

**Watertown Industrial Center Local Development Corporation
Board of Directors Meeting
August 21, 2018
Minutes**

The Watertown Industrial Center Local Development Corporation held its regular board meeting on Tuesday, August 21, 2018 in the Watertown Industrial Center board room, 800 Starbuck Avenue, Watertown, New York.

Present: Robert Cantwell III, Don Rutherford, Kent Burto, Mark Bellinger

Excused: Michelle Capone, Francis Murray, J. Paul Morgan,

Staff: Billy Soluri

Others Present: Keith Caughlin, Schwerzmann & Wise PC, Marcus Wolfe Watertown Daily Times.

- I. Call to Order:** The meeting was called to order at 8:32 AM.
- II. Meeting Minutes:** Motion by K. Burto and second by R. Cantwell III to accept the minutes from the June 19, 2018 meeting. All in favor; motion carried.
- III. Financial Report:** B. Soluri presented financials for both June and July 2018. B. Soluri noted an operating profit of \$1,926.01 for the month of June, and \$2,716.74 for the month of July prior to depreciation of \$11,941.29. B. Soluri noted that between the months of June and July the general checking balance had positive growth. B. Soluri noted the Leasehold Improvement Fund had decreased by \$40,660.00 as a result of paying liabilities relating to the Back of Bldg. A project. K. Caughlin stated this would then be reimbursed once the loan proceeds have been received by the WIC. B. Soluri noted that once the WIC receives the loan proceeds for this project he would transfer \$40,660 back into the LHI account which is the difference between the LHI disbursements and the Jain LHI loan of \$112,000.00.

B.Soluri noted the \$60,000 from the State once received will be deposited into the Capital Reserve account along with a portion of the loan proceeds to bring the balance of this account to pre-project, the remaining loan proceeds will remain in the general fund. D. Rutherford asked if we had an update on the State disbursement. Mr. Soluri stated that Mr. John VanDeLoo of ESD felt the WIC should receive the grant disbursement in October - November time frame.

B.Soluri noted that Acadia Energy is past due on their rent by several months. B. Soluri stated that Mr. John Bay of Acadia Energy told him they would bring the account current in the next couple of weeks, at which point he would like to request being released from the rest of their lease obligation as their need for the space has changed. B. Soluri stated that he informed Mr. Bay that until his account is brought current the WIC would not be willing to entertain the request of being released early from their lease. B. Soluri noted their lease expires in February 2019. On a motion by M. Bellinger and second by K. Burto the financial statements for June 2018 and July 2018 were accepted. All in favor; motion carried.

IV. Correspondence:

- i. B. Soluri reported that Empire State Development informed him that the next process relating to the grant would be to have the Grand Disbursement Agreement Doc approved at the Empire State Board in New York City, which is anticipated to occur in the next 30 days.

B. Soluri reported that Central Insurance conducted their annual Loss Control Survey and submitted their report dated July 16, 2018. B. Soluri stated the letter noted that no recommendations were being submitted.

V. Committee Reports

- i. B. Soluri reported that he had hired Geno Santamarina with a start date of July 11, 2018. He noted that Mr. Santamarina is a cousin of his and had been employed by restaurants in the Sackets Harbor area over the last few years. B. Soluri stated this was a good opportunity for Mr. Santamarina to expand his work experience. B. Soluri stated that Mr. Santamarina was hired at \$11.75 per hour with full time hours. B. Soluri noted that tenants have already giving Mr. Santamarina positive feedback for his efforts. B. Soluri stated he may still bring on another individual before winter arrives so that Mr. Santamarina is not overwhelmed. B. Soluri stated we will look at providing health and retirement benefits upon his one year anniversary.

B. Soluri reported he is working with Aubertine and Currier to correct an issue with the height of the overhead doors relating to the Back of Bldg. A project. Jain Irrigation staff had informed him that they were having difficulties loading certain size trailers with their products. B. Soluri is awaiting a proposal to correct this from Aubertine and Currier.

B. Soluri stated that he has asked Aubertine and Currier to provide a proposal to expand the current storm water catch basin directly outside of the ServPro leased area. B. Soluri noted that during heavy rains the grading of the black top allows water to flow directly towards the ServPro entry doors, and during heavy rains this catch basin can easily be overwhelmed allowing water to infiltrate their leased space. D. Rutherford asked if Aubertine and Currier would provide the cost to make these repairs. B. Soluri stated he would ask Aubertine and Currier to send out an RFP for this project, and would report back to the board once the cost is known.

B. Soluri noted Jain Irrigations new lease began on July 1, and the tenant has begun making their new rent and LHI payments, but these payments did not include any of the JCLDC/WLDC loan payments as the loan had not yet closed. B. Soluri also stated Upstate Testing, Upstate Construction had also renewed for a year, and he had leased a small office to SGTRLLC which is a construction firm working on Ft. Drum.

VI. Unfinished Business:

- i. K. Caughlin informed the board that the Title Insurance had been delivered to Mr. Joe Russell along with other documents that were required for the loan closing. K. Caughlin believes the loan is now ready to close.

K. Caughlin noted that he and Mr. Soluri met with the owners of NYTRIC Electrical to discuss the potential of NYTRIC purchasing Building C, or entering into a long term lease arrangement, such as a 99 Year lease or land lease. B. Soluri stated this question has been discussed in the past but the WIC never fully explored the option. K. Caughlin said he will begin looking into these questions.

VII. New Business:

- i. B. Soluri presented the JCIDA Maintenance Agreement for 2018 – 2019, He noted there were no changes being requested. On a motion by M. Bellinger and second by R. Cantwell III the Maintenance Agreement was accepted. All in favor; motion carried.

- ii. B. Soluri presented the policies and procedures of the WICLDC. The Governance Committee reviewed the policies and procedures electronically. B Soluri noted that dates needed to be changed within the policies to reflect 2018. Mr. Rutherford stated that even though many items are handled at the board level, and in many cases by the full board he felt we should still utilize the committees, and have the committees make their recommendations to the board. Otherwise the policies and procedures were acceptable as presented. On a motion by K. Burto and second by M. Bellinger, the policies and procedures of the WIC LDC were adopted by the board. These policies and procedures included the Acknowledgement of Fiduciary Duties; Audit Committee Charter; Certificate of the President and the Treasurer of the Watertown Industrial Center Local Development Corporation; the Code of Ethics; Compensation, Reimbursement and Attendance Policy; Defense and Indemnification Policy; Disposition of Real Property Guidelines; Equal Employment Opportunity Policy; Governance Committee Charter; Certificate of Independence for Members Appointed on or After January 13, 2006; Investment Policy; Lending/Collection Policy and Procedures; Policy of Charge Card Expenditures; Procurement Policy; Records Retention and Destruction of Documents Policy; Travel Policy; Whistleblower Policy; Mission Statement and Performance Evaluation; and By-laws. All in favor; motion carried.

VIII. Adjournment: On a motion by K. Burto and second by R. Cantwell III the meeting was adjourned at 8:57 AM.

The next regular meeting is scheduled for Tuesday, September 18, 2018.