

## **MINUTES OF MEETING HELD DECEMBER 9, 2015**

### **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 December 9, 2015 immediately following Economic Growth and Development in the Committee Room at the Warren County Municipal Center, pursuant to the Notice of Meeting emailed December 2, 2015.

The meeting was called to order by Harold G. Taylor, Chairman of the Warren County Local Development Corporation, at 11:45 a.m.

The following Directors were present:

Harold Taylor	Frederick Monroe
Peter McDevitt	Eugene Merlino
Matthew Simpson	

The following Directors were absent:

Evelyn Wood  
Dennis Dickinson

Others Present:

Ed Bartholomew, CEO, Warren County Local Development Corporation  
Jennifer Switzer, CFO, Warren County Local Development Corporation  
Kevin B. Geraghty, Chairman, Warren County Board of Supervisors  
Frank Thomas, Warren County Budget Officer  
James Brock, Warren County Supervisor  
John F. Strough, Warren County Supervisor  
Rachel Seeber, Warren County Supervisor  
Douglas Beaty, Warren County Supervisor  
Kristy Miller, Confidential Secretary to the County Administrator

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Chairman Taylor called the meeting to order. He asked for a motion to approve the minutes of the October 5, 2015 and November 5, 2015 meetings. Motion made by Director McDevitt and seconded by Director Simpson. Motion carried unanimously.

Chairman Taylor continued with the agenda regarding the review and approval of the October and November 2015 Financial Statements. Ms. Switzer begins with the October financial statements and advises that the availability of funds to loan reflects a good cash position. She explains that the October Profit and Loss Budget vs. Actual worksheet shows nothing out of the ordinary and that the income coming in and out is due to the contract between Warren County and the LDC and the contract with the LDC and EDC (Economic Development Corporation). She continues on with the November financial statements and indicates that the November financials are very similar to the October financials and reiterates that the revenues are due to the contacts between the three different entities. She continues to explain the January

through November Profit and Loss Budget vs. Actual worksheet and advises that there is a great cash position in comparison to the budget due to the contracts previously mentioned. She appraises that there is approximately \$12,000 more in interest than was originally budgeted for due to the additional loans processed in 2015.

Chairman Taylor asked for a motion to approve the October and November 2015 Financial Statements. Motion was made by Director Simpson, and seconded by Director Monroe. The following motion was unanimously carried:

RESOLVED, that the Warren County Local Development Corporation (“LDC”) hereby approves the October and November 2015 Financial Statements.

Chairman Taylor continued with the agenda regarding review and approval of Audit Services for the year ending December 31, 2015. Ms. Switzer explains that the Engagement Letter is from EFPR Group, CPAs, LLP, which is the same entity that has been performing the services in prior years, but that they merged with another entity creating a name change. She directs attention towards page 8 and explains that the fee for said services is \$5,250, which is an increase of \$350 from last year; however, the fee for services has not increased in over three years. She indicates that the increase may be due to the LDC’s requests over the last three years for a pushed up timeline in order to comply with ABO (Authorities Budget Office) and PAAA (Public Authorities Accountability Act) in order for the audit to be completed by the end of March.

Chairman Taylor asked for a motion to approve the Audit Services for the year ending December 31, 2015. Motion made by Director Merlino, and seconded by Director McDevitt. The following motion carried unanimously:

RESOLVED, that the Warren County Local Development Corporation (“LDC”) hereby ratifies the actions of Edward Bartholomew, the CEO of the LDC in executing the Engagement Letter from EFPR Group, CPAs, LLP for Audit Services for the year ending December 31, 2015 for an amount not to exceed Five Thousand Two Hundred Fifty Dollars (\$5,250).

Chairman Taylor continued with the agenda regarding the loan portfolio review and Mr. Bartholomew requests that an Executive Session be convened to discuss the credit history and credit performance of a particular unnamed loan applicant.

Chairman Taylor asked for a motion to declare an Executive Session. Motion made by Director Simpson, and seconded by Director Merlino. The motion carries unanimously.

Executive session was declared from 11:49 a.m. to 11:58 a.m.

Supervisor Seeber left the meeting at 11:50 a.m.

Supervisor Brock left the meeting at 11:50 a.m.

Committee reconvened and Chairman Taylor stated no action was taken in Executive Session and that a motion to approve the loan application and supporting documents for Queen of Harts LLC (Julie Young) would be necessary. He advises that the loan amount is for \$20,000 based upon a five year loan term at a rate of 5.5% and amortized over 5 years. The secured

collateral would be a fourth position on the personal residence of Julie Young located at 11 Fox Hollow Lane, Queensbury, NY with a personal guarantee from Julie Young.

Chairman Taylor asked for a motion to approve the application of Queen of Harts LLC. Motion was made by Director Simpson, and seconded by Director McDevitt. The following motion carried unanimously:

RESOLVED, that upon consideration of loan application and supporting documents, and upon recommendation of the Business Review Committee, the Warren County Local Development Corporation ("LDC") hereby approves the loan application for Queen of Harts LLC (Julie Young), with the following terms:

Loan Amount: \$20,000.00

Term & Rate: 5 year loan with 5.5% interest – 5 year amortization

Secured Collateral: 4<sup>th</sup> position on personal residence of Julie Young located at 11 Fox Hollow Lane, Queensbury, NY, and personal guarantee from Julie Young.

Chairman Taylor continued with the agenda regarding the loan portfolio review. Ms. Switzer advises that the Loan Portfolio Overview shows that there are a total of twenty-one loans with a current outstanding balance of \$1,066,000 along with the information for which loans are to be paid in full in 2015. She explains that during the last meeting there was a discussion on two delinquent loans and that letters were sent out to both entities and that she has not heard back from either. She continues to explain that she is working with Mr. Auffredou to setup a meeting with these specific entities to discuss what adjustments could be made to the loans in order for them to be paid in full. She apprises that the net available cash to loan decreased by \$20,000 with the approval of the Queen of Harts LLC loan application in turn leaving about \$564,000 available in cash to loan.

Chairman Geraghty entered the meeting at 12:02 p.m.

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 McDevitt, and carried unanimously.

Chairman Taylor adjourned the meeting at 12:03 p.m.

Dated: \_\_\_\_\_, 2015

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Peter McDevitt, Secretary