

**Jefferson County Local Development Corporation  
Board Meeting Minutes  
November 4, 2021**

The Jefferson County Local Development Corporation held their board meeting on Thursday, November 4, 2021 in the board room at 800 Starbuck Avenue, Watertown, NY.

**Present:**, Robert E. Aliasso, Jr., W. Edward Walldroff, Paul Warneck, Rob Aiken, Christine Powers, Lisa L’Huillier, David Converse, John Jennings  
Zoom: Kent Burto, Gregory Gardner

**Excused:** William Johnson

**Absent:** None

**Also Present:** Craig Fox (Watertown Daily Times), John Pirsos (Channel 7 News) 8:32 a.m.  
Zoom: Justin Miller, Esq., John Renzi (8:53 a.m.), Donald Rutherford (8:57 a.m.)

**Staff Present:** David Zembiec, Marshall Weir, Lyle Eaton, Peggy Sampson, Joy Nuffer, Jay Matteson

**I. Call to Order:** Chairman Aliasso called the meeting to order at 8:02 a.m.

Chairman Aliasso presented David Converse (immediate past chairman) with a plaque and coat for his dedication and time over the years.

**II. Pledge of Allegiance**

**III. Privilege of the Floor:** Chairman Aliasso invited guests to speak. No one spoke.

**IV. Minutes:** Minutes of the regular meeting held October 7, 2021 were presented. A motion to approve the minutes as presented was made by Mr. Jennings, seconded by Ms. Powers. All in favor. Carried.

**V. Treasurer’s Report:** Mr. Warneck reviewed the financials for the period ending October 31, 2021. He reported one delinquency. He said that LCO Destiny is one month behind. A motion was made by Mr. Warneck to accept the financial report as presented, seconded by Mr. Aiken. All in favor. Carried.

**VI. Committee Reports:**

**a. Audit Committee**

**i. Resolution No. 11.04.2021.01 to Engage Auditors for Annual Audit – Mr. Jennings** said that the audit committee met on October 19<sup>th</sup> to meet with Bowers and Co. to discuss their proposal for completing the annual audit. The fee will be \$6,100 for the audit and \$400 for the preparation of information returns. A motion was made by Ms. Powers to approve the resolution, seconded by Mr. Aiken. All in favor. Carried.

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**b. Governance Committee**

- i. Resolution No. 11.04.2021.02 for Annual Internal Policy and Procedure Review** – Mr. Walldroff indicated that the Bylaws, Audit and Finance Committee Charter and Investment Policy with Internal Controls were revised and recommended for approval by the committee. A motion was made by Mr. Jennings to approve the resolution, seconded by Mr. Walldroff. All in favor. Carried.
- ii. Committee Structure** – Chairman Aliasso indicated that he made a few changes to the committee structure. A motion was made by Mr. Warneck to approve the proposed committee structure, seconded by Mr. Walldroff. All in favor. Carried.
- iii. Summary Results of Confidential Evaluation of Board Performance** – Mr. Walldroff noted that there was an uptick in improvement over the last year and indicated that it came from better communication from staff with board members. A motion was made by Mr. Converse to accept the summary results and send them to the Authorities Budget Office, seconded by Mr. Jennings. All in favor. Carried.

**c. Personnel Committee**

- i. Resolution No. 11.04.2021.03 to Establish Percentage for Discretionary Contribution for year ending 9/30/21** – Mr. Converse provided background history for newer board members. He said that the 401k plan was created when the employees left the NYS Retirement System. He said that the plan allowed for an annual discretionary contribution and indicated that the committee is recommending a 3% contribution which amounts to \$17,405 for fiscal year end of 9/30/21. A motion was made by Mr. Converse to approve the resolution, seconded by Ms. L’Huillier. All in favor. Carried.
- ii. Resolution No. 11.04.2021.04 to Appoint Trustee to Pension Plan** – Mr. Converse said the committee recommended appointing David Zembiec as a trustee to the pension plan. A motion was made by Mr. Warneck to approve the resolution, seconded by Mr. Jennings. All in favor. Carried.
- iii. Resolution No. 11.04.2021.05 for CEO Salary Increase** – Mr. Converse said the committee recommended a 3% raise for Mr. Zembiec, effective 9/27/21. A motion was made by Mr. Converse to approve the resolution, seconded by Mr. Walldroff. All in favor. Carried.

**VII. Council Reports:**

- a. Ag** – Mr. Matteson reported on the following:
  - i. CWT Farms** – Mr. Matteson said that CWT has not made a decision on the location of their project because they are waiting on the state. He said that they will be revising their PILOT application since they plan to double the size of the project from 29,000 square feet to 50,000 square feet which will result in 36.4 million chicks per year rather than 15 million.

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- ii. **Solar decommissioning** – Mr. Matteson said that he is getting information together to send out to municipalities. He said that he has been asked to write a decommissioning plan for the NY Farm Bureau to consider.
  - iii. **American Rescue Plan Fund (ARP)** – Mr. Matteson said that the Jefferson County Board of Legislators (JCBOL) will be making a decision next week on the ARP Fund. He said that our proposal for part of the fund is for local meat processing, dairy processing and local foods.
  - iv. **Dairy Farmers Luncheon** – Mr. Matteson said the upcoming luncheon will be held on November 17<sup>th</sup> and is geared toward dairy farmers.
- b. **Manufacturing** – Mr. Zembiec said the council will be reinvigorated and start meeting in January. He said that he has been working with Don Rutherford from the Watertown Trust about rail spur common areas for possible staging areas.
  - c. **Marketing** – Mr. Weir said that he spent the day yesterday with the CSX Regional Business Development Manager. He said they went to Fort Drum and other areas in Jefferson County. He indicated that the CSX representative was impressed by the available land we have and indicated that the City Center Industrial Park Rail looked great and has room for 3 rail cars that has a good spot for a staging area.

Mr. Weir noted that the border will be opening soon. He said that he has been working with Corey Fram from the Tourism Council to stay on top of the situation regarding testing requirements. He said that people on either side of the border will have 72 hours to go back to their respective countries without having to quarantine, after testing negative initially. He said that there is a short supply of rapid tests on the U.S. side. He noted that there is not a testing site on the U.S. side of the border and indicated that individuals will have to pay for the test.

Mr. Weir said that he will send out details about the CLEAR initiative workshop that will be held on Tuesday.

**VIII. Unfinished Business:**

- 1. **REDI Projects** – Chairman Aliasso said that there was a complaint about the program and the loophole and overall process. Mr. Zembiec said the JCLDC handles loans related to REDI projects while the IDA provides tax abatements to qualified projects. He said we have issued two loans and one tax abatement. He said that we have provided several denial checklists when it didn't make sense for tax abatements (legal fees or project already complete).

Chairman Aliasso asked if we could provide a loan/grant program similar to the COVID program. Mr. Walldroff agreed that it would be a good tool to have available. No action was taken.

- 2. **County Funding** – Mr. Zembiec said the County approved a 3% increase for the upcoming year.

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**IX. Counsel:** None.

**X. New Business:** None.

**XI. Adjournment:** With no further business before the board, a motion to adjourn was made by Mr. Aiken, seconded by Ms. Powers. All in favor. The meeting adjourned at 8:58 a.m.

Respectfully submitted,

*Peggy Sampson*

**JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION**  
**Resolution Number 11.04.2021.01**  
**to Engage Auditors for Annual Audit**

**WHEREAS**, the Audit Committee met on October 19, 2021 to meet with Bowers & Company CPAs PLLC, and

**WHEREAS**, Bowers & Company presented an engagement letter to audit the financial statements for the year ended September 30, 2021. The fee will be \$6,100 for the audit and \$400 for the preparation of information returns, and

**WHEREAS**, the Audit Committee recommended approval of the engagement letter, 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.

  
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David J. Zembiec, CEO

**JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION**  
**Resolution Number 11.04.2021.02**  
**For Annual Internal Policy and Procedure Review**

**WHEREAS**, on October 15, 2021 the JCLDC Governance Committee met to review the listed policies and procedures. After review and discussion, they recommended the following internal policies for the Board's consideration:

- Proposed Bylaws
- Mission Statement & Proposed Performance Measurements
- Proposed Audit and Finance Committee Charter
- Disposition of Real Property Guidelines
- Proposed Investment Policy with Internal Controls
- Procurement 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.

  
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David J. Zembiec, CEO

A regular meeting of the Jefferson County Local Development Corporation convened on Thursday, November 4, 2021 at 8:00 a.m.

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

Resolution No. 11.04.2021.03

**RESOLUTION OF THE JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION** (the "Corporation") TO MAKE A ONE TIME CONTRIBUTION OF \$17,405 (3%) TO THE JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION 401(K) PROFIT SHARING PLAN FOR THE PLAN YEAR 2021.

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 \$17,405 FOR PLAN YEAR 2021.

This Resolution is to take effect immediately.

  
David J. Zembiec, CEO

**JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION**  
**Resolution Number 11.04.2021.04**

**RESOLUTION TO APPOINT TRUSTEE TO PENSION PLAN**

**WHEREAS**, the Personnel Committee recommended appointing David J. Zembiec as a trustee to the Pension Plan, 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.

  
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David J. Zembiec, CEO



**JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION**  
**Resolution Number 11.04.2021.05**

**RESOLUTION FOR CEO SALARY INCREASE**

**WHEREAS**, the Personnel Committee met on October 22, 2021 to conduct the Annual CEO Evaluation, and

**WHEREAS**, the Personnel Committee recommended a 3% salary increase effective September 27, 2021, 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.

  
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David J. Converse  
Personnel Chair/Authorized Signer