

**WESTMORELAND COUNTY INDUSTRIAL
DEVELOPMENT AUTHORITY**

**MINUTES OF THE REORGANIZATION MEETING
Tuesday, January 16, 2024**

1. The meeting opened with role call and those attending were:

Bruce J. Corna (by phone)	Jennifer Miele
Daniel Howard (by phone)	Vicki Ridenour
John Kline	Edward Sobota
Tony Pauly	Tom Sochacki

Also in attendance was the Solicitor, James J. Conte.

2. **Election of Officers.**

The Solicitor, James J. Conte, at the request of the Board, presided as Chairman, pro tem, for the sole and exclusive purpose of accepting nominations for and election of officers.

a. Mr. Conte invited nominations for the office of Chairman. Upon motion by Tom Sochacki, second by John Kline, the nomination of Bruce J. Corna for Chairman was unanimously approved.

b. Mr. Conte invited nominations for the office of Vice Chairman. Upon motion by Tom Sochacki, second by John Kline, the nomination of Daniel Howard for Vice Chairman was unanimously approved.

c. Mr. Conte invited nominations for the office of Secretary. Upon motion by Tom Sochacki, second by John Kline, the nomination of Anton Pauly for Secretary was unanimously approved.

d. Mr. Conte invited nominations for the office of Treasurer. Upon motion by Tom Sochacki, second by John Kline, the nomination of Victoria Ridenour for Treasurer was unanimously approved.

e. Mr. Conte invited nominations for the office of Assistant Treasurer. Upon motion by Tom Sochacki, second by John Kline, the nomination of Edward Sobota for Assistant Treasurer was unanimously approved.

There were no other nominations for any of the officers to be elected. Each of the nominees was unanimously elected to the offices indicated with an 8-0 vote.

f. Mr. Conte asked for a motion for the appointment of Rebecca Lewis as Assistant Secretary. The motion made by Tom Sochacki, second by John Kline, to appoint Rebecca Lewis as Assistant Secretary was unanimously approved.

Immediately thereafter, Mr. Corna assumed the Chair and presided over the balance of the Reorganizational Meeting.

3. **Schedule of Meetings for 2023.** Today's meeting and all other meetings for the year 2024 were advertised in the Tribune Review on December 1, 2023. A copy of the proof of advertising was attached to the Agenda as Exhibit A. Tom Sochacki moved for approval of the meeting dates for 2024 as advertised in the Tribune Review on December 1, 2023, second by Ed Sobota; approved unanimously by 8-0 vote.

4. **Minutes.** The minutes of the meeting held August 21, 2023, were reviewed by all members in attendance. Tony Pauly moved for approval of the minutes and waiving formal reading, second by Tom Sochacki; approved unanimously by 8-0 vote.

5. **Report of Treasurer.** An outline of the balance in the checking account was attached to the Agenda indicating that there was a balance on hand on August 21, 2023, of \$4,853.87; no deposits; and five (5) disbursements, being checks payable to Economic Growth Connection (\$157.73) for cost of GoToMeeting; Trib Total Media (\$285.25) for publishing the 2024 meeting schedule; The Cincinnati Insurance Company (\$525.00); The Cincinnati Insurance Company (\$975.00); Hempfield Mini Storage (\$267.12) for file storage for January-March 2023; and that the current balance as of January 16, 2024, and the date of this meeting is \$2,643.77. Ed Sobota moved for acceptance of the Report of Treasurer, second by Tom Sochacki; approved unanimously by 8-0 vote.

6. **Report of Solicitor.**

a. **Reappointment/appointment.** Mr. Conte reported that John Kline has been reappointed by the Westmoreland County Commissioners to a five (5) year term, and Jennifer Miele has been appointed by the Westmoreland County Commissioners to a five (5) year term.

b. **Elections and Appointments.**

i. Mr. Corna called for a motion to appoint the bank depository. A motion was made by Vikki Ridenour to appoint Commercial Bank & Trust of PA; second by John Kline. There being no other recommendations, the appointment of Commercial Bank & Trust of PA, designation of signatories and required forms of resolutions, was unanimously approved by 8-0 vote.

ii. Mr. Corna called for a motion to approve corporate authorization resolution designating the Chairman, Treasurer, Assistant Treasurer, and Assistant Secretary as authorized signatories for the powers described [(1),(2),(3),(4),(5)] with 2 signatures required. If a new signature card is required by Commercial Bank & Trust of PA, Mr. Conte will circulate it among the corporate officers. A motion was made by John Kline; second by Tom Sochacki; and was approved unanimously by 8-0 vote.

iii. Mr. Corna called for a motion to appoint the auditor. A motion was made by Tony Pauly to appoint Horner, Wible & Terek, P.C.; second by Tom Sochacki. There being no other recommendations, the appointment of Horner, Wible & Terek, P.C., was approved unanimously by 8-0 vote.

iv. Mr. Corna called for confirmation of the appointment of James J. Conte, Esquire, as Solicitor. A motion was made by Tom Sochacki to confirm; second by Ed Sobota; and was approved unanimously by 8-0 vote.

v. Mr. Corna asked for a motion to appoint bond counsel and Ed Sobota made a motion to appoint James H. Webster of Clark Hill, PLC; second by Dan Howard. The appointment of James H. Webster was unanimously approved by 8-0 vote.

vi. Insurance and/or Bond carrier. Mr. Corna advised that the current carrier is The Cincinnati Insurance Company. Upon motion of Vikki Ridenour and second by Tom Sochacki, The Cincinnati Insurance Company was unanimously approved by 8-0 vote to continue as the insurer and bond carrier for Westmoreland County Industrial Development Authority.

c. **Yearly Conflict of Interest Resolution** – A copy of the Yearly Conflict of Interest Resolution was circulated with the packet of information provided to all Authority members. Upon motion of John Kline, second by Tony Pauly, the Yearly Conflict of Interest Resolution was unanimously approved by 8-0 vote. Each of the Authority members in attendance signed off on the Yearly Conflict of Interest Resolution. The Solicitor will forward the Yearly Conflict of Interest Resolution to members who were absent or attending by phone.

d. **Yearly Suspected Misconduct and Dishonesty Resolution** – A copy of the Yearly Suspected Misconduct and Dishonesty Resolution was circulated with the packet of information provided to all the Authority members. Upon motion of Tom Sochacki, second by Ed Sobota, the Yearly Suspected Misconduct and Dishonesty Resolution was unanimously approved by 8-0 vote. Each of the Authority members in attendance executed the Yearly Suspected Misconduct and Dishonesty Resolution. The Solicitor will forward the Yearly Suspected Misconduct and Dishonesty Resolution to members who were absent or attending by phone.

e. **Ratification Motion** – Upon motion of Ed Sobota, second by John Kline, a motion to approve and ratify all decisions and actions of the Board, Solicitor, Bond Counsel and Auditors for the year 2023, was unanimously approved, vote 8-0.

7. **Report of Assistant Secretary.**

a. A Statement of Financial Interest/Ethics Statement was circulated to each of the Authority members with the Agenda and packet of information. It was requested that each of the Authority members complete the Statement of Financial Interest/Ethics Statement. The Statement is required to be submitted to the Westmoreland County Commissioners' Office by May 1, 2024. Statement of Financial Interest/Ethics Statements were completed and received at the meeting from John Kline, Jennifer Miele, Tony Pauly, Victoria Ridenour, Edward Sobota, and Thomas Sochacki. Dan Howard forwarded by email. Bruce Corna and Terry Painter will forward by mail or email. Jim Conte and Rebecca Lewis will provide a completed statement prior to forwarding to the Westmoreland County Commissioners' Office.

b. Annual Post-Issuance Compliance Fee statements for the year 2023 were sent to the following: Adelphoi USA, Inc.; CSE Corporation/Chattan Highland Group, LLC; EA Fischione; Excela Health; Redstone Presbyterian SeniorCare; and Westmoreland Cultural Trust for a total of \$1,500.00.

c. Annual Post-Issuance Certificates for the year ending 2023 were sent to the following: Adelphoi USA, Inc.; CSE Corporation/Chattan Highland Group, LLC; EA Fischione; Excela Health; Redstone Presbyterian SeniorCare; and Westmoreland Cultural Trust.

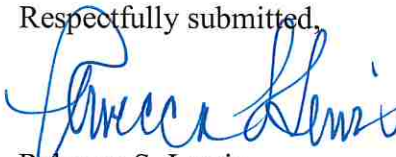
8. **New Business.**

a. Mr. Conte reported that, at the request of Commissioner Ted Kopas, he has contacted Nathan Banwar, Westmoreland County Director of Records Management, to determine if the WCIDA records in storage could be moved to a County facility. Mr. Conte and Mr. Banwar did meet, and Mr. Banwar took note of the space required. Mr. Conte will follow up with Mr. Banwar.

b. Mr. Conte also explained recent contacts concerning the Next Generation Farmer Program, an exempt bond loan program through IDAs for new farmer's acquiring farms/farm buildings and machinery. Loans may be obtained to a maximum of \$550,000.

9. **Adjournment.**

Upon motion by Tony Pauly, seconded by Tom Sochacki, a motion to adjourn was unanimously approved. Adjournment occurred at 3:50 pm.

Respectfully submitted,

Rebecca S. Lewis
Assistant Secretary

CERTIFICATION OF AUTHORITY

I hereby certify that the attached is a true and correct copy of the Minutes of the Westmoreland County Industrial Development Authority for its regular meeting held on Tuesday, January 16, 2024.

WESTMORELAND COUNTY INDUSTRIAL
DEVELOPMENT AUTHORITY

By: 
Rebecca S. Lewis, Assistant Secretary