

**Watertown Industrial Center Local Development Corporation
Board of Directors' Meeting
Minutes
August 15, 2006**

The Watertown Industrial Center Local Development Corporation held its regular board meeting on Tuesday, August 15, 2006 in the board room of the Jefferson County Job Development Corporation office, 800 Starbuck Avenue, Watertown, New York.

Present: John Doldo Jr., Robert Juravich, Paul Morgan, William Fulkerson

Others Present: Bill Gebo, Peggy Sampson, Lyle Eaton, James Fayle, 7 News

Excused: Donald Rutherford, Nickolas Darling, Carolyn Fitzpatrick

Absent: None

- I. **Call to Order:** Mr. Fulkerson called the meeting to order at 10:04 a.m.
- II. **Minutes:** The minutes of the meeting held June 20, 2006 were presented for approval. A motion was made by Mr. Doldo to approve the minutes as presented, seconded by Mr. Juravich. All in favor. Carried.
- III. **Treasurer's Report:** Mr. Eaton reviewed the financials for the periods ending June 30, 2006 and July 31, 2006. Mr. Eaton will look into the \$27,000 difference on the June 30 income statements. It was requested that a comparable balance sheet be added or supplied next to the current year balance sheet. Mr. Eaton reported that Z-Star Inc. has been referred to counsel. A motion was made by Mr. Doldo to approve the financials for the periods ending June 30, 2006 and July 31, 2006, seconded by Mr. Morgan. All in favor. Carried.
- IV. **Correspondence:**

Chapin Watermatics – Chapin Watermatics has decided to exercise their option to extend their current lease of Building D for three of the five years. The period would commence on October 1, 2006 and terminate on September 30, 2009. Per the original lease terms the annual rates will be as follows: Base Rent \$1.10; Taxes \$0.30; Maintenance \$0.12. The total rate is \$1.52 x 34,200 sq. ft. = \$51,984.00 annual rent, or \$4,332.00 monthly. They also request the right to extend the option of the lease for two additional years, making a total of five years, as allowed by the lease. If the two additional years of the option period are utilized, they will agree to pay an additional annual rent rate of \$0.31 for insurance. This would be an additional annual rent of \$10,602.00, or \$883.50 per month. If they pay the insurance, they will reserve the right to insuring the building themselves.

Mr. Gebo reported that the lease prevents the WIC from increasing any of their rental rates over the next five years. Mr. Gebo requested Chapin to pay an additional \$0.31/sq. ft. to cover the cost of insuring Building D, which they rejected at this time. Chapin responded that if they can maintain profitability then they would reconsider the request.

A motion was made by Mr. Juravich to approve the acceptance for the three year option period, seconded by Mr. Doldo. All in favor. Carried.

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V. Committee Reports:

Facility Update – Mr. Gebo gave the following update:

Paving – Mr. Gebo reported that the County will begin the paving project at Building C by the end of the week. Mr. Gebo indicated that General Signal has approved.

Converse Labs Wall – Mr. Gebo indicated that the outside wall will be sided. He is currently getting proposals.

Electric Light Project – Mr. Gebo indicated that he is implementing a new program called Total Electric Control (TEC) in all common areas.

Staples – Mr. Gebo reported that WIC created a group with Staples for the Tenants to use to get corporate savings while ordering supplies. Tenants will be responsible for their own ordering and payments.

Storage fee – Mr. Gebo reported that he has started charging tenants a storage fee for space that is being used outside of their leased space. He supplied tenants with a 30 day notice.

Insurance – Mr. Gebo spoke with Joe LaClair of Haylor, Freyer & Coon. Joe informed Mr. Gebo that there has been a 30% savings. Commercial Property insurance is between \$21-22,000 and the General Liability is approximately \$30,000 for an approximate total of \$50,000.

Capital Improvement Fund – Mr. Gebo indicated that he has started the capital improvement fund.

Leases/Prospects – The lease information spreadsheet was supplied in the packets for review. The Leases and Prospects sheet showed two new leases for 315 Customs and Upstate Construction and one renewal lease for AFLAC NY. Mr. Gebo reported that he spoke to General Signal's attorney for 315 Customs and was told there were no problems. There were no prospects to report at this time.

VI. Unfinished Business:

JCJDC/WICLDC Service Agreement – A memo from Dave Converse, President for the JCJDC Board, was included in the packets indicating that the JDC had to regretfully increase the service agreement amount from \$35,000 to \$50,000 due to rising costs.

A motion was made by Mr. Doldo to approve the increase in the service agreement amount from \$35,000 to \$50,000, seconded by Mr. Juravich. All in favor. Carried.

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VII. New Business:

Bylaws Amendment – Mr. Gebo has been working with attorney Keith Caughlin for reviewing and updating the bylaws. The sections that were updated were Page 3 Section 7: Order of Business – now follows the Agenda; Page 4-8 Article V – Officers – was updated; and Page 5 Article VI – Committees – added governance and audit committees.

A motion was made by Mr. Juravich to approve waiving the 10 days notice for amending the bylaws, seconded by Mr. Morgan. All in favor. Carried.

A motion was made by Mr. Morgan to approve the amended bylaws as presented, seconded by Mr. Juravich. All in favor. Carried.

Mr. Fayle suggested that the WIC Board meet quarterly. It was decided by the board to meet every other month for a trial period. Mr. Fayle indicated that monthly financial statements and tenant/lease updates will continue to be sent monthly.

Mr. Doldo suggested that WIC talk to other sister agencies to inform them about the WIC and the improvements that have been made.

Mr. Juravich suggested going back to the original funders for outside improvements (i.e. new roofs) that need to be done.

A request for board members to each have a binder including items such as bylaws, minutes, financials, and so on.

Disability Insurance – In order for the staff members to get final certification to be able to abate asbestos, it is required to have disability insurance. Mr. Juravich suggested that Mr. Eaton look into the NYS Retirement System to see if anything is covered or available. The cost through Guardian for short-term statutory for three males is \$78.83 per year and for long-term for three males is \$341 per year.

A motion was made by Mr. Juravich to approve the short-term statutory disability insurance from Guardian if not covered by NYS Retirement System, seconded by Mr. Doldo. All in favor. Carried.

Mr. Gebo distributed a WCBI Tenant Appreciation Cookout flyer to all board members. There will be a facility tour from 10:30 – 11:30 a.m. and a cookout from 12:00 – 3:00 p.m. located between buildings B and C. Mr. Gebo encouraged all board members to attend.

VIII. Adjournment: With no further business before the board, a motion was made to adjourn by Mr. Doldo, seconded by Mr. Juravich. All in favor. The meeting adjourned at 11:05 a.m.