

**Watertown Industrial Center Local Development Corporation
Board of Directors' Meeting
May 7, 2013
Minutes**

The Watertown Industrial Center Local Development Corporation held a board meeting on Tuesday, May 7, 2013 in the Watertown Local Development Corporation board room, Buck Building, Watertown, New York.

Present: Michelle Capone, Donald Rutherford, J. Paul Morgan, Kent Burto

Others Present: Billy Soluri (JCIDA), Keith Caughlin (Schwerzmann & Wise, P.C.)

Absent: Carolyn Fitzpatrick, Nickolas Darling (Proxy to D. Rutherford)

- I. Call to Order:** The meeting was called to order at 2:45 9.m.
- II. Meeting Minutes:** Motion by K. Burto and second by M. Capone the meeting minutes from the March 26, 2013 board meeting were accepted. All in favor; motion carried.
- III. Financial Report:** B. Soluri presented the financials for the nine months ending March 31, 2013. He noted net loss of \$17,106.52 for the month however this included \$18,304 in depreciation.
- IV. Correspondence:**
 - i. B. Soluri reported that Golder Associates paid \$1,090.58 to WIC LDC for reimbursement of sub-slab depressurization systems electrical as agreed.
 - ii. B. Soluri presented Golder Associates on-site soil vapor intrusion work plan progress report for April 1-April 30, 2013. Waiting now for results from tests conducted in December 2012.
 - iii. B. Soluri presented letter dated March 27, 2013 from the Authorities Budget Office stating WIC LDC was not in-compliance with its PARIS reporting for its Annual Report for 6/30/2012 and its certified audit for 6/30/2012. B. Soluri noted that these have since been submitted.
- V. Committee Reports:**
 - i. Finance committee met to discuss the 2014 budget which was presented under New Business.
 - ii. Facility Update – B. Soluri reported that there were no new prospects and no new leases at this time.
- VI. Unfinished Business:**

- i. Attorney Caughlin discussed proposal submitted by Harris Beach on behalf of their client Junction Boyz. The Board concluded it would not accept the proposal. The Board instructed Attorney Caughlin to proceed with litigation and eviction. B. Soluri noted that Junction Boyz has returned 5,480 square feet to the WIC. No vote was taken since the discussion did not result in any new action.

VII. New Business:

- i. B. Soluri presented the proposed 2013-2014 budget. The budget is very conservative. B. Soluri noted that after adding back depreciation the budget is close to break-even with a \$5,000 operating loss. Mr. Soluri also noted that he is reflecting any lease income from Junction Boyz with an off-setting bad debt expense. P. Morgan asked that there be separate expense line items for each employee benefit on the budget to be able to monitor. B. Soluri also noted that there was 10% budgeted under Benefits for an Employee Retirement Contribution even though there has been no vote by the board as to an amount. On a motion by K. Burto and second by M. Capone the proposed 2013-2014 WIC LDC budget was accepted with Mr. Morgan's request that benefits be broken out by line on the budget. All in favor; motion carried.

B. Soluri also presented the 3-year Capital Plan. It was noted that this was only a planning document and that each capital purchase would need board approval prior to purchase. On a motion by K. Burto and second by P. Morgan, the 3-year Capital Plan was accepted contingent that each capital expense would be approved by the board prior to purchase. All in favor; motion carried.

- ii. B. Soluri noted that in order to proceed with Worker's Compensation that a resolution needed to be passed to exclude Board Members from the policy. On a motion by K. Burto and second by P. Morgan it was agreed the Board of Directors would be excluded from the WIC LDC Worker's Compensation and that B. Soluri be directed to complete necessary paperwork to do so. All in favor; motion carried.
- iii. B. Soluri presented the proposed Stream Property Maintenance Agreement drafted by Attorney Caughlin. The Agreement sets forth that the JCIDA pay \$15,000 annually for services identified in the Scope of Work. Any additional work outside of the Scope of Work would be billed at the employee's hourly rate. On a motion by K. Burto and second by P. Morgan, the proposed Stream Property Maintenance Agreement will be presented to the Jefferson County Industrial Development Agency. All in favor; motion carried.
- iv. D. Rutherford explained to the board his participation in discussions with the JCIDA and City of Watertown in regard to parking lot leases. In 2002, the WIC LDC was the tenant of two parking lots, one owned by the County and one owned by the City, in order to facilitate the Stream facility in the former Woolworth store. The WIC then sub-let the parking lots to the JCIDA. It appeared that local governments could not lease facilities to industrial development agencies. Today, Stream is looking to expand and the JCIDA is negotiating terms and conditions to the expansion including

parking. The WIC is being asked to extend its original lease. On a motion by P. Morgan and second by K. Burto, the WIC LDC agreed to allow the JCIDA to negotiate on its behalf for the WIC LDC to be the conduit for the City to lease the parking lots to the JCIDA so long as the WIC LDC is held harmless, and advised Attorney Caughlin to notify in writing the City of its intention to extend the Parking Lot Lease Agreement of 2002. All in favor; motion carried.

- v. B. Soluri presented the Employee Job Descriptions for the board to review. M. Capone asked Attorney Caughlin to review the exempt versus non-exempt definitions as they pertain to the WIC LDC employees. On a motion by P. Morgan and second by K. Burto, the Employee Job Descriptions were accepted with M. Capone's comment. All in favor; motion approved.

VIII. Adjournment: On a motion by Mr. Burto and second by Mr. Morgan the meeting was adjourned at 4:35 PM.

The next regular meeting will be Tuesday, June 18, 2013 at 8:30 AM in the Watertown Local Development Corporation board room, Buck Building, Watertown, New York.