



**SEDA-Council of Governments  
Board of Directors  
Virtual Meeting Minutes**

**Wednesday, April 28, 2021**

**Start Time: 1:00 P.M.**

**MEMBERS**

<b>County</b>	<b>Member</b>	<b>Present</b>
Centre	Commissioner Mark Higgins	✓
	Ms. Lisa Strickland	✓
Clinton	Commissioner Jeffrey Snyder	✓
	Mr. Steve Stevenson	✓
Columbia	Commissioner Richard Ridgway	✓
	Mr. George Forese	✓
Juniata	Commissioner Mark Partner	✓
	Mr. Scott Fritz	✓
Lycoming	Commissioner Scott Metzger	
	Mr. Howard Fry III	✓
Mifflin	Commissioner Kevin Kodish	✓
	Mr. Jim Shilling Jr.	✓
Montour	Commissioner Kenneth Holdren	✓
	Mr. Brian Wiktor	
Northumberland	Commissioner Samuel Schiccatano	
	Mr. Greg Klebon	
Perry	Commissioner Brenda Watson	
	Mr. Larry Reisinger	✓
Snyder	Commissioner Joseph Kantz	✓
	Mr. Dennis Van Benthuisen	
Union	Commissioner Preston Boop	✓
	Mr. David Cooney	✓

**STAFF**

Kim Wheeler, Mike Fisher, Rose Orner, Betsy Lockwood, Doug Wilburn, Kristen Moyer, Bo Hornberger, Liz Herman, Tina Showers, Mandy Fox, Rob Brown, Denise Feese, Tyler Dombroski

**GUESTS**

Tom McMahon, Larson, Kellett & Associates, P.C.

**CALL TO ORDER**

The SEDA-COG Board of Directors virtual meeting was called to order at 1:05 p.m., by President Partner, there being a quorum present.

## **MEETING MINUTES**

Commissioner Snyder moved for approval of the March 24, 2021 meeting minutes as presented. Commissioner Higgins seconded the motion, and the motion carried unanimously.

## **OPEN FORUM**

### **Opportunity for Public Comments**

President Partner offered his congratulations to Commissioner Snyder for the Governor's Award for Local Government Excellence.

### **Non-Agenda Items of General Interest to the Members**

There were no items mentioned under this section.

## **OLD BUSINESS**

Nothing was offered under Old Business.

## **NEW BUSINESS**

### **Financial Statement Audit**

Mr. Tom McMahon of Larson, Kellett & Associates, P.C., presented the SEDA-COG Financial Statements for Year Ended June 30, 2020. The following was noted:

- Independent Auditors Report – the report reflects an unmodified or “clean” opinion.
- Management’s Discussion and Analysis – SEDA-COG is required to provide a discussion and analysis of its financial performance for the years ended June 30, 2020 and 2019.
- Statement of Net Position – a new item, under “Noncurrent Liabilities”, is the Payroll Protection Program (PPP) loan for \$1,139,600.
- Statement of Activities – there was a “Change In Net Position” of (\$365,769) for Governmental Activities and a positive of \$45,628 in the Business-Type Activities, ending in a net loss of (\$320,141). This was not unexpected, given the impacts of the pandemic.
- Statement of Revenues, Expenditures and Changes In Fund Balances Governmental Funds – with the PPP loan included, the total Governments Funds were \$1,220,960. Due to the pandemic, Weatherization was not being able to operate at full capacity, creating a loss of (\$439,221). Overall, the Net Change is \$775,426.
- Financial Statements – includes the Government-wide Financial Statements. Mr. McMahon noted that the Statement of Revenues, Expenditures, and Changes in Fund Balances Governmental Funds reflected a slight loss to the General Fund of (\$55,131) and the Weatherization Fund reflected a profit of \$1,525.
- Notes to Basic Financial Statements – one new footnote regarding the PPP loan proceeds.
- Schedule of Expenditures of Federal Awards - expenditures totaled \$5,902,044.

Mr. McMahon stated that this was a very clean audit, and that Mr. Hornberger and his staff should be commended for this effort.

Commissioner Holdren moved to approve the Financial Statements for Year Ended June 30, 2020, as presented. Commissioner Kodish seconded the motion, and the motion carried unanimously.

#### Local Loan Review Committee Report

##### Merlin O. and Karen H. Shirk

Mr. Doug Wilburn, Director of the Business Finance Program, presented the request on behalf of Merlin O. and Karen H. Shirk, for a \$400,000 SEDA-COG PIDA loan to construct two 30,000 bird cage free layer houses. The layer houses will be built on their property, that consists of 80 acres along with a residence.

Commissioner Boop moved to approve a \$400,000 SEDA-COG PIDA loan to Merlin O. and Karen H. Shirk, for a term of 15 years at an interest rate of 1.00% for the first seven years, then reset to the current PIDA rate, not to exceed 3.00% for the remaining eight years. Mr. Fry seconded the motion, and the motion carried unanimously.

##### Lance U. Sensenig

Mr. Wilburn presented the request on behalf of Lance Sensenig for a \$400,000 SEDA-COG PIDA/FIF Ag loan to purchase a nearly 16.5-acre poultry farm in Winfield, Snyder County. Also, Mr. Sensenig will be purchasing two adjacent parcels of farmland. The purchase price of the two parcels will be \$145,000.

Commissioner Kantz moved to approve a \$400,000 SEDA-COG PIDA/FIF Ag loan to Lance U. Sensenig, for a term of 15 years at an interest rate of 1.75% for the first seven years, then reset to the current PIDA rate, not to exceed 3.75% for the remaining eight years. Mr. Stevenson seconded the motion, and the motion carried unanimously.

##### Alloy Kitchen, LLC

Mr. Wilburn presented a request on behalf of Lori Blash and Jessica Ruse for a \$275,000 SEDA-COG EDA COVID-19 loan to start a restaurant, to be located in the Titan Energy Park in Bellefonte, PA. The loan will be used for the purchase of FF&E, primarily kitchen equipment.

Commissioner Higgins moved to approve a \$275,000 SEDA-COG EDA COVID-19 loan to Alloy Kitchen, LLC for a term of 7 years at an interest rate of 3.25%, fixed for the life of the loan. No payments will be required for the first six months of the loan. The loan will continue to accrue interest during that time. Following the deferment, the loan will be amortized over seven years, with a balloon at the final payment to include the deferred interest. Commissioner Kodish seconded the motion, and the motion carried unanimously.

##### Fry, Inc. and Rusty E. Fry and Shari A. Fry

Mr. Wilburn presented the request on behalf of Fry Inc. for a \$45,000 SEDA-COG EDA COVID-19 loan to provide working capital for the borrower to pay for truck repairs in order to keep the business operational. Fry Inc. and Rusty E. Fry and Shari A. Fry have been hauling government sensitive and

secure freight for over 10 years. They move troops, weapons, ammo, explosives, and vehicles that have sensitive equipment installed.

Commissioner Holdren moved to approve a \$45,000 SEDA-COG EDA COVID-19 loan to Fry Inc. and Rusty E. Fry and Shari A. Fry for a term of 5 years at an interest rate of 3.25%, fixed for the life of the loan. No payments will be required for the first six months of the loan. The loan will continue to accrue interest during that time. Following the deferment, the loan will be amortized over three years, with a balloon at the final payment to include the deferred interest. Commissioner Kantz seconded the motion, and the motion carried unanimously.

#### Ulsh Enterprises, LLC dba Ulsh Laundry Services and Alexander E. Ulsh

Mr. Wilburn presented the request on behalf of Ulsh Enterprises, LLC and Alexander E. Ulsh for a \$196,175 SEDA-COG COVID-19 loan for the purchase and installation costs of 114 washing and drying machines. Alex Ulsh purchased the laundry service in 2017 from his grandfather, who owned and operated the business on campus at Susquehanna University from 1974 to 2017.

Commissioner Kantz moved to approve a \$196,175 SEDA-COG COVID-19 loan to Ulsh Enterprises, LLC and Alexander E. Ulsh for a term of seven years at an interest rate of 3.25%, fixed for the life of the loan. Commissioner Kodish seconded the motion, and the motion carried unanimously.

#### Kenneth L., Dawn M., Bernard L., & Phyllis I. Shaffer

Mr. Wilburn presented the request on behalf of Kenneth L., Dawn M., Bernard L., & Phyllis I. Shaffer, to DCED, for release of additional collateral property in Perry County, with proceeds to reduce AgChoice Farm Credit's senior debt and to bring A/P balances current.

Commissioner Kantz moved to approve the submission to DCED for a request to release the additional collateral property in Perry County, with proceeds to reduce AgChoice Farm Credit's senior debt and to bring A/P balances current. All other terms and conditions of the loan will remain. Ms. Strickland seconded the motion, and the motion carried unanimously.

#### Stimulus Funds Discussion

Ms. Kim Wheeler, Executive Director, spoke about the pending stimulus funds, and SEDA-COG's preparedness to assist the counties with its distribution.

Mr. Mike Fisher, Assistant Executive Director, stated that collectively, the eleven counties within the SEDA-COG region will receive \$133.0M; and the 221 boroughs, townships, and municipalities within the region will receive \$53.0M. He noted that earlier in the week, Ms. Kristen Moyer, Community Relations Director, provided information (via email) to the County Commissioners and Chief Clerks, regarding the steps needed to receive the funds into the county accounts:

1. DUNS number – a DUNS number is a unique nine-character number used to identify an organization and is issued by Dun & Bradstreet. The federal government uses the DUNS number to track how federal money is allocated. A DUNS number is required prior to registering with the SAM database, which is outlined below. Registering for a DUNS number is free of charge.

2. SAM Registration - SAM is the official government-wide database to register with in order to do business with the U.S. government. All federal financial assistance recipients must register on SAM.gov and renew their registration annually, to maintain an active status to be eligible to receive federal financial assistance. There is no charge to register or maintain your entity SAM registration.
3. Gather Payment Information:
  - Entity Identification Number (EIN), name and contact information.
  - Name and title of an authorized representative of the county.
  - Financial institution information (e.g., routing and account number, financial institution name and contact information).

Mr. Fisher stated that SEDA-COG is available to assist with the above stated process, as well as assisting with projects development. The Board and staff discussed both being offered on a fee-for-service basis, along with the possibility of needing an additional staff person for this purpose.

### **Committee and Staff Reports**

#### **Procurement Program Activities Report**

Mr. Robert Brown, Director of the Procurement Technical Assistance Center (PTAC), introduced new staff member Ms. Denise Feese, Program Analyst for the PTAC Program. The mission of the program is to provide one-on-one counseling, training, and resources to companies interested in doing business with federal, state, or local governments. Some of the services provided to clients include:

- SAM Registration assistance.
- Providing vendor registration assistance.
- Commonwealth of PA Small Business and Small Diverse Business certifications.
- Assist small businesses to obtain a PA COSTARS or Commonwealth of PA Invitation to Qualify (ITQ).
- Federal General Services Administration (GSA) – assist companies with obtaining a GSA contract with the federal government.

Mr. Brown highlighted a few of the success stories provided in the Board meeting packet.

#### **Fiscal Update**

Mr. Bo Hornberger, Fiscal Controller, provided a fiscal update to the Board:

- Balance Sheets – provides a comparison of February 28, 2021 versus February 29, 2020.
- Income Statements – provides a eight-month review, for the periods July 1, 2020 – February 28, 2021 as compared to July 1, 2019 – February 29, 2020.
- Paycheck Protection Program (PPP) - staff submitted the forgiveness application with First National Bank, which confirmed that it has now been sent to the SBA. While there is no confirmed date currently, Mr. Hornberger anticipates a response before the end of the fiscal year.
- During the middle of the quarter, the financial reports may reflect a deficit – this is due to the quarterly billing cycle.

#### **Executive Director Report**

Ms. Kim Wheeler, Executive Director, provided an update to the Board of Directors:

- Director of Community Development – Mr. Tyler Dombroski has been promoted to the role of Director of Community Development. Mr. Dombroski has been with the Program for just over seven years, and brings a visionary outlook and a wealth of local government experience. Ms. Teri Provost, Director of Housing Rehabilitation and Flood Resiliency had been providing temporary leadership to the CD program, since the passing of Ms. Glenda Ruch. Ms. Wheeler expressed her appreciation for Ms. Provost’s outstanding effort during this time of transition.
- Communications – internally, Ms. Wheeler has begun *Monday Message from Kim*, which is a 15-minute virtual meeting for all staff that offers a update on recent SEDA-COG projects, events, staffing, etc. Externally, Ms. Wheeler is working with Ms. Moyer on a plan to touch base with the local Chambers, partners, and Board Members on a quarterly basis.
- Return to the Office – starting on May 3<sup>rd</sup>. This will be done incrementally, to minimize the number of staff in the building at any one time. The conference rooms have been adjusted to comply with social distancing guidelines. Wednesday will serve as a deep-cleaning day.
- CHIRP – the third round of CHIRP Grant Program funding is in process. Mr. Fisher noted that a few of the counties still have a sizable amount of funding available, so staff will begin targeting small businesses in those areas to assure they are aware of the program. To date, two hundred checks have been prepared and sent to the eligible business. The total amount for the first two rounds of funding totaled over \$5.3M.

Commissioner Kantz asked if there was a list of the businesses by county that have not applied, so that the Commissioners could make an outreach to encourage they apply. While a listing like this is not available, staff would be able to provide a listing of the businesses that have registered with the SAM’s system, which can be compared to the list of businesses that applied for funding. Commissioner Kodish shared that Mifflin County sent letters to the businesses that have not applied – to identify those businesses, county Treasurer staff would be able to provide a list of those businesses that pay tourism tax (hotels); and Chambers of Commerce would have a list of restaurants, bars, etc.

- County Activity Meetings – the eleven County Activity Report meetings have now concluded. Ms. Wheeler shared with the Board the following eight common themes within the counties:
  1. Infrastructure
  2. Recycling
  3. Marketing the region
  4. Flood Plain issues and planning
  5. Shared services
  6. Anchor buildings
  7. Affordable housing

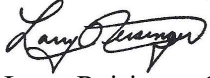
### **Correspondence/Information Items**

President Partner noted the items listed under the Correspondence/Information Items section.

**ADJOURN**

Commissioner Kantz moved to adjourn the meeting at 2:24pm. Commissioner Holdren seconded the motion, and the motion carried unanimously.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Larry Reisinger". The signature is written in a cursive style with a large, stylized initial "L".

Larry Reisinger, Secretary  
SEDA-COG Board of Directors