

**Watertown Industrial Center Local Development Corporation
Board of Directors' Meeting
May 10, 2011
Minutes**

The Watertown Industrial Center Local Development Corporation held its regular board meeting on Tuesday, May 10, 2011 in the boardroom of the WCBI, 800 Starbuck Avenue, Watertown, New York.

Present: Donald Rutherford, Kevin Jordan, Carolyn Fitzpatrick, Paul Morgan, Nickolas Darling, William Fulkerson, John Doldo Jr.

Others Present: Billy Soluri, Donald Alexander, Lyle Eaton, David Zembiec, Peggy Sampson, Keith Caughlin, Esq., Patrick Currier, and Ed Sampson.

Excused: None

Absent: None

- I. **Call to Order:** Mr. Rutherford called the meeting to order at 8:35 a.m.
- II. **Pledge of Allegiance**
- III. **Minutes:** The minutes of the meeting held February 15, 2011 were presented for approval. A motion was made by Mr. Darling to approve the minutes as presented, seconded by Mr. Jordan. All in favor. Carried.
- IV. **Treasurer's Report:** Mr. Eaton indicated that there were three months worth of financials in the packets from January 31, 2011 through March 31, 2011. Mr. Eaton reviewed the statements ending March 31, 2011. A motion was made by Mr. Doldo to approve all of the financial statements as presented, seconded by Ms. Fitzpatrick. All in favor. Carried.

Mr. Rutherford indicated that Agenda would be adjusted to allow guests to speak to the board.

V. Unfinished Business:

- a. **Junction Boyz Agreement** – Mr. Sampson spoke about the history of his business since becoming a tenant at the WCBI. He said that his business is dependent on military, which impacts the cash flow. The discussion turned to the request for Mr. Sampson's personal financial statements. Mr. Sampson felt that he has been a good tenant from the start, knowing that he was coming into the facility that had a leaky roof that was going to be replaced. He felt that other repairs such as insulation and ceiling fans would have helped with heat loss and would have saved on the utility bill as well. He also made it a point to say that he did not come to the Board to complain about the leaky roof or repairs, but he could have. After a long conversation, Mr.

WICLDC
Directors' Meeting Minutes
May 10, 2011
Page 2

Sampson said that he has been asked to provide his financials on several occasions, even prior to falling behind on his rent.

Mr. Sampson indicated that he would continue to pay his rent off of the repayment plan, but objects to the request for financial statements and confession of judgment because he feels that he will be backing himself into a corner.

Mr. Soluri indicated that Mr. Sampson has made the agreed upon payments since the agreement was put in place and has made the payments on time.

Mr. Morgan felt that Mr. Sampson should be required to provide the financials.

At this time, the board felt that Mr. Sampson should be excused and that Staff would continue to communicate with him.

At 9:13 a.m., a motion was made by Mr. Fulkerson to move into Executive Session to discuss the negotiations of the proposed contract for Junction Boyz Inc., seconded by Mr. Jordan. All in favor. Staff along with Attorney Caughlin and Board members, remained.

At 9:49 a.m., a motion was made by Mr. Fulkerson to adjourn the Executive Session and convene the annual board meeting, seconded by Mr. Doldo. All in favor. Mr. Doldo made a motion to table the proposed agreement, seconded by Mr. Jordan. All in favor. Carried.

VI. Correspondence:

- b. Aubertine & Currier – EPDM/Foam Comparison** – Patrick Currier distributed a memo that included the bid numbers to replace the Building C roof. He indicated that a section of the upper roof was torn off several weeks ago during a windstorm and suggested that they tear off the upper roof and replace it with a rubber roof. He said that his firm sent out bid documents and received them Friday. He indicated that Insulex was not per the specs, but was allowed to be submitted, although he is not that familiar with that particular type of roofing system. He said that the spray foam would only have a 10-year warranty.

Mr. Soluri said that the insurance adjuster was at the facility yesterday and that the bid could not be awarded until the report is received which could take three to seven days. However, he said the board could enter into the agreement contingent upon the cost of the project not exceeding our policy limits.

WICLDC
Directors' Meeting Minutes
May 10, 2011
Page 3

After discussion, a motion was made by Mr. Doldo to enter into an agreement with RSI Roofing to replace the upper roof contingent upon the cost of the project being within our Insurance policy limits.

Building B Roof Replacement – Mr. Soluri indicated that Brenden Healy from Empire State Development called wanting to know the status of the Building A roof replacement project. Mr. Zembiec indicated that he would be contacting him to determine if Building B could be included with the blueprint grant.

Mr. Soluri indicated that he would recommend that the back half of Building B be demolished, but that can be discussed further at next month's meeting.

Due to construction timing, the board authorized Aubertine & Currier to prepare the Building B bid documents up to the point of sending out the RFP. The board asked Staff to look into scrap value of Building B.

VII. Correspondence:

- a. **SVI-Golder Associates Progress Report** – Mr. Soluri indicated that the Progress Report was activities completed from April 1 – April 30. He also indicated that the report should be received soon.

VIII. Committee Reports:

- a. **Facility Update** – Mr. Soluri said that the fire sprinkler inspection was completed and there were two deficiencies. He said that the heads are older than 50 years. He also mentioned that some of the heads had obstructions to their spray pattern.
- b. **Leases/Prospects** – Mr. Soluri said that Hawkeye Decoys executed a one-year lease. He also said that there is currently one prospect looking to lease 1,700-2,000 square feet.

IX. Unfinished Business:

- b. **Brookfield Power Lease Agreement** – Mr. Soluri indicated that Brookfield Power is in agreement with Capital Improvement Reserve Fund Clause and the Early Termination Clause that Attorney Caughlin built into the proposed lease agreement. He also indicated that they are ready to execute the agreement. After a brief discussion, a motion was made by Mr. Morgan to accept the terms of the lease, seconded by Ms. Fitzpatrick. All in favor. Carried.

X. New Business

**WICLDC
Directors' Meeting Minutes
May 10, 2011
Page 4**

- a. ServPro LHI Increase** – Due to the inconvenience the roof leaks have caused and having to move from their original space, the WICLDC is covering the cost of constructing the offices and other minor space improvements. The Tenant has requested an exterior door be installed to allow access into their space without the need of a garage door opener. Staff recommended that the Board increase the LHI loan by a maximum of \$6,200 and to allow for the installation of the exterior door and canopy. After discussion, a motion was made by Mr. Morgan to approve the request contingent upon staff receiving the financial statements, seconded by Mr. Doldo. All in favor. Carried.

A second motion was made by Ms. Fitzpatrick to enter into a contract with P&M Construction for \$5,747 for the installation of the exterior door and canopy, seconded by Mr. Morgan. All in favor. Carried.

- b. Building A HVAC Condenser Power – NYTRIC Proposal** – Mr. Soluri indicated that the four condenser units relating to the Building A HVAC upgrade project are ready to be installed. However, due to facility issues and staff setbacks, Mr. Soluri requested NYTRIC to supply a cost to bring power from the tenant's panel to the outside of the building and terminate it into disconnects, where staff would then take it the rest of the way to the condensers to complete the install. The proposal is \$3,975. After discussion, a motion was made by Mr. Doldo to authorize staff to enter into a contract with NYTRIC for \$3,975, seconded by Mr. Jordan. All in favor. Carried.
- c. Proposed Operating Budget 7/1/11 – 6/30/12** – The proposed budget was included in the packets for review. After a brief discussion, a motion was made by Mr. Fulkerson to approve the proposed budget as presented, seconded by Mr. Doldo. All in favor. Carried.
- d. Consideration of Proposed Committee Structure** – A motion was made by Mr. Doldo to approve the proposed committee structure, seconded by Mr. Fulkerson. All in favor. Carried.

- XI. Adjournment:** With no further business before the Board, a motion was made to adjourn by Mr. Doldo, seconded by Ms. Fitzpatrick. All in favor. The meeting adjourned at 10:43 a.m.