schedule A attached hereto.

(B) Approves, ratifies and confirms the policies and reports described in Schedule A.

(C) Confirms that the meeting held on March 23, 2022 constituted the annual meeting of the Agency as provided in the By-Laws of the Agency.

(D) Ratifies and confirms the Agency's actions taken in 2022.

Section 2. The Agency hereby authorizes the Chairman and the Executive Director to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This Resolution shall take effect immediately.

STATE OF NEW YORK)

: ss.:

COUNTY OF ONEIDA)

I, the undersigned Assistant Secretary of the City of Utica Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the City of Utica Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on March 22, 2023 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of March 22, 2023.

CITY OF UTICA INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Jack N. Spaeth, Assistant Secretary

EXHIBIT A

Officers of the Agency:

Chairman	Vicent J. Gilroy, Jr.
Vice Chair	Mark Curley
Treasurer	John Buffa
Secretary	Emmet Martin
Assistant Secretary/Treasurer	Jack Spaeth

Appointment of Executive Director: Jack Spaeth

Appointment of Agency Counsel: Bond, Schoeneck & King, PLLC

Appointment of Transaction Counsel to the Agency: Bond, Schoeneck & King, PLLC

Appointment of Bond Counsel to the Agency: Bond, Schoeneck & King, PLLC

Approval and Confirmation of Agency Policies and Reports:

- Mission Statement and Measurement Report
- Assessment of Internal Controls
- By-Laws
- Operations and Accomplishments
- Uniform Tax Exemption Policy
- Investment Policy
- Procurement Policy
- Annual Report
- Procurement Report
- Investment Report

Appointment of Contracting Officer: Vincent Gilroy, Jr, Chairman

Appointment of FOIL Officer: Jack Spaeth, Executive Director

Appointment of Governance Committee Members: All sitting board members

Appointment of Audit Committee Members: All sitting board members

Appointment of Finance Committee Members: All sitting board members