

**CENTRAL NEW YORK REGIONAL MARKET AUTHORITY
QUARTERLY BOARD MEETING
Tuesday, January 8th, 2019
5:30 P.M.**

PRESENT: J. Musumeci, S. Ficken, R. Daratt, K. Batman, M.E. Chesbro, M. Mahar, J.A. Delaney, M. Broccoli, A. Emmi, C. Pratt, C. Nowak

ABSENT: M.J. Madison, D. Ross

OTHERS: Ben Vitale, Amanda Vitale, Greg Frigon, Jose Berenguer

The meeting was called to order at 5:37 PM by Board President: John Musumeci.

APPROVAL OF AGENDA

Resolved; a motion was made by M. Broccoli and seconded by K. Batman to approve the agenda. All in favor; no one opposed; no abstentions.

APPROVAL OF PRIOR MINUTES

Resolved; a motion was made by K. Batman and seconded by J.A. Delaney to approve prior minutes. All in favor; no one opposed; no abstentions.

GOVERNANCE COMMITTEE PRESENTATION- JoAnn Delaney

J.A. Delaney presented to the Board of Directors that the committee met and discussed the Executive Director leaving, and making a plan to moving ahead. They currently have one option to discuss with the Board of Directors, but will need to move to executive session to do so.

M. Broccoli requested that A. Vitale gather the email addresses of the Board Members and forward those onto S. Ficken.

Resolved; a motion was made by S. Ficken, and seconded by K. Batman to move out of regular session and into executive session in order to discuss the employment of a particular individual. All in favor; no one opposed; no abstentions.

Resolved; a motion was made by C. Pratt, and seconded by M. Broccoli to move out of executive session and into regular session. All in favor; no one opposed; no abstentions.

BOARD DISCUSSION

B. Vitale presented to the Board of Directors about the idea of cold storage that was brought up at the last meeting. He presented that the cost to create and maintain such a facility would be quite high and would not leave a lot of room for profit given the size of what would be possible in our current buildings.

B. Vitale presented to the Board about his discussions with a representative that has interest in having a Taco Bell on the Market. The current location that is being considered is a 1.75 acre plot next to Buda's Meat and Produce. The plot that Wendy's sits on is 1.1 acres. If the Market were to have them develop and improve the area, it would be very similar to the arrangement that was made with Wendy's. B. Vitale estimates that this corner plot is valued at about 75%-80% of the value of the plot that Wendy's sits on, but that this would be a good location for this restaurant.

J.A. Delaney brought up a concern about the billboard that sits on that corner and accessibility. B. Vitale explained that the goal would be for Taco Bell to invest in improvements to that area, and that parking would also set the building back from the road some. This would actually lead to improved accessibility for the billboard.

M. Broccoli recommended that we should proceed with proposals on this project in order to produce new revenue.

J. Musumeci left at 6:01pm and asked that C. Pratt resume running the meeting in his place.

B. Vitale informed the Board of Directors that minimum wage had increased as of January first. This meant that a couple of the employees received a \$.10 increase in pay to make up for it.

M. Mahar asked about the Fresh Chicken Market. B. Vitale and M. Broccoli described to the Board of Directors how it has been going up there and what they have been seeing. Currently, they do not have a large selection as far as variety, but more varieties are being brought in soon. The chickens that they are currently selling are being brought in from Pennsylvania. There were multiple questions from various Board Members as to why they were not sourcing the chickens from somewhere more local. It was explained that this is because of the current relationships that they have. It will take time to establish new relationships with certified sources that can match the prices that they are currently getting.

J.A. Delaney asked if there had been any progress made on the Cortland County appointment to the Board of Directors. C. Pratt stated that he is still working on that, and will continue to do so.

J.A. Delaney stated that she would like the Board of Directors to remove D. Ross from his Chair positions. J.A. Delaney stated that she would like it added to the agenda to remove D. Ross from the Board of Directors, and to have the Board vote on Committees at the next meeting.

NEXT MEETING

The next meeting of the Board of Directors will be on February 12th, 2019 at 3:30 p.m.

ADJOURNMENT

Resolved; a motion was made by J.A. Delaney and seconded by S. Ficken, to adjourn at 6:15 p.m. All in favor; no one opposed; no abstentions.

Maria Mahar, Secretary

**CENTRAL NEW YORK REGIONAL MARKET AUTHORITY
QUARTERLY BOARD MEETING
Thursday, February 28th, 2019
3:30 P.M.**

PRESENT: J. Musumcei, J. Bereneguer, R. Daratt, K. Batman, J.A. Delaney, M. Broccoli, A. Emmi, C. Pratt, C. Nowak, M. Mahar

ABSENT: D. Ross, S. Ficken, M.E. Chesbro

OTHERS: Ben Vitale, Amanda Vitale, Greg Frigon, Ryan Poplawski

The meeting was called to order at 3:30 PM by Board President: John Musumeci.

APPROVAL OF AGENDA

Resolved; a motion was made by C. Pratt and seconded by M. Broccoli to approve the agenda. All in favor; no one opposed; no abstentions.

APPROVAL OF PRIOR MINUTES

Resolved; a motion was made by A. Emmi and seconded by R. Daratt to approve prior minutes. All in favor; no one opposed; no abstentions.

QUARTERLY REPORT

B. Vitale reviewed the cash accounts and recommended that the Board of Directors approve the cash accounts as they are on the balance sheet. C. Pratt asked what the contingency account was for, and B. Vitale responded that the money in the account stays the same every single year, and it remains there in case of a catastrophe.

B. Vitale reviewed the income report. He reported that it has been pretty much business as usual with very little out of the ordinary. However, B. Vitale reported that there are some changes that need to be made when looking at the Expense report, and referred to the resolution for moving money that was included in the board packet. Just a few months ago, the Authority discontinued the contract that was held with a company that did overnight security for the grounds. In turn, the Authority has relocated Frank Recore to Security Supervisor and hired one of the existing guards from the previous company to work the overnight security as Authority employees. For this reason, B. Vitale is requesting that the Board of Directors move some money from our security expense account into payroll expense. This will still leave the payroll account at a \$4,000.00 deficit, but B. Vitale suggests that the Board of Directors move \$4,000.00 from the Authority's health coverage expense account into the payroll expense account to cover that

deficit since the Authority has also saved money in that department this past year. B. Vitale then reported that the Authority is also low on funds in the legal and professional expense account. In order to cover this deficit, B. Vitale recommended that the Board of Directors moves funds from the following expense accounts into the legal and professional expense account: new equipment expense account, repairs to equipment expense account, and the office expense account. The resolution decided upon by the Board of Directors is as follows:

Resolved; a motion was made by R. Daratt and seconded by A. Emmi to approve the quarterly report and adjust the 2018-19 budget as follows;

Credit Payroll Account: \$44,000.00	adjusted budget: \$449,000.00
Debit Security Account: \$40,000.00	adjusted budget: \$295,000.00
Debit Health Plan Account: \$4,000.00	adjusted budget: \$128,000.00
Credit Legal and Professional Account: \$40,000.00	adjusted budget: \$82,500.00
Debit New Equipment Account: \$25,000.00	adjusted budget: \$25,000.00
Debit Repairs to Equipment Account: \$5,000.00	adjusted budget: \$7,000.00
Debit Office Expense Account: \$10,000.00	adjusted budget: \$10,000.00

All in favor; no one opposed; no abstentions.

GOVERNANCE COMMITTEE PRESENTATION- JoAnn Delaney

J.A. Delaney presented to the Board of Directors that she was not prepared for this portion of the agenda. She stated that there was a resolution in the board packet that she had never seen until she opened the packet, and that it was not approved by the governance committee. J. Musumeci stated that he had been in discussion with the attorney while the resolution was written and that he had approved that the resolution matched what had been discussed and agreed upon by both the governance committee and full board at the January meeting. C. Pratt and M. Broccoli agreed that the resolution appeared to be identical to what had been discussed at the January meeting. J. Musumeci recommended that everyone take a moment and review the resolution. After a moment, the Board decided to move on with the resolution. The resolution was approved as follows:

RESOLUTION

A regular meeting of Central New York Regional Market Authority was convened at 2100 Park Street, in the City of Syracuse on February 12, 2019 at 5:30 p.m.

RESOLUTION OF THE CENTRAL NEW YORK REGIONAL MARKET AUTHORITY APPROVING THE CONTINUED EMPLOYMENT OF EXECUTIVE DIRECTOR BENJAMIN VITALE.

WHEREAS, the Board of Directors ("Board") of the Central New York Regional Market Authority ("Authority") is authorized and empowered by the provisions of the New York Public Authorities Law § 828, to name a manager and such other officers and employees as may be needed, and fix their compensation; and

WHEREAS, Article III, Section 4(1) of the Authority's Bylaws further authorize the Board to hire an Executive Director to be responsible for the management and administration of the Authority, its programs facilities and services; and

WHEREAS, the Board wishes to restate the terms of the continued at-will employment of the current Executive Director, Benjamin Vitale ("Mr. Vitale").

NOW, THEREFORE, BE IT RESOLVED BY THE DIRECTORS OF THE AUTHORITY AS FOLLOWS:

1. That the Authority hereby reconfirms Mr. Vitale as Executive Director of the Authority on an at will basis and subject to the following terms:

- i) Mr. Vitale's salary for 2018 is hereby increased retroactively by an additional Eighteen Thousand, Two Hundred Forty Three and 50/100 Dollars (\$18,243.50), for a total annual salary of [AMOUNT]. *108,153.56*
- ii) Mr. Vitale's base pay effective January 1, 2019 shall be Four Thousand One Hundred Fifty Nine and 75/100 Dollars (\$4,159.75) per pay period.
- iii) Mr. Vitale will not accrue any additional sick or vacation time, but shall retain and be able to use 1520 (h) sick and 228 (h) vacation time he has accrued as of the date of this Resolution.
- iv) Mr. Vitale is and shall continue to be an "at will" employee, and the Board or Mr. Vitale may terminate the employment relationship at any time, with or without cause.

2. That this Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote, which resulted as follows: Resolved; a motion was made by K. Batman and seconded by C. Pritt

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>
John Musumeci, President [All others in attendance]	all (10)	no one (0)	no one (0)

This Resolution was thereupon duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF ONONDAGA)

I, the Secretary of the Central New York Regional Market Authority, do hereby certify:

That I have compared the foregoing extract of the minutes of the meeting of the members of the Central New York Regional Market Authority, including the Resolution contained therein, held on February 12, 2019, with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (i) all members of the Central New York Regional Market Authority had due notice of said meeting, (ii) said meeting was in all respects duly held, (iii) pursuant to Article 7 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 given in accordance with said Article 7 and (iv) there was a quorum of the members of the Central New York Regional Market Authority present throughout said meeting.

I FURTHER CERTIFY that as of the date hereof the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the said Central New York Regional Market Authority this 28 day of February, 2019.

CENTRAL NEW YORK REGIONAL MARKET
AUTHORITY

By: _____
Secretary

J.A. Delaney discussed the necessity of the Governance committee needing to meet in order to discuss how to proceed with hiring a new Executive Director. The meeting was scheduled for Thursday March 14th, 2019 at 3:30pm. J. Musumeci requested that all Board Members receive a reminder for this meeting and packet for this meeting along with the reminders and packets for the full meeting of the Board of Directors, and that all Board Members are welcome to attend this meeting.

DELIVERY ISSUES

B. Vitale presented to the Board of Directors that the Authority's staff has been experiencing difficulties with Mento Produce and their refusal to pay for their delivery license or daily delivery fees. The staff has been poorly treated by this company, and the company continually claims to only be picking up from the Market and never delivering. However, their trucks have been caught delivering on several occasions, and still avoiding to pay for those deliveries. The most recent instance happened just a couple weeks prior to this meeting. B. Vitale presented that he has seen one of their trucks sneak in the back driveway and back up to the rear dock at Peter A. Guinta and Son's Produce. B. Vitale went onto the rear dock to check out what they were doing. At this time, B. Vitale saw that they had a pallet of produce on the truck that they were delivering to Guinta's. At this point, B. Vitale placed his hand on the shoulder of the employee who was working at Peter A. Guinta and Son's Produce, and asked that the pallet go back onto the truck and that the delivery not be made since no delivery fee had been paid. A short time later, B. Vitale was moving snow in the Authority's skid steer. At this time the delivery driver's boss arrived to the Authority. After some words with the Deputy that was on duty as the Authority's security at the time, he proceeded to drive his truck over and used it to block B. Vitale in the skid steer. At this time, he walked to the skid steer and opened the door of the skid steer and proceeded yell and scream at B. Vitale. This incident proceeded for some time, and he continued to reopen the skid steer door each time that B. Vitale would close it. This entire incident was also caught on camera.

B. Vitale stated that this is the kind of treatment that Authority Employees had to endure on a daily basis when he first started at the Authority. This is completely unacceptable, and is something that should not need to be dealt with by the next individual who takes his position.

B. Vitale asked the Board of Directors if they had any ideas on how to proceed with this situation. B. Vitale's idea was to inform the business that they will only be allowed back on premises if they pay for and hold a delivery license. This would include restricting them from picking up from the Authority as well, because the Authority cannot have someone checking the truck every single time they come onto the grounds, in order to find out if they are truly picking up or actually making a delivery.

After some discussion, the Board of Directors agreed that this was a good and reasonable idea for dealing with this situation, and that Mento Produce should receive a letter that states the decision.

UPDATE COMMITTEE LIST

J. Musumeci presented that he would like to table this discussion until C. Pratt takes over as president, and that M. Broccoli should hold a nominating committee meeting before the next meeting.

C. Pratt passed out a copy of the current committee lists and asked that everyone take some time to review them. He also asked that anyone interested in being on a committee make himself or M. Broccoli aware.

BOARD DISCUSSION

B. Vitale presented to the Board of Directors that there was only one requested change to the Rules and Regulations and License Agreement for this upcoming year. For this reason, the Rules Committee decided not to meet and to just let the one rule change go to the full Board of Directors instead. B. Vitale presented the one rule change as follows:

Rules and Regulations:

1. No Person may sell on the Market, except from a regular Market space for which he, she or it has a currently valid License or Permit, as herein provided. **In addition, any Person with an outstanding account with the Authority that has not brought such account current within three (3) days of written notice shall not be allowed to sell on the Market.**

License Agreement:

"Central New York Regional Market Authority".

All payments of the License Fee shall be in currently available U.S. funds paid or payable to the Licensor if Licensor has not received from Licensee the full amount of any installment of the License Fee and/or any other amount due from Licensee to Licensor hereunder, by the first Market of this License Agreement's Market Day, (Example: for the Saturday License Agreement, the second payment is due on or before the first Saturday of December) then the Licensee will be in default.

Should the Licensee fail to make a payment on the first market day when payment is due, the Licensee will not be allowed to set up or sell until such license is brought current with payment. If at any time a license is not current in regards to payment, the license is considered null and void.

Should the Licensee have any other outstanding accounts with the Licensor and such account(s) have not been brought current within three (3)

days of written notice, the Licensee will not be allowed to set up and sell until such account(s) is brought current.

Should the Licensee fail to make payment in full before the end of that Market Season, the Licensee will automatically forfeit all rights and privileges to the licensed space for any subsequent season.

Resolved; a motion was made by A. Emmi and seconded by R. Daratt, to approve these changes. All in favor; no one opposed; no abstentions.

B. Vitale reviewed the current organizational chart and presented to the Board of Directors on the Short-Term employment plans for the Authority.

B. Vitale informed the Board of Directors that this year's vendor orientation meeting was going to be a little bit earlier this year, and is scheduled for Thursday March 28th, 2019. Invitations to the meeting were then handed out to all of the Board Members.

B. Vitale informed the Board of Directors that the tenant: Regional Fresh Poultry is interested in beginning discussions of expanding their business to include small animals. It was presented that they would need some extra space to do so, and that this would not come without increased rent. B. Vitale wants to start by coming up with some kind of plan to start with, and go from there with discussions.

B. Vitale made the Board of Directors aware of the plans of the Ball Park to have a large event (Nitro Circus) on Saturday June 1st, 2019. B. Vitale and the Board of Directors agreed that the parking for such an event may interfere with the heavy traffic that the Authority experiences this time of year with the Saturday Farmers Market. B. Vitale will be in discussion with the Ballpark, and will update the Board of Directors.

B. Vitale presented that this year's NAPMM meeting will be held in Atlanta GA this coming May. He presented that he would like the Board to make a resolution to approve funds for travel for staff and Board Members who would like to attend the meeting. B. Vitale also presented that there is some interest from both staff and Board members in traveling to Toronto to visit the market there. B. Vitale is not sure if there will be time to schedule such a trip, but would like for the Board to approve this travel as well.

Resolved; a motion was made by M. Broccoli and seconded by J. Berenguer, to approve funds for Board and staff travel to both Atlanta GA and Toronto. All in favor; no one opposed; no abstentions.

R. Poplawski informed the Board of Directors that there are no current updates with the DeMarco case, but will wait until at least the next Board Meeting to discuss the issue further.

B. Vitale informed the Board the M&T Bank will be doing a refresh and updating their signs.

B. Vitale asked the Board of Directors what they would like to do about John Harper. Upon falling ill last Summer, he had asked the Board to be relieved of his Thursday License Agreement, to which the Board had approved. However, after being relieved of his Thursday license no further payments were made on his Saturday license. In turn, his account has a balance of \$675 remaining unpaid on that Saturday License Agreement. B. Vitale asked the Board of Directors if this debt should be relieved or if it should be left on the account, leaving him in default. The Board of Directors agreed to leave the balance on the account, leaving the account in default and in need of payment if he decides at any point to return as a vendor.

B. Vitale presented to the Board that prior issues that had been discussed pertaining to specific vendors in E-Shed have been resurrected. One of the vendors, who had been quiet for a few weeks, has fallen back into old habits and their behavior is again out of hand. B. Vitale recommended that we allow the vendor to complete the term of their current license, but that we inform the vendor that they will no longer have the privilege of vending on the Market once this current license term expires. The Board agreed to this recommendation.

NEXT MEETING

The next meeting of the Board of Directors will be on March 12th, 2019 at 3:30 p.m.

ADJOURNMENT

Resolved; a motion was made by J.A. Delaney and seconded by A. Emmi, to adjourn at 4:47 p.m. All in favor; no one opposed; no abstentions.

Maria Mahar, Secretary

**CENTRAL NEW YORK REGIONAL MARKET AUTHORITY
REGULAR BOARD MEETING
Tuesday, March 12th, 2019
3:30 P.M.**

PRESENT: J. Musumcei, J. Bereneguer, R. Daratt, K. Batman, J.A. Delaney, M. Broccoli, A. Emmi, C. Pratt, C. Nowak, M. Mahar

ABSENT: D. Ross, M.E. Chesbro, S. Ficken (listened in via phone)

OTHERS: Ben Vitale, Amanda Vitale, Greg Frigon, Dan Manion

The meeting was called to order at 3:35 PM by Board President: John Musumeci.

APPROVAL OF AGENDA

Resolved; a motion was made by J.A. Delaney and seconded by A. Emmi to approve the agenda. All in favor; no one opposed; no abstentions.

APPROVAL OF PRIOR MINUTES

Resolved; a motion was made by M. Broccoli and seconded by M. Mahar to approve prior minutes. All in favor; no one opposed; no abstentions.

UPDATE FROM HANCOCK AND ESTABROOK- Dan Manion

Resolved; a motion was made by J.A. Delaney and seconded by M. Mahar to go out of regular session and into executive session for discussion of litigation.

Resolved; a motion was made by K. Batman and seconded by J.A. Delaney to go out of executive session and into regular session.

BOARD DISCUSSION

It was presented that M. Broccoli will be holding a nomination committee meeting before the next meeting of the Board of Directors.

B. Vitale presented that the Thursday Market is on the decline, and that the staff is in discussion about what can be done to change this. He presented that the staff would be open to recommendations from the Board of Directors as well.

B. Vitale presented that there is a long term lease between the Authority and Empire State Development for the Freezer plant on the Authority's property. The lease dates back to 1988, and the Authority is currently having some issues collecting payment from the lease holder who is \$29,000.00 back on payments and refuses to pay late

fees. B. Vitale presented that the staff will give the lease holder until April 1st to clean up their accounts, and if action is not taken to do so by then, the Authority will be getting their attorney's involved to try and collect the past due balance.

NEXT MEETING

The next meeting of the Board of Directors will be on April 9th, 2019 at 3:30 p.m.

ADJOURNMENT

Resolved; a motion was made by J.A. Delaney and seconded by J. Berenguer, to adjourn at 4:17 p.m. All in favor; no one opposed; no abstentions.

Maria Mahar, Secretary

**CENTRAL NEW YORK REGIONAL MARKET AUTHORITY
QUARTERLY BOARD MEETING
Tuesday, June 11th, 2019
6:30 P.M.**

PRESENT: J. Musumeci, S. Ficken, J. Bereneguer, J.A. Delaney, M. Broccoli, A. Emmi, C. Pratt, C. Nowak, M. Mahar

ABSENT: R. Daratt, K. Batman, D. Ross, M.E. Chesbro

OTHERS: Ben Vitale, Amanda Vitale, Dan Mannion, Maureen Doyle, Barbara Janusz, Vicki Griffith, Melanie Nicotra, Laurie from DB&B

The meeting was called to order at 6:37 PM by Board President: Chip Pratt

APPROVAL OF AGENDA

Resolved; a motion was made by J. Musumeci and seconded by M. Broccoli to approve the agenda. All in favor; no one opposed; no abstentions.

APPROVAL OF PRIOR MINUTES

Resolved; a motion was made by J.A. Delaney and seconded by J. Musumeci to approve prior minutes. All in favor; no one opposed; no abstentions.

QUARTERLY REPORT

B. Vitale reviewed the cash accounts and reported that all accounts remain healthy and that more information will be to follow when the financial statements are reviewed.

B. Vitale reviewed the income and expense reports. He reported that everything is pretty consistent. If this year was compared to previous years, it is apparent that there are spikes and lows at different times of the year but stays consistent year to year. This year there is a increase in payroll expense and an decrease in security expense. This is due to our change in security staffing this year. However, day to day expenses remain consistent.

Resolved; a motion was made by M. Mahar and seconded by J. Bereneguer to approve the quarterly report as presented. All in favor; no one opposed; no abstentions.

AUDIT COMMITTEE PRESENTATION- Chip Pratt

C. Pratt began by presenting Laurie from Dermondy Burke and Brown, who would be presenting the report on this past year's audit.

Laurie reported to the Board that this Audit has had an extremely quick turn around. This is necessary because of PARIS reporting, and possible because it was a great audit, everything went very smooth and there was nothing out of the ordinary. Laurie also presented the following:

On page 1 of the audit report is the Auditors Report. The auditor gave the Authority an unmodified opinion. This is highest that you can receive, and is given when an audit has no problems.

On page 4 of the report is the MD&A, and this is the financial story of the year prepared by B. Vitale.

On page 10 of the report is the shift of net positions for assets. In the past year, the net position of assets increased by \$53,000.00 while still maintaining a healthy amount of cash, just around a half of a million. (Which is still a decrease in cash from the previous year, due to investments in the Buda/ Diner roof, the Fresh Poultry Market, and the new food sheds.)

Page 11 of the report shows the shift of net position in liabilities. Over the past year, liabilities have decreased by \$99,000.00 as a result of paying down existing debt without creating any new debt.

Pages 12-13 of the report breakdown the revenue. There was an increase seen in legal and payroll, but a decrease in security and benefits. These are due to the change in security staffing and increased legal activity such as litigation and multiple bid requests.

Pages 14-15 of the report breakdown cashflows. The Authority was able to turn a \$72,000.00 "profit" which strengthens the net position. The Authority closed the fiscal year with \$520,000.00 in cash, which is a very good place to be.

There is one correction to be made to the Audit report. This can be found on page 31, in the "Post Employment Benefits" section. The Authority does not offer post employment benefits anymore, but there was one remaining beneficiary. Unfortunately, it was discovered that this individual has passed away. Therefore, this portion of the audit report will no longer exist.

The report also includes a letter that is required correspondence. The letter outlines that there were no difficulties in completing the audit, it was a very clean audit, there was a quick turn around, there were no disagreements with management, and that there were no other audit findings or issues.

The final item reviewed was the letter of observation which outlines what is coming next. The only item of importance to the Authority is the coming of GASBY 87. This requires that any lease longer than 12 months has to be brought onto the Authority's balance sheet. This will come into effect in 2021.

There were no question, and C. Pratt presented that the audit committee has reviewed that audit and approved the audit.

Resolved; a motion was made by C. Nowak and seconded by J. Musumeci to approve the audit report with the change to note 7. All in favor; no one opposed; no abstentions.

VENDOR ISSUES

C. Pratt presented that the vendor that was going to be heard from was asked not to attend due to the length of the agenda, but there were a couple other individuals who did show. C. Pratt gave those in attendance each a moment to take the floor.

M. Nicotra introduced herself and explained that she was attending in order to explore, as she will be submitting an application for the Executive Director position.

M. Doyle, introduced herself and her business partner, B. Janusz. M. Doyle explained that she was attending the meeting in order to voice a concern that she had. She went on to explain that about a year ago she had submitted her resume to her local legislature for a position that was open on the Board of Directors for the Authority. But this led to a lot of confusion about the process. M. Doyle never heard anything back from her county, so she reached out to them. The response that she received was that one of the Authority's Board Members told her county that M. Doyle did not meet the requirements. M. Doyle then read the requirements for appointments, to which she explained she met, and asked if she could get some clarification as to what exactly happened or what the true requirements are. B. Vitale suggested that he could reach out to the Attorney for the county in question to find out how they go about making their appointments. This information would then be shared with the Board President and with Doyle and her business partner. Everyone agreed this was a good solution.

BOARD DISCUSSION

A. Regional Fresh Poultry

B. Vitale presented to the Board that he has been in discussion with the Regional Fresh Poultry tenants, and that they are very interested with moving into the next portion of their business. This would be to add goats, lambs, and calves. They have put together drawings to propose their plan of moving forward. The goats, lambs, and

calves would have to be completely separate from the chickens and rabbits, but they have a plan for creating separated space without expanding their building.

M. Broccoli brought up a concern about if there would be a privacy fence. The Board agreed that a privacy fence would be necessary, both to block the view of the animals coming in, as well as to keep the animals contained and prevent any of them getting loose.

Resolved; a motion was made by J. Musumeci and seconded by C. Nowak to allow them to move forward once all final drawings, including privacy fence are brought back to the Board. All in favor; no one opposed; no abstentions.

B. Russo Project

B. Vitale updated the Board on the Russo project. At this point in time, it would be less expensive for them to proceed with the project in Utica. However, mostly all parties would rather proceed with the project here at the Regional Market. B. Vitale spoke with Mr. Rudgers at Farm Credit East, he sees a lot of potential, and would be interested in working with the Authority. B. Vitale has also been in discussions with Kevin King from the NYS Department of Ag and Markets, who is equally as interested in the project and anticipates support for the project from the Department of Ag. B. Vitale presented that there is a building available that is adjacent to the Market property, and that the Market does have the funds to purchase it. In the long run, it would cost six million dollars just to build a new building, making it more reasonable to consider purchasing an already existing building. The Department of Ag and Markets will be hosting a press release next week, and would be interested in assisting the Market in acquiring grant money for the project. K. King wanted to see what the Market could do to help press the project forward. B. Vitale passed out and read the following resolution: (on next page)

Resolved; a motion was made by Maria Mahar and seconded by Christina Nowak to secure loans, to proceed with a purchase offer (with contingencies), and proceed with engineering and retrofitting of the already existing 60,000 square foot building adjacent to the Authority's property.

Whereas; Russo Produce has interest in the expansion of their business to include the processing, flash freezing, and repackaging of local produce for year-round availability of local product

Whereas; The Upstate Packers and Growers are committed to partnering with this business to provide the locally grown product

Whereas; all school districts in NY State will benefit both economically and health wise, thus are committed to purchasing product to fulfill the "No Child Goes Hungry" legislation requirements

Whereas; the CNYRMA is the best and most fitting location for the project as a central location for the state, for farmers who are already delivering to the market, and due to the existing infrastructure and transportation that are already in place

Whereas; a 60,000 square foot building is available for purchase adjacent to the Market and the acquisition of such should expand the Market in a most beneficial way, thus moving the 81 year old Market clearly into the future

Therefore be it resolved; The Board of Directors authorized the Board President and the Executive Director to do all necessary activities.

 8 in favor 1 opposed; 0 abstentions.

- C. Pratt X in favor opposed abstained absent
- J. Musumeci X in favor opposed abstained absent
- M. Mahar X in favor opposed abstained absent
- C. Nowak X in favor opposed abstained absent
- S. Ficken X in favor opposed abstained absent
- M. E. Chesbro in favor opposed abstained X absent
- J.A. Delaney in favor X opposed abstained absent
- M. Broccoli X in favor opposed abstained absent
- A. Emmi X in favor opposed abstained absent
- J. Berenguer X in favor opposed abstained absent
- R. Daratt in favor opposed abstained X absent
- K. Batman in favor opposed abstained X absent
- D. Ross in favor opposed abstained X absent

C. Update on Search For Executive Director

C. Pratt presented that they had about 30 applicants so far, and that the committee for this selection will be meeting in July. They have a couple candidates that are worth looking at.

D. Other

J. Berenguer talked to the Board about his experience at his first NAPMM conference and the value in attending these conferences.

C. Pratt handed out updated committee lists. He explained that anyone can attend committee meetings, they just cannot vote unless they are on that committee. C. Pratt also gave out his updated email address which is: flyhawkfarm@outlook.com. He asked that all future correspondence go to that email.

Resolved; a motion was made by J.A. Delaney and seconded by S. Ficken, to accept the new committees as follows. All in favor; no one opposed; no abstentions.

CENTRAL NEW YORK REGIONAL MARKET AUTHORITY
Committees and Officers of the Board
2019-2020

Personnel/Nominating

Marty Broccoli- Chair
Sarah Ficken
Christina Nowak
MaryEllen Chesbro
Jose Berenguer

Rules/Facilities,
Marketing/Promotion

John Musumeci
Randall Daratt- Chair
Jose Berenguer
Anthony Emmi

Finance/ Planning &
Development

Maria Mahar
John Musumeci
Randall Daratt
MaryEllen Chesbro
Keith Batman- Chair

Governance Committee

JoAnn Delaney- Chair
Marty Broccoli
John Musumeci
Maria Mahar
Sarah Ficken
Jose Berenguer

Ethic Committee

Marty Broccoli- Chair
Keith Batman
Maria Mahar

Audit Committee

Chip Pratt- Chair
Maria Mahar
Keith Batman- Chair
Anthony Emmi

Finance Officer

Chip Pratt

Ethics Officer

Marty Broccoli

Contract Officer

Benjamin Vitale

Executive Committee

Chip Pratt
John Musumeci
Anthony Emmi
Keith Batman
Maria Mahar
Randall Daratt

Board Of Directors

John Musumeci- JM
Sarah Ficken- SF
Jose Berenguer- JB
Randall Daratt- RD
Keith Batman- KB
Danny Ross -DR
MaryEllen Chesbro- MEC

Maria Mahar- MM
JoAnn Delaney- JD
Marty Broccoli- MB
Anthony Emmi- AE
Chip Pratt- CP
Christina Nowak- CN

B. Vitale Presented that the administration building roof project will begin when the weather gets better. This year's general liability insurance for the Authority has decreased by \$1,000.00 from last year. Also, there is a real estate broker that B. Vitale has been in communication with who is interested in working with the Authority to rent out the commons space. The agreement would be 6% for a twelve month lease. He understands that it will not be a lot of money, but is still interested in working with us as long as everyone is okay with moving forward, to which everyone agreed.

NEXT MEETING

The next meeting of the Board of Directors will be on July 9th, 2019 at 6:30 p.m.

ADJOURNMENT

Resolved; a motion was made by J. Musumeci and seconded by C. Nowak, to adjourn at 7:59 p.m. All in favor; no one opposed; no abstentions.

Maria Mahar, Secretary

CENTRAL NEW YORK REGIONAL MARKET AUTHORITY
REGULAR BOARD MEETING
Tuesday, July 9th, 2019
6:30 P.M.

PRESENT: J. Musumeci, J. Bereneguer, R. Daratt, K. Batman, J.A. Delaney, M. Broccoli, A. Emmi, C. Pratt, C. Nowak, M.E. Chesbro, M. Mahar

ABSENT: D. Ross

OTHERS: Ben Vitale, Amanda Vitale, Greg Frigon, Ryan Poplawski, John Shaughnessy, Teri Shaughnessy, Maureen Doyle, Barbara Janice

The meeting was called to order at 6:30 PM by Board President: Chip Pratt.

APPROVAL OF AGENDA

Resolved; a motion was made by J.A. Delaney and seconded by J. Musumeci to approve the agenda with the change to the letter to read “Regular” rather than “Quarterly”. All in favor; no one opposed; no abstentions.

APPROVAL OF PRIOR MINUTES

Resolved; a motion was made by R. Daratt and seconded by M. Mahar to approve prior minutes with an adjustment to the time and spelling of “county”. All in favor; no one opposed; no abstentions.

PUBLIC TO BE HEARD

Everyone took a moment to go around the table and introduce themselves.

J. Shaughnessy presented to the Board about the issues that he had with S. Kuznia, another vendor in the building that he sells in. J. Shaughnessy went into detail of S. Kuznia’s past, and some of what was going on in the E-Shed. J. Shaughnessy continued to present his displeasure with S. Kuznia vending at the Market, and explained that he had posted fliers in his stall. After some confusion, B. Vitale explained to the Board that what Shaughnessy was ultimately asking of the Board for was to be allowed to continue to vend at the Market. Shaughnessy agreed that his goal was ultimately to be allowed to continue to vend at the Market, even if that meant that he would have to continue to be a daily vendor. C. Pratt explained to Shaughnessy that the Board would discuss this at a later time, and get back J. Shaughnessy with a decision.

BOARD DISCUSSION

C. Pratt presented that the Executive Director search committee had met prior to the meeting, and had narrowed the candidacy down to six (6) applicants. Those six (6) applicants will be interviewed and narrowed down to three (3). Those three (3) candidates would then present to the full Board.

K. Batman asked if there were any internal candidates, and if so, if any special consideration was being made for those candidates. There was some confusion over the question, and then J. Berenguer passed a letter out to the Board that he had taken the time to prepare. J. Berenguer presented that the Market is very profitable, has a good reputation, and is very much headed in the correct direction under the current leadership. He presented photos of the Market before B. Vitale was the Executive Director as opposed to what the Market now looks like after 22 years of leadership from B. Vitale. J. Berenguer presented that he would like the internal candidate to be considered primarily so the Market can continue to go in the same direction, and for B. Vitale to be able to stay on as consultant as well. A. Emmi spoke that he agreed with the statements that J. Berenguer was making and that the Market has come a long way under the leadership of B. Vitale and would like to see it continue to head in that same direction. M. Broccoli explained that the internal candidate was one of the final 6 candidates and would be interviewed. K. Batman explained that he was not comfortable speaking about individual people in public session, but explained that in general, if an organization is looking to continue in the direction that they are already heading, that the organization should look to hire from within. K. Batman explained that when an organization looks to hire from outside before considering hiring from within, that they are looking for change and to go in a new direction. Some discussion continued and it was confirmed that the committee would be reaching out to the final six (6) candidates and interviewing them all on one day that the committee will agree upon.

J.A. Delaney presented some concerns about misunderstanding of a resolution that was previously passed about Regional Fresh Poultry, and M.E. Chesbro agreed. Some Board Members were under the understanding that the plans had to be brought before the Board before they built a privacy fence, while other Board Members were under the understanding that the fence would need to be built and plans brought to the Board for the inside of the building before slaughtering could begin. After some discussion;

Resolved; a motion was made by K. Batman and seconded by J. Berenguer to change the wording of the previously made resolution to state more clearly that the privacy fence would need to be built, and the plans for the inside of the building would need to be brought before the Board of Directors before approval could be given for Regional Fresh Poultry to begin the slaughter of small ruminants. 7 in favor; 2 opposed; 2 abstentions.

B. Vitale presented to the Board that Able II Driving School, a long time tenant, was looking to expand to another unit in the Commons. B. Vitale passed out a letter from the tenant, looking to see if any special consideration could be made for the rent of an additional unit. B. Vitale recommended that if any special consideration be given, that the tenant receive half off the rent for the new unit for the first six (6) months. J.A. Delaney asked if there had been any previous precedence set, to which the answer was no. M.E. Chesbro and J. Berenguer recommended that the Board give the tenant the consideration, and get the unit filled.

Resolved; a motion was made by M.E. Chesbro and seconded by A. Emmi to allow the tenant half off the rent of the new unit for the first six (6) months of the lease term. All in favor; 0 opposed; 0 abstentions.

B. Vitale explained to the Board of Directors that July is usually the month that the Personnel Committee meets and discusses raises for the staff. However, he understands that the Board has been consumed with the Executive Director search and may have forgotten. B. Vitale explained that minimum wage would be increasing by \$0.70 this year, and for the first time in a very long time, the Market has employees at the minimum wage mark. In order to keep up with the ever increasing minimum wage, B. Vitale recommended that the Board approve a \$0.70 raise across the board for all employees effective July 9th, 2019. The Committee would then be able to meet at a later date to discuss and consider individual pay rates.

Resolved; a motion was made by M. Broccoli and seconded by J. Musumeci to approve the \$0.70 raise across the board effective 7/9/19. All in favor; 0 opposed; 0 abstentions.

B. Vitale presented to the Board that the Russo project would not be moving ahead, that he would have a serious conversation with the tenants in Regional Fresh Poultry about the Board's displeasure, that the administration building roof was almost complete with only the minor addition for a \$350 drain repair, that the HVAC systems in the Administration Building were going to need a lot of work, and that a former Board Member (Anthony Guidone) had passed away. B. Vitale explained to the Board that he has wanted to take some Board Members and staff members to visit the Toronto Market, and that he would like to make that happen sooner rather than later given their unsure future. It was discussed that a tour could possibly take place in the early fall.

Resolved; a motion was made by J.A. Delaney and seconded by J. Musumeci to move out of regular session and into executive session for discussion of litigation. All in favor; 0 opposed; 0 abstentions.

Resolved; a motion was made by K. Batman and seconded J.A. Delaney to move out of executive session and into regular session. All in favor; 0 opposed; 0 abstentions.

Resolved; a motion was made by K. Batman and seconded by J. Berenguer to allow John and Teri Shaughnessy to continue to vend on the Market on a daily basis, with the understanding that if they break any further rules that the staff will have the ability to terminate their vending privileges permanently. All in favor; 0 opposed; 0 abstentions.

NEXT MEETING

The next meeting of the Board of Directors will be on August 13th, 2019 at 6:30 p.m.

ADJOURNMENT

Resolved; a motion was made by J.A. Delaney and seconded by J. Mususmeci, to adjourn at 8:37 p.m. All in favor; no one opposed; no abstentions.

Maria Mahar, Secretary

**CENTRAL NEW YORK REGIONAL MARKET AUTHORITY
QUARTERLY BOARD MEETING
Tuesday, August 13th, 2019
6:30 P.M.**

PRESENT: J. Musumeci, S. Ficken, J. Bereneguer, R. Daratt, K. Batman, M.E. Chesbro, J.A. Delaney, M. Broccoli, A. Emmi, C. Pratt, C. Nowak, M. Mahar

ABSENT: D. Ross

OTHERS: Ben Vitale, Amanda Vitale, Maureen Doyle, Barbara Janice, Vicki Griffith, Christopher Sturtz, Taylor Sturtz,

The meeting was called to order at 6:30 PM by Board President: Chip Pratt

APPROVAL OF AGENDA

Resolved; a motion was made by J. Musumeci and seconded by M. Broccoli to approve the agenda with changing the order to deal first with tenant issues and then to proceed with the Quarterly report. All in favor; no one opposed; no abstentions.

APPROVAL OF PRIOR MINUTES

Resolved; a motion was made by K. Batman and seconded by M. Mahar to approve prior minutes. All in favor; no one opposed; no abstentions.

VENDOR ISSUES

B. Vitale introduced Christopher and Taylor Sturtz to the Board of Directors. Christopher Sturtz addressed the Board about concerns that he had. Sturtz lease for his commons unit will not be renewing as of it's expiration on August 31st, 2019. While voicing his concerns, Sturtz was asked by Board president, Chip Pratt to keep his conduct orderly or be excused. After voicing his concerns to the Board of Directors, C. Sturtz excused himself and T. Sturtz from the meeting.

QUARTERLY REPORT

B. Vitale reviewed the cash accounts and reported that all accounts remain healthy and that more information will be to follow when the financial statements are reviewed.

B. Vitale reviewed the income and expense reports. He, again, pointed out the imbalance between the security expense and payroll expense due to the change in security staffing from an outside agency to staffing from within.

K. Batman questioned if the Authority's savings were collecting interest. B. Vitale explained that the savings of the Authority are held in CDs and were in fact collecting interest.

Resolved; a motion was made by K. Batman and seconded by J. Musumeci to approve the quarterly report as presented. All in favor; no one opposed; no abstentions.

FACILITIES COMMITTEE PRESENTATION

R. Daratt presented to the Board of Directors that the big topic of the meeting was Regional Fresh Poultry. R. Daratt then passed the floor over to B. Vitale to present. B. Vitale explained that after concerns rose at the last Board Meeting, he had asked the tenants at Regional Fresh Poultry to stop all construction, which they did. The tenants were then told to provide drawing of their plans for approval before resuming construction. After meeting with the tenants and the Facilities Committee, the following recommendation was set fourth for the Board of Directors:

To approve resumption of construction given that: the East side of the fence would not extend more than 3 ft past the side of the building, the fence would be six feet tall with wood stockade material, the small building for feed and hay will be included (not to exceed 13' x 14') but the tenant will pay for pest control and provide proof of this in exchange for extra rent.

Resolved; a motion was made by M.E. Chesbro and seconded by A. Emmi to accept the blueprints as amended. All in favor; no one opposed; no abstentions.

BOARD DISCUSSION

B. Vitale updated the Board that he had been in discussions with Onondaga Coach who was interested in setting up an agreement to use parking at the Market. The parking would not exceed 35 cars and the Market would not be responsible for any damages. B. Vitale is considering offering parking for \$500.00 per month.

B. Vitale explained that the roof top units in the commons have not been functioning at 100%. The staff has been working diligently at keeping them running. One unit is 20 years old, and the other is 8 years old. The 8 year old unit is in worse shape. B. Vitale had C&S engineers check out the units to come up with specs for their replacement. One estimate was received to the office, which quoted the replacement at \$50,000.00. B. Vitale would like to go ahead and put the specs out for bid to have the units replaced, with the work done next April when the need for heat/ air conditioning is low.

B. Vitale informed the Board that Able II Driving school will no longer be proceeding with expanding their lease in the commons, due to NY State legislation that is likely to be passed.

B. Vitale discussed with the Board that he has been in communication with Syracuse City schools, looking at possibilities of creating a central kitchen with freezer, cooler and dry storage here at the Market. This would likely be new construction, and B. Vitale will continue to work with Syracuse City schools, as well as other outlets such as the NYS Dept. of Ag. to see if this is something that can be made a reality.

J.A. Delaney discussed the importance of holding a governance committee meeting in September before the September meeting, potentially at 4 or 4:30pm. J.A. Delaney asked that the staff contact the committee to check their availability.

A. Vitale presented that NAPMM will have a conference in October in New York City. The meeting will take place at the Hunts Point Market and will discuss topics such as human resources, updating aging facilities, and FSMA. NAPMM will also hold their annual conference this coming March of April in New Orleans.

B. Vitale added that he would still have interest in putting together a time that he could take some Board members and staff members to Toronto to visit that Market as well.

NEXT MEETING

The next meeting of the Board of Directors will be on September 10th, 2019 at 6:30 p.m.

ADJOURNMENT

Resolved; a motion was made by J.A. Delaney and seconded by K. Batman, to adjourn at 7:34 p.m. All in favor; no one opposed; no abstentions.

Maria Mahar, Secretary

**CENTRAL NEW YORK REGIONAL MARKET AUTHORITY
REGULAR BOARD MEETING
Tuesday, September 10th, 2019
6:30 P.M.**

PRESENT: J. Musumeci, S. Ficken, J. Bereneger, R. Daratt, K. Batman, J.A. Delaney, A. Emmi, C. Pratt, M.E. Chesbro, M. Mahar

ABSENT: D. Ross, C. Nowak, M. Broccoli

OTHERS: Ben Vitale, Amanda Vitale, Terry Wilbur, Nathan Bazydlo, Emily Middlebrook

The meeting was called to order at 6:31 PM by Board President: Chip Pratt.

APPROVAL OF AGENDA

Resolved; a motion was made by J. Musumeci and seconded by J.A. Delaney to approve the agenda. All in favor; no one opposed; no abstentions.

APPROVAL OF PRIOR MINUTES

Resolved; a motion was made by J. Musumeci and seconded by K. Batman to approve prior minutes. All in favor; no one opposed; no abstentions.

PRESENTATIONS: EXECUTIVE DIRECTOR CANDIDATES

Resolved; a motion was made by J.A. Delaney and seconded by K. Batman to go out of regular session and into executive session for the discussion of employee matters. All in favor; no one opposed; no abstentions.

Resolved; a motion was made by J. Musumeci and seconded by S. Ficken to go out of executive session and into regular session. All in favor; no one opposed; no abstentions.

GOVERNANCE COMMITTEE PRESENTATION

J.A. Delaney reported the proposed changes to the bylaws to the Board of directors, informing them that B. Vitale and E. Middlebrook would be making changes that would be included in the next board packet.

The sexual harassment policy was presented and discussed and the Board was informed that this policy would be instated, as well as sexual harassment training.

Board training was also discussed, and it was discussed that committee chairs should read and review their respective charters.

Resolved; a motion was made by S. Ficken and seconded by R. Daratt to accept the sexual harassment policy as presented, and the committee report. All in favor; no one opposed; no abstentions.

BOARD DISCUSSION

Resolved; a motion was made by J. Musumeci and seconded by J. Berenguer to go approve board member and employee travel to Toronto on September 25th-26th and to New York City for the NAPMM Fall Conference. All in favor; no one opposed; no abstentions.

NEXT MEETING

The next meeting of the Board of Directors will be on October 1st, 2019 at 6:00 p.m.

ADJOURNMENT

Resolved; a motion was made by J.A. Delaney and seconded by S. Ficken, to adjourn at 8:55 p.m. All in favor; no one opposed; no abstentions.

Maria Mahar, Secretary

CENTRAL NEW YORK REGIONAL MARKET AUTHORITY
REGULAR BOARD MEETING
Tuesday, November 12th, 2019
3:30 P.M.

PRESENT: J. Musumeci, J. Berenguer, K. Batman, J.A. Delaney, A. Emmi, C. Pratt, M.E. Chesbro, M. Mahar, M. Broccoli

ABSENT: D. Ross, C. Nowak, S. Ficken, R. Daratt

OTHERS: Ben Vitale, Amanda Vitale, Vicki Griffith, Ryan Poplawski

The meeting was called to order at 3:37 PM by Board President: Chip Pratt.

APPROVAL OF AGENDA

Resolved; a motion was made by K. Batman and seconded by J. Berenguer to approve the agenda. All in favor; no one opposed; no abstentions.

APPROVAL OF PRIOR MINUTES

Resolved; a motion was made by J. Musumeci and seconded by J.A. Delaney to approve prior minutes. All in favor; no one opposed; no abstentions.

QUARTERLY REPORT

B. Vitale presented the quarterly report to the Board of Directors. Vitale presented that all accounts have been steady. The checking account for the Authority is currently showing a higher value than normal. This is due to the fact that the Administration Building roof repair has not yet been completed, thus payment has not yet been made. Payment for the dock repairs on commission house 3 has not yet been made either, as well as the large payment for Retirement will come out in December. Though these payments have not yet been debited from the checking account, the Authority is in a good place with cash, and it does not appear that we should need to dip into the savings before the end of the year.

B. Vitale reported that income remains pretty steady year to year. Currently, commercial leases are up some, but still falling slightly under budget. However, everything else remains consistent. When looking at expenses, things are pretty steady as well. As stated previously, expenses such as roof and dock repairs and the yearly retirement payment have not yet been debited from the accounts. But accounts are all in good standings and will remain that way once these payments have been made. Some changes that we are seeing in the expenses are located in the Security and Payroll accounts. This has been discussed several times before, but the Security expenses are remaining low while Payroll is remaining high. This, again, is due to the transition from using a contracted security company to using our own employees for security. These accounts are still balancing one another out, and this will be accounted for in next year's budget. Also, B. Vitale made

note that in changing to our own security staff, there has been an increase in revenue from delivery fees.

Resolved; a motion was made by J. Berenguer and seconded by K. Batman to accept the quarterly report as presented. All in favor; no one opposed; no abstentions.

FINANCE COMMITTEE PRESENTATION

K. Batman presented that the budget and a policy shift had been discussed in the finance committee meeting. The budget had couple accounts that had shifts of funding from one account to another, but was otherwise very straight forward. K. Batman handed the floor to B. Vitale to discuss the budget and policy that were going to be up for approval.

B. Vitale presented about the budget and changes that were proposed to the finance committee. B. Vitale presented first about the proposed policy shift. In the first drafted version of the budget, there was an overall decrease due to the projected loss of revenue with the trend of the Thursday Market. As a remedy for this situation, A. Vitale had proposed this change and would actually create an overall increase in the budget. It is being proposed that the Saturday Growers Season license would now also include stalls on both the Thursday and the Sunday Markets. This would increase the Saturday Growers Season license rate enough to cover the potential loss in revenue from the decline of the Thursday market, as well as the potential loss for the Sunday stalls that are already rented to Saturday license holders. This cost would be distributed proportionally between farmers, commercial vendors, and dealers. Overall, the individual license increases would be very minimal, but would create a 1.2% overall increase in revenue. This would also provide an opportunity for more vendors to utilize the Thursday and Sunday markets and hopefully increase the success of these markets. The only issue that would remain is for a way for previous license holders to have reserved stalls. For this, we would charge a reservation fee. The fee would be \$25.00 stall on Thursday and \$50.00 per stall on Sunday. Anyone who chose not to reserve a stall would get their stall(s) on a first come first serve basis by calling for the daily list. Stall assignments would remain the same, and all vendors would still have the first right of refusal for the stalls that they rented in that season in the previous year. B. Vitale then presented the proposed daily, license, and lease rates, to include this Growers Season policy change.

Resolved; a motion was made by J. Berenguer and seconded by M.E. Chesbro to accept the daily, license, and lease rates as presented. All in favor; no one opposed; no abstentions.

B. Vitale then reviewed the proposed budget with the Board of Directors. This budget includes an \$80,000.00 increase to the Payroll Expense account, with a decrease of \$105,000.00 to the Security Expense account. This balances out to be an overall decrease in funds paid to staff. There is also a decrease to the Payroll Taxes Expense account. This is due to decreasing dues paid to retirement with less and less lower tier employees.

Resolved; a motion was made by K. Batman and seconded by J. Musumeci to budget as presented. All in favor; no one opposed; no abstentions.

DEMARCO CASE

Resolved; a motion was made by K. Batman and seconded by J. Musumeci to go out of regular session and into executive session for the discussion of pending litigation. All in favor; no one opposed; no abstentions.

Resolved; a motion was made by M. Broccoli and seconded by J.A. Delaney to go out of executive session and into regular session. All in favor; no one opposed; no abstentions.

Resolution Attached

TRANSITION PLAN

C. Pratt presented that himself and two other Board Officers had sat down with the current and future Executive Directors. They discussed that starting salary would be \$75,000.00 with a review after six (6) months of service to discuss further increases to salary. Further details will be discussed and presented at the December meeting to review plans for a transition period, and create a plan for the future.

ROOF TOP UNIT REPLACEMENT

B. Vitale presented that the Authority had gone out to bid for both units on the commons roof. The recommendation would be to reward the bid to DW& Crew for \$58,458.00. This would be the full installation price, for a Carrier unit that would be purchased now and installed this coming April.

Resolved; a motion was made by M.E. Chesbro and seconded by J. Berenguer to award the project to DW & Crew and the bid price of \$58,458.00. All in favor; no one opposed; no abstentions.

BOARD DISCUSSION

J. A. Delaney presented that the Governance Committee had reviewed the bylaws and that there were some changes that were recommended by the committee. Those changes were included in the packet for the meeting. After reviewing many of the recommended changes, it was agreed that the Attorney for the Authority would be contacted regarding wording of certain sections of the bylaws. This will be further discussed and reviewed at the next meeting of the Board of Directors.

B. Vitale discussed some numbers with the Board of Directors regarding ideas to create a centralized kitchen, storage, and processing facility for the Syracuse City School District

on the premises of the Market. After looking into the costs of building a new building, it seems much more cost effective to look into purchasing a building that borders the property of the Market. After some discussion, it was agreed that B. Vitale would continue to work on getting a letter of intent for a tenant for the space before proceeding with any kind of purchasing or offers.

NEXT MEETING

The next meeting of the Board of Directors will be on December 10th, 2019 at 3:30 p.m.

ADJOURNMENT

Resolved; a motion was made by J. Musumeci and seconded by J.A. Delaney, to adjourn at 6:27 p.m. All in favor; no one opposed; no abstentions.

Maria Mahar, Secretary