

MINUTES OF MEETING HELD FEBRUARY 17, 2012

**THE MEMBERS OF THE BOARD OF DIRECTORS OF THE
WARREN COUNTY LOCAL DEVELOPMENT CORPORATION**

A meeting of the Members of the Board of Directors of the above-captioned Corporation was held on February 17, 2012, pursuant to the Notice of Meeting dated February 3, 2012, at 9:00 a.m., in the Committee Room.

The meeting was called to order by Harold G. Taylor, Chairman of the Warren County Local Development Corporation, at 9:07 a.m..

The following Directors were present:

Harold G. Taylor	Peter V. McDevitt
Frederick H. Monroe	William Mason
Eugene Merlino	Evelyn Wood
Dennis Dickinson	

Others present:

Victoria Pratt-Gerbino, EDC President
Jennifer Switzer, LDC Treasurer
Daniel G. Stec, Chairman of the Board of Supervisors
Mark Westcott, Supervisor
William Kenny, Supervisor
Edna Frasier, Supervisor
Paul Dusek, County Administrator
Martin D. Auffredou, Warren County Attorney
Wanda Smith, Confidential Secretary to the County Administrator
Don Lehman, *The Post Star*

Chairman Taylor called the regular meeting to order. He asked for a motion to approve the minutes of the December 19, 2011 and February 1, 2012 meetings. Motion made by Director McDevitt and seconded by Director Wood. Director Dickinson abstained. Motion was carried.

Chairman Taylor asked for a motion to also approve the minutes of the June 27, 2011 meeting. Motion made by Director Mason and seconded by Director McDevitt. Motion carried unanimously.

Supervisor Kenny entered the meeting at 9:12 a.m.

Chairman Taylor continued with the agenda regarding the discussion and authorization of the Keena Temporary Service Agency Agreement. Chairman Taylor asked County Attorney, Martin Auffredou, to update the Board regarding the status of this agreement. Discussion ensued.

Director Monroe entered meeting at 9:17 a.m.

Following the discussion, Director McDevitt motioned to approve the Keena Temporary Service Agency Agreement with the following changes and/or additions: 1) change the number of hours provided under this agreement to adjust for the extra \$544 in costs; 2) add language to paragraph 1 stating that Warren County shall have the right to approve or pre-approve any workers that are assigned to work on LDC matters; and 3) add language to paragraph 4 stating "not to exceed \$50,000 on an annual basis for this year". Motion seconded by Director Mason. The following motion was unanimously carried:

RESOLVED, that the Warren County Local Development Corporation ("LDC") hereby authorizes the Temporary Service Agency Agreement with Keena for a term commencing January 1, 2012 and terminating December 31, 2012, in an amount not to exceed Fifty Thousand Dollars (\$50,000), with the following amendments:

- 1) change the number of hours provided under this agreement to adjust for the extra \$544 in costs;
- 2) add language to paragraph 1 stating that Warren County shall have the right to approve or pre-approve any workers that are assigned to work on LDC matters; and
- 3) add language to paragraph 4 stating "not to exceed \$50,000 on an annual basis for this year",

and be it further

RESOLVED, that the Chairman of the Warren County Local Development Corporation be, and hereby is, authorized to execute the Temporary Service Agency Agreement in accordance with the terms resolved herein above.

Chairman Taylor continued the agenda regarding the setting the annual meeting date. Discussion ensued.

Supervisor Edna Frasier entered the meeting at 9:25 a.m.

Following the discussion, motion was made by Director Wood to set the annual meeting date for March 28, 2012 at 1:00 p.m., and seconded by Director Mason. The following motion carried unanimously:

RESOLVED, that the Warren County Local Development Corporation scheduled the annual meeting date for March 28, 2012 at 1:00 p.m.

Chairman Taylor continued with the agenda regarding the financials. Ms. Switzer advised that she did not have any LDC financials at this time. Chairman Taylor mentioned that the financials would be discussed at the next meeting.

Chairman Taylor acknowledged the receipt of letters of resignation from Fred Champagne and Frank McCoy and further recognized the appointment of Evelyn Wood and Dennis Dickinson as new Directors to the LDC Board. He asked for a motion. Motion made by Director McDevitt and seconded by Director Mason. The following motion carried unanimously:

RESOLVED, that the Warren County Local Development Corporation hereby acknowledges receipt of the letters of resignation from Fred Champagne and Frank McCoy and further recognizes the appointment of Evelyn Wood and Dennis Dickinson as new Directors of the Corporation.

Chairman Taylor requested an executive session to discuss the status of a particular loan and the possibility of litigation. Motion was made by Director Dickinson, seconded by Director Wood and carried unanimously that executive session be declared.

Executive session was declared at 9:27 a.m. to 9:53 a.m.

The Board reconvened and Chairman Taylor announced no action was necessary pursuant to the executive session.

Chairman Taylor continued with the agenda with regard to adopting the Economic Development Loan Fund Policy Guidelines & Operating Plan. He asked Vicki Pratt-Gerbino to discuss. Discussion ensued.

Following the discussion, motion was made by Director Monroe to approve the Policy Guidelines & Operating Plan and seconded by Director Merlino. The following motion was carried unanimously:

RESOLVED, that the Warren County Local Development Corporation hereby approves the Economic Development Loan Fund Policy Guidelines & Operating Plan, and the Chairman of the Warren County Local Development Corporation be, and hereby is, authorized to execute any and all documents as may be necessary to carry out this resolution.

As there was no further business to come before the LDC Board, motion was made by Director McDevitt to adjourn the meeting, seconded by Director Mason, and carried unanimously.

Chairman Taylor adjourned the meeting at 10:02 a.m.

Dated: 4/11, 2012


Peter McDevitt, Secretary