

**Jefferson County Local Development Corporation
Board Meeting Minutes
January 8, 2026**

The Jefferson County Local Development Corporation held its board meeting on Thursday, January 8, 2026, in the board room at 800 Starbuck Avenue, Watertown, NY.

Present: Robert E. Aliasso, Jr., William Johnson, Lisa L'Huillier, Paul Warneck, John Condino, Charles Capone, Dr. Dawn M. Robinson, Rob Aiken, Dr. Gregory A. Gardner

Excused: W. Edward Walldroff, David Converse

Absent: None

Also Present: Bill Vargulick (Town of LeRay Assessor), Ryan Piche (Jefferson County Administrator), Craig Fox (Watertown Daily Times)

Zoom: Justin Miller, Esq. (Harris Beach), Josh Hartshorne (South Jefferson School District)

Staff Present: Marshall Weir, Jay Matteson, Dorena Kimball, Peggy Sampson, Robin Stephenson

- I. Call to Order:** Chairman Aliasso called the meeting to order at 8:05 a.m.
- II. Pledge of Allegiance**
- III. Privilege of the Floor:** No one spoke.
- IV. Minutes:** Minutes of the meeting held on December 4, 2025 were presented. A motion to approve the minutes as presented was made by Mr. Aiken, seconded by Mr. Condino. All in favor. Carried.
- V. Treasurer's Report:** Mr. Warneck reviewed the financials for the period ending December 31, 2025. A motion was made by Mr. Warneck to accept the financial report as presented, seconded by Dr. Robinson. All in favor. Carried.
- VI. Committee Reports:**
 - a. Audit Committee**
 - i. Resolution No. 01.08.2026.01 to Engage Auditors for Annual Audit –** The Audit Committee met on December 12, 2025 and recommended approval of the engagement letter presented by Bowers & Company CPAs, PLLC. The total fee is \$12,600 which includes the financial statement audit, PARIS reporting, maintenance of capital asset and depreciation schedules, maintenance of lease records and amortization schedules and preparation of the information returns. A motion was made by Mr. Johnson to approve the resolution, seconded by Mr. Warneck. All in favor. Carried.
 - b. Personnel Committee**
 - i. Resolution No. 01.08.2026.02 to Establish Discretionary Contribution for 401(k) Plan for year ending 12/31/25 –** The Personnel Committee met on December 12, 2025 and recommended \$14,554 for the discretionary contribution to the 401(k) plan. A motion was made by Mr. Aiken to approve the resolution, seconded by Mr. Condino. All in favor. Carried.

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- ii. **Resolution No. 01.08.2026.03 for CEO Salary Increase** – The Personnel Committee recommended a salary increase to \$129,000 for Mr. Weir effective January 1, 2026. A motion was made by Mr. Condino to approve the resolution, seconded by Mr. Johnson. All in favor. Carried.

c. Nominating Committee

- i. **Resolution No. 01.08.2026.04 to Elect Officers for the 2026 CY** – The Nominating Committee met on December 12, 2025 to recommend the following slate of officers: Chairman – Robert E. Aliasso, Jr., Vice Chairman – W. Edward Walldroff, Treasurer – Paul J. Warneck, and Secretary – Dr. Gregory A. Gardner. A motion was made by Mr. Aiken to approve the resolution, seconded by Ms. L’Huillier. All in favor. Carried.

d. Governance Committee

- i. **Resolution No. 01.08.2026.05 for Annual Internal Policy and Procedure Review** – The Governance Committee met on December 12, 2025 to review the proposed bylaws, the mission statement/performance measurements, the disposition of real property guidelines, the proposed investment policy with internal controls, and the procurement guidelines. A motion was made by Mr. Johnson to approve the resolution, seconded by Mr. Condino. All in favor. Carried.

Dr. Gardner joined the meeting at 8:17 a.m.

- ii. **Summary Results of Confidential Evaluation of Board Performance** – The Governance Committee reviewed the board evaluations. The results will be sent to the ABO. A strategic planning session will be held within the next several months to improve areas of concern.

VII. Council Reports:

- a. **Ag** – Mr. Matteson reported on the following:
 - Local dairy farms – have been meeting with them since the beginning of the year to get a better handle on what is going on with the dairy industry locally.
 - Forum – attended at the North Harbor Dairy Gathering Barn that was put on by a consulting firm called Ever.Ag. They brought in Mike North who talked about the dairy outlook for 2026 – what is happening in the industry and what we can expect.
 - Annual Ag Conference – will be held on March 27th at the Hilton Garden Inn. Speakers will include Richard Ball, the NYS Ag & Markets Commissioner and Dr. Todd Schmitt who will give an update on the economic impact analysis since it is the five-year anniversary of that study. The third part that does not have a speaker yet is to look at the impact of AI on agriculture in a panel discussion, then there will be a town hall meeting for any topic in agriculture involving the speakers.
- b. **Manufacturing** – Ms. Stephenson said she will be visiting existing clients this spring to see how they are doing. Mr. Weir said December was busy working with manufacturers through regulatory concerns they had.
- c. **Marketing** – No update.

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Chairman Aliasso recognized Lyle Eaton's many years of service and indicated that his last day will be January 23, 2026. Mr. Weir said he is an incredible asset to our community here and in previous roles throughout his career.

VIII. Unfinished Business:

- 1. Resolution No. 01.08.2026.06 for Granting Bank Account Access to the CFO** – A motion was made by Mr. Warneck to approve the resolution, seconded by Dr. Robinson. All in favor. Carried.
- 2. ARPA Fund Reports (Round One and Two)** – Updated spreadsheets showing the grant fund activities were provided in the board packet. Ms. Stephenson said things are moving along even though December was a little slow. There will be a few reimbursements in January.

Justin Miller joined the meeting via Zoom at 8:31 a.m.

IX. Counsel: None.

X. New Business:

- 1. Internal Loan Review Risk Rating for YE 2025** – The RLF reserve for credit losses for 2025 is \$21,129. A motion was made by Mr. Warneck to approve the rating, seconded by Mr. Condino. All in favor. Carried.
- 2. Proposed Committee Structure** – A motion was made by Dr. Robinson to approve the committee structure, seconded by Mr. Aiken. All in favor. Carried.

XI. Adjournment: With no further business before the board, a motion to adjourn was made by Ms. L'Huillier, seconded by Dr. Robinson. All in favor. The meeting was adjourned at 8:35 a.m.

Respectfully submitted,

Peggy Sampson

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 01.08.2026.01
to Engage Auditors for Annual Audit

WHEREAS, the Audit Committee met on December 12, 2025 to meet with Bowers & Company CPAs, PLLC, and

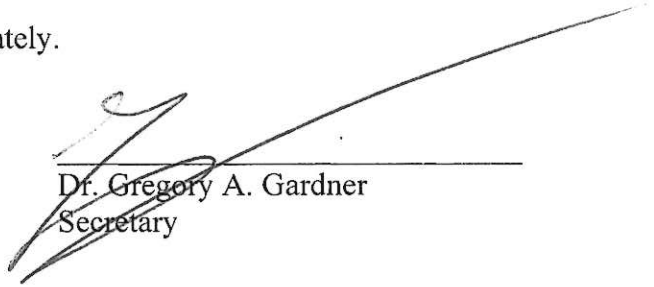
WHEREAS, Bowers presented an engagement letter for the period of January 1, 2025 – December 31, 2025. The fee for the financial statement audit is \$9,500, plus \$300 for PARIS reporting, \$300 for maintenance of capital asset and depreciation schedules, \$500 for maintenance of lease records and amortization schedules, and \$2,000 for the preparation of the information returns for a total of \$12,600, 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.



Dr. Gregory A. Gardner
Secretary

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 01.08.2026.02

**RESOLUTION TO ESTABLISH DISCRETIONARY CONTRIBUTION FOR THE
401(K) PLAN FOR YEAR ENDING 12/31/2025**

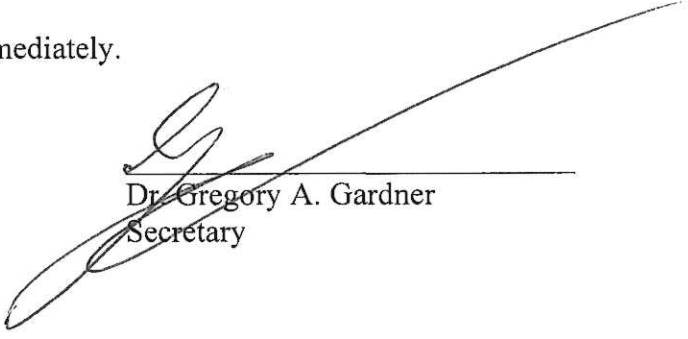
WHEREAS, the Personnel Committee met on December 12, 2025 to establish a discretionary contribution to the 401(k) Plan for year ending December 31, 2025, and

WHEREAS, the Personnel Committee recommended a discretionary contribution in the amount of \$14,554, 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 purpose of this Resolution.

This resolution is to take effect immediately.



Dr. Gregory A. Gardner
Secretary

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 01.08.2026.03

RESOLUTION FOR CEO SALARY INCREASE

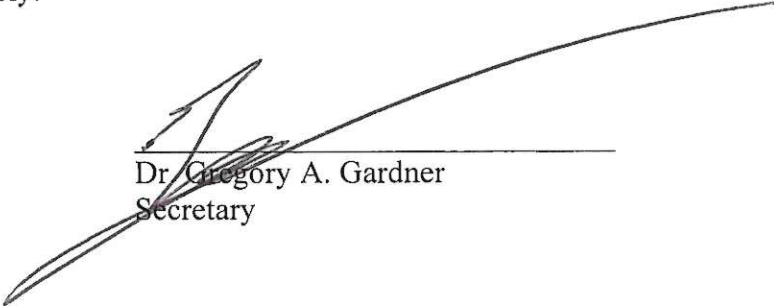
WHEREAS, the Personnel Committee met on December 12, 2025, to conduct the Annual CEO Evaluation of F. Marshall Weir, and

WHEREAS, the Personnel Committee recommended a salary increase to \$129,000 effective January 1, 2026, 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.



Dr. Gregory A. Gardner
Secretary


JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 01.08.2026.04
For Election of Officers

WHEREAS, the Nominating Committee met on December 12, 2025 and recommended the following slate of officers for the 2026 calendar year:

Chairman	Robert E. Aliasso, Jr.
Vice Chairman	W. Edward Walldroff
Treasurer	Paul J. Warneck
Secretary	Dr. Gregory A. Gardner, 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.



Dr. Gregory A. Gardner
Secretary

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 01.08.2026.05
For Annual Internal Policy and Procedure Review

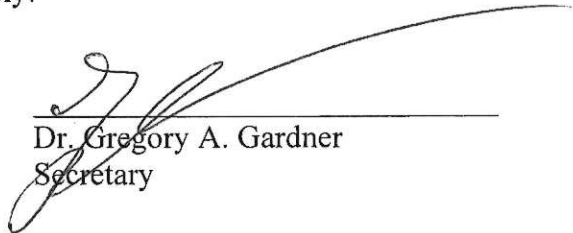
WHEREAS, on December 12, 2025 the JCLDC Governance Committee met to review the listed policies and procedures. After review and discussion, they recommended the following internal policies for the Board's consideration:

- Proposed Bylaws
- Mission Statement & Performance Measurements
- 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.



Dr. Gregory A. Gardner
Secretary

JEFFERSON COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution Number 01.08.2026.06
For Granting Bank Account Access to the Chief Financial Officer

WHEREAS, the JCLDC maintains certain bank accounts with Watertown Savings Bank, and

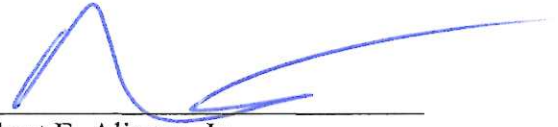
WHEREAS, the Board of Directors deems it in the best interest of the JCLDC to authorize Dorena L. Kimball, CFO, to have access to the JCLDC's bank accounts with written approval of the CEO or Deputy CEO for the purpose of managing financial operations as follows:

- View balances and transaction information
- Deposit, withdraw, and transfer funds
- Initiate and approve wire transfers or electronic payments
- Open and close accounts (with board approval), as necessary, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Local Development Corporation that it herein authorizes Dorena L. Kimball, CFO, access to the JCLDC bank accounts at Watertown Savings Bank 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