



NORTH CENTRAL PENNSYLVANIA REGIONAL PLANNING and DEVELOPMENT COMMISSION

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North Central Board Meeting
Wednesday, September 23, 2020 – 9:30 AM

Members – in person or via Zoom

Ann Losey	Cameron County
Cliff Clark	Cameron County
Dave Glass	Clearfield County
Kristy Smith	Clearfield County
Jodi Brennan	Clearfield County
Matt Quesenberry	Elk County
Jodi Foster	Elk County
Eric Wolfe	Elk County
Jeff Pisarcik	Jefferson County
Jamie Lefever	Jefferson County
Carol Duffy	McKean County
Tom Kreiner	McKean County
Jeremy Morey	Jefferson County
Susan Zook Wilson	McKean County
Doug Morley	Potter County

Staff - in person or via Zoom

Jim Chorney
Amy Kessler
Cheryl DePanfilis
Christine Perneski
Katie Geci
Ed Matts
Jennifer Hibbard
Mary Lou Jessop

Guests via Zoom

Deborah Pontzer	Congressman Glenn Thompson's Office
Tom Beveridge	Solicitor
Brian Stockman	Ridgway Record/Daily Press

Chair Pisarcik called the meeting to order at 9:30 AM with the pledge to the flag.

QUORUM/INTRODUCTIONS

Roll call was taken to make sure everyone on the meeting was captured. There was a quorum for the meeting.

MINUTES

With no corrections or amendments to the July 22 and August 26, 2020, Board Minutes, Dave Glass moved to accept the minutes as presented, seconded by Carol Duffy. Motion passed.

NEW BUSINESS

Financial Reports

With no comments or questions on the July/August Financial Reports, Doug Morley moved to accept the Financial Reports as presented, seconded by Kristy Smith. Motion passed.

A95s

There were no A95s.

Correspondence

There was no Correspondence.

Purchases

There was a purchase for virus and spam filtering for email. Ed stated that we have an appliance that does it; but it is at end of life and the purchase price for a new appliance would be about \$35,000. We are going with the Cloud version that will be housed on Amazon. The cost will be \$8,115.66 and most of that will be paid by our customers that we filter spam and virus for. That will be paid each year.

Chair Pisarcik asked for a motion to approve the purchase to Barracuda Essentials.

Doug Morley moved to approve the purchase to Barracuda Essentials in the amount of \$8,115.66, seconded by Jodi Foster. Motion passed.

Resolutions

There were no Resolutions.

Loans

Bright Smiles Dental Care, LLC, Kersey, Elk County, has requested a loan in the amount of \$80,000 from EDA CARES Act Revolving Loan fund for 7 years at .75% for the purchase new equipment and related costs to complete the expansion and relocation dental practice from leased space to a newly constructed building. North Central's collateral will be shared first lien security interest with the St. Marys Economic Development Corporation on business assets and shared second mortgage with the St. Marys Economic Development Corporation on real estate subject to the first mortgage of CBT Bank, as well as the personal guarantee of the owner. Five jobs will be retained and two new jobs will be created within three years.

Chairman Pisarcik called for a motion to approve the loan to Bright Smiles Dental Care, LLC.

Matt Quesenberry moved to approve the loan to Bright Smiles Dental Care, LLC, seconded by Carol Duffy. Motion passed.

Elk Life, LLC, Benezette, Elk County, has requested a loan in the amount of \$150,000 from the Pennsylvania Industrial Development Authority (PIDA) for 15 years at 1.75% for the purchase of real

estate formerly known as the Old Bull Café and related costs to accommodate the growth and expansion of the retail operations of trademark Elk Life apparel and gift items which was located in the Benezette Wines facility. North Central's collateral will be first mortgage on real estate and first lien security interest on business, as well as the personal guarantee of the owners. Three jobs will be retained and one new job will be created within three years.

Chairman Pisarcik called for a motion to approve the loan to Elk Life, LLC.

Matt Quesenberry moved to approve the loan to Elk Life, LLC, seconded by Dave Glass. Motion passed.

Another item Jenn spoke on was regarding the EDA CARES Act Revolving Loan Fund. At the Loan Review Committee meeting it was discussed that loan requests of \$25,000 or less will be approved by the Microloan Committee for streamlined processing and closing. The loans will be reported monthly to the North Central Board for final approval.

Doug Morley moved to have all loans of \$25,000 or less be approved by the Microloan Committee and reported to the North Central Board for final approval, seconded by Kristy Smith. Motion passed.

Regarding the PIDA Conflict of Interest Policy versus the North Central Loan Conflict of Interest policy, the recommendation of the Loan Review Committee is that the North Central policy supersedes the policy of PIDA and will apply to any interested parties of North Central that would pursue a loan application to PIDA. The interested party would be referred to another Certified Economic Development Organization (CEDO) to process a loan request to PIDA.

Jodi Foster moved to approve that the North Central Conflict of Interest policy would supersede any other Conflict of Interest policy, specifically PIDA, seconded by Dave Glass. Motion passed.

Broadband

IT has all kinds of projects in process right now. They are working on the POWER grant that is moving on to the second step of being approved. That is statewide through all the LDDs. All the paper work is in final review. Hopefully we will hear something in the next several month if it has been awarded.

IT is trying to work with Elk County for some of their CARES money. Ed is working with Clearfield County with some of their CARES money and have been in conversations with McKean County on what they are going to do with their CARES money.

We are moving along with all projects and real busy getting things done.

When asked if the Houtzdale project is going to happen this year, Ed stated it will and he was just contacted by five additional people that can see the water tank. Ed just has to meet with Houtzdale to get paperwork signed on that but that will not be a problem.

Jim added that the first meeting of the CEDS Broadband sub-committee was held. It is going to be important because we have this flurry of activity right now with the CARES Act funding and other dollars that are available. There has been some additional move and he thinks it's Senate Bill 835 that there could potentially be some additional State dollars available. We are going to continue to apply for Federal

dollars as they become available as long as we can come up with a match for those projects to continue what we are doing as far as our process and activities for the unserved and underserved areas. It will be important that we get the participation from the CEDS Broadband sub-committee to help identify projects in the future.

Governance Committee

As Jack Matson wasn't available for today's meeting, Jim stated there was a recommendation from the Governance Committee from their August meeting. A letter, Conflict of Interest Policy and Questionnaire was sent out to the Board. This information has been reviewed by our Solicitor and he found no issues or concerns with it.

Therefore, the recommendation is to accept the Conflict of Interest Policy and that the Questionnaire be filled out on an annual basis by Board members, Committee members and key staff.

Tom Beveridge added that he reviewed this with Jim and made no corrections and thought it was appropriate and recommended that we use those documents.

Jim is recommending that these be filled out and returned on an annual basis and then to be reviewed by the Board Chair, Governance Chair and Jim on an annual basis. That way everyone is aware of any potential conflict of interest that could arise during the year.

Chair Pisarcik called for a motion on the recommendation of the Governance Committee.

Jodi Foster moved to accept the recommendation from the Governance Committee regarding the Conflict of Interest Policy and Questionnaire, seconded by Jamie Lefever. Motion passed.

DISCUSSION

Jim advised that the Governance Committee will be addressing the slate of officers for the upcoming year. In the past this was carried out by the Nominating Committee; however with the formation of the Governance Committee, this is one of the roles and responsibilities they will have. There will be a recommendation coming from them at the November Board meeting.

In regards to Board membership is the term. When the By-laws were rewritten, there basically are four categories of Board members. There's the County Commissioners, the Economic Development people, nominated or designated people by the county which fill certain industry areas such as industry, education, healthcare, etc. and then the At-large, which we don't have any designated At-large members on the Board. The Governance Committee is planning to have a couple nominations for the November Board meeting.

For January 1 the first group that is up for nomination is the County Commissioners and their designated alternate. Prior to January 1 we will need a letter from each county identifying only the County Commissioner and the Alternate who will be your representative on the Board.

We will remind everyone again at the November Board meeting.

We had Strategy Solutions on the agenda. Unfortunately, Deb's husband passed away and she is unable to be with us. However, she was kind enough to give us a power point presentation which covers the Accomplishments to Date and what the Next Steps will be.

Deb has been attending the Governance Committee meetings on a fairly regular basis. With her help we have rewritten our By-laws and the Articles of Incorporation. The Articles of Incorporation have been finalized and we received notification from Attorney Thomas Tupitza of Knox Law in Erie that it has been officially filed. Everything is up-to-date.

Deb will be meeting with each of the Committees and so far has met with the Audit & Finance and CEDS Committees. Basically she has been going through the job responsibilities of each of the Committees and their linkage to the North Central Board as well as any schedules we may have.

Regarding the Executive Committee and those of you on the Executive Committee, Deb held a Zoom meeting where you went through a mock review of Jim's performance for the year when he was Interim Executive Director. The time is coming up again for that review to occur in October. Deb will continue to provide support to the Executive Committee to educate everyone on making sure they understand what their role is in evaluating Jim's position.

Regarding the Next Steps, Deb still have to meet with the rest of the Committees we have, providing them the training she has been providing to the other Committees. She did have them scheduled but unfortunately the Loan Review meeting had to be rescheduled and Deb wasn't able to attend the new date.

One of the things in the original proposal was to look for other funding stream sources. Deb has talked to Jim about this briefly and hasn't talked to the Board about yet but she is going to continue to work on that.

The final thing we talked about is the evaluation of the Executive Director for the period July 1, 2019 through June 30, 2020, which will be carried out in October.

Deborah Pontzer reported that two very large Department of Energy grants have come to our area. We got a very large grant through Penn State University that will be doing critical minerals work and it's with Penn State and a company called Materia. The plan is to design and build a large critical minerals fraction plant in Clearfield County.

The other one is with West Virginia University with a company called Tetra Tech and they, as well, will be doing some critical minerals work.

The credit was given to the Quehanna Industrial Development Corporation and the Carbon Summit that North Central hosted last October. These grants have been very difficult to get and kudos to North Central, working with Congressman Thompson and the QIDC, to raise the profile capacity that we have in this region.

To that end, Congressman Thompson has now asked North Central, and Jim has willingly stepped up, to help us look at what we can do for the P/M Industry in the same way. We are now able to connect the

dots directly between that profile we create for an industry where the opportunity for research and development grants to come out of the Department of Energy and/or the Department of Defense.

Deborah thanked North Central staff for their help and working with Pete Rozelle and for the help in raising the profile of our area and the opportunities that exist with the funding we may be able to bring from Washington, DC.

Dave Glass stated they attended a presentation from a group putting in an application and Tetra Tech was at that meeting. He assumes it was a different group that received the award and he's pretty sure there hasn't been anything publically stated about this around here because none of them have heard anything about this.

Deborah replied that it has not been publically stated. It is out and the contract has been signed. The question right now becomes siting the plant and she assumes they will be working with Paul and Rob at Clearly Ahead. Tetra Tech did get a grant and they are talking about doing slag work in this area. The Congressman's office has not been given any specific details but has been told that the grant has been signed, the contract is in place and it will be happening in our area.

Deborah spoke to the gentleman from Matera and he told her the design of a plant is going to Clearfield. Again, she has no specifics.

The principals on the grants are Penn State University and West Virginia University, and they will be setting up the contract with the private sector. In Penn State's case that will be Matera and West Virginia University will be Tetra Tech.

Deborah also stated that the product samples for Tetra Tech were taken from this region.

Deborah brought this up because raising the profile of what we do and the capacity that we have in this region is key to getting those research dollars. How it goes forward from here she is a sure, but is very positive that the fact that North Central and Congressman Thompson definitely had an impact on raising the awareness and getting this money to our region.

Jim mentioned that the Annual Report was sent out and he encourages you to take a look at the report as it highlights the work North Central has done for our region over the last year. It is also posted on our website. He also noted that our Impact Plan has been updated as well showing the results from last fiscal year as to what we have accomplished in the region.

Also Jim noted that we have put a Board Orientation together, especially for new Board members, but even existing members that may want to have a little refresher. What we would like to consider doing is not only sending that out to everyone to view but potentially having an orientation here. With COVID that may be somewhat challenging but where you will have the opportunity to come in and maybe sit down with staff and talk to them about the programs and what we do as an organization. Jim has been approached by individuals asking him to talk to them; and we want to present this to everyone and give them an opportunity to come in and not just talk to Jim but to talk to all staff and about where we are heading as an organization and what you, as Board members, can do to help us. Jim would like to look at doing this sometime after the first of the year. He doesn't know how the Board feels about this. We've

talked about it internally and feel it would be a good idea to host an event like that here where people have the opportunity to have one-on-one time with staff.

Carol and Ann both thought it was a good idea. Ann said as a new commissioner she would appreciate being able to do that.

We will continue to move forward with this and will figure out a date when we can try to have everyone here. Regarding the Board Orientation Amy is working with Katie to finalize the financial part of it but everything else is updated. Before the end of next week we should be able to send the Board Orientation out as a power point presentation to you to give you an opportunity to look at it. We will look at scheduling a meeting with everyone.

Chris spoke briefly on the FOZ upcoming meeting. Amy, Jim, Rachel, Jennifer, Kurt and Chris have been working with the Federal Opportunity Zones or Qualified Opportunity Zones. The presentation is Thursday, October 1, at 9:30 AM. Michael Baker will present a formal process for when we have interest or how can we be proactive at presenting to our investors. If you would like to attend and haven't responded or haven't received an invitation, please contact Chris at ncexport@ncentral.com and she will get you the details to be part of this presentation.

Amy added that we are also working with our sister agencies across the Commonwealth to evaluate how to integrate the New Markets Tax Credit program into this as well for larger construction projects. Any universities or hospitals that are doing things can take advantage of the New Markets Tax Credit and working with them to see if there is an integration between the two programs. Just another tool in the economic tool box.

The next North Central Board Meeting will be held on October 28 via Zoom at 9:30 AM to approve loans.

The next full meeting will be November 18 at 9:30 AM in person and via zoom.

Jeff thanked everyone for participating in the meeting.

ADJOURN

With no additional items to be discussed, Chair Pisarcik called for a motion to adjourn. Dave Glass moved to adjourn the meeting, seconded by Doug Morley. The meeting adjourned at 10:15 AM.

Respectfully submitted,

Padraic McGrath, CPA
Secretary/Treasurer