

**Watertown Industrial Center Local Development Corporation
Annual Board of Directors' Meeting
June 19, 2012
Minutes**

The Watertown Industrial Center Local Development Corporation held its annual board meeting on Tuesday, June 19, 2012 in the board room of the WCBI, 800 Starbuck Avenue, Watertown, New York.

Present: Donald Rutherford, Nickolas Darling, J. Paul Morgan, Michelle Capone, W. Edward Walldroff

Others Present: Billy Soluri, Donald Alexander, Lyle Eaton, David Zembiec, Peggy Sampson, Keith Caughlin, Esq. of Schwerzmann & Wise, and Craig Fox of the Watertown Daily Times

Excused: John Doldo, Jr., and Carolyn Fitzpatrick

Absent: None

- I. Call to Order:** Mr. Rutherford called the meeting to order at 8:38 a.m.
- II. Pledge of Allegiance**
- III. Minutes:** The minutes of the regular meeting held April 17, 2012 and special meeting held April 24, 2012 were presented for approval. A motion was made by Mr. Darling to approve the minutes as presented, seconded by Mr. Alexander. All in favor. Carried.
- IV. Treasurer's Report:** Mr. Eaton reviewed the financial statements for the period ending April 30, 2012. A motion was made by Mr. Morgan to approve the financial statements as presented, seconded by Mr. Alexander. All in favor. Carried.
- V. Correspondence:**
 - a. SPX Monthly Update** – Mr. Soluri referenced the memo that was included in the packet. He said that the sub-slab depressurization systems are working fine and that he has a close out project meeting with Golder Associates this Thursday.
 - b. Environmental Spill Products Repayment Plan** – The Repayment Plan was included in the packets for review. Mr. Soluri indicated that Mr. Sharp has adhered to the plan for two months so far.
- VI. Committee Reports:**
 - a. Facility Update:** Mr. Soluri updated the Board on the following:
 - Ferguson Waterworks – Will buy carpet and paint; WIC Staff will perform the install.
 - Bldg. D Door – A new door will need to be installed.
 - Bldg. C – A cracked window will be replaced.

- Bldg. A – Speed bumps have been installed.

- b. Leases/Prospects:** Mr. Soluri indicated that there were no prospects at this time. However, he did state that Mary Anne Hanley sent out information to a possible prospect, although he did not have that information.
- c. Governance Committee:** Mr. Rutherford indicated that the Governance Committee met last week to review and discuss the mission statement, bylaws, and policies and procedures. He said that there were minor changes made to a few of the policies and procedures, which Ms. Sampson outlined for the board members. After a brief discussion, a motion was made by Mr. Darling to approve the mission statement, bylaws, and policies and procedures as presented, seconded by Mr. Morgan. All in favor. Carried.
- d. Nominating Committee:** Mr. Rutherford indicated that the proposed current slate of officers are as follows: President – Donald Rutherford, Vice President – J. Paul Morgan, Treasurer – Nickolas Darling, and Secretary – John Doldo Jr. The Board discussed changing the secretary position since Mr. Doldo has not been a participating board member for almost a year.

Mr. Rutherford instructed Ms. Sampson to write a letter to Lance Evans, President of JCJDC requesting a new representative to replace Mr. Doldo. Mr. Rutherford will sign the letter.

Mr. Darling nominated Ms. Capone as Secretary. After discussion, a motion was made by Mr. Darling to approve the new proposed slate of officers as presented, seconded by Mr. Walldroff. All in favor. Carried.

VII. Unfinished Business: None.

VIII. New Business:

- a. Bldg. C Entryway Ratification** – Mr. Soluri received approval from President Rutherford on May 16, 2012 to make the Building C entryway door handicap accessible. It was Staff's recommendation that the WICLDC Board of Directors vote to formally approve the project in an amount not to exceed \$4,000.00. After discussion, a motion was made by Mr. Darling to approve the project in an amount not to exceed \$4,000.00, seconded by Mr. Morgan. All in favor. Carried.

- b. **Awning Replacement Request** – Mr. Soluri indicated that the awnings above the main entrance and office windows of the JCIDA office need to be replaced. NASCO submitted a quote of \$3,369 and have installed and repaired all awnings at the WCBI.

It was discussed that the JCIDA will pay for lettering. After discussion, a motion was made by Mr. Morgan to approve the quote submitted by NASCO in the amount of \$3,369 to replace the awnings, seconded by Mr. Darling. All in favor. Carried.

At 9:04 a.m., a motion was made by Mr. Darling to move into Executive Session to discuss Billy Soluri, Robert Daymont, and Rick Lampman's past and present employment, seconded by Mr. Walldroff. All in favor. Board Members, Counsel, Don Alexander and David Zembiec remained.

At 9:44 a.m., a motion was made by Mr. Darling to adjourn the Executive Session and convene the annual board meeting, seconded by Mr. Walldroff. All in favor.

Mr. Rutherford indicated that there was a lengthy discussion regarding employment and that the Board will support the existing service agreement until they know the outcome of the legislative action. He indicated that Attorney Caughlin will look into the environmental issue and will report back to him.

Mr. Rutherford instructed Mr. Soluri to look into alternative insurance.

Mr. Rutherford said that the Board may call special meetings in the near future based on the legislative action.

- c. **JCIDA – WICLDC Administrative Services Agreement for 2012-2013** – Mr. Rutherford indicated that the Board tabled this agreement until after June 21.

- IX. Adjournment:** With no further business before the Board, a motion was made to adjourn by Mr. Darling, seconded by Mr. Walldroff. All in favor. The meeting adjourned at 9:47 a.m.

The next regular meeting is scheduled for Tuesday, August 21, 2012 at 8:30 a.m.