

**Jefferson County Local Development Corporation
Board Meeting Minutes
December 3, 2020**

The Jefferson County Local Development Corporation held their board meeting on Thursday, December 3, 2020 in the board room at 146 Arsenal Street, Watertown, NY.

Present: David Converse, Chair, W. Edward Walldroff, Robert Aiken

Zoom: William Johnson, Paul Warneck, Christine Powers, Robert E. Aliasso, Jr., Lisa L'Huillier, Kent Burto

Excused: Gregory Gardner, John Jennings

Absent: None

Also Present: Joseph Russell, Esq., Liz Bush, and Craig Fox from the Watertown Daily Times

Zoom: Andrew Swords, Matthew Moses, Esq. (8:30 a.m.)

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

Zoom: Jay Matteson

- I. **Call to Order:** Mr. Converse called the meeting to order at 8:06 a.m.
- II. **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 November 5, 2020 were presented. A motion to approve the minutes as presented was made by Mr. Aliasso, seconded by Ms. L'Huillier. All in favor. Carried.
- V. **Audit Report for 2019-2020 (Bowers & Company):** Liz Bush reviewed the audit. She declared a clean unmodified opinion and said it was a good audit. She said the new revenue recognition change has had a minimal affect on JCLDC. She said the independent auditors report on internal controls showed no deficiencies and had no opinions and indicated that there were no adjusting entries.

Mr. Aliasso asked how the agency did. Ms. Bush said Note 9 in the audit report is a real indicator of how well the agency did. She said there was enough to meet operational needs and said that the internal financial statements are reflective of the external reports.

A motion was made by Mr. Warneck to accept the audit as presented, seconded by Ms. L'Huillier. All in favor. Carried.

JCIDA Audit Report for 2019-2020 (Bowers & Company) – Ms. Bush reviewed the audit. She presented a clean unmodified opinion. She said that board members can review the Management's Discussion and Analysis at their own leisure. She said the independent auditors report on internal controls showed no deficiencies and had no opinions. She said the investment report was included as requested by ABO, but said that there were no investments. Ms. Bush said that the internal financial reports are reflective of the external reports. Action to be taken at the IDA board meeting later today. Ms. Bush left the meeting at 8:39 a.m.

**Jefferson County Local Development Corporation
Board Meeting Minutes
December 3, 2020**

VI. Treasurer's Report: Mr. Aliasso reviewed the financials for the period ending November 30, 2020. A motion was made by Mr. Aliasso to accept the financial report as presented, seconded by Ms. Powers. All in favor. Carried.

VII. Committee Reports:

a. Alternative Energy Committee – Mr. Johnson said the committee met recently to discuss the current applications and where they stand. He said Nexamp has two projects (Adams Renewables and Black River Solar) that recently closed. He said that the Omni projects (ASA Clayton, GSPP North and GSPP South) are moving along. He said there is an issue with the Town that needs to be resolved for the decommissioning plan, but said that it's expected to be worked out. Mr. Johnson said the proposed David Norbut project in the Town of Lyme was sold to Convergent and indicated that we are waiting to hear from them. He said we have received six new applications from U.S. Light Energy that consists of four projects in Philadelphia and two in Champion. He said there are issues and the board may need to discuss them.

Mr. Johnson said the committee talked about including the Loan Review Committee in their review of alternative energy projects and indicated that they will work on putting a process in place.

b. Building and Grounds Committee – Mr. Burto said that the committee is continuing to work on the white box concept for the potential tenant at 146 Arsenal Street. He said that Mr. Alexander continues to work with Denise Young from YMCA.

Mr. Alexander said that the IDA board will consider a Ground Lease with the Watertown Family YMCA later today. He said he is still unsure of the amount of space that will be left over for the proposed tenant. He said that he has talked with Denise and others about ways to compensate the IDA if the YMCA takes more space than originally planned.

Mr. Alexander said that he will recommend that the IDA hire a firm to oversee the construction process that will protect the IDA. He said he asked Aubertine & Currier to submit a proposal. Mr. Walldroff said that he agrees and recommends the hiring of a third party. Mr. Converse asked if there will be any timing issues relating to the grants. Mr. Zembiec said that the construction will start Summer 2021 and the project needs to be completed by August 2022. Mr. Warneck said it makes sense to hire a professional firm to make sure the quality is as expected.

c. Governance Committee –

i. Summary Results of Confidential Evaluation of Board Performance – Mr. Walldroff said the committee met to review and discuss the annual board performance evaluations. He said they were an improvement over last year. He said the committee recommends the oncoming CEO to put forth suggestions for the board to consider addressing areas of concern. Mr. Warneck said that the summaries have shown significant improvement over last year. A motion was made by Mr. Warneck to approve the summaries and the committee's recommendation, seconded by Mr. Walldroff. All in favor. Carried.

**Jefferson County Local Development Corporation
Board Meeting Minutes
December 3, 2020**

VIII. Council Reports:

- a. **Ag** – Mr. Matteson said that he sent his annual ag report out yesterday for review.
- b. **Manufacturing** – Mr. Zembiec said that he is working with the Regional Economic Development Council’s tradeable sectors work group to create virtual workshops for the Spring on export assistance for tradeable sectors.
- c. **Marketing** – Mr. Weir said that a meeting occurred for the Corporate Park sign and it appears that the sign will fit under the current zoning and will be addressed at an upcoming Town Planning board meeting.

Mr. Weir said that the refreshed website is moving forward and should be completed within the next couple of weeks.

IX. Unfinished Business: None.

X. Counsel: None.

XI. New Business:

- 1. **Resolution No. 12.03.2020.01 to Adopt Records Management Policy and Procedures** – A motion was made by Mr. Aliasso to approve the attached resolution, seconded by Mr. Johnson. All in favor. Carried.
- 2. **Resolution No. 12.03.2020.02 for Authorized Signers** – A motion was made by Ms. L’Huillier to approve the attached resolution, seconded by Mr. Burto. All in favor. Carried.

XII. Adjournment: With no further business before the board, a motion to adjourn was made by Mr. Walldroff, seconded by Ms. Powers. All in favor. The meeting adjourned at 9:08 a.m.

Respectfully submitted,

Peggy Sampson

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 12.03.2020.01

RESOLUTION TO ADOPT RECORDS MANAGEMENT POLICY AND PROCEDURES

RESOLVED, By the Board of Directors of the Jefferson County Local Development Corporation that the *Records Management Policy and Procedures*, is hereby adopted to address the routine destruction of records, routine transfer of records to the inactive storage, retrieval and re-filing of records, and routine updates of the record database to insure ease of retrieval.



Donald Alexander
CEO

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 12.03.2020.02
For Authorized Signers


WHEREAS, the following Officers and individuals were recommended to be authorized signers for all Accounts at Watertown Savings Bank effective January 1, 2021:

Chairman	David J. Converse
Treasurer	Robert E. Aliasso, Jr.
CEO	David J. Zembiec
Deputy CEO	Frank M. Weir, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Local Development Corporation that it herein approved the authorized signers 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.



David J. Converse
Chairman