



**MINUTES**  
**BOARD OF DIRECTORS MEETING**  
**Thursday, March 26, 2020 – 9:30 AM**  
**Authority Conference Room 4th Floor**  
**317 Washington Street, Watertown, New York**

The Development Authority of the North Country Board of Directors met in regular session at the State Office Building, Authority Conference Room 4<sup>th</sup> Floor, 317 Washington Street, Watertown, New York on Thursday, March 26, 2020 at 9:30 am.

**Members Present:**

Voting

Frederick Carter, Chairman  
Margaret Murry  
Thomas Hefferon  
Alfred Calligaris  
John Johnson Jr.  
Alex MacKinnon  
Gary Turck

Non-Voting

Mary Doheny  
James Hollenbeck  
Stephen Hunt  
Brian McGrath

**Members Absent**

Dennis Mastascusa

**Staff Present:**

James W. Wright, Executive Director  
Carl Farone, Deputy Executive Director  
Michelle Capone, Director, Regional Development Division  
Laurie Marr, Director of Communications and Public Affairs  
Brian Nutting, Manager, Water Quality Division  
Patricia Pastella, Manager, Materials Management Division  
Jennifer Staples, Director of Administration  
Carrie Tuttle, Director, Engineering and Environmental Division  
David Wolf, Director, Telecommunications Division  
Angela Marra, Executive Assistant  
Katie Maitland, Administrative Associate

**Guests:**

Jennifer Granzow, Counsel, Wladis Law Firm

This meeting was conducted as a teleconference meeting with members of the Board in attendance via teleconferencing. The meeting was also live streamed from the State Office Building. The meeting itself, due to the Corona Virus emergency restrictions, had no public access, but was accessible through the Authority website through live streaming. The changes have been authorized under an Executive Order issued pursuant to legislation by the state legislature granting emergency powers to the Governor. The Governor has waived the prior open meeting law requirement for the conducting of this type of conference. All required public notices consistent with this were met as well.

During this meeting, it will be difficult to ascertain who was speaking. J. Wright stated a request that as each person has an opportunity to speak to please state your name first. Each time a motion is to be made, each person is asked to identify themselves. Minutes are being taken remotely with two individuals on the call doing transcripts. Counsel is also present on this call.

1. Chairman Carter called the meeting to order at 9:34 AM.
2. Chairman Carter requested a roll call by A. Marra.
  - All Board Members were present except for D. Mastascusa.
  - A quorum of voting members and non-voting members was established.
3. Resolution No. 2020-03-18, reaffirming and approving Resolutions 2020-02-01 to 2020-02-17 considered at the February 27, 2020 Board Meeting.

B. McGrath had a question of counsel. B. McGrath stated he had read the minutes and it noted an interpretation of the governing document, of which he would like clarification for those who could not attend the meeting due to snow and weather to ensure the provisions are interpreted correctly. J. Granzow responded that the provision of the Authority By-Laws permit certain actions. She further stated that the majority of the resolutions that were presented to the Board did not require Board approval, and those that did there is a provision in the By-Laws under Article 3, Section 2, that allows the Chairman and the Executive Director to exercise the power of the Authority.

B. McGrath reiterated that his question is with Article 2, Section 6, which as he read in paragraph two of the minutes suggested these two provisions were merged to read the Board can delegate powers of officers to somehow take the powers of the Board members. B. McGrath did not read them to mean this and asked for clarification. J. Granzow stated this to be a separate thing. B. McGrath then asked if it was her legal opinion that the Board could waive its rights to a quorum to pass things that the Board needs approved in the absence of a quorum. J. Granzow responded that the Chairman or Executive Director are authorized to exercise the power of the Authority during periods between regular meetings. She further stated that Section 6 is a separate provision. At the previous meeting, virtually all of the resolutions that were approved did not require Board resolution approval, and at this meeting a resolution has been put together by the Executive Director reaffirming all the approvals from the past meeting to cover the extreme circumstances.

B. McGrath stated this did not answer his question, as he is asking if there was an action that required Board approval, in the absence of a quorum, is it counsel's opinion that such resolutions could have been approved. J. Granzow replied that in Section 2 of the By-Laws, it gives the authority to the Chairman or Executive Director to exercise the power of the Authority. In light of the extreme circumstances with the weather, this is exactly what happened. B. McGrath stated that it is the counsel's interpretation that a resolution that would have required approval of the Board could have been approved by either the Executive Director or the Chairman in the absence of a quorum. F. Carter and J. Granzow responded, yes.

J. Wright further stated that he believed the clarification that B. McGrath was looking for was that the Chairman and Executive Director had asked the voting members to review

and vote on the respective resolutions, not for approval but to give the sense of the Board's feeling on those resolutions before they executed them according to the by-laws. While the Board was not approving the resolutions, they were indicating to the Chairman and Executive Director, in the absence of a quorum, their intention to them. B. McGrath thanked J. Wright and said that did clarify it for him.

Upon a motion by A. Calligaris, and seconded by T. Hefferon, the minutes from the February 27, 2020 Board Meeting, were unanimously approved.

Upon a motion by T. Hefferon, and seconded by A. Calligaris, Resolution No. 2020-03-18, Reaffirming the Approvals of Authority Board Resolutions, was unanimously approved.

F. Carter turned the meeting over to J. Wright to simplify the resolution and the motions.

J. Johnson stated that as we proceed to do business, he would suggest and would like it put on the record that this example of a conversation that occurred about the by-laws, was as a result of the fact that we did not have a face to face meeting. There wasn't a quorum because those people don't come to all of the meetings. J. Johnson stated he was absent from a meeting due to a last minute trip he was called upon. He further stated that while this is a serious issue involving the state, and the Board is doing the absolute right thing by meeting this way, this is not a reason that the Board should be going forward thinking we can operate without public scrutiny in open meetings with everyone attending.

F. Carter stated that he supported this statement 100%. The meeting being conducted this way is a unique thing today, and hopefully it never happens again. He further stated he believes in face to face meetings.

J. Hollenbeck stated he agreed as it is much better to meet face to face.

#### 4. Executive Directors Report –

a. J. Wright recognized all Authority employees, further commenting that the majority are working from home. Some are even working from their trucks in the case with telecommunications and water quality. This meets the governor's directive, while also maintaining critical services that the municipalities require. J. Wright reported that Telecom is working on a regular basis with BOCES and the school systems and the service providers to increase capacity. There were several situations where capacity needed to be increased due to at-home schooling. This is being done at no charge for the first 60 days, and the Authority will be working with them on a continuing basis. This also applies to the municipalities as well in terms of accessing the wastewater, water treatment and sewer treatment plants so that these essential services are maintained. The landfill will continue to operate by rotating half the staff in and out on a regular basis in an attempt to protect our employees with distancing to the extent required. This is a testimony to the Authority in that there is extensive amount of technology already deployed to our staff on a daily basis, so it was easy to have people working from home. This will be continued until we hear otherwise. The governor's orders currently running through March 31<sup>st</sup>, but are fully anticipated to be extended. As the crisis is monitored on a daily basis, updates are being sent to employees as well as copied to the Board members.

B. McGrath stated that from the emails he had read, he feels J. Wright is doing a great job and would like to commend him for this. J. Wright thanked him for this.

5. Resolutions – Budget Fiscal Year 2020-2021

a. Resolution No. 2020-03-19 approves and adopts the Administrative Budget Fiscal Year 2020-2021 and line items contained therein, as proposed. This resolution also approves the Administrative capital projects for the Fiscal Year 2020-2021 and authorizes the Executive Director to undertake and pay for such projects, including contracting. The Schedule of Restricted / Board Designated Reserves are also approved in this resolution, as well as the ability to create and manage such reserves is delegated to the Executive Director who shall report such actions to the Finance Committee on a timely basis. The Fiscal Year 2020-2021 Administrative Allocations are approved and adopted, as well as the Audit Budget. This resolution authorizes the Executive Director to receive legislative initiatives on behalf of the Authority and to execute grant agreements and related documents with grant recipients as appropriate.

J. Wright stated that they would recommend for consideration one amendment to the resolution that had there been a finance committee meeting would have been proposed there. Within Appendix C, under Board designated reserves it lists Supplemental Insurance Reserve of \$7 million. We recommend this to be modified to reflect Liner Reserve of \$7 million. That will then become a restricted fund balance because the current liner money is being used to construct the new liner, and are recommending we have further liner reserves through additional cells. Regarding self-insurance, we would combine the last Board designated reserve, Administrative, to include insurance. The net effect would not change any of the numbers or the totals. The money would only be designated differently in terms of Board designation.

Upon a motion by T. Hefferon, and seconded by G. Turck, the amendment to Appendix C within Resolution No. 2020-03-19, was unanimously approved.

Upon a motion by A. MacKinnon, and seconded by A. Calligaris, Resolution No. 2020-03-19, Approving Fiscal Year 2020-2021 Administrative Budget, Capital Projects, Administrative Allocations, and Audit Committee Budget, was unanimously approved as amended.

b. Resolution No. 2020-03-20, approves and adopts the Engineering Budget and line items contained therein, as proposed. This resolution also approves the Engineering capital projects for the Fiscal Year 2020-2021 and authorizes the Executive Director to undertake and pay for such projects, including contracting. This resolution further authorizes the creation of a Board Designated Engineering Reserve to support future capital investment to be funded from the operational surplus of the Engineering division.

Upon a motion by M. Murray, and seconded by A. MacKinnon, Resolution No. 2020-03-20, Approving Fiscal Year 2020-2021 Engineering Division Operating Budget, Capital Projects and Reserve Designation, was unanimously approved.

c. Resolution No. 2020-03-21, approves and adopts the Materials Management Division Budget and line items contained therein, as proposed. This resolution also approves the Materials Management capital projects for the Fiscal Year 2020-2021 and authorizes the Executive Director to undertake and pay for such projects, including contracting. This resolution also delegates the ability to establish tipping fees, special condition fees, manage reserves, establish host community agreements and negotiate multi-year hauler contracts to the Executive Director to be reported to the Facilities Committee in a timely manner.

Upon a motion by A. Calligaris, and seconded by T. Hefferon, Resolution No. 2020-03-21, Approving Fiscal Year 2020-2021 Materials Management Division Operating Budget, Capital Projects, Reserve Requirements, and Tipping Fees, was unanimously approved.

d. Resolution No. 2020-03-22, approves and adopts the Fiscal Year 2020-2021 North County Economic Development Fund Budget and line items contained therein, as proposed.

Upon a motion by G. Turck, and seconded by M. Murray, Resolution No. 2020-03-22, Approving Fiscal Year 2020-2021 North Country Economic Development Fund Budget, was unanimously approved.

e. Resolution No. 2020-03-23, approves and adopts the Regional Development Budget and line items contained therein, as proposed.

Upon a motion by A. Calligaris, and seconded by A. MacKinnon, Resolution No. 2020-03-23, Approving Fiscal Year 2020-2021 Regional Development Budget, was unanimously approved.

f. Resolution No. 2020-03-24, approves and adopts the Telecommunications Division Budget and line items contained therein, as proposed. This resolution also approves the Telecommunications Division capital projects for the Fiscal Year 2020-2021 and authorizes the Executive Director to undertake and pay for such projects, including contracting. This resolution also delegates the ability to establish agreements and negotiate multi-year contracts to the Executive Director to be reported to the Facilities Committee in a timely manner.

Upon a motion by T. Hefferon, and seconded by A. Calligaris, Resolution No. 2020-03-24, Approving Fiscal Year 2020-2021 Telecommunications Division Operating Budget, Capital Projects, Reserve Designations, and Tariff, was unanimously approved.

J. Wright stated that a fee due to the State of New York has not been reflected as the Authority is still awaiting a response from the Department of Transportation Commissioner's office. There have been favorable indications given, however a formal response has not been received yet as everyone in the state government is occupied with dealing with the Coronavirus. The budget does not show this amendment. If and when a favorable response is received, this budget will remain as is. In the event it is ruled against, this will require an adjustment of \$1.6 million. In this event, it is the intent to take this from capital funding.

g. Resolution No. 2020-03-25, approves and adopts the Water Quality Division Budget and line items contained therein, as proposed. This resolution also approves the Water Quality Division capital projects for the Fiscal Year 2020-2021 and authorizes the Executive Director to undertake and pay for such projects, including contracting. Furthermore, capital funds that were previously approved but not fully expended are carried forward for use in Fiscal Year 2020-2021. This resolution also delegates the ability to manage reserves for the Army Waterline and Sewerline, and Regional Waterline projects consistent with contractual agreements. The Executive Director is authorized to respond promptly to customer requirements and negotiate multi-year contracts and will be reported to the Facilities Committee in a timely manner.

Upon a motion by F. Carter, and seconded by M. Murray, Resolution No. 2020-03-25, Approving Fiscal Year 2020-2021 Water Quality Management Division Operating Budget, Capital Projects, and User Charges, was unanimously approved.

6. Finance –

a. Resolution No. 2020-03-26, authorizes the Executive Director to approve compensation adjustments, effective for the fiscal year 2020-2021 commencing April 5, 2020 within the budgetary authorizations and consistent with Authority personnel policies as authorized by the Board.

B. McGrath commented that there was no question on the resolution but was receiving static when J. Wright was speaking. G. Turck and F. Carter also confirmed having the same issue. Microphones were exchanged and seemed to improve.

Upon a motion by F. Carter, and seconded by A. Calligaris, Resolution No. 2020-03-26, Authorizing Executive Director to Implement Compensation Plan, was unanimously approved.

b. Resolution No. 2020-03-27, approving amended portions of the Personnel Policy.

Upon a motion by F. Carter, and seconded by A. Calligaris, Resolution No. 2020-03-27, Approving Modifications to Personnel Policy, was unanimously approved.

c. Resolution No. 2020-03-28, authorizing professional service contracts as listed on the resolution.

Upon a motion by M. Murray, and seconded by A. MacKinnon, Resolution No. 2020-03-28, Authorizing Professional Service Contracts, was unanimously approved.

d. Resolution No. 2020-03-29, standardizing for purchases of certain classes of equipment for use in the Materials Management Division as necessary for construction or operational activities. This resolution is to take effect immediately.

Upon a motion by A. Calligaris, and seconded by T. Hefferon, Resolution No. 2020-03-29, Standardizing Upon Certain Equipment for Use in Relation to the Materials Management Division, was unanimously approved.

e. Resolution No. 2020-03-30, standardizing for purchases of certain classes of information technology and telecommunications equipment for use in the OATN as necessary for construction or operational activities. This resolution is to take effect immediately.

Upon a motion by A. Calligaris, and seconded by A. MacKinnon, Resolution No. 2020-03-30, Standardizing Upon Certain Equipment for Use in Relation to the Telecommunications Network, was unanimously approved.

f. Resolution No. 2020-03-31, standardizing for purchases of certain classes of equipment for use in the Water Quality Management Division as necessary for construction or operational activities. This resolution is to take effect immediately.

Upon a motion by A. Calligaris, and seconded by A. MacKinnon, Resolution No. 2020-03-31, Standardizing Upon Certain Equipment for Use in Relation to the Water Quality Management Division, was unanimously approved.

g. Resolution No. 2020-03-32, authorizing the standardization of computer software as listed on the resolution.

Upon a motion by F. Carter, and seconded by M. Murray, Resolution No. 2020-03-32, Authorizing Standardized Computer Software Programs, was unanimously approved.

h. Resolution No. 2020-03-33, authorizes the write-off of the identified receivables within the resolution, and directs the Deputy Executive Director to make adjustments to the Authority's financial statements to reflect these transactions.

Upon a motion by M. Murray, and seconded by A. Calligaris, Resolution No. 2020-03-33, Authorizing the Write-Off of Certain Loan Receivables as Bad Debts, was unanimously approved.

B. McGrath commented that he understood the writing off of bad debt is an accounting measure, and he understood on the first loan mentioned within the resolution that there would still be an attempt to collect. B. McGrath further asked if there is still going to be an effort made to collect the second. J. Wright responded that there will be, but the assessment is that it is not going to be very successful. The bank is in the process of foreclosing, and therefore will exclude the three or four public lenders that jointly participated.

i. Resolution No. 2020-03-34, authorizes an increase in the Closure IV Capital Project (20165) from \$3,400,000 to \$4,765,000, with the Closure IV Capital Project being funded from the Closure Reserve, and the authorizing the Executive Director to execute the necessary contracts and notices to proceed.

A. Calligaris commented that the project scope had increased, but the cost had increased by more than that, particularly in the construction. He further asked if the original estimate would no longer supplement this. J. Wright responded that he did not feel it was modified sufficiently to anticipate the market. Pre-virus the market was terrible in the sense that many were receiving bids over the estimate. The economy was booming, and that is reflected in the pricing. There is also an additional charge for gas wells that requires additional work when expanded in terms of the acreage and contribute to the price change as well.

F. Carter stated he had spoken with J. Wright about this before on the bids when they came out, and it seems that there were only two contractors who bid on this. The prices had gone up on everything.

Upon a motion by A. Calligaris, and seconded by F. Carter, Resolution No. 2020-03-34, Closure IV, Materials Management, Capital Budget Amendment, was unanimously approved.

## 7. Engineering –

a. Resolution No. 2020-03-35 approves the Technical Services Agreement by and between the Authority and the Village of Lyons Falls. The Executive Director is authorized and directed to execute said Agreement Amendment

Upon a motion by G. Turck, and seconded by A. MacKinnon, Resolution No. 2020-03-35, Technical Services Agreement, Village of Lyons Falls, Library Masonry Rehabilitation Project, was unanimously approved.

b. Resolution No. 2020-03-36, approves the Technical Services Agreement by and between the Authority and the Village of Lyons Falls. The Executive Director is authorized and directed to execute said Agreement Amendment

Upon a motion by F. Carter, and seconded by A. Calligaris, Resolution No. 2002-03-36, Approving Technical Services Agreement, Village of Lyons Falls, Library Woodwork Rehabilitation Project, was unanimously approved.

c. Resolution No. 2020-03-37, approves the Technical Services Agreement Amendment No. 2, by and between the Authority and the Village of Lyons Falls. The Executive Director is hereby authorized and directed to execute said Agreement Amendment.

Upon a motion by G. Turck, and seconded by A. Calligaris, Resolution No. 2020-03-37, Approving Technical Services Agreement Amendment No. 2, Village of Lyons Falls, Phase 4 Engineering and Redevelopment Planning, was unanimously approved.

d. Resolution No. 2020-03-38, approves the SCADA Services Agreement Amendment No. 1, by and between the Authority and the Town of Clifton. The Executive Director is hereby authorized and directed to execute said Agreement Amendment.

Upon a motion by F. Carter, and seconded by A. Calligaris, Resolution No. 2020-03-38, Approving SCADA Services Agreement Amendment, Town of Clifton Newton Falls Water System Improvements, was unanimously approved.

e. Resolution No. 2020-03-39, approves the SCADA Services Agreement No. 1, by and between the Authority and the Village of Potsdam. This resolution further authorizes the Executive Director to execute this Agreement Amendment.

Upon a motion by F. Carter, and seconded by A. Calligaris, Resolution No. 2020-03-39, Approving SCADA Services Agreement, Village of Potsdam, Wastewater Treatment Plant Improvement Project, was unanimously approved.

f. Resolution No. 2020-03-40, approves the Technical Services Agreement Amendment No. 1, by and between the Authority and the Town of Diana. The Executive Director is hereby authorized and directed to execute said Agreement.

Upon a motion by A. MacKinnon, and seconded by M. Murray, Resolution No. 2020-03-40, Approving Technical Services Agreement Amendment No. 1, Town of Diana, Water System Assessment Project, was unanimously approved.

## 8. Regional Development –

a. Resolution No. 2020-03-41, temporarily delegates authority to modify loan repayments on all Authority housing and business loan programs to the Project Development Committee for the next 90 days. This resolution further authorizes the Executive Director or Deputy Director/CFO to execute all documentation necessary to modify such loans.

J. Wright further explained that this is consistent with what other public lending agencies have seen as in granting 90 day extensions consistent with what is occurring at the federal and state level. This resolution will delegate the authority to the Project Development Committee to review and approve the extensions.

Upon a motion by T. Hefferon, and seconded by A. Calligaris, Resolution No. 2020-03-41, Temporary Delegated Authority Loan Programs, COVID-19, was unanimously approved.

b. Resolution No. 2020-03-42, approves a loan in the amount of \$100,000 from the Community Development Loan Fund to Thompson Park Conservancy Inc. at the terms and conditions outlined in the term sheet attached to the resolution. This resolution further authorizes the Executive Director or Deputy Director/CFO to execute all documents necessary to make this loan. This is considered a Type II Action under the State Environmental Quality Review (SEGRA) and is considered an exempt activity requiring no further action.

J. Wright stated this is the resolution that was tabled last month for additional work. Michelle was able to answer the three main questions of the board, that this money is not to be used to pay off the bank, there will be equal consideration for their money with the Watertown money, and lastly the Authority will have a comparable loan rate which is reflected in the 5%.

Upon a motion by F. Carter, and seconded by M. Murray, Resolution No. 2020-03-42 Community Development Loan Fund, Thompson Park Conservancy Inc., was unanimously approved.

F. Carter commented that he would like to thank Michelle for all the work she did on this and all the background we got on it.

c. Resolution No. 2020-03-43, authorizes the use of \$1 million from the Economic Development Fund to bridge Regional Tourism Transformational Community Revolving Loan Funds until proceeds are received from Empire State Development associated with Project AA580 and further authorizes the Deputy Director/CFO to transfer these funds.

J. Wright commented that this is the state program that the Authority administers. Periodically these state funds are used to help cover the lag in state funding, keeping our focus on local businesses.

Upon a motion by M. Murray, and seconded by A. Calligaris, Resolution No. 2020-03-43 Regional Tourism Transformational Revolving Loan Fund, Economic Development Fund, Bridge Financing, was unanimously approved.

d. Resolution No. 2020-03-44, ratifies the grant/loan commitment in the amount of up to \$320,000 (\$160,000 loan/\$160,000 grant) from the North Country Redevelopment Fund to ADK Gateway Inc. at the terms and conditions outlined on the term sheet attached to the resolution, consistent with the Empire State Development Program Requirements. This further authorizes the Executive Director or Deputy Director/CFO to execute all documents necessary to make this loan. This is considered a Type II Action under the State Environmental Quality Review (SEGRA) and is considered an exempt activity requiring no further action.

J. Wright stated this is a loan and grant combination fund that the state authorized and delegated to the Authority going back to 2015. This is an element of the states ADK Gateway project, and is a combination of state and private sector investment to redevelop the former Frontiertown.

Upon a motion by A. Calligaris, and seconded by M. Murray Resolution No. 2020-03-44 North Country Redevelopment Loan Fund, ADK Gateway Inc. Ratifying Loan and Grant, was unanimously approved.

e. Resolution No. 2020-03-45, ratifies a loan in the amount of up to \$400,000 from the Regional Tourism Transformational Community Revolving Loan Fund to Raquette Lake Navigation Company Inc. at the terms and conditions outlined on the term sheet attached to the resolution. This further authorizes the Executive Director or Deputy Director/CFO to execute all documents necessary to make this loan. This is considered a Type II Action under the State Environmental Quality Review (SEGRA) and is considered an exempt activity requiring no further action.

J. Wright stated these are state funds. The regional loan review committee has reviewed and recommended the tourism funds.

Upon a motion by F. Carter, and seconded by M. Murray Resolution No. 2020-03-45 Regional Tourism Transformational Community Revolving Loan Fund, Raquette Lake Navigation Company Inc., was unanimously approved.

S. Hunt commented for clarification that this was approved by the review committee pending Empire State Development approval. S. Hunt further stated that he is working on that approval at Empire State Development. The review has to do with how the transfer of the purchase would be structured, and whether it is permissible under the loan fund.

B. McGrath asked if the structure that is under review is due to the fact that it is a stock buyback and there is an equity gift stock share. S. Hunt confirmed that yes this is the stock purchase, and whether the acquisition is permissible under the sources and uses for the fund. B. McGrath further asked if this resolution is contingent on this being deemed to be a permissible form of the transaction, to which J. Wright responded correct.

f. Resolution No. 2020-03-46, ratifies the loan in the amount of up to \$250,000 from the Regional Tourism Transformational Community Revolving Loan Fund to Trustworthy Inc. at the terms and conditions outlined on the term sheet attached to the resolution. This further authorizes the Executive Director or Deputy Director/CFO to execute all documents necessary to make this loan. This is considered a Type II Action under the State Environmental Quality Review (SEQRA) and is considered an exempt activity requiring no further action.

Upon a motion by F. Carter, and seconded by M. Murray Resolution No. 2020-03-46 Regional Tourism Transformational Community Revolving Loan Fund, Trustworthy, LLC, was unanimously approved.

g. Resolution No. 2020-03-47, approves a loan modification for the St. Lawrence County Industrial Development Agency for its loan in the amount of \$750,000 from the Authority Economic Development Fund at the terms and conditions outlined on the term sheet attached to the resolution. The Executive Director and Deputy Director/CFO are authorized to execute all documentation.

J. Wright explained this is a loan the Authority currently has with St. Lawrence County IDA and their work on the J&L Site.

Upon a motion by F. Carter, and seconded by A. MacKinnon Resolution No. 2020-03-47 St. Lawrence County Industrial Development Agency, Economic Development Fund, Loan Modification, was unanimously approved.

#### 9. Financial Report –

C. Farone reviewed the financial report for the period ending February 2020.

C. Farone stated that from an operations perspective, the Authority has generated a positive change in net position of \$1.7 million for a total operating revenue of just under \$25 million. Operating expenses are just slightly over \$25 million, with most of the expenditures being well within board-authorized budgets. Some line items appear below the actual budget, such as those reflected in waste diversion where the site is not up and operational, as in the recycling transfer station. From the expenditure perspective we are well within Board authorized budgets. Interest income for the Authority is actually over budget by about \$350,000. The cash income for the Authority is about \$1.9 million, however if you look at the financials it reads \$2.6. This is because we need to include the market adjustment of about \$775,000.

From a balance sheet perspective, reviewing the statement of net position the Authority is a healthy organization. The total assets of the Authority have increased by about \$12.5 million year to date. Liabilities have increased by \$11 million, and as previously discussed at the last board meeting, this is primarily attributable to the MMF bonding for the southern expansion, which increased cash held in trust as well as long-term liabilities.

From a net position perspective, investments in capital assets have increased by about \$6 million. The Authority has spent capital dollars of about \$13 million less depreciation of \$7 million, results in an increase in capital assets of \$6 million.

From a capital perspective this has been a very busy year for division managers in expending capital projects as authorized. From a restricted and board designated fund perspective, we continue to utilize funds as authorized. This results in the capital reserve under the Board's designation reducing from \$17 million to \$12 million to fund the southern expansion.

B. McGrath asked if any initial analysis of potential loan defaults have been done in light of the pandemic. B. McGrath further stated that he understood the resolution was consistent with national and state guidelines on the 90 day restructuring, but asked if there had been any analysis done on the potential budget in light of the current circumstances.

C. Farone responded that they are not only looking at the loan funds but at all the divisions. For example from a telecommunications perspective, our services are needed more than ever, but at the same time many of our customers may go from being a 30 day accounts receivable turn to a 60 or even to a 90. This will hold true for Materials Management, as well as Water Quality. The Authority is currently looking at cash flow, and being a financially sound organization, should be able to handle the increased accounts receivable balances. From a loan perspective, the Authority has been fielding

calls from various borrowers who are requesting some help as far as just a principal and interest forbearance for three to six months. There is no concrete documentation at this point, but we are very cognizant that it is going to have a cash flow impact on the Authority, and the Authority is well suited at this point to handle whatever it's going to bring over the next few months. There is more concern about the small businesses that will be impacted.

J. Wright further commented that part of the issue is going to be what the federal and state governments do. There was a package passed in the Senate last night, now awaiting approval in the House. All the details have not been released but we have heard that there will be a heavy emphasis on small businesses. Part of that determination will be made based on what action they take and any further or subsequent action the state will take. It is anticipated that the upcoming year will be a very difficult one for the State of New York. The state went into the budget with a \$6 billion deficit, and nothing has improved in the situation with the Coronavirus. This is going to have effects on every level of government. Carl's assessment is very accurate. The Authority is aware we will be taking losses in revenue, but on the other hand we believe we are strong position demonstrating why we carry these reserves so that we can maintain essential services during times of emergency and need.

J. Wright took a moment to thank C. Farone and his staff for working very hard on making sure the budget was completed and intact. The same is true for all the division managers. Coordinating all of this is not as simple as it appears working from home. J. Wright also thanked the Board for their support on the budget and all the other transactions.

#### 10. Report of the Nominating Committee –

A MacKinnon was presented as the chair of the nominating committee, consisting of A. MacKinnon, M. Doheny, and M. Murray. The committee contacted all current officers as nominees, and all expressed their interest in returning to those positions.

The nomination of officers are as follows:

Chair – F. Carter  
Vice Chair – M. Murray  
Secretary – T. Hefferon  
Treasurer – D. Mastascusa.

Upon a motion by A. MacKinnon, and seconded by A. Calligaris, the nomination of officers for the Fiscal Year 2020-2021 was unanimously approved.

F. Carter took a moment to express his gratitude to everyone for the tremendous job done to keep this meeting together. To the Board, we count you and respect you and the job you are doing. He expressed the hope that everybody is blessed that they do not contract this virus. F. Carter further expressed that we will do whatever is necessary to make sure that if anything comes up within the next year the Board will always know what is going on. F. Carter also offered to the Board that if they have any legal questions to get in touch with either J. Wright, or himself, and they will make certain to get the attorney involved to take care of whatever you need. We want to make certain this Authority stays on top of the issues we are facing today. The final concern expressed by Mr. Carter today involved the fact that there is no technology or internet in small rural

areas, and we want to see if we can come up with something where we can connect them. The kids today need the internet, and some kids still do not have it.

F. Carter stated that the next meeting date will be decided and communicated to the Board.

J. Wright commented that the date of the next meeting has been left to be determined because we are unsure what the future holds. The regular meeting would be the third Thursday in May. A special meeting may need to convene in April. We have left it open-ended with the assurance that each of you will be contacted and given advance notice. The other issue is that we typically adopt an annual schedule of meetings which again we deferred on with not knowing what the future holds. There have also been consistent problems with establishing quorums as a result of holidays, weather and other issues. Please think about this before we adopt the permanent schedule at the next meeting.

F. Carter further commented, addressing the non-voting members of the Board in being so important to the function of the Board. He stated that he appreciates everything everyone is doing, and all the time that is put in, and hopefully a new mechanism can be found where everybody can be in one room. In agreement with an earlier statement by J. Johnson, this has to be a face to face organization to protect our counties, the State of New York, and to protect what the governor wants us to do for him.

11. Upon a motion by J. Johnson, and seconded by M. Murray, the meeting was adjourned at 10:51 AM.

Respectfully submitted,



James Wright  
Executive Director