

MINUTES OF MEETING HELD MARCH 25, 2019

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

An annual meeting of the Members of the Board of Directors of the Warren County Local Development Corporation (LDC) was held on March 25, 2019 immediately following the Annual Meeting of the Sole Member of the Warren County Local Development Corporation in the Committee Room at the Warren County Municipal Center.

The meeting was called to order by Peter V. McDevitt, Chairman of the Warren County Local Development Corporation, at 10:53 a.m.

The following Directors were present:

Peter McDevitt	Frank Thomas
Matthew Simpson	
Craig Leggett	

The following Directors were absent:

Eugene Merlino

Others Present:

Ed Bartholomew, CEO, Warren County Local Development Corporation
Jennifer Switzer, CFO, Warren County Local Development Corporation
Ronald F. Conover, Chairman, Warren County Board of Supervisors
Kevin B. Geraghty, Warren County Supervisor
Amy Lavine, Assistant County Attorney
Tammie DeLorenzo, Assistant to the Warren County Administrator
Kristy Miller, Confidential Secretary to the Warren County Administrator
Wayne LaMothe, Warren County Planner
Robert Henke, Chairman, Washington County Board of Supervisors
Travis Whitehead, Queensbury Resident
Don Lehman, *The Post Star*

Chairman McDevitt called the meeting to order. The first order of business was the election of officers. Ms. Switzer advises that the current officers are Peter McDevitt, Chairman; Matthew Simpson, Vice Chairman; Craig Leggett, Treasurer; Frank Thomas, Secretary; and Eugene Merlino, Assistant Treasurer. She explains that they can make any changes to the officers or keep them the same and vote on them individually or collectively.

Director Thomas asked for a Motion to appoint the same Members to their current positions, motion seconded by Director Simpson. The following motion carried unanimously:

RESOLVED, that the following individuals are hereby elected as officers of the Warren County Local Development Corporation for the ensuing year and until their successors be elected:

Chairman: Peter McDevitt
Vice Chairman: Matthew Simpson
Treasurer: Craig Leggett
Secretary: Frank Thomas
Assistant Treasurer: Eugene Merlino

Ms. Switzer advises that with the Committee Appointments she can outline who is on the Governance Committee and the Audit & Finance Committee and similar to the officers they can approach it the same way. She explains that currently on the Governance Committee is Matthew Simpson, Eugene Merlino and Craig Leggett and on the Audit & Finance Committee there is Frank Thomas, Craig Leggett and Matthew Simpson.

Chairman McDevitt asks for motion to appoint the above-mentioned members to the Governance Committee and Audit & Finance Committee. Motion was made by Director Simpson and seconded by Director Thomas. The following motion carried unanimously:

RESOLVED, the following Directors are hereby appointed as Members of the Governance Committee of the Board of Directors:

Matthew Simpson
Eugene Merlino
Craig Leggett

and be further

RESOLVED, that the following Directors are hereby appointed as members of the Audit & Finance Committee of the Board of Directors:

Frank Thomas
Craig Leggett
Matthew Simpson

Ms. Switzer continues with the agenda regarding the appointment of the Professionals Retained and Approved Relationships, which consists of EFPR Group, Certified Public Accounts/Auditor; Mary E. Kissane, Warren County Attorney, as General Counsel; Harris Beach PLLC, as Special Counsel; and Glens Falls National Bank & Trust Company and TD Bank, as the Bank Institutions.

Director Leggett asks how long the LDC is contracted with the audit group and Ms. Switzer advises that it is for 5 years and when the 5 years is up she will then put out an RFP and proceed with any changes.

Director Simpson questions the relationships outside of Warren County and if the LDC has agreements with these outside agencies. Ms. Switzer explains that with the Special Counsel, the LDC has required a contract. For instance, with the Special Counsel they did specific work with regard to Reliable Racing and if they do any other general type of counsel, an agreement is obtained that will outline the terms.

Chairman McDevitt asks for a motion to appoint the above-mentioned Professionals Retained and Approved Relationships. Motion made by Director Leggett and seconded by Director Thomas. The following motion carried unanimously:

RESOLVED, that EFPR Group, be, and hereby is, designated as Certified Public Accountant/Auditor for the Warren County Local Development Corporation,

and be further

RESOLVED, that Mary E. Kissane, Warren County Attorney, be, and hereby is, designated as General Counsel for the Warren County Local Development Corporation,

and be further

RESOLVED, that Harris Beach PLLC, be, and hereby is, designated as Special Counsel for the Warren County Local Development Corporation,

and be further

RESOLVED, that Glens Falls National Bank and Trust Company and TD Bank, be, and hereby is, designated as the depositories of the Warren County Local Development Corporation.

Ms. Switzer continues with the agenda on the approval of the Annual Reports. She explains that this report is required on an annual basis and is filed with the ABO (Authorities Budget Office) through the PARIS system (Public Authorities Reporting Information System). She continues to explain that the report outlines a lot of the information that takes place during the year on a program basis as well as a governance basis, such as, who the current Board members are and their status, a summary of the financials for the entity, and general information about the loans. She advises the Board that as part of their responsibility on an annual basis they are required to review the Mission Statement and the Measurement Report, which outlines the number of loan funding inquiries, applications received, approved and denied as well as the amount of business loans closed, new jobs committed for creation by new loan funding, jobs retained by new loan funding, private sector investments leveraged with LDC funding, percent of business loan portfolio held at current payment status, Microenterprise Assistance Program Session/Attendees, number of household assisted, and the amount of housing loans closed. She indicates that in the Economic Growth & Development Committee Meeting there was discussion on the housing funding that the LDC administers on behalf of the County for use with programs through the

Planning Department. She reiterates that the report is basically an outline for the Board of mostly programming areas of what the LDC has done throughout the year. She continues with the Report on Accomplishments & Projects and advises that this report is more in-depth on the administrative side, discussing that the annual meeting took place, compliance with ABO (Authorities Budget Office) and geographically where the applications or inquiries come from. She advises that the report also outlines the StartUp Program or the Microenterprises Assistance Program, which outlines the number of participants and how many were actually from Warren County. And lastly, it outlines Mr. Bartholomew's and Ms. Switzer's participation as panelists in a small business seminar sponsored by TD Growth. Ms. Switzer indicates that the ABO (Authorities Budget Office) requires on an annual basis that the Board fills out the Board Performance Evaluation, which is then shared with the Board at a later date to be used by the organization to find areas of weakness and how to improve on those weaknesses. She advises that lastly would be the review and reaffirmation of the policies, including the Policy Governing Use of Discretionary Funds, Compensation, reimbursement & Attendance, Code of Ethics, Whistleblower, Travel, Defense & Indemnification, and Conflict of Interest.

Chairman McDevitt asked for a motion to approve the following reports and policies: Mission and Measurement Report, Report on Accomplishments and Projects, Board Performance Evaluations, Policy Governing Use of Discretionary Funds, Compensation, Reimbursement and Attendance, Code of Ethics, Whistleblower, Travel, Defense and Indemnification, and Conflict of Interest. Motion made by Director Leggett and seconded by Director Simpson. The following motion was unanimously carried:

RESOLVED, that the Warren County Local Development Corporation ("LDC") hereby approves the following reports:

- 1.) Mission and Measurement Report;
- 2.) Report on Accomplishments and Projects; and
- 3.) Board Performance Evaluations.

and be it further

RESOLVED, that the Warren County Local Development Corporation ("LDC") hereby approves the following policies:

- 1.) Policy Governing Use of Discretionary Funds;
- 2.) Compensation, Reimbursement and Attendance;
- 3.) Code of Ethics;
- 4.) Whistleblower;
- 5.) Travel;
- 6.) Defense and Indemnification; and
- 7.) Conflict of Interest.

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.

Director Leggett states that it was nice to have a motion in the previous Committee as far as the mission and housing because he thinks that they have become a little light on that with the LDC and it is nice when the opportunity arises.

Mr. Bartholomew states that the scope is between \$5,000, \$7,000 and \$20,000 and he would recommend that they consider a maximum of \$20,000 with a \$10,000 commitment from EDC (Economic Development Corporation) and a \$10,000 commitment from the LDC. He advises that Wayne LaMothe, Warren County Planner, is trying to save a little bit of money in the pot for perhaps leveraging other funds from the State of New York. He explains that it gets into the State's system and when developers call, Darren Scott, Upstate East Director of Development at New York State Housing Authority, gives them a copy to review and decide what towns would be good options for developing within the communities. He continues to explain that this gives Warren County a real good shot ahead of the other surrounding counties that have not undertaken this step yet.

Mr. LaMothe, Warren County Planner, advises that he thinks it gives Darren Scott, Upstate East Director of Development at New York State Housing Authority something to look at and say that this program is eligible for this County because they demonstrated what is required. He explains that it does require the County to spend some money, but it will entice others to spend the dollars and flush it out and actually construct some projects.

Chairman Conover advises that Public Authority Reporting Information System (PARIS) is a very involved reporting system that Ms. Switzer and staff have to respond to, which is not an easy task to have everything to them with a full submittal within the first 90 days of any calendar year. He explains that if you are not submitted by the cutoff date you are considered not compliant and a lot of small LDC's went out of business being that they didn't have the staff to complete the reporting in a timely fashion.

Director Leggett asks for clarification on the housing study and if the LDC is contributing as well as the EDC (Economic Development Corporation) and Mr. Bartholomew confirms and advises that the EDC (Economic Development Corporation) will then contract with the State in order for it to go through EDC (Economic Development Corporation).

Ms. Switzer suggests that they make a Resolution at the Regular Board Meeting approving the use of the housing funds to support the housing study.

Chairman McDevitt continued with the agenda on the approval of the Investment Report and Guidelines. Ms. Switzer explains that along with the Annual Report the LDC is required to file an Investment Report and a Procurement Report. She advises that the Investment Report includes the reporting that is required and explains that in 2018 the LDC did not have any investments, which will not be the case in 2019 due to funds being put into a CD. She continues to explain that the Investment Report also includes the actual investment guidelines that will require the Boards' review and affirmation.

Chairman McDevitt asked for a motion to approve the Investment Report and Guidelines. Motion made by Director Leggett and seconded by Director Simpson. The following motion was unanimously carried:

RESOLVED, that the Warren County Local Development Corporation (“LDC”) hereby approves the 2018 Investment Report and Guidelines, 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.

Chairman McDevitt continued with the agenda to approve the Procurement Report and Guidelines. Ms. Switzer advises that the Procurement Report outlines how the LDC purchases and utilizes vendors and contracts as well as administering programs. She explains that with any vendor where \$5,000 or more is spent it is outlined in the report that gets filed with the ABO (Authorities Budget Office). She continues to explain that similar to the Annual Report and Investment Report there are two policies that will require the Boards’ review and affirmation, which is the Procurement/Purchasing Policy and Disposition of Real Property Guidelines. She states for the record, the LDC does not own any property.

Chairman McDevitt asked for a motion to approve the Procurement Report and Guidelines. Motion was made by Director Thomas and seconded by Director Leggett. The following motion was unanimously carries:

RESOLVED, that the Warren County Local Development Corporation (“LDC”) hereby approves the 2018 Procurement Report and Guidelines, 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.

Chairman McDevitt continued with the agenda on the approval of the Annual Audit Report. Ms. Switzer explains that the Annual Audited Report is a follow-up from the recommendation of the Audit & Finance Committee Meeting to approve the Annual Audited Report, which also gets filed with the ABO (Authorities Budget Office) in order to be in compliance.

Chairman McDevitt asked for a motion to approve the 2018 Annual Audited Financial Statements and the certified Annual Audit. Motion made by Director Simpson and seconded by Director Thomas. The following motion was unanimously carries:

RESOLVED, that the Warren County Local Development Corporation (“LDC”) hereby approves the 2018 Audited Financial Statements and the certified Annual Audit.

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

Chairman McDevitt adjourned the meeting at 11:09 a.m.

Dated: April ____, 2019

Frank Thomas, Secretary

MINUTES OF MEETING HELD MARCH 25, 2019

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 Warren County Local Development Corporation (LDC) was held on March 25, 2019 immediately following the Annual Meeting of the Board of Directors of the Warren County Local Development Corporation (LDC) in the Committee Room at the Warren County Municipal Center, pursuant to the Notice of Meeting emailed March 8, 2019.

The meeting was called to order by Peter McDevitt, Chairman of the Warren County Local Development Corporation at 11:10 a.m.

The following Directors were present:

Peter McDevitt	Frank Thomas
Matthew Simpson	
Craig Leggett	

The following Directors were absent:

Eugene Merlino

Others Present:

Ed Bartholomew, CEO, Warren County Local Development Corporation
Jennifer Switzer, CFO, Warren County Local Development Corporation
Ronald F. Conover, Chairman, Warren County Board of Supervisors
Kevin B. Geraghty, Warren County Supervisor
Amy Lavine, Assistant County Attorney
Tammie DeLorenzo, Assistant to the Warren County Administrator
Kristy Miller, Confidential Secretary to the County Administrator
Wayne LaMothe, Warren County Planner
Robert Henke, Chairman, Washington County Board of Supervisors
Travis Whitehead, Queensbury Resident
Don Lehman, *The Post Star*

Chairman McDevitt called the meeting to order. He asked for a motion to approve the minutes of the February 21, 2019 meeting. Motion made by Director Leggett and seconded by Director Simpson. Motion carried unanimously.

Chairman McDevitt continued with the agenda regarding the review and approval of the February 2019 Financial Statements. Ms. Switzer begins with the balance sheet and directs attention to the balance of the total checking and savings accounts and advises of quite a

difference from the previous month due to the \$500,000 that was moved into the CD. She explains that there is still \$800,278 in cash to lend and the \$8,333.40 still showing in the Accounts Receivable is from a 2018 contract receivable, which was received in March and will not be seen next month. She moves on to the Profit & Loss Budget vs. Actual for the month of February and advises that the contracts are still being worked on and what can be seen on the financial statement are the bank interest and the loan interest that was received from loans in the month of February. Lastly, she continues with the Profit & Loss Budget vs. Actual for January through February 2019 and reiterates that what can be seen are the bank interest and loan interest as well as the revenue portion without any expenses to date at this point

Director Leggett states that Supervisor Wild had brought-up last month the request for seeing the financial statements over a longer period of time. Ms. Switzer advises that he had mentioned quarterly and she thought of a couple of different things that could help, such as the Audited Financial Statements being placed on the website as well as in the month of April she will go to a quarterly basis, which the Board will be able to see a breakout of the changes from the first of the year to the end of March.

Ms. Switzer also advises that another thing that was brought-up was NYCLASS and whether or not the LDC was eligible and she explains that the Assistant County Attorney, Amy Lavine, did look into it and gave her the opinion that it is not anything the LDC should enter in to.

Chairman McDevitt asked for a motion to approve the February 2019 Financial Statements. Motion was made by Director Simpson and seconded by Director Thomas. The following motion was unanimously carried:

RESOLVED, that the Warren County Local Development Corporation (“LDC”) hereby approves the Financial Report for February 2019.

Chairman McDevitt continued with the agenda regarding the review of the Loan Portfolio and Mr. Bartholomew advises that there is one pending loan consideration, but they are waiting on an appraisal as well as the bank’s response and to expect a presentation at the April Regular Board Meeting. He advises that an executive session would not be necessary at this time.

Mr. Bartholomew explains that the Barking Spider continues to make regular payments on its loan, which was very helpful to get back on track. He continues to explain that the only real outstanding issues are with Stone Cast and Superior Cantina, which it does not appear that the LDC will be able to recoup any type of substantial monies. Therefore, Mr. Hoffman who has the furniture and equipment will probably be looking to make an offer for the LDC to make a purchase.

Mr. Bartholomew advises that the LDC is looking to develop an updated brochure for the fund that the State of New York has granted to the EDC (Economic Development Corporation), which is a \$500,000 program with \$250,000 from ESD and \$250,000 from local banks. He explains that the local banks have loaned this money at a lower interest rate and mathematically the EDC (Economic Development Corporation) will have to charge a little bit more on the

interest rate. He continues to explain that the underwriting will be done by the New York State Business Development Corporation and the process through EDC (Economic Development Corporation) will be to obtain and review the application for it to be submitted to the New York State Business Development Corporation. He advises that the loan that the LDC expects next month will reduce the loan portfolio substantially, by approximately \$200,000. He advises that they are working on a number of loans at different stages including a renewed application from an individual in the Town of Chester.

Chairman McDevitt questions if Stone Cast is in the appeals process right now and Mr. Bartholomew advises that there were some issues that were raised and an update is needed to figure out how much money they could possibly receive.

Mr. Bartholomew defers to Mr. LaMothe for a Resolution approving the house study and Mr. LaMothe indicates that it all depends on if it requires a Board Resolution to have the LDC housing money portioned for the housing study, which are funds that are in the LDC and generated through the sale of homes where the Planning Department assisted with under the new Homeownership Program with approximately \$30,000 in the housing account. He indicates that they are working on a home in the Town of Lake Luzerne that has some current issues and some of those funds will be utilized to complete the project. He explains that he is not familiar with the process to earmark \$10,000 specifically for a housing study and typically within the Planning Department, they undertake a project related to housing and then send them the bill to be paid. He then asks for a legal opinion or the process of how they should go about and designate up to \$10,000 of that housing fund. Amy Lavine, Assistant County Attorney, advises that she would certainly look into it further, but her initial understanding would be that a Resolution is not required to set the money aside. She explains that they would have to follow their own procedures within the LDC By-Laws as well as the Procurement Policy and she will look at the language therein. She indicates that it would seem to pass most procurement processes being that it was mentioned that the State has a list of vendors that are the only they will approve. She explains that the LDC is required to stay within its mission and purpose and from what she understands about this program is that it is geared towards housing as well as development purposes, which would clearly indicate no issue that this study should qualify. Mr. LaMothe proceeds to ask the committee to endorse that concept and the utilization of the LDC fund portion for the study.

Director Leggett asks for a motion being that it is on record that this committee is supportive of that action for directing the money from the housing account for that purpose, which is in-line for their mission in the amount of \$10,000 from the LDC. Mr. Bartholomew advises that the EDC (Economic Development Corporation) is also committing to \$10,000 for a total of \$20,000 for conducting a Needs Assessment/Market Study.

Amy Lavine, Assistant County Attorney, states that she will take a look at the statutes and if there is anything else that needs to be done. Ms. Switzer advises that the LDC Procurement Policy is \$15,000, which is under the amount being taken from the housing account.

Chairman Conover states that he would hope that the study would also look at one bedroom, two bedroom, the character walkout, townhouses, and row houses in the proximity of transit and appointments centers so that it is useful data going forward to the communities. Mr. Bartholomew advises that the first step is creating a Phase 1 for the developers to take and feel confident that it is correct information. From there, they will go out and spend \$50,000-\$75,000 of their own money to backup that data as well as projecting how many units of a blend of higher income, lower income and middle income including the type of housing.

Chairman McDevitt asked for a motion to approve the \$10,000 contribution from the LDC Housing Fund for the Needs Assessment/Marketing Study. Motion was made by Director Leggett and seconded by Director Thomas. The following motion was unanimously carried:

RESOLVED, that the Warren County Local Development Corporation (“LDC”) hereby approves the \$10,000 contribution from the LDC Housing Fund for the Needs Assessment/Marketing Study and ratifies the actions of Edward Bartholomew, the CEO of the LDC in executing any and all documents as may be necessary to carry out this resolution.

Mr. LaMothe asks for clarification relating to the Planning Committee which passed a Resolution recommending the housing fund and would like to know if he has to do a Resolution Request Form to the full Board. Amy Lavine, Assistant County Attorney, advises that it would still be good to get a Resolution for the LDC and the EDC (Economic Development Corporation) to work together and the Resolution could also state where the money is coming from. She also indicates that she will discuss with the County Attorney if an Operating Agreement would be necessary between all the entities or any other steps that need to be taken.

Mr. Bartholomew advises that the EDC (Economic Development Corporation) meeting in April will adopt a Resolution incorporating the concept of the \$10,000 from the LDC and \$10,000 from the EDC (Economic Development Corporation). He explains that this was talked about last year during their budget session with North Creek expressing an interest. He continues to explain that Director Leggett and Director Thomas were at the meeting, as it was thought that the Town of Stony Creek needed to be involved as well as the Town of Thurman so the developer would be able to get a few units in both towns. He states that another big development is daycare for the workers and the Nursing Home in North Creek has offered some space for daycare as they move forward with the project.

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

Chairman McDevitt adjourned the meeting at 11:27 a.m.

Dated: April ____, 2019

Frank Thomas, Secretary