

**MINUTES OF ANNUAL MEETING HELD MARCH 28, 2011**  
**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 March 28, 2011, pursuant to the Notice of Meeting dated March 23, 2011, at 11:45 a.m., in the Board Room.

The meeting was called to order by Daniel G. Stec, Sole Member of the Warren County Local Development Corporation, at 11:50 a.m..

The following Directors were present:

Harold G. Taylor  
Frederick H. Monroe

Eugene J. Merlino  
Peter V. McDevitt

The following Directors were absent:

Franklyn J. McCoy, Jr.

Fred Champagne

Others present:

Jennifer Switzer, Treasurer  
Patricia C. Nenninger, Assistant Warren County Attorney  
Shelly Van Nostrand, Recording Secretary  
Patricia Tatich, Director of Warren County Planning & Community Development  
Jamie Y. White, Small Business Development Coordinator  
Supervisor David Strainer  
Supervisor Kevin Geraghty  
Supervisor Frank Thomas

Mr. Stec called the meeting to Order. Mr. Stec asked the Board Members to elect a Chairman. Motion was made by Director McDevitt to nominate Harold G. Taylor as Chairman of the Corporation, seconded by Director Monroe. Motion unanimously carried.

Chairman Taylor next introduced a Resolution Electing Officers. Director Merlino made motion to adopt the Resolution, which was seconded by Director Monroe. Motion unanimously carried.

**RESOLUTION ELECTING OFFICERS OF THE WARREN**  
**COUNTY LOCAL DEVELOPMENT CORPORATION**

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:

President: David Moynehan  
Vice President: Frederick H. Monroe  
Secretary: Peter McDevitt  
Treasurer: Jennifer Switzer

Chairman Taylor next introduced a Resolution Appointing Members of the Governance Committee. Ms. Nenninger explained the duties of the Governance Committee. Director McDevitt made motion to adopt the Resolution, which was seconded by Director Monroe. Motion unanimously carried.

**RESOLUTION APPOINTING MEMBERS OF THE GOVERNANCE  
COMMITTEE OF THE WARREN COUNTY LOCAL DEVELOPMENT  
CORPORATION**

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

Franklyn J. McCoy, Jr.  
Fred Champagne

Chairman Taylor next introduced Resolution Appointing Members of the Audit Committee. Director Monroe made motion to adopt the Resolution, which was seconded by Director McDevitt. Motion unanimously carried.

**RESOLUTION APPOINTING MEMBERS OF THE AUDIT COMMITTEE  
OF THE WARREN COUNTY LOCAL DEVELOPMENT CORPORATION**

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

Frederick H. Monroe  
Peter McDevitt  
Eugene J. Merlino

Chairman Taylor next introduced a Resolution Designating Paul B. Dusek, Warren County Attorney as General Counsel. Director Monroe made a motion to adopt Resolution, which was seconded by Director McDevitt. Motion unanimously carried.

**RESOLUTION DESIGNATING PAUL B. DUSEK, WARREN  
COUNTY ATTORNEY, AS GENERAL COUNSEL FOR THE  
WARREN COUNTY LOCAL DEVELOPMENT CORPORATION**

RESOLVED, that Paul B. Dusek, Warren County Attorney, be, and hereby is, designated as general counsel for the Warren County Local Development Corporation.

Chairman Taylor continued and introduced a Resolution Designating TD Banknorth as Depository. Director Merlino made a motion to adopt the Resolution, which was seconded by

Director Monroe. Motion unanimously carried.

**RESOLUTION DESIGNATING TD BANKNORTH AS DEPOSITORY OF  
THE WARREN COUNTY LOCAL DEVELOPMENT CORPORATION**

RESOLVED, that TD Banknorth is designated as the depository of the Warren County Local Development Corporation.

Chairman Taylor continued with the agenda regarding approval of the November 29, 2010 Board minutes. Director McDevitt made a motion to accept the November 29, 2010 Board minutes, seconded by Director Monroe. Motion carried unanimously.

Chairman Taylor continued with the agenda regarding the Treasurer's Report and October, November and December, 2010 financials. Ms. White reviewed the October, November and December, 2010 financials. Ms. Switzer advised that the agenda for the next meeting would not include copies of the checks and bank statements. Director Monroe made a motion to accept the October, November and December, 2010 financials and Treasurer's report, seconded by Director McDevitt. Motion unanimously carried.

Chairman Taylor continued with the agenda with regard to the 2011 Budget. Ms. White reviewed the 2011 Budget. Ms. White then requested acceptance of the 2011 Budget. Director Monroe made a motion to adopt and resolution authorizing the Amendment Agreement, seconded by Director Monroe. Motion unanimously carried.

Ms. Nenninger discussed having an Amendment Agreement done between Warren County and the Warren County Local Development Corporation to set forth the amounts that each entity paid to each other. Ms. Nenninger continued that the Warren County Local Development Corporation paid Warren County the sum of \$33,000 to cover a portion of Ms. White's salary and that Warren County paid the Warren County Local Development Corporation a sum of \$10,000.00. Director Merlino made a motion to adopt a resolution authorizing an Amendment Agreement, seconded by Director Monroe. Motion unanimously carried.

**RESOLUTION AUTHORIZING AMENDMENT AGREEMENT  
BETWEEN WARREN COUNTY AND THE WARREN COUNTY  
LOCAL DEVELOPMENT CORPORATION**

RESOLVED, that the Warren County Local Development Corporation hereby authorizes an amendment to its services agreement with Warren County, to add a provision for the 2011 payment of services by Warren County to the Warren County Local Development Corporation, in the amount of \$10,000, and a payment from the Warren County Local Development Corporation to Warren County, in the amount of \$33,000, and be it further

RESOLVED, that the President of the Warren County Local Development Corporation be, and hereby is, authorized to execute an amendment agreement in accordance with the terms resolved herein above.

Chairman Taylor continued with the agenda with regard to the 2010 Annual Report. Ms.

White reviewed the 2010 Annual Report with the Board and requested a motion to accept the 2010 Annual Report. Director McDevitt made a motion to accept the 2010 Annual Report, seconded by Director Merlino. Motion unanimously carried.

Chairman Taylor continued with the agenda with regard to the approval of CBH Business Services Engagement Letter and discussion of the 2010 Tax Preparation. Ms. White advised that CBH was doing an excellent job and was requesting that the Warren County Local Development Corporation continue the services of CBH Business Services for the preparation of the 2010 tax returns. Director Monroe made a motion to continue the services of CBH Business Services for the preparation of the 2010 tax returns, seconded by Director Monroe. Motion unanimously carried.

Chairman Taylor continued with the agenda relative to the Access to Home grant. Ms. Tatich discussed that in years past the Warren County Local Development apply for and administered the Access to Home grant and was requesting that the Warren County Local Development Corporation adopt a resolution to apply for the grant again this year for a maximum amount not to exceed \$300,000. Director Monroe made a motion to adopt a resolution to apply for the Access to Home grant, seconded by Director Merlino. Motion unanimously carried.

**RESOLUTION AUTHORIZING SUBMISSION OF A FUNDING  
REQUEST TO THE NEW YORK STATE HOUSING TRUST FUND  
CORPORATION ACCESS TO HOME PROGRAM**

WHEREAS, the New York State Housing Trust Fund Corporation provides financial resources to make accessibility modifications to existing dwelling units occupied by low-income persons with disabilities, and

WHEREAS, modifications to the home often prevent a person with a disability or mobility limitations from having to move to an institutional setting, and

WHEREAS, modifications to a home often enable a person within an institution with a disability or mobility to return home, and

WHEREAS, outreach and service activities are important to the success of this program, and

WHEREAS, the Warren County Planning Department staff will provide in-kind services, and

WHEREAS, the funding request will be submitted to the New York State Housing Trust Fund Corporation on or about April 29, 2011, now, therefore, be it

RESOLVED, that the Board of Directors of the Warren County Local Development Corporation, authorize the President of the Corporation and the Executive Officers to execute the request for funding and any other documents that may be necessary to fulfill the terms of this resolution, and be it further

RESOLVED, that upon notification of funding, the President and Executive Officers be, and are hereby authorized to execute all necessary agreements and other related documents for the receipt of said funding.

Chairman Taylor continued with the agenda with regard to the Public Authority Accountability Act (PAAA) and training for new members. Ms. Nenninger discussed the training requirements under PAAA for the new members and amendments to the PAAA for the Board and would speak to the new members about enrolling in the training.

Ms. White requested to review the Loan Business Review Committee meeting minutes even though they were not on the agenda. Chairman Taylor recognizes Ms. White. Ms. White reviewed the Loan Business Review Committee. Director Merlino questioned why Wevertwon Country Store had an original balance of \$24,664 and the current amount was \$33,534.77. Ms. White advised that they had come back to the Committee and received additional funding. Ms. White advised that she would correct that for the next meeting.

Executive session was declared at 10:30 a.m. to 11:13 a.m.

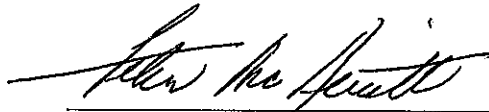
The Board reconvened and Chairman Stec announced no action was necessary pursuant to the executive session.

Chairman Taylor requested an executive session be called to discuss the Stone Cast matter. Motion was made by Director McDevitt, seconded by Director Merlino and carried unanimously that executive session be declared.

Director Monroe made a motion to end the meeting, seconded by Director McDevitt. Motion carried unanimously.

Meeting ended at 12:25 p.m.

Dated: April 5, 2011



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Peter McDevitt, Secretary