

**Jefferson County Local Development Corporation
Annual Board Meeting Minutes
January 9, 2025**

The Jefferson County Local Development Corporation held its annual board meeting on Thursday, January 9, 2025 in the board room at 800 Starbuck Avenue, Watertown, NY.

Present: Robert E. Aliasso, Jr., W. Edward Walldroff, David Converse, Lisa L’Huillier, Paul Warneck, John Condino, William Johnson, Dawn Robinson, Charles Capone
Zoom: Dr. Gregory A. Gardner

Excused: Rob Aiken

Absent: None

Also Present: Dylan Soper (Deputy County Administrator)
Zoom: Justin Miller, Esq. (Harris Beach), WWNY

Staff Present: Marshall Weir, Jay Matteson, Lyle Eaton, Peggy Sampson, Robin Stephenson

- I. **Call to Order:** Chairman Aliasso called the meeting to order at 8:00 a.m.
- II. **Pledge of Allegiance**
- III. **Privilege of the Floor:** No one spoke.
- IV. **Minutes:** Minutes of the meeting held on December 5, 2024 were presented. A motion to approve the minutes as presented was made by Mr. Walldroff, seconded by Ms. L’Huillier. All in favor. Carried.
- V. **Treasurer’s Report:** Mr. Warneck reviewed the financials for the period ending December 31, 2024. He said that we are at the end of the full twelve-month period and the month looks fine compared to other months. He said that looking at the year’s expenses over revenues is deceiving because it looks like we are short on our revenues, but he noted it’s because of the grant income. He said that everything looks in line with what we had budgeted for calendar year 2024 and said there is one COVID loan that will be considered for write-off. A motion was made by Mr. Condino to accept the financial report as presented, seconded by Mr. Warneck. All in favor. Carried.
 - a. **Resolution No. 01.09.2025.01 to Write Off COVID Loan for Melissa Sampson (Kids R Kids Daycare)** – Chairman Aliasso read the resolution. The loan has been in default for over a year with no response. Staff recommended approval to write off the balance of \$6,133.54 effective December 31, 2024. A motion was made by Mr. Converse to approve the resolution, seconded by Mr. Warneck. Discussion ensued. Mr. Warneck mentioned that this is the first COVID loan write-off which is not bad based off the timeframe we were dealing with and the challenges. Mr. Walldroff asked what the nature of her request was. Ms. Sampson said it was a daycare business. Ms. Stephenson said her business has closed. Mr. Capone asked if there is any recourse for the principals of these loans and asked if we can sue them. Mr. Warneck said that we looked at the cost to go after a small amount and determined that we are going to spend more to collect less. Mr. Walldroff asked if this will show up on her credit report and suggested the board consider some kind of reporting. Dr. Gardner said that he agreed and indicated that there should be consequences for not repaying. Mr. Condino asked if Attorney Miller has any

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Resolution No. 01.09.2025.01 to Write Off COVID Loan for Melissa Sampson (Kids R Kids Daycare) continued -

input. Attorney Miller said there could be a confession of judgment. He asked if they are in the wind in terms of engagement with staff. Mr. Weir said there has not been any response. Attorney Miller said the amount owed doesn't justify going to get a default judgment and filing that and chasing it. He asked if there is any security on these loans. Board members/staff said no. He asked if they are in still in business locally. Board members/staff said no. He said there are ways that we could publically file things without securing a judgment to document the debt and he can help with that or at the very least send out a final demand letter to show that we are trying to protect the public cash asset and try to reconcile it in some fashion. Mr. Walldroff asked about reporting to a credit agency. Attorney Miller asked if we were given the social security number and the right to review their financial records at loan closing. Ms. Sampson said that we did a credit report initially. Attorney Miller said that typically when they provide financial information there is some boilerplate language, but he doesn't know if it was utilized. He said essentially, we could act like a bank and report their balance every month if the document allowed for it. Mr. Converse said that he thinks we need to amend our lending policy to indicate that defaults will be reported to a credit agency. The board instructed staff to look at the file to do what is legal and right and consult with Attorney Miller if needed. Attorney Miller said that we should take care of the accounting now to write off the balance but noted that it doesn't prohibit us from collection efforts. Resolution carried.

VI. Committee Reports:

a. Audit Committee

- i. Resolution No. 01.09.2025.02 to Engage Auditors for Annual Audit – Mr. Warneck reviewed the committee meeting minutes. The Audit Committee met on December 13, 2024 and recommended approval of the engagement letter presented by Bowers CPAs. The total fee is \$13,500 which includes the financial statement audit, the single audit, information returns, and forms. A motion was made by Mr. Warneck to approve the resolution, seconded by Mr. Condino. All in favor. Carried.**

b. Personnel Committee

- i. Resolution No. 01.09.2025.03 to Establish Percentage for Discretionary Contribution for year ending 12/31/24 – Mr. Walldroff reviewed the committee meeting minutes. The Personnel Committee met on December 13, 2024 and recommended 3% for the discretionary contribution to the 401(k) plan, which amounts to \$15,572. A motion was made by Mr. Johnson to approve the resolution, seconded by Dr. Gardner. All in favor. Carried.**

Mr. Converse explained the rationale behind the discretionary contribution for the benefit of new board members. He said the board agreed to an optional amount as a way to balance out for the employees when the organization moved away from the NYS Retirement System. Mr. Converse thanked Attorney Miller for walking the board through that process.

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- ii. **Proposed Employee Handbook** – Mr. Weir said the changes were proposed by the professional consultant to update the employee handbook to include best practices. The Personnel Committee recommended the changes to the employee handbook. A motion was made by Mr. Condino to approve the employee handbook, seconded by Mr. Warneck. All in favor. Carried.
- iii. **Resolution No. 01.09.2025.04 for CEO Salary Increase** – Mr. Warneck said the committee was pleased with Mr. Weir’s performance. The Personnel Committee recommended a salary increase to \$125,000 effective December 16, 2024. A motion was made by Ms. L’Huillier to approve the resolution, seconded by Mr. Johnson. All in favor. Carried.

Mr. Walldroff said the committee discussed staffing and indicated that Mr. Weir stated that there is a comfort level with the workload. Mr. Weir said it is going smoothly. It was noted that staff received an annual pay raise of 3%, which is in line with the County pay raises. Mr. Weir said one employee received a 4% raise.

WWNY joined the meeting via Zoom at 8:30 a.m.

c. Governance Committee

- i. **Resolution No. 01.09.2025.05 to Annual Internal Policy and Procedure Review** – The Governance Committee met on December 13, 2024 to review the bylaws, mission statement/performance measurements, the disposition of real property guidelines, investment policy with internal controls, and the procurement policies. There were no changes. They recommended the proposed anti-nepotism policy. It was noted that the 2024 performance measurement results will be reviewed at the March board meeting. A motion was made by Mr. Walldroff to approve the resolution, seconded by Mr. Warneck. All in favor. Carried.
- ii. **Summary Results of Confidential Evaluation of Board Performance** – The Governance Committee reviewed the board evaluations. A motion was made by Mr. Walldroff to accept the summary results, seconded by Mr. Johnson. All in favor. The summary will be sent to the ABO.

VII. Council Reports:

- a. **Ag** – Mr. Matteson updated the board on the following:
 - ARPA Grant Program – Mr. Matteson said that he continues to work on the program and will get out the final application shortly.
 - Manufacturers Lunch – Mr. Matteson said that he is helping to coordinate a lunch with manufacturers as part of an outreach program.
 - Byrne Dairy – Mr. Matteson said that he has a meeting scheduled with Byrne Dairy in Syracuse to build and maintain a relationship and to learn more about their operation.

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- Dairy Farmers of America (DFA) - Mr. Matteson said that the DFA is experiencing a change in leadership in the northeast so he will have a meeting with their new vice president at the end of the month to talk about the dairy industry.
- Podcast – Mr. Matteson said that he is going to schedule a podcast with Congresswoman Tenney to talk about the important issues going on in agriculture.
- Working with DANC – Mr. Matteson said that Jefferson, Lewis and St. Lawrence Counties have been working through the DANC connection to create a series of marketing videos on agribusiness, tourism, and manufacturing. He said that he will share the links when they are finished.
- Avian Influenza – Mr. Matteson mentioned the concern across the nation and noted that it is driving up the cost of eggs. He said there are no recent cases in Jefferson County.

- b. **Manufacturing** – Ms. Stephenson said she is working with Lewis County to prepare the agenda for the upcoming spring Jeff-Lewis Manufacturers Alliance meeting. She said that they will also be discussing Manufacturing Day tours for later this year.
- c. **Marketing** – Mr. Weir said that he received monthly reports from Strategic Development Specialists yesterday and will share them with board members.

Mr. Weir mentioned the concept for the Business Complex at the Watertown Airport that BCA created several years ago. He said that he will meet with them to review changes that have occurred and get an updated design of the park to be able to market it in the future. Mr. Walldroff suggested reaching out to local developers (i.e. Mike Lundy, Dan Voss, etc.) to get their input.

Dr. Gardner left the meeting at 8:58 a.m.

VIII. Unfinished Business:

- 1. **ARPA Fund Reports (Round One and Two)** – Updated spreadsheets showing the grant fund activities were provided in the board packet. Ms. Stephenson said that she will focus on the unallocated funds this month. She said the grant funds have had a good impact locally and reported that we have helped 213 small businesses.

IX. Counsel: None.

X. New Business:

- 1. **Proposed Committee Structure** – Mr. Matteson mentioned that a bio was included in the packet for Nicole Ingram who will represent agribusiness on the Ag Council. A motion was made by Mr. Warneck, seconded by Mr. Converse to approve the committee structure. All in favor. Carried.

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2. **Child Care Training Contract with Jefferson Community College and Onondaga Community College (for Cohort 5)** – A \$10,000 request from JCC to continue support for the Home-Based Child Care Training Program for Cohort 5. The program has resulted in 70 new childcare slots available in our community. A motion was made by Mr. Converse to approve the Memorandum of Agreement between JCC, OCC, and JCLDC, seconded by Mr. Warneck. All in favor. Carried.
3. **ARPA Small Business Productivity Improvement Grant Recommendation** – The committee recommended the following grant recommendation:

Keddy Family Chiropractic	\$10,000
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Mr. Weir said the business will be purchasing an EVO Q27 IV laser to help decrease the amount of time needed to treat both spinal and joint pain which will increase productivity of staff's time to be more efficiently utilized.

A motion was made by Mr. Condino to approve the grant recommendation, seconded by Ms. L'Huillier. All in favor. Carried.

Executive Session

At 9:05 a.m. a motion was made by Mr. Warneck to enter into an executive session for legal advice, seconded by Mr. Walldroff. All in favor. Board Members, LDC Board Members Robinson and Capone, Deputy County Administrator Soper, Staff, and Attorney Miller remained.

At 9:42 a.m. a motion was made by Mr. Warneck to leave the executive session, seconded by Mr. Converse. All in favor. No action was taken.

- XI. **Adjournment:** With no further business before the board, a motion to adjourn was made by Mr. Condino, seconded by Mr. Johnson. All in favor. The meeting was adjourned at 9:44 a.m.

Respectfully submitted,

Peggy Sampson

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 01.09.2025.01

RESOLUTION FOR AUTHORIZING A WRITE-OFF TO THE COVID LOAN FUND
TO
Melissa Sampson (Kids R Kids Daycare)


WHEREAS, Melissa Sampson is in default and has provided no response, and

WHEREAS, Staff recommends approval to write off the COVID loan with an outstanding balance of \$6,133.54 effective December 31, 2024, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Local Development Corporation that it herein approves the request to write off this account 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.



Robert E. Aliasso, Jr.
Chairman

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 01.09.2025.02
to Engage Auditors for Annual Audit

WHEREAS, the Audit Committee met on December 13, 2024 to meet with Bowers CPAs and Advisors, PLLC, and


WHEREAS, Bowers presented an engagement letter for the period of January 1, 2024 – December 31, 2024. The fee for the financial audit is \$8,500, plus \$3,300 for the Single Audit, \$300 for the NYS Investment Report, and \$1,400 for the preparation of the information returns and online filing of the NYS CHAR500 for a total of \$13,500, 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.



Robert E. Aliasso
Chairman

An annual meeting of the Jefferson County Local Development Corporation convened on Thursday, January 9, 2025 at 8:00 a.m.

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


Resolution No. 01.09.2025.03

RESOLUTION OF **THE JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION** (the "Corporation") TO MAKE A ONE TIME CONTRIBUTION OF \$15,572 (3%) TO THE JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION 401(K) PROFIT SHARING PLAN FOR THE PLAN YEAR 2024.

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 \$15,572 FOR PLAN YEAR 2024.

This Resolution is to take effect immediately.



Robert E. Aliasso
Chairman

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 01.09.2025.04

RESOLUTION FOR CEO SALARY INCREASE

WHEREAS, the Personnel Committee met on December 13, 2024, to conduct the Annual CEO Evaluation of F. Marshall Weir, and

WHEREAS, the Personnel Committee recommended a salary increase to \$125,000 effective December 16, 2024, 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.



Robert E. Aliasso, Jr.
Chairman

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 01.09.2025.05
For Annual Internal Policy and Procedure Review

WHEREAS, on December 13, 2024 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:

- Bylaws
- Mission Statement & Performance Measurements
- Disposition of Real Property Guidelines
- Investment Policy with Internal Controls
- Procurement Policy
- Proposed Anti-Nepotism 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.



Robert E. Aliasso, Jr.
Chairman