

Jefferson County Local Development Corporation
800 Starbuck Avenue, Suite 800, Watertown, New York 13601
Telephone: (315) 782-5865 or (800) 553-4111 Facsimile (315) 782-7915

Notice of Annual Board Meeting

Date: September 19, 2019

To: Chairman David Converse
W. Edward Walldroff
Robert Aliasso
Kent Burto
John Jennings
Richard Duvall
Gregory Gardner
Paul Warneck
William Johnson
Lisa L'Huillier
Christine Powers

From: Donald C. Alexander, CEO

Re: Notice of Annual Board of Directors' Meeting

The Jefferson County Local Development Corporation will hold their annual Board Meeting on **Thursday, October 3, 2019 at 8:00 a.m.** in the board room at 800 Starbuck Avenue, Watertown, NY.

Please confirm your attendance with Peggy Sampson pssampson@jcida.com at your earliest convenience.

pss

c: David Zembiec
Lyle Eaton
Joseph Russell, Esq.
Media

Jefferson County Local Development Corporation
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ANNUAL BOARD MEETING AGENDA
Thursday, October 3, 2019 – 8:00 a.m.

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Privilege of the Floor**
- IV. Minutes of the Meeting of September 5, 2019**
- V. Treasurer’s Report for September 30, 2019**
- VI. Committee Reports**
 - a. Governance Committee**
 - i. Consider Resolution Number 10.03.2019.01 for Annual Internal Policy and Procedure Review**
 - b. Personnel Committee**
 - i. Consider Resolution Number 10.03.2019.02 to Establish Percentage for Profit Share for year ending 9/30/19**
 - ii. Consider Resolution Number 10.03.2019.03 for CEO Salary Increase and Contract Extension**
 - c. Nominating Committee**
 - i. Consider Resolution Number 10.03.2019.04 for Election of Officers for 2019-2020 FY**
 - d. Alternative Energy Committee**
 - e. Building and Grounds Committee**
- VII. Council Reports**
 - a. Manufacturing**
 - b. Marketing**
 - c. Jefferson County Agricultural Development**
- VIII. Unfinished Business**
- IX. Counsel**
- X. New Business**
 - 1. Consider Resolution Number 10.03.2019.05 to charge off Administrative Services Billing to In-Kind Services**
- XI. Adjournment**

**Jefferson County Local Development Corporation
Board Meeting Minutes
September 5, 2019**

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The Jefferson County Local Development Corporation held their board meeting on Thursday, September 5, 2019 in the board room at 800 Starbuck Avenue, Watertown, NY.

Present: David Converse, Chair, John Jennings, Paul Warneck, Robert E. Aliasso, Jr., William Johnson, Christine Powers, Kent Burto, Lisa L'Huillier, Gregory Gardner, W. Edward Walldroff

Also Present: Joseph Russell, Esq., Brian Schenk and guest Dominic Y., Thomas Scozzafava, and Ed Valentine

Staff Present: Donald Alexander, David Zembiec, Lyle Eaton, Peggy Sampson, Jay Matteson, Marshall Weir

Excused: None

Absent: Richard Duvall

- I. **Call to Order:** Mr. Converse called the meeting to order at 8:01 a.m.
- II. **Pledge of Allegiance:** Mr. Converse asked all to stand for the Pledge of Allegiance.
- III. **Privilege of the Floor:** Mr. Converse invited guests to speak. No one spoke.
- IV. **Minutes:** Minutes of the regular meeting held July 11, 2019 were presented. A motion to approve the minutes as presented was made by Mr. Johnson, seconded by Mr. Jennings. All in favor. Carried.
- V. **Treasurer's Report:** Mr. Aliasso reviewed the financials for the period ending July 31, 2019 and August 31, 2019. Mr. Aliasso asked if there was an update on the outstanding Acadia Energy receivable. Mr. Eaton said no. Mr. Aliasso asked if staff has heard anything about AYDM Associates. Mr. Eaton said we heard from their attorney, but indicated that he needs to speak with Attorney Russell. A motion was made by Mr. Aliasso to accept the financial reports as presented, seconded by Ms. Powers. All in favor. Carried.
- VI. **Committee Reports:**
 - a. **Alternative Energy Committee** – Committee Chairman Johnson said that the committee met twice since the last board meeting. He said the first meeting included the affected taxing jurisdictions (ATJ) to discuss the proposed OYA solar project. He said discussions included fair market value, what a PILOT might look like, community benefit, etc.

Mr. Aliasso asked if the Clayton Solar law will affect this project. Attorney Russell said that it won't because the project already received approval.

Mr. Aliasso asked about the project timeframe. Mr. Alexander said that it is on the fast track and he will be setting up another meeting with the ATJ's to discuss the results of yesterday's meeting with the committee and OYA officials.

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- b. **Building and Grounds Committee** – Mr. Converse said that the committee met several times recently which included the CPA that was charged to create a pro-forma. Mr. Alexander indicated that he received the newest pro-forma which will be discussed later today with the committee.

Mr. Converse asked what the best use of the building would be for the community. He said that he's not sure that our organization wants to compete with other real estate developers downtown.

Mr. Aliasso asked about the timeframe. Mr. Burto seemed to think that the IDA will have to maintain the building throughout the winter.

Mr. Alexander noted that an analysis of the building is being completed and vendors are being notified of the change starting October 1. He said that he will work with Mr. Eaton to develop some budget numbers. He also said that he and Mr. Eaton have been working with the insurance carrier to make sure coverage is in place by October 1.

VII. Council Reports:

- a. **Manufacturing** – Mr. Zembiec said that the safety training schedule is being finalized. He said that the Manufacturing Day is being arranged for October 17 and indicated that he is working with Fort Drum and Advocate Drum to promote the Employer Tour that will take place on the installation October 18.
- b. **Marketing** – Mr. Weir reported on the following:
- CRM software (ACT program) – Mr. Weir said that we are having issues and indicated that he is currently looking at other options.
 - Major Employers Roundtable Discussion – Mr. Weir said that he continues outreach on professional recruitment strategies.
 - Two Canadian outreach success stories – Mr. Weir said that EZ Stak, Inc. is moving to the former PCA building, which is the secondary entrance to the Ag Park, and the other is moving to Dexter. Between the two companies, 60 people are employed.
 - Ag Park – Mr. Weir said that there will be discussion about groundbreaking in the near future.
 - Video – Mr. Weir said that the script is what has held it up, but it is currently with production and should be finalized soon.
- c. **Ag** – Mr. Matteson sent his May-August Agricultural Coordinator's report to the board via email yesterday. He said that he provided a report to Mr. Alexander regarding the Mannsville parcel. He said that he recommends the County put the parcel back on the auction list. Mr. Warneck said that he agreed with Mr. Matteson's report and indicated that there is no need to pursue this any further.

Mr. Matteson said that he and others are meeting with Commissioner Richard Ball tomorrow to discuss the concerning situation the farmers are and will be facing from the sprint cropping issue.

Mr. Matteson reported that he and Mr. Weir will be attending the Food Summit in California in a few weeks.

VIII. **Unfinished Business:** None.

IX. **Counsel:** None.

X. **New Business:**

1. **Guest Presentation** – Brian Schenk, his associate Dominic Y. and Thomas Scozzafava attended the meeting. Mr. Schenk said that he is a municipal consultant that is working to obtain a funding stream for the Anchor Restaurant that burned down and the old village hospital that is in heavy disrepair. Their goal is to get federal funds through the Emergent Funding Program which will provide a CDBG from the Office of Community Renewal. Mr. Schenk said their purpose for attending today’s meeting is to seek contributions. Mr. Alexander said that we are limited as to what we can do. Mr. Warneck suggested they contact the Sackets Harbor LDC. Mr. Zembiec suggested that they contact the Northern New York Community Foundation. Staff will supply contact information for those contacts identified.

Other -

- (JCIDA) – Mr. Alexander expressed his deep disappointment in the recent closure of Mr. Rick’s Bakery. He said that the building is for sale.
- Comptroller Audit (JCIDA) – Mr. Alexander reminded board members that staff will meet with auditors tomorrow morning at 9 a.m. He said that the audit could take 60 to 90 days.

XI. **Adjournment:** With no further business before the board, a motion to adjourn was made by Mr. Aliasso, seconded by Mr. Burto. All in favor. The meeting adjourned at 9:32 a.m.

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Income Statement for the Twelve Month Period Ending September 30, 2019
 Prepared by Lyle Eaton, September 25, 2019

UNRECONCILED

	Current Year Budget	Year-to-Date Total	Current Month	Previous Month	Balance Remaining
Revenues					
Admin Fees	\$ 597,029.00	597,024.00	\$ 49,752.00	49,752.00	5.00
JC Grant Marketing	275,400.00	275,400.00	22,950.00	22,950.00	0.00
JC Grant Ag Program	138,720.00	138,720.00	11,560.00	11,560.00	0.00
RLF Interest Income	50,000.00	41,337.72	2,181.82	2,753.96	8,662.28
Grant Income	0.00	5,000.00	0.00	0.00	(5,000.00)
Interest Income	3,500.00	3,466.70	0.00	322.24	33.30
N Grid Grant European	20,000.00	7,000.00	0.00	0.00	13,000.00
Grant Income NYS-HAB	17,000.00	13,400.00	0.00	0.00	3,600.00
Miscellaneous Income	500.00	392.00	0.00	0.00	108.00
AG Conference	0.00	4,500.00	0.00	0.00	(4,500.00)
Total Revenues	1,102,149.00	1,086,240.42	86,443.82	87,338.20	15,908.58
Expenses					
Salaries	525,961.00	502,888.00	40,194.52	40,194.52	23,073.00
Benefits	216,541.00	196,833.74	15,433.41	17,978.66	19,707.26
Operations					
Marketing Program	355,677.00	324,720.90	21,948.09	27,480.51	30,956.10
AG Program	188,306.00	178,941.80	13,352.79	16,470.68	9,364.20
Office Expense	7,500.00	9,944.51	341.00	587.88	(2,444.51)
Payroll Processing	1,600.00	1,542.78	128.78	63.00	57.22
Office Rent	16,802.00	17,042.87	1,420.24	1,420.24	(240.87)
Project Loan Rent	55,943.00	55,942.44	4,661.87	4,661.87	0.56
Office Cleaning	11,000.00	12,251.97	1,450.00	1,101.78	(1,251.97)
Telephone	6,500.00	5,601.89	199.73	518.19	898.11
Equipment Rental	3,400.00	3,347.64	278.97	278.97	52.36
Equipment Maintenance	2,000.00	6,049.87	2,058.96	486.15	(4,049.87)
System Maintenance	3,600.00	3,878.65	214.45	214.45	(278.65)
Electric Service	4,000.00	3,454.26	0.00	419.68	545.74
Gas Service	3,000.00	2,007.68	0.00	24.52	992.32
Business Support	5,000.00	2,500.00	0.00	0.00	2,500.00
Manufacturers Comm. Expense	500.00	110.93	0.00	0.00	389.07
Manufacturing Day	500.00	0.00	0.00	0.00	500.00
Workforce Development	2,500.00	0.00	0.00	0.00	2,500.00
Safety Training	17,000.00	13,400.00	0.00	0.00	3,600.00
Travel/Promotion/Meals	4,000.00	5,662.07	116.82	441.75	(1,662.07)
Staff Training & Seminars	1,000.00	2,370.00	450.00	225.00	(1,370.00)
Depreciation Distillery Equip.	14,143.00	14,142.84	1,178.57	1,178.57	0.16
Depreciation F&F	8,943.00	8,943.12	745.26	745.26	(0.12)
Board Functions	1,000.00	0.00	0.00	0.00	1,000.00
Dues & Publications	5,000.00	6,704.00	0.00	0.00	(1,704.00)
Commercial Insurance	800.00	1,413.27	0.00	0.00	(613.27)
Legal Unrestricted	1,000.00	0.00	0.00	0.00	1,000.00
Accounting & Auditing	5,511.00	5,550.00	0.00	0.00	(39.00)
CEDS Update	5,000.00	0.00	0.00	0.00	5,000.00
Fees Expense	300.00	275.00	0.00	0.00	25.00
Reallocated Program Expenses	(422,592.00)	(415,417.71)	(34,420.26)	(34,388.26)	(7,174.29)
Miscellaneous - Unrestricted	300.00	0.00	0.00	0.00	300.00
Total Operations	1,051,735.00	970,102.52	69,753.20	80,103.42	81,632.48
Total Revenue	1,102,149.00	1,086,240.42	86,443.82	87,338.20	15,908.58
Total Expenses	1,051,735.00	970,102.52	69,753.20	80,103.42	81,632.48
Net Income Over Expenditures	\$ 50,414.00	116,137.90	\$ 16,690.62	7,234.78	(65,723.90)

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION

AG Program Expense Statement for the Twelve Month Period Ending September 30, 2019

Prepared by Lyle Eaton, September 25, 2019

UNRECONCILED

	Current Year Budget	Year-to-Date Total	Current Month	Previous Month	Balance Remaining
Operations					
AG Annual Meeting	\$ 5,000.00	7,809.54	\$ 0.00	0.00	(2,809.54)
AG Office Expense	1,000.00	454.80	0.00	170.61	545.20
AG Advertising	3,500.00	2,962.00	0.00	800.00	538.00
AG Printed Material	1,000.00	544.44	0.00	0.00	455.56
AG Membership/Dues	400.00	115.00	0.00	0.00	285.00
AG Business Attraction	4,000.00	3,032.00	0.00	1,700.00	968.00
AG Subscriptions	200.00	0.00	0.00	0.00	200.00
AG Travel/Meals/Lodging	4,000.00	2,845.27	345.68	0.00	1,154.73
Dairy Parade	0.00	1,295.04	0.00	0.00	(1,295.04)
AG Web Site Development	2,000.00	429.43	34.94	59.90	1,570.57
AG Website Promotion	0.00	135.00	0.00	0.00	(135.00)
AG Misc Program Expenses	1,000.00	21.34	0.00	0.00	978.66
AG Development	0.00	457.31	0.00	0.00	(457.31)
Local Food Guide	800.00	800.00	0.00	800.00	0.00
Salary Overhead	85,493.00	78,150.24	6,512.52	6,512.52	7,342.76
FICA Overhead	5,130.00	4,576.08	381.34	381.34	553.92
Medicare Overhead	1,197.00	1,070.16	89.18	89.18	126.84
Health/Dental Ins Overhead	26,513.00	27,375.37	2,316.77	2,284.77	(862.37)
Retirement Overhead	7,694.00	7,489.58	390.76	390.76	204.42
Indirect Labor Allocation	34,739.00	34,739.28	2,894.94	2,894.94	(0.28)
Non Labor Allocated Overhead	4,640.00	4,639.92	386.66	386.66	0.08
Total Operations	188,306.00	178,941.80	13,352.79	16,470.68	9,364.20

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION

Marketing Program Expense Statement for the Twelve Month Period Ending September 30, 2019

Prepared by Lyle Eaton, September 25, 2019

UNRECONCILED

	Current Year Budget	Year-to-Da te Total	Current Month	Previous Month	Balance Remaining
Operations					
Advertising Expense	\$ 40,000.00	30,969.13	\$ 500.00	4,175.88	9,030.87
Canadian Marketing	13,000.00	6,569.32	0.00	0.00	6,430.68
Euro Marketing	20,000.00	7,000.00	0.00	0.00	13,000.00
Printed Material	3,000.00	1,285.37	0.00	0.00	1,714.63
Seminars Workshops Publicatio	1,500.00	569.00	0.00	0.00	931.00
Travel/Meals/Promotion	0.00	1,717.98	0.00	23.54	(1,717.98)
Public Relations	1,000.00	2,628.11	0.00	0.00	(1,628.11)
Web Site Dev & Promo Design	4,000.00	3,855.00	0.00	1,800.00	145.00
Events Sponsorship	10,250.00	12,278.06	0.00	0.00	(2,028.06)
Survey Monkey	300.00	351.00	0.00	33.00	(51.00)
Drum Country Business	5,000.00	0.00	0.00	0.00	5,000.00
Mkt Misc Expense	250.00	120.85	0.00	0.00	129.15
Allocated Overhead	257,377.00	257,377.08	21,448.09	21,448.09	(0.08)
Total Operations	355,677.00	324,720.90	21,948.09	27,480.51	30,956.10

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION

Manuf. & Business Support Expense Statement for the Twelve Month Period Ending September 30, 2019

Prepared by Lyle Eaton, September 25, 2019

UNRECONCILED

	Current Year Budget	Year-to-Date Total	Current Month	Previous Month	Balance Remaining
Operations					
Business Support	\$ 5,000.00	2,500.00	\$ 0.00	0.00	2,500.00
Manufacturers Comm. Expense	500.00	110.93	0.00	0.00	389.07
Manufacturing Day	500.00	0.00	0.00	0.00	500.00
Workforce Development	2,500.00	0.00	0.00	0.00	2,500.00
Safety Training	17,000.00	13,400.00	0.00	0.00	3,600.00
Total Operations	25,500.00	16,010.93	0.00	0.00	9,489.07

Jefferson County Local Development Corp
Balance Sheet
September 30, 2019

ASSETS

Current Assets		
General Checking	\$	60,565.34
Savings Account		971,573.79
CDBG Savings		2,905.28
RLF Savings		1,557,201.66
RLF Loans Receivable		852,118.41
N Grid Mkt Grant European		12,500.00
Miscellaneous Recievable		306,512.00
Prepaid Expense		2,694.66
		3,766,071.14
Total Current Assets		
Property and Equipment		
Depreciation Distillery		(80,142.76)
Accumulated Depreciation		(40,894.05)
		(121,036.81)
Total Property and Equipment		
Other Assets		
Distillery Equipment		99,000.00
Furniture & Fixtures		70,387.89
WIP Record Storage		5,320.48
		174,708.37
Total Other Assets		
Total Assets		\$ 3,819,742.70

LIABILITIES AND CAPITAL

Current Liabilities		
Accounts Payable - Unrestr	\$	(628.40)
JC Grant Agriculture Program		34,680.00
Deferred Mkt. Grant European		12,500.00
Deferred AG Tour Fee		600.00
		47,151.60
Total Current Liabilities		
Long-Term Liabilities		
		0.00
Total Long-Term Liabilities		
Total Liabilities		47,151.60
Capital		
General Fund Bal - Unrestrict.		3,656,453.20
Net Income		116,137.90
		3,772,591.10
Total Capital		
Total Liabilities & Capital		\$ 3,819,742.70

Jefferson County Local Development Corp

Receivables

As of September 30, 2019

Customer	Orig Loan	Balance	Issued	Maturity	Terms	Status	Payment
ACADIA ENERGY	1000.00	1000.00	3/22/19		Due on receipt	Past due	Ag Sponsorship
AYDM ASSOC,	200,000.00	182,603.43	10/1/14	10/1/2039	5%- 300 Months	Default	1169.18
JAY CANZONIER	100,000.00	53,820.07	4/26/17	12/31/2018	3%- 84 Months	Current	726.73
CURRENT APPS	187,500.00	137,147.99	12/14/11	1/1/2032	5% 240 Months	Current	1,237.42
JEFF COUNTY IDA		298,512.00					Admin Fee
LCO DESTINY, LLC	600,000.00	142,990.35	9/29/15	10/1/2020	5%, 60 Months	Current	11,322.74
LODGE AT IVES	139,606.89	124,129.21	5/1/17	4/1/2022	5%, 60 Months	Current	1,104.00
SAFETY TRAINING							Grant
NATIONAL GRID-EURO		7,000.00					Grant
WICLDC	200,000.00	128,525.20	12/1/10	1/1/2031	3%, 240 Months	Current	1,109.20
WICLDC-JAIN	98,082.50	82,902.16	9/10/18	10/1/2023	3.5% 60 Months	Current	1,784.29
Report Total		1,157,630.41					

**Jefferson County Local Development Corp
Aged Receivables
As of Sep 30, 2019**

Filter Criteria includes: 1) Includes Drop Shipments. Report order is by ID. Report is printed in Detail Format.

Customer ID Customer Bill To Contact Telephone 1	Invoice/CM #	Amount Due
ACADIA ENERGY ACADIA ENERGY	2160	1,000.00
ACADIA ENERGY ACADIA ENERGY		<u>1,000.00</u>
AYDM AYDM ASSOC, INC	1969	182,603.43
AYDM AYDM ASSOC, INC		<u>182,603.43</u>
CANZONIER JAY CANZONIER D/B/A N	2086	53,820.07
CANZONIER JAY CANZONIER D/B/A		<u>53,820.07</u>
CURRENT CURRENT APPLICATION	11-30-11 LDCR	137,147.99
CURRENT CURRENT APPLICATION		<u>137,147.99</u>
JCIDA JEFF COUNTY IDA	2178	49,752.00 49,752.00 49,752.00 49,752.00 49,752.00 49,752.00
JCIDA JEFF COUNTY IDA		<u>298,512.00</u>
LCO LCO DESTINY, LLC	2013	142,990.35

**Jefferson County Local Development Corp
Aged Receivables
As of Sep 30, 2019**

Filter Criteria includes: 1) Includes Drop Shipments. Report order is by ID. Report is printed in Detail Format.

Customer ID Customer Bill To Contact Telephone 1	Invoice/CM #	Amount Due
LCO LCO DESTINY, LLC		142,990.35
LODGE THE LODGE AT IVES HIL	1914	124,129.21
LODGE THE LODGE AT IVES HIL		124,129.21
National Grid EURO N GRID EURO GRANT 43	2152	7,000.00
National Grid EURO N GRID EURO GRANT 43		7,000.00
WIC WICLDC	1907 RLF LOAN	128,525.20 82,902.16
WIC WICLDC		211,427.36
Report Total		1,158,630.41

Jefferson County Local Development Corp
Check Register
For the Period From Sep 1, 2019 to Sep 30, 2019

Filter Criteria includes: Report order is by Date.

Check #	Date	Payee	Cash Account	Amount
4690	9/3/19	CORNELL COOPER	100001	800.00
4691	9/3/19	EXCELLUS BC/BS	100001	11,044.44
4692	9/3/19	KEY BANK	100001	694.49
4693	9/3/19	NORTHEAST DAIRY	100001	800.00
4694	9/3/19	SPECTRUM BUSINE	100001	246.07
4695	9/3/19	WATERTOWN LOC	100001	4,661.87
4696	9/3/19	EXCELLUS BC/BS	100001	578.86
4697	9/3/19	WRVO	100001	140.00
4698	9/3/19	DAVID ZEMBIEC	100001	331.90
4699	9/3/19	EXCELLUS BC/BS	100001	736.96
4700	9/6/19	ADVANCED BUSINE	100001	390.26
4701	9/6/19	BLUE MOUNTAIN S	100001	31.80
4702	9/6/19	THE HARTFORD	100001	316.30
4703	9/6/19	NATIONAL GRID	100001	444.20
4704	9/6/19	NNY ONLINE	100001	214.45
4705	9/6/19	PROSHRED	100001	20.95
4706	9/6/19	RBC WEALTH MAN	100001	2,905.88
4707	9/6/19	SERVPRO OF JEFF	100001	1,450.00
4708	9/6/19	SYNTELA CONFERE	100001	18.84
4709	9/6/19	UNITED WAY OF NN	100001	129.97
4710	9/6/19	VERIZON WIRELES	100001	294.52
4711	9/6/19	WICLDC	100001	1,420.24
4712	9/6/19	WPBS	100001	500.00
4713	9/13/19	ADVANCED BUSINE	100001	1,623.70
4714	9/13/19	BPAS	100001	2,175.00
4715	9/13/19	LIFETIME BENEFIT	100001	98.71
4716	9/13/19	QUALITY PRODUCT	100001	19.95
4717	9/13/19	SAM'S CLUB	100001	32.21
4718	9/13/19	SPECTRUM REACH	100001	1,459.00
4719	9/13/19	WESTELCOM	100001	210.89
4720	9/20/19	PEGGY SAMPSON	100001	66.82
4721	9/23/19	JAY MATTESON	100001	345.68

Jefferson County Local Development Corp
Check Register
For the Period From Sep 1, 2019 to Sep 30, 2019

Filter Criteria includes: Report order is by Date.

Check #	Date	Payee	Cash Account	Amount
4722	9/24/19	RBC WEALTH MAN	100001	2,905.88
4723	9/24/19	UNITED WAY OF NN	100001	129.97
4724	9/24/19	IEDC	100001	630.00
4725	9/24/19	WB MASON CO INC.	100001	137.44
4726	9/24/19	NYATEP	100001	450.00
4727	9/24/19	WELLS FARGO FIN	100001	278.97
4728	9/24/19	NORTHERN COMPU	100001	45.00
4729	9/24/19	BOND, SCHOENEC	100001	50.00
4730	9/24/19	SPECTRUM BUSINE	100001	186.34
Total				<u>39,017.56</u>

Jefferson County Local Development Corp
Aged Payables
As of Sep 30, 2019

Filter Criteria includes: 1) Includes Drop Shipments. Report order is by ID. Report is printed in Detail Format.

Vendor ID Vendor Contact Telephone 1	Invoice/CM #	0 - 30	31 - 60	61 - 90	Over 90 days	Amount Due
IEDC IEDC	2019 RENEWA	-630.00				-630.00
IEDC IEDC		-630.00				-630.00
Report Total		-630.00				-630.00

**Jefferson County Local Development Corporation
Governance Committee Meeting Minutes
September 12, 2019**

The JCLDC held a governance committee meeting on Thursday, September 12, 2019 in the board room, 800 Starbuck Avenue, Watertown, NY.

Present: W. Edward Walldroff, Greg Gardner, Paul Warneck, William Johnson

Excused: None

Absent: None

Also Present: Donald Alexander, David Zembiec, Peggy Sampson, Lyle Eaton

- I. **Call to Order:** Mr. Walldroff called the meeting to order at 8:00 a.m.
- II. **Pledge of Allegiance**
- III. **Review Current Bylaws:** Committee members reviewed the current bylaws. There were no updates/changes.
- IV. **Proposed Mission Statement/Performance Measurements:** The proposed mission statement includes the Sexual Harassment Policy that was adopted last year. There were no other changes made.
- V. **Review Current Policies and Procedures:** There were no changes to the current policies and procedures.

After review and discussion, a motion was made by Mr. Gardner to recommend approval of all of the policies and procedures to the full board of directors, seconded by Mr. Warneck. All in favor. Carried.
- VI. **Adjournment:** With no further business before the committee, a motion to adjourn the meeting was made by Mr. Warneck, seconded by Mr. Gardner. The meeting adjourned at 8:05 a.m.

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION

Resolution Number 10.03.2019.01

For Annual Internal Policy and Procedure Review

DRAFT

WHEREAS, on September 12, 2019 the JCLDC Governance Committee met to review the current policies and procedures. After review and discussion, they recommended the following internal policies for the Board's consideration:

- Bylaws
- Proposed Mission Statement & Performance Measurements
- Audit and Finance Committee Charter
- CEO and CFO Annual Report Certification
- Certification of No Conflict of Interest
- Code of Ethics
- Compensation, Reimbursement and Attendance Policy
- Conflicts of Interest Policy
- Defense and Indemnification Policy
- Discretionary Funds Policy
- Disposition of Real Property Guidelines
- Equal Employment Opportunity Policy
- Extension of Credit to Board Members and Officers
- Fixed Asset Policy
- Governance Committee Charter
- Independent Director Certification
- Information Security Policy
- Investment Policy with Internal Controls
- Lending/Collection Policy and Procedures
- Policy for Charge Card Expenditures
- Policy Regarding Possession and Use of Electronic Devices
- Procurement Policy
- Real Property Acquisition Guidelines
- Records Retention and Disposition Schedule MI-1
- Sexual Harassment Policy
- Travel Policy
- Whistleblower Policy

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Local Development Corporation that it herein approves the above internal policies and procedures as set forth in this Resolution, and be it further,

RESOLVED, that the Chairman, Vice Chairman, Secretary, and/or Chief Executive Officer are authorized and directed to execute any and all documents necessary to carry out the purposes of this Resolution.

This resolution shall take effect immediately.

Kent Burto, Secretary

**Jefferson County Local Development Corporation
Personnel Committee Meeting Minutes
September 12, 2019**

The Jefferson County Local Development Corporation held a personnel committee meeting on Thursday, September 12, 2019 in the board room, 800 Starbuck Avenue, Watertown, NY.

Present: David Converse, W. Edward Walldroff, Lisa L'Huillier

Excused: Kent Burto

Absent: John Jennings

Also Present: Donald Alexander, David Zembiec, Peggy Sampson, Lyle Eaton, William Johnson

- I. **Call to Order:** Mr. Converse called the meeting to order at 9:04 a.m.
- II. **Pension Plan – Establish Percentage for Profit Share ending 9/30/19** – Mr. Eaton said the salary budget for FYE 9/30/19 was \$525,961 and the actual was \$522,529 which is \$3,432 under budget. He said the 401k budget was \$42,339, but the actual employer's contribution was \$26,037 which is \$16,302 under budget. He said that the committee recommended 3% last year. Mr. Eaton recommended staying at 3% (\$15,808).

A motion was made by Mr. Walldroff to recommend 3% which amounts to \$15,808 to the full board of directors, seconded by Ms. L'Huillier. All in favor.

- III. **Annual CEO Evaluation and Contract** – A motion to convene Executive Session to discuss personnel matters pertaining to the CEO was made by Mr. Walldroff, seconded by Ms. L'Huillier at 9:07 a.m. Committee Members along with Board Member Johnson and Mr. Alexander were present, all others were excused. At 9:54 a.m., a motion to leave Executive Session and reconvene the committee meeting was made by Mr. Walldroff, seconded by Ms. L'Huillier. All in favor.

A motion was made by Ms. L'Huillier to recommend to the full board of directors a 2% salary increase for the CEO for the upcoming year and a one-year extension to the current contract with a 30-day notice period from Mr. Alexander should he decide to leave sooner, seconded by Mr. Walldroff. All in favor.

- IV. **Adjournment:** With no further business before the committee, a motion to adjourn the meeting was made by Ms. L'Huillier seconded by Mr. Walldroff. The meeting adjourned at 9:56 a.m.

DRAFT

A regular meeting of the Jefferson County Local Development Corporation convened on Thursday, October 3, 2019 at 8:00 a.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. 10.03.2019.02

RESOLUTION OF THE JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION (the "Corporation") TO MAKE A ONE TIME CONTRIBUTION OF \$15,808 (3%) TO THE JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION 401(K) PROFIT SHARING PLAN FOR THE PLAN YEAR 2019.

NOW THEREFORE BE IT RESOLVED BY THE MEMBERS OF THE JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION THAT:

THE JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION MAKES A ONE-TIME CONTRIBUTION TO THE JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION 401(K) PROFIT SHARING PLAN OF \$15,808 FOR PLAN YEAR 2019.

This Resolution is to take effect immediately.

Kent Burto, Secretary

**JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 10.03.2019.03**

RESOLUTION FOR CEO SALARY INCREASE

DRAFT

WHEREAS, the Personnel Committee met on September 12, 2019 to conduct the Annual CEO Evaluation and review the expiring contract, and

WHEREAS, the Personnel Committee recommended a 2% salary increase effective September 16, 2019 and a one-year contract extension with a new expiration date of September 30, 2020 that includes a 30-day advance notice period from CEO if he resigns before the expiration of the contract, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Local Development Corporation that it herein approves the recommendation, and be it further,

RESOLVED, that the Chairman, Vice Chairman, Secretary and/or Chief Executive Officer are authorized and directed to execute any and all documents necessary to carry out the purposes of this Resolution.

This resolution shall take effect immediately.

Kent Burto, Secretary

**Jefferson County Local Development Corporation
Nominating Committee Meeting Minutes
September 12, 2019**

A JCLDC nominating committee meeting was held on Thursday, September 12, 2019 in the board room, 800 Starbuck Avenue, Watertown, NY.

Present: Chairwoman Lisa L'Huillier, Bill Johnson

Excused: Kent Burto

Also Present: Donald Alexander, Peggy Sampson, David Converse, W. Edward Walldroff

- I. **Call to Order:** Ms. L'Huillier called the meeting to order at 9:56 a.m.

Nominate Officers for 2019-2020 – Ms. L'Huillier indicated that the purpose of the meeting is to nominate officers for the 2019-2020 fiscal year. She said that the current slate of officers agreed to serve another year. They are as follows: Chairman – David J. Converse, Vice Chairman – W. Edward Walldroff, Treasurer – Robert E. Aliasso, Jr., Secretary – Kent Burto.

Ms. L'Huillier noted that Mr. Aliasso's term will expire at that end of this year and said that he has indicated that he would like to be reappointed. Mr. Alexander said that the County Board of Legislators must approve the reappointment but indicated that he can relay the message.

A motion was made by Ms. L'Huillier to recommend the current slate of officers to the full board of directors, seconded by Mr. Johnson. All in favor.

- II. **Adjournment:** With no further business before the committee, a motion to adjourn the meeting was made by Ms. L'Huillier, seconded by Mr. Johnson. The meeting adjourned at 9:59 a.m.

DRAFT

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 10.03.2019.04
For Election of Officers

WHEREAS, the Nominating Committee met on September 12, 2019 and recommended the following slate of officers for the 2019-2020 fiscal year:

Chairman	David J. Converse
Vice Chairman	W. Edward Walldroff
Treasurer	Robert E. Aliasso, Jr.
Secretary	Kent Burto, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Local Development Corporation that it herein approves the slate of officers as set forth in this Resolution, and be it further,

RESOLVED, that the Chairman, Vice Chairman, Secretary, and/or Chief Executive Officer are authorized and directed to execute any and all documents necessary to carry out the purposes of this Resolution.

This resolution shall take effect immediately.

Kent Burto, Secretary

**Jefferson County Local Development Corporation
Alternative Energy Committee Meeting Minutes
September 12, 2019**

The JCLDC held an alternative energy committee meeting on Thursday, September 12, 2019 in the board room, 800 Starbuck Avenue, Watertown, NY.

Present: Paul Warneck, William Johnson

Excused: Kent Burto

Absent: None

Also Present: Donald Alexander, David Zembiec, Peggy Sampson, Lyle Eaton, Lisa L'Huillier, W. Edward Walldroff, and David Converse

- I. **Call to Order:** Mr. Johnson called the meeting to order at 9:00 a.m.

Mr. Alexander said that a meeting with all the affected taxing jurisdictions has been scheduled for September 20th to discuss the proposed OYA solar project. He also said that the full board/staff will be informed on the interpretation of the UTEP in regard to this project. It was noted that Mr. Alexander and a few board members may meet with the school before the meeting on the 20th.

- II. **Adjournment:** With no further business before the committee, a motion to adjourn the meeting was made by Mr. Warneck, seconded by Mr. Johnson. The meeting adjourned at 9:03 a.m.

DRAFT

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 10.03.2019.05
Authorize Charge Off of Administrative Services Billing to In-Kind Services

WHEREAS, CFO Lyle Eaton recommended charging of \$298,512 for the administrative services billing to in-kind services ending 9/30/19, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Local Development Corporation that it herein approves the recommendation as set forth in this Resolution, and be it further,

RESOLVED, that the Chairman, Vice Chairman, Secretary, and/or Chief Executive Officer are authorized and directed to execute any and all documents necessary to carry out the purposes of this Resolution.

This resolution shall take effect immediately.

Kent Burto
Secretary

Jefferson County Local Development Corporation
 800 Starbuck Avenue, Suite 800
 Watertown, NY 13601
 (315) 782-5865

2018-2019 Board Attendance

Name	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep
Aliasso, Robert	P	P	P	P	P	P	P	P	P	P	No Mtg.	P
Burto, Kent	P	P	E	P	P	A	P	P	P	P	No Mtg.	P
Converse, David	P	P	P	P	P	P	E	P	P	P	No Mtg.	P
Duvall, Richard	P	A	P	E	E	P	P	A	P	A	No Mtg.	A
Gardner, Gregory	P	E	P	E	P	P	A	P	P	P	No Mtg.	P
Jennings, John	P	P	P	P	P	P	P	E	P	P	No Mtg.	P
Johnson, William	P	P	P	P	E	P	P	P	P	P	No Mtg.	P
L'Huilier, Lisa	P	E	P	P	P	E	P	P	P	P	No Mtg.	P
Powers, Christine	-	P	P	P	E	P	P	P	P	P	No Mtg.	P
Waldroff, W. Edward	P	P	P	P	P	P	P	P	P	A	No Mtg.	P
Warneck, Paul	P	P	P	P	P	P	P	P	P	P	No Mtg.	P
Totals:	10	8	10	9	8	9	9	9	11	9	-	10
P - Present												
E - Excused												
A - Absent												