

**Jefferson County Industrial Development Agency
Board Meeting Minutes
January 7, 2021**

The Jefferson County Industrial Development Agency held their board meeting on Thursday, January 7, 2021 in the board room at 800 Starbuck Avenue, Watertown, NY.

Present: David Converse, Chair, W. Edward Walldroff

Zoom: Paul Warneck, William Johnson, Robert E. Aliasso, Jr., Lisa L'Huillier, John Jennings

Excused: None

Absent: None

Also Present: Joseph Russell, Esq.

Zoom: Rob Aiken, Christine Powers, Katie, Benoit from 7News, Craig Fox from the Watertown Daily Times, and Thomas Iorizzo

Staff Present: David Zembiec, Lyle Eaton, Marshall Weir

Zoom: Peggy Sampson

- I. Call to Order:** Chairman Converse called the meeting to order at 8:50 a.m.
- II. Privilege of the Floor:** Mr. Converse invited guests to speak. No one spoke.
- III. Minutes:** Minutes of the regular meeting held December 3, 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.
- IV. Treasurer's Report:** Mr. Aliasso reviewed the financials for the period ending December 31, 2020. After discussion, a motion was made by Mr. Aliasso to accept the financial report as presented, seconded by Ms. L'Huillier. All in favor. Carried.
- V. Committee Reports:**
 - a. Loan Review Committee**
 - i. Resolution No. 01.07.2021.01 for Willowbrook Enterprises, Inc. – Mr.**
Converse read the resolution. He said that the resolution needs to be amended to list JCIDA rather than JCLDC in the fourth paragraph. After review and discussion, a motion was made by Mr. Aliasso to approve the amended resolution, seconded by Mr. Jennings. All in favor. Carried.
- VI. Unfinished Business:**
 - 1. 146 Arsenal Street Building –**
 - a. Contingent Consent, Waiver and Release of Right of First Refusal and Indemnification Agreement –** Mr. Zembiec said that in order for the YMCA to sign the Ground Lease with JCIDA they are requiring Top of the Square, LLC (Washington Street Properties) to waive their right to first refusal. Mr. Zembiec said

**Jefferson County Industrial Development Agency
Board Meeting Minutes
January 7, 2021**

that Washington Street Properties is requiring all three parties to sign an Indemnification Agreement. He said that it does not obligate the JCIDA or the YMCA to anything that we would not be obligated to through the existing agreement.

A motion was made by Mr. Aliasso to approve the waiver and indemnification agreement as presented, seconded by Mr. Warneck. All in favor. Carried.

- b. Kitchen Equipment** – Mr. Zembiec said that the Building & Grounds Committee is recommending the sale of the call center kitchen equipment to Lundy Development LLC for \$3,000. Mr. Zembiec provided board members with an explanatory statement for the negotiated disposal of abandoned kitchen equipment. He said that Lundy Development will remove the equipment and that a licensed plumber will disconnect and cap the gas and plumbing lines in order to ensure safe and proper removal.

A motion was made by Mr. Warneck to approve the disposition of kitchen equipment, seconded by Mr. Aliasso.

Other Furnishings:

A motion was made by Mr. Warneck to authorize the CEO to negotiate disposition and transfer of furnishings to not-for-profit groups and others, seconded by Mr. Aliasso. All in favor. Carried.

- 2. YMCA Project** – Mr. Zembiec said that the YMCA will present their design plans to the board when they are settled.
- 3. NYS REDI Program** – Mr. Zembiec said there is nothing new to report. He said he continues to work with Justin Miller of Harris Beach to see if the process can be streamlined without having to go through the whole lease-leaseback process.

VII. New Business:

- 1. Corporate Park Lot 2B Building Review** – Attorney Russell said that Part 1 of the SEQR was filled out by the Applicant (Michael Lundy) but noted that it has not been approved by the planning board as of yet. He suggested the board answer questions to Part 2 and make a determination before reviewing the submitted building plans. At this time, Attorney Russell read all twelve questions. The board answered no to all twelve questions.

A motion was made by Mr. Warneck to affirm an unlisted negative declaration, seconded by Mr. Walldroff. All in favor. Carried.

After review and discussion, a motion was made by Mr. Warneck to approve the building design provided there are no substantial changes by the Town approval, seconded by Mr. Walldroff. All in favor. Carried.

Jefferson County Industrial Development Agency
Board Meeting Minutes
January 7, 2021

2. **Lake Champlain – Lake George COVID-19 Small Business Recovery Program:**
Subaward Contract – Mr. Zembiec said that the Lake Champlain – Lake George Regional Planning Board is seeking approval to promote and package loans for their program. He said the IDA will be reimbursed for staff time and other expenses, up to a maximum of \$10,000.

Mr. Aliasso asked if we can still offer our incentives to businesses we direct to their program. Mr. Zembiec said that we are not barred from doing so.

A motion was made by Mr. Aliasso to approve the Subaward Contract, seconded by Mr. Walldroff. All in favor. Carried.

Potential Sale of Real Property – Mr. Zembiec said there is nothing new to report at this time.

VIII. **Counsel:** None.

- IX. **Adjournment:** With no further business before the board, a motion to adjourn was made by Mr. Aliasso, seconded by Mr. Walldroff. All in favor. The meeting adjourned at 9:24 a.m.

Respectfully submitted,

Peggy Sampson

JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Resolution Number 01.07.2021.01

**RESOLUTION FOR AUTHORIZING A MODIFICATION TO THE LOAN
COMMITMENT FOR
WILLOWBROOK ENTERPRISES, INC.**

WHEREAS, a request to modify the commitment to remove the requirement of key man life insurance for Douglas McDavitt, and

WHEREAS, Staff and Watertown Savings Bank agree that there is more than enough equity to cover the requirement, and

WHEREAS, Loan Review recommended the request to the full board of directors, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Industrial Development Agency that it herein approves the request for the modification to the Willowbrook Enterprises, Inc. commitment and that all other terms and conditions of the original loan remain in effect, 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. Zembiec
Chief Executive Officer