

**Watertown Industrial Center Local Development Corporation
Board of Directors Meeting
June 28, 2022
Minutes**

The Watertown Industrial Center Local Development Corporation held its annual board meeting on Tuesday, June 28, 2022 in person.

Present: Don Rutherford, J. Paul Morgan, Robert Cantwell III., Mark Bellinger

Excused: Michelle Capone, Paul Warneck, Kent Burto

Staff: Billy Soluri

Others Present: Keith Caughlin (Schwerzmann & Wise PC)

I. Call to Order: The meeting was called to order at 8:37 AM.

II. Meeting Minutes: Motion by P. Morgan and second by M. Bellinger to accept the minutes from the May 24, 2022, meeting. All in favor; motion carried.

III. Financial Report: B. Soluri presented financials for May 2022. B. Soluri the WIC was positive on the month with a surplus of \$15,354 or \$17,798 when depreciation and restricted revenue sources are removed. B. Soluri noted that expenses for maintenance included the quarterly sprinkler inspection, repairs on the Bldg. A and Bldg. B overhead doors, and he noted staff had to repair an air leak on the Bldg. B sprinkler compressor. On a motion by R. Cantwell III and second by P. Morgan the financial statements for May 2022 were accepted. All in favor; motion carried.

IV. Correspondence: None

V. Committee Reports

- i. B. Soluri stated that ABJ Fire Protection had completed the quarterly sprinkler inspections with no noted issues. B. Soluri noted that a few days after the inspection the air compressor for the Bldg. B sprinkler system failed and had to be replaced.
- ii. B. Soluri noted staff is working on clearing brush, removing trees, repairing cracks in the sidewalk and general projects.
- iii. B. Soluri noted the Audit Committee would be meeting in July and if the committee recommended moving forward with Bowers and Company, he would ask the board members for unanimous consent via e-mail to move forward with the audit. K. Caughlin noted if unanimous consent was received the WIC would ratify the decision during the August meeting.
- iv. Governance Committee – B. Soluri presented the Governance Committee Minutes and the Policies and Procedures. D. Rutherford stated the Governance Committee met to discuss the policies and procedures. D. Rutherford noted the committee recommends Article 7 of the Bylaws be amended based on the recommendation from WIC Counsel,

VI. Unfinished Business: None

VII. New Business:

- v. Policy and Procedures: D. Rutherford noted the committee recommends accepting the policies and procedures along with the noted changes to the Bylaws regarding Article 7.

K. Caughlin noted Article 7 of the Bylaws which covers “Meetings by Communication Equipment” does not meet the requirements of the Open Meetings Law pertaining to a public authority. K. Caughlin recommends that the contents of Article 7 be deleted and replaced with the word “Reserved”. K. Caughlin explained the process for amending the Bylaws which requires that each board member be sent a letter 10 days in advance of the meeting detailing the intended change to the Bylaws. On a motion by M. Bellinger and second by R. Cantwell III, the board accepted the Governance Committee recommendation including amending Article 7 of the Bylaws. All in favor; motion carried.

VIII. Adjournment: On a motion by P. Morgan and second by M. Bellinger the meeting was adjourned at 8:53 AM.

The next regular meeting is scheduled for Tuesday, August 23, 2022.