

MINUTES OF MEETING HELD JULY 23, 2018

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 July 23, 2018 at 9:00 a.m. in the Committee Room at the Warren County Municipal Center.

The meeting was called to order by Peter McDevitt, Chairman of the Warren County Local Development Corporation at 9:00 a.m.

The following Directors were present:

Peter McDevitt Frank Thomas
Craig Leggett
Matthew Simpson

The following Directors were absent:

Eugene Merlino

Others Present:

Ed Bartholomew, CEO, Warren County Local Development Corporation
Ronald F. Conover, Chairman, Warren County Board of Supervisors
John Strough, Warren County Supervisor
Douglas Beaty, Warren County Supervisor
Michael Wild, Warren County Supervisor
Brad Magowan, Warren County Supervisor
Claudia Braymer, Warren County Supervisor
Ryan R. Moore, Warren County Administrator
Mary E. Kissane, Warren County Attorney
Amy Lavine, Warren County Assistant Attorney
Kristy Miller, Confidential Secretary to the County Administrator
Wayne LaMothe, Warren County Planner
Don Lehman, *The Post Star*
Travis Whitehead, Warren County Resident

Chairman McDevitt called the meeting to order. He asked for a motion to approve the minutes of the June 20, 2018 Regular Board Meeting. Motion made by Director Simpson and seconded by Director Thomas. Motion carried unanimously.

Chairman McDevitt continued with the agenda regarding the review and approval of the June 2018 Financial Statements. Mr. Bartholomew advises that there is currently \$762,056 in

cash to lend with the Accounts Receivable representing invoicing to Warren County for the 2018 contract drawdowns and the Accounts Payable representing contract payments outstanding to EDC (Economic Development Corporation) for the 2018 contract drawdowns. He indicates that there was approximately \$3,000 of interest payments that came in for the month of June. Mr. Bartholomew moves on to the June 2018 Profit & Loss Budget vs. Actual and advises of nothing substantial to report other than the payment of \$1,800 for the 2017 audit service fee. He continues to explain that there is a positive cash flow and balance reflected in the January through June 2018 Profit & Loss Budget vs. Actual.

Director Leggett defers to Mr. Bartholomew regarding the current income and being ahead of budget. Mr. Bartholomew confirms and indicates this is due to being conservative with the income budgeted as well as the expenses.

Chairman McDevitt asked for a motion to approve the June 2018 Financial Statements. Motion was made by Director Simpson and seconded by Director Leggett. The following motion was unanimously carried:

RESOLVED, that the Warren County Local Development Corporation (“LDC”) hereby approves the Financial Report for June 2018.

Chairman McDevitt continued with the agenda regarding the review of the Loan Portfolio and Mr. Bartholomew requests an executive session to discuss particular unnamed creditors and their financial status. Motion made by Director Thomas and seconded by Director Leggett. The motion carries unanimously.

Executive session was declared from 9:06 a.m. to 9:14 a.m.

Chairman Conover entered the meeting at 9:06 a.m.

Supervisor Braymer entered the meeting at 9:09 a.m.

Travis Whitehead entered the meeting at 9:14 a.m.

Committee reconvened and Chairman McDevitt stated no action was taken in Executive Session.

Mr. Bartholomew explains that the LDC is looking to obtain special counsel for the Stone Cast issue involving the bankruptcy and the collection of funding for the LDC through Harris Beach PLLC. He advises that the Mary Kissane, Warren County Attorney, provided a rate schedule for outside counsel and Harris Beach PLLC has indicated that they will meet that rate schedule and provided a proposed Engagement Letter.

Supervisor Braymer asked who provided the rate schedule and Mr. Bartholomew advised that the Warren County Attorney, Mary Kissane, provided the same. She then asks how Harris Beach PLLC was chosen to represent the LDC and Mr. Bartholomew explains that the LDC has utilized Harris Beach PLLC as special counsel in the past, particularly with bankruptcies.

Chairman McDevitt asked for a motion to approve the Engagement Letter from Harris Beach PLLC. 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 ratifies the actions of the Chairman of the Warren County Local Development Corporation in executing the Engagement Letter from Harris Beach PLLC for representation in a Chapter 11 Bankruptcy Proceeding of Stone Cast, Inc.

Mr. Bartholomew proceeds to explain the Glens Falls IDA (Industrial Development Agency) as well as the LDC within the past year have begun to utilize the requirement of loan applicants to provide the committee with form NYS-45, which is a quarterly report by the employer to the New York State Department of Labor indicating the number of employees they currently have during that quarter. He advises that if the employer has more than five (5) employees they would have to complete form NYS-45-ATT. Mr. Bartholomew continues to explain that the LDC would not require the employer to submit quarterly, but to submit the last quarter of the year, which gives a summary of the full year. He advises that this will be additional information that will be a helpful tool for loan applicants as well as for the LDC records.

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 Thomas, and carried unanimously.

Chairman McDevitt adjourned the meeting at 9:20 a.m.

Dated: August ____, 2018

Frank Thomas, Secretary