

MINUTES
BOARD OF DIRECTORS MEETING
Thursday, May 28, 2020 – 10:00 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 4th Floor, 317 Washington Street, Watertown, New York on Thursday, May 28, 2020 at 10:00 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:

Carl Farone, Interim 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. This meeting is in compliance with Governor Cuomo's Executive Order.

During this meeting, because it is being done telephonically, it is asked that when you are speaking please state your name so you can be identified appropriately in the minutes. Within the Board Packet, whether in front of you or on the screen, the pages have been

numbered. As the resolutions are reviewed, the page number will be stated as well. Lastly, as with the previous Board Meeting, there are no committee meetings being held resulting in each resolution being reviewed by the whole Board.

1. Chairman Carter called the meeting to order at 10:03 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. Privilege of the Floor was offered.
4. Upon a motion by A. Calligaris, and seconded by T. Hefferon, the minutes from the March 26, 2020 Board Meeting, were unanimously approved.
5. Chairman's Report

Chairman Carter asked T. Hefferon for a report from the Search Committee.

T. Hefferon stated that the Executive Director's Search Committee met for the first time on May 21st via teleconference in an open meeting that was posted to live stream. The committee reviewed the process for the search, to include advertising the job in regional publication and on regional websites. The application due date will be June 26th. The Search Committee plans to meet again in early July to review the applications. The committee reviewed the draft call for applications and asked Counsel J. Granzow to review the Authority Budget requirements for compliance of such a listing. After researching the question, she advised there are no requirements for that position. The job was posted to the Authority website on Tuesday and L. Marr has been working on placements in various publications, both print and online, to begin running this weekend.

B. McGrath asked two initial questions. The first, is whether the Search Committee considered hiring a consultant to lead the search process and what the thoughts of the committee were. The second question was if the Search Committee had drafted a series of goal and objectives for what we are looking for in our new Executive Director.

T. Hefferon responded that they did consider using an outside consultant but it was unanimous that they do not. This process has been done both ways in the past.

A. MacKinnon also commented that this is the seventh of this type of search he has been involved with, and has seen it done both ways. Problems he has noted with a consultant were the expense, and the generation of a huge number of applicants. Some of the applicants are not from the area or familiar with the area, and when they arrived North Country living was very different from the suburbs of the cities they were from resulting in them not lasting very long. A. MacKinnon further commented that his goal is to find someone to provide leadership for more than just a few years. He feels there are many competent people in the North Country who are familiar with the area and can do a good job. By advertising locally we can generate enough interest to find someone good. A. MacKinnon also feels that the members of the Search Committee are very familiar with the operations of the Development Authority and the kind of person we would like to have in leadership. If it doesn't work the committee can always go back and try that option.

M. Doheny agreed with all T. Hefferon and A MacKinnon had stated, and further added the point that they specifically discussed the topic of the benefits and challenges of a search firm. This is also one of the reason's the committee discussed putting the job advertisement on indeed.com to broaden the search. To A. MacKinnon's good point, she further stated that if the committee is not happy with the applicants they have the ability to extend the search.

J. Hollenbeck stated that he is very happy with what the committee is doing.

F. Carter commented that he has been through three of these and he believes we are headed in the right direction. When it comes down to the final people, the whole Board will be involved, voting and non-voting. You will all have a chance to review everything and make sure it is all done properly.

B. McGrath felt this was a good answer for the first question. He did ask for further insight on whether the search committee had developed a template of goals, objectives, and criteria for what they are looking to accomplish in the process as well as what we are looking to find in prospective candidates to be our next executive director.

F. Carter asked for L. Marr to respond. L. Marr stated that the committee put together a thought process using steps they are going to go through as well as job qualities they wanted to see in a new director. These are included in the job advertisement or call for applications.

A. MacKinnon commented that once the committee gets into the search process they will sit down as a group and based on the criteria in the search announcement they will develop questions that are going to be designed to get a feel for how the applicants will merge with this set of criteria that has been established.

B. McGrath asked to add to what A. MacKinnon was also saying by adding what was in the annual review that has just been done for the Executive Director, and rolling this in with the other criteria that should be considered will help form the questions that should be asked during the interview process. There should also be a tracking system and an orderly process to help evaluate those who apply and those who are ready to interview. T. Hefferon asked B. McGrath if there is something that B. McGrath feels the committee should look at to please send it to him and he will make sure it is reviewed by the committee.

B. McGrath stated that he appreciates the committee's answers, and it seems like they are doing a very thorough job and he appreciates their hard work. His last point as previously discussed as part of the Governor's initiative for several years now is diversity and inclusion initiatives at all state levels, including state authorities. His suggestion to the search committee is to be sure to be mindful of diversity and inclusion goals of the State of New York, in so far as not just in the search process, but it starts at the beginning as to where you put the listing. Where you are posting your advertisement will directly impact the diversity pool of candidates in which you receive. B. McGrath thinks diversity and inclusion are very important, and the Development Authority has never had any non-cis-gendered white male executive director. He was not saying this should be an end all be all criteria, but to the extent the process can be conducted in a manner conscious of the state goals of diversity and inclusion which he thinks would make the governor very happy and advance the public interest. B. McGrath thinks this starts at the very beginning as to where the listing is posted. T. Hefferon asked if B. McGrath could provide F. Carter with some possible places the ad should be posted in addition to what has already been done. F. Carter wanted to add that the committee did discuss inclusion of minority groups at the meeting they had, and discussed diverse points of advertising where all people are likely to see it. This would be

not only on the New York State Labor website, and the Authority website, but also publications that would have a broad reach to all of the communities in northern New York as well as nationally.

6. Resolution No. 2020-05-48, appoints Carl E. Farone, Jr. as the Interim Executive Director of the Authority, with all duties, responsibilities and authority provided by the Authority By-Laws. Said appointment shall be effective immediately and shall remain in full effect until such time as the Authority selects and appoints a successor.

F. Carter asked J. Granzow, Authority counsel, to discuss her thoughts regarding this resolution. J. Granzow stated that as part of the Search Committee discussion at the meeting on May 21st they discussed the appointment of Carl Farone as the Interim Executive Director, and we have this resolution before the Board now. Based on her participation in the Selection Committee meeting, she would like to ask that the resolution be amend to add the following text:

Resolved, the Development Authority of the North Country does hereby authorize the Selection Committee to negotiate a salary for said appointment. The negotiated salary shall not exceed that of the previous Executive Director.

Upon a motion by F. Carter, and seconded by A. MacKinnon, the attorney's paragraph regarding the salary negotiation of the Interim Executive Director to be added to Resolution No. 2020-05-48, was unanimously approved.

F. Carter requested a roll call vote for the resolution's amendment.

Fred Carter – yes
Margaret Murry – yes
Tom Hefferon – yes
Al Calligaris – yes
John Johnson – yes
Alex MacKinnon – yes
Gary Turck – yes

Upon a motion by F. Carter, and seconded by M. Murray, Resolution No. 2020-05-48 Appointment of Interim Executive Director, Development Authority of the North Country, Carl E. Farone, Jr., was unanimously approved.

F. Carter requested a roll call vote for the resolution's amendment.

Fred Carter – yes
Margaret Murry – yes
Tom Hefferon – yes
Al Calligaris – yes
John Johnson – yes
Alex MacKinnon – yes
Gary Turck – yes

7. Executive Directors Report –

- a. Performance Measurements Report –

C. Farone stated that at the beginning of each year the Authority creates Performance Measures. This report is an overview of the Authority's achievements and items that require more attention at the end of the year. Items listed on the report in black are positive items, and those in red are the negative non-compliance issues. C. Farone read through a couple highlights within the report:

Meet or exceed federal, state and local regulatory requirements.

- The Materials Management Division, within the solid waste management facility, was operated in compliance with DEC standards being in accordance with the New York State DEC part 360 permit, the New York State DEC Air Title V Permit, the part 364 waste transporter permit, and the multi sector permit.
- The Authority received an A+ rating with a score of 20.5 out of 22 from the Minority and Women Owned Business as the Authority purchased over 30% of our good from minority owned businesses. We are actually just under 40% MWBE compliant.
- The Engineering Division, 77 solid waste permits for solid waste disposal at the solid waste management facility to make sure that the waste coming into the site is acceptable.
- Regarding noncompliance items in red, water pollution control facilities in the villages of Carthage, West Carthage, Clayton and Malone, and the City of Ogdensburg that Authority staff manages. The Authority does not own these sites, only manages them. Combined they experienced 29 violations. This is down from the 63 violations they received last year. The improvement is due to the completion of some capital improvement projects in the Carthage and West Carthage facilities. The Authority is working with the other municipalities to implement corrective actions in hopes of reducing the number of violations further.
- The municipal wastewater treatment plants managed by the Authority's Water Quality Division had 10 violations, but proper documentation was filed with DEC within a timely manner.

Meet or exceed federal, state and local safety requirements.

- The Development Authority has 393 safety compliance items. These are managed by Carrie Tuttle and her division, completing 393 of the 393, meaning the Authority is 100% complete for the calendar year.
- The Authority maintains a board certified safety professional who oversees the safety committee.

Manage the Authority assets in a prudent and fiscally responsible manner.

- Information Technology implemented several safety measures to protect the Authority's digital information. Telecom was separated from IT networks. Penetration testing was performed. A new backup system was configured and installed. Quarterly phishing was completed, and annual cyber testing and training was done for all employees.
- Material Management reviewed and improved working face operations to reduce leachate production at the materials management facility.
- Materials Management is required to fund closure and post-closure cost reserves. The 2019 Financial Assurance and Compliance Report has been filed with the DEC, and 2020 will be filed as soon as our audit is complete at the end of June.

- Regional Development competed model ordinances for solar, wind and dark sky compliance to assist communities with land use planning surrounding Fort Drum.
- The Authority hosted an annual open house at the Materials Management division.
- Annual partner letters were sent to Jefferson, Lewis and St. Lawrence Counties, and the City of Watertown.
- An annual update letter was sent to Rodman residents.
- Materials Management offers facility tours to schools and colleges so they can see it is a sophisticated operation and not just a hole in the ground where garbage is thrown.
- Telecommunications turned up a new 10 Gig circuit for SLIC, a local provider, when they requested additional capacity in response to COVID-19. The Authority provided this circuit free of service for two months to get it up and operational.
- Materials management conducts periodic meetings with haulers and county solid waste division partners to obtain feedback and discuss operational changes.

Encourage environmental stewardship, and advance as a more sustainable organization.

- Many good things at Materials Management with tire removal and disposal, and mattress collection and recycling.
- The Development Authority annually completes an Executive Order number 4 report for New York State reflecting the sustainability efforts as an organization.
- The Authority purchased and installed OnBase software to enhance file share capabilities and reduce the need for printing internally and externally.
- The Authority provides regional initiatives and partnerships that provide value added services to its communities.
- The Authority secured the Regional Recycling Transfer Station site in Harrisville and is progressing with taking single stream recyclables from St. Lawrence and Lewis counties. This will provide a more cost effective way for them to produce or dispose of recyclables.
- The Materials Management Division conducted five Household Hazardous Waste collection days.
- The Engineering Division was awarded the contract just under \$100,000 with the Villages of Gouverneur, Philadelphia, Rensselaer Falls to complete regional archive GIS mapping.
- The Engineering Division provided tactical support for water sewer capital improving projects. This is a \$116 million investment in the North Country that our Engineering Division is helping these municipalities oversee.
- In support of the 2023 World University Games in Lake Placid, Telecommunications worked on the fiber design and is rerouting fiber at the ski jump facility for the Olympic Regional Development Authority.
- Telecommunications completed a 10 Gig ring with BOCES linking several facilities with area BOCES.
- The development of the Telecommunications Division upgraded the Ethernet core to a 20 gigabits per second throughout the entire network.

Develop internal analytic data to improve assessment and decision making.

- Materials Management is utilizing data trends to determine causes of waste flow variation which will enable better planning and prediction of future occurrences.
- The Authority purchased a new network management server to enhance our ability to monitor usage errors and alarms in the network.
- Information Technology installed the water and wastewater software reporting and tracking system for the Army sewer and Army water lines. This was a capitol project from last year.

C. Farone concluded by saying there is a great deal of information here, but he just touched on the highlights. He then requested a motion to accept the Performance Measurements Report for the Fiscal Year ending 2020.

Upon a motion by A. Calligaris, and seconded by M. Murray, the acceptance of the Performance Measurements Report for Fiscal Year Ending 2020, was unanimously approved.

b. Performance Measures for Fiscal Year 2021 -

C. Farone stated this is the Board providing staff with the direction as far as Performance Measures and how we evaluate ourselves a year from now. Part of this process lies within the Mission Statement. The Board reviews the Mission Statement of the Authority, keeping the mission of the Authority to serve the common interest of Jefferson, Lewis and St. Lawrence Counties by providing technical services and infrastructure which will enhance economic opportunities in the region and promote the health and wellbeing of its communities. The Performance Measures for the fiscal year 2021 have been left unchanged. C. Farone requested a motion to accept the Mission Statement and Performance Measures.

Upon a motion by A. Calligaris, and seconded by G. Turck, the acceptance of the Performance Measures and Mission Statement for Fiscal Year Ending 2021, was unanimously approved.

c. Finance Report –

C. Farone reviewed a year end snapshot of the financials. Since the auditors will be reviewing this information in great detail at June's meeting, C. Farone stated he will provide just the overview, unless there is a specific question.

In looking at the Operating Revenue of the Development Authority, the total customer billings were about \$300,000, or about 1%, as a negative variance. This is due to a few things that occurred. Materials Management tonnage was down by about 11,000 tons. Telecom was up about a quarter million dollars. The Army sewer and water line usage was less than originally budgeted, and as usage was down, expenditures were down. The Army sewer and water line are cost-based contracts, meaning whatever the Authority spends is passed directly to Fort Drum with an incurred cost reconciliation at the end of every year. There is a reduction there simply because the Authority spent less money than what was budgeted due to less volume being used.

Grant Revenue is very close to projection. Loan interest income is close to projection. Under the North Country Economic Development Fund there was a budget of \$86,000

which is included in the budgeted number. However, in the year to date actual this revenue is backed out due to accounting reasons because it is NYPS's money. This would mean the Loan Interest Income, from a cash perspective, is ahead of projection by \$20,000. Other Income is ahead of projections.

Operating Expenses are under projection by \$1.8 million. C. Farone stated he reviewed the detailed statements and noted specific items that are primarily responsible for such variance; Authority wages and fringes were under budget due to vacancies, and chemicals and pole attachments were under budget as well. The biggest impact on this is that the Recycling Transfer Station did not become fully operational this year.

Under Interest Income, the actual cash interest income was \$1.9 million, or about \$216,000 ahead of budget. There is also a Mark to Market adjustment of \$750,000.

New York State Pension expense was budgeted at \$847,000 but the actual was \$721,000 due to employees coming in at a tier six. Under the GASB 68 requirement there shows \$94,000. This is purely an accounting entry that is required pursuant to the Governmental Accounting Standards Board.

The waste volumes at Materials Management are under budget by about 11,000 tons, but MSW was up 5% over budget. Contaminated soil was the primary variance, coming in at 18,000 tons under budget. It is difficult to predict how many contaminated soil jobs there will be in any given year.

Host Community Benefits to Rodman, \$823,000 was budgeted, but the Authority only paid \$772,000 due to the reduction in waste volumes.

C. Farone requested a motion to accept the financials.

Upon a motion by M. Murray, and seconded by A. Mackinnon, the acceptance of the Year End 2020 Financial Report, was unanimously approved.

d. COVID -19 - Authority Update –

C. Farone reported that many things had been implemented by J. Wright in March. 75% of the workforce was authorized to work from home. We continue to follow Federal and State regulations, restrictions, and best practices. A couple staff members have been allowed to return to the office setting as their duties were critical to them being onsite. These would specifically be the facilities in Clayton, Ogdensburg, and Carthage. The Authority does not own these facilities, but we do manage them so those staff were authorized back into the plant. They have their own offices and PPE. Currently 72.5% of the Authority workforce is still working remotely. Management continues to evaluate the situation. A plan to phase staff back into the office at a slow pace is being developed. It is critical to keep the Authority operational, our facilities operational, and the system we have using has been working.

B. McGrath asked, if without violating any employee HIPPA Protection, has the Authority had any personnel who either had to be quarantined or tested positive for COVID. C. Farone replied we have not had any staff that were actually in the office test positive. There was one staff who was at home who tested positive, but they did not have any contact with any Authority staff. They were isolated for 14 days.

8. Loan Report –

M. Capone reported that as of April 30th, under the CDLF portfolio, 51-53 Market Street in Potsdam was one month in arrears. M. Capone followed up with them and they have a check in the mail.

Under the Redevelopment Fund, Downtown Massena was seen as 87 days. M. Capone contacted them again and they stated the check is in the mail.

Eastern Resort Management, Snow Ridge, under the Tourism Fund, who we have helped on a couple of occasions, made their annual payment on the smaller loan and they made a payment on the larger loan. They are still eight months in arrears. M. Capone is going to follow up with them. They are going to be a slow pay, but we are going to continue to try and work with them to see this through.

On the Wind Water / Hotel Whiteface is 87 days past due. However, she states there is a check in the mail and if she makes one payment, she can be granted the 90 day moratorium as principle and interest that would bring her current.

Under the North Country Economic Development Fund, Pro-Sport Manufacturing is in default. There have been discussions with the North Country Economic Development Board and these are NYPA funds, and they are aware of the situation and we are going to try to collect on the loan.

As an update, we did close on the Thompson Park Conservancy, Watertown Zoo, shortly after our March Board meeting. The Authority attorney reviewed the loan documents and said they were sufficient to proceed and close on the loan. Immediately following this, we ran into the COVID pandemic. M. Capone met with Larry Sorel, the Executive Director at the zoo. At the end of the conversation both parties felt very optimistic with what the zoo is thinking through this whole process. Right now they plan to open the zoo in Phase IV, but are hopeful that they might be able to open sooner. They are going to petition the county to see if like the Gifford Zoo in Syracuse they might be able to open sooner. They did receive \$88,000 from the Payroll Protection Program. They have also applied for additional funds and were deemed eligible for \$150,000. Their board needs to decide if they are going to accept those funds because it is a long term loan over 30 years. They are also trying to move their summer programs along so they can continue virtually. They have also made changes as well. The executive director has taken no salary in April and did reduce hours for staff, but were able to bring them back with the award from the Payroll Protection Program. M. Capone feels very optimistic after meeting with the zoo. They are planning fundraisers throughout the balance of the year. They are in the process of hiring a marketing director. M. Capone will continue to follow up with the Executive Director monthly, to ensure up to date information can be brought to the Board as this loan has generated a great deal of discussion.

B. McGrath commented that there are several Executive Orders as well as Complimentary Orders from the New York State Department of Financial Services that address debt collection, seeking recovery on loans, as well as forbearance of installment loans. He asked if M. Capone or Authority counsel have taken the position that those Executive Orders and DFS guidance apply to the Authority or only to regulated financial institutions. M. Capone responded that this was not discussed from a legal perspective, however at the March Board meeting the authority was given to the Project Development Committee to be able to negotiate loan repayment terms with borrowers. At that time the Project Development Committee came back and recommended

90 day principal and interest moratorium whereby no principle or interest could be due for 90 days. Interest would not accrue to the loan, and the principal would be paid off at the end of the loan. M. Capone followed up with all borrowers and some of them wanted to continue to pay. Under the Tourism Fund, there were quite a few who took advantage of the 90 day moratorium. There is a resolution being presented today to extend that authority to the PDC because we will have a meeting in June, but there is no meeting scheduled for July and these are timely decisions. The tourism loans are going to need to be closely reviewed because the tourism industry is going to take a hard hit this summer. If we want to see them survive, we are going to have to be more patient than we have been in the past with these borrowers. Some have expressed that they are unsure if they are even going to open this year. They don't know what is going to happen, and it may be in their best interest to not open this year and save that money. The resolution will help us to be responsive in a timeframe. We did not take a legal opinion on this, but yes we did respond and are working and will continue to work with our borrowers. Even those borrowers that come out of this at the end of June, M. Capone stated she is going to work with on a case by case basis. She will bring their needs or requests back to the PDC. Everyone may not need the deferment. Some may only need time to build up their cash flow.

B. McGrath asked regarding the interest free deferral for borrowing, is the Authority looking to re-amortize the loans. He further asked if this is being put as a balloon payment at the end, or are all options being preserved giving the borrowers flexibility on this. M. Capone responded the Authority will be preserving all options at this point. It was a balloon at the end, but this may come back to the Board requesting to re-amortize and add on three additional months. No money will be lost by doing it this way. Some may wish to pay it off quicker than others, and it had been amazing to see the number of companies that have actually wanted to continue to pay their loans.

9. Governance -

- a. Resolution No. 2020-05-49, approves the amended Investment Policy.

C. Farone stated that the next three resolutions are annual resolutions of the Authority, and required pursuant to public authority law that they be reviewed annually. Each of these policies are posted on the Authority's website so they may be viewed by the public as well. Each of the three policies attached to the resolutions to be approved at this meeting have been saved utilizing track changes so Board members could easily see the changes that were made. The only change to the Investment Policy was rewording "comptroller" to "chief financial officer".

Upon a motion by A. Calligaris, and seconded by A. MacKinnon, Resolution No. 2020-05-49, Approving Investment Policy, was unanimously approved as amended.

- b. Resolution No. 2020-05-50, approves the amended Procurement Policy.

C. Farone stated this policy is similar to the Investment Policy in that it must be reviewed annually, and is posted to the Authority website. This policy is being amended slightly in that full definitions are being removed, and be replaced with the corresponding Article within the executive law. This will reduce the number of amendments to be made to the policy each time the wording within the executive law is changed. While this policy is lengthy, the changes are very minor

Upon a motion by A. Calligaris, and seconded by M. Murray, Resolution No. 2020-05-50, Approving Procurement Policy, was unanimously approved.

c. Resolution No. 2020-05-51, approves the amended Disposition of Real Property Policy

C. Farone stated this similar to the other two policies. It is posted to the Authority website and requires to be updated annually. The only modification is changing the title of "comptroller" to "chief financial officer".

Upon a motion by A. MacKinnon, and seconded by M. Murray, Resolution No. 2020-05-51, Approving Disposition of Real Property, was unanimously approved.

10. Finance –

a. Resolution No. 2020-05-52, authorizing the Chairman, Treasurer, Executive Director, Chief Financial Officer, and Deputy Comptroller be named as authorized signatories on Authority bank accounts and that all documents requires as evidence of this authority be executed by the appropriate Authority Officers/personnel. Further, Mary Allen Baeslack of Benefit Services Group shall be named as an additional signatory on the Authority's Health Reimbursement Account (HRA) and Section 125 Plan Bank Account. The Accountant I and Accounting Associate will be designated authorized representatives for the purpose of initiating electronic transfers of Authority funds, when authorized by the designated Authority Officers/personnel, and that all documents required as evidence of such authority be executed by Authority Officer/personnel.

Upon a motion by A. Calligaris, and seconded by A. MacKinnon, Resolution No. 2020-05-52, Authorizing Depository Account Resolutions and Check Signing Authorization, was unanimously approved.

11. Engineering –

a. Resolution No. 2020-05-53 authorizes the GIS Hosting Agreement by and between the Authority and the Village of Massena. The Executive Director is authorized and directed to execute said Agreement in accordance with the terms listed on the resolution.

Upon a motion by G. Turck, and seconded by A. MacKinnon, Resolution No. 2020-05-53, Authorizing GIS Hosting Agreement, Village of Massena, was unanimously approved.

b. Resolution No. 2020-05-54, approves the Technical Services Agreement by and between the Authority and the Town of Champion. The Executive Director is authorized and directed to execute said Agreement Amendment

Upon a motion by A. MacKinnon, and seconded by M. Murray, Resolution No. 2002-05-54, Approving Technical Services Agreement, Town of Champion, Asset Management Plan, was unanimously approved.

c. Resolution No. 2020-05-55, approves the Technical Services Agreement Amendment 1, by and between the Authority and the Village of Heuvelton. The Executive Director is hereby authorized and directed to execute said Agreement Amendment.

Upon a motion by F. Carter, and seconded by M. Murray, Resolution No. 2020-05-55, Approving Technical Services Agreement Amendment 1, Village of Heuvelton, Water System Improvement Project, was unanimously approved.

d. Resolution No. 2020-05-56, approves the Technical Services Agreement Amendment No. 3, by and between the Authority and the Village of Malone. The Executive Director is hereby authorized and directed to execute said Agreement Amendment.

Upon a motion by A. Calligaris, and seconded by M. Murray, Resolution No. 2020-05-56, Approving Technical Services Agreement Amendment No. 3, Village of Malone, Public Works Facility, was unanimously approved.

e. Resolution No. 2020-05-57, approves the Technical Services Agreement No. 1, by and between the Authority and the Town of Parish. This resolution further authorizes the Executive Director to execute this Agreement Amendment.

Upon a motion by F. Carter, and seconded by A. MacKinnon, Resolution No. 2020-05-57, Approving Technical Services Agreement, Town of Parish, Joint Water System Project, was unanimously approved.

f. Resolution No. 2020-05-58, approves the SCADA Services Agreement, by and between the Authority and the Route 3 Board of Commissioners. The Executive Director is hereby authorized and directed to execute said Agreement.

Upon a motion by A. Calligaris, and seconded by M. Murray, Resolution No. 2020-05-58, Approving SCADA Services Agreement, Route 3 Board of Commissioners, Pump Stations RTU Upgrades, was unanimously approved.

g. Resolution No. 2020-05-59, approves the SCADA Services Agreement, by and between the Authority and the Town of LeRay. The Executive Director is hereby authorized and directed to execute said Agreement.

Upon a motion by F. Carter, and seconded by A. Calligaris, Resolution No. 2020-05-59, Approving SCADA Services Agreement, Town of LeRay, Water Improvement Project, was unanimously approved.

12. Regional Development –

a. Resolution No. 2020-05-60, accepting the annual report as the sole member of the Housing Development Fund Company (HDFC) and further waives the annual meeting, hereby appointing the existing directors of the HDFC effective May 28, 2020 shall continue in office until the next Annual Meeting.

C. Farone explained that resolutions number 60 and 61 are identical, one being for Creek Wood I and the other for Creek Wood II. The Development Authority of the North Country is the sole member of the Creek Wood Housing Development Fund Company. Within the annual report of operations of the HDFC, James W. Wright was replaced by Carl E. Farone Jr. as director effective May 21, 2020. No other business would be conducted at the annual meeting. The existing directors of the HDFC effective May 28, 2020, shall remain in office until the next annual meeting.

Upon a motion by F. Carter, and seconded by A. MacKinnon, Resolution No. 2020-05-60, Annual Report , Creek Wood Housing Development Fund Company, Inc., Waiving the Annual Meeting, Appointing Directors, was unanimously approved.

b. Resolution No. 2020-05-61, accepts the annual report as the sole member of the Housing Development Fund Company (HDFC) and further waives the annual meeting, hereby appointing the existing directors of the HDFC effective May 28, 2020 shall continue in office until the next Annual Meeting.

Upon a motion by F. Carter, and seconded by A. MacKinnon, Resolution No. 2020-05-60, Annual Report , Creek Wood II Housing Development Fund Company, Inc., Waiving the Annual Meeting, Appointing Directors, was unanimously approved.

c. Resolution No. 2020-05-62, approves a loan in the amount of \$140,000 from the Community Rental Housing Program to Pink Palace Properties, LLC at the terms and conditions outlined in the term sheet attached to the resolution. This resolution further authorizes the Executive Director or the Deputy Executive Director/CFO to execute all documents necessary to make the 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 A. MacKinnon, Resolution No. 2020-05-62 Community Rental Housing Program, Pink Palace Properties, was unanimously approved.

B. McGrath asked if this project was in process prior to the pandemic, and if so has there been any discussion post-pandemic as to whether any changes need to be made or whether the project is still viable. M. Capone replied that yes the property was purchased pre-pandemic, and they are still moving forward with the project. All of the units except for one were occupied, and they are going to continue to make improvements to the units as there's turnover in the building. They anticipate it taking 12 months to complete all of the renovations internally, however externally they are going to begin working primarily on the tower. The property is in good shape with the exception of some of the cosmetics on the tower. Ultimately, this is going to be a really good investment.

d. Resolution No. 2020-05-63, approves up to \$166,350 from the Community Rental Housing Program, Rental Redevelopment Housing Program to West Carthage Housing Authority 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 G. Turck, and seconded by M. Murray Resolution No. 2020-05-63 Community Rental Housing Program, Rental Redevelopment Housing Program, West Carthage, Housing Authority, was unanimously approved.

B. McGrath has the same question on this resolution as the previous, as well as one additional question. He mentioned he had recently read about the population decline in the Carthage are of 10% and whether that's been factored in as well. M/ Capone responded that this is senior housing, and this is fully occupied as well. This project is also moving forward. It is a USDA project, so they have reserves that are available to them. The Authority offered to look at the project and gave them more in terms of loan and grant funds

to be able to do larger projects because it is 30+ years old. M. Capone further stated in terms of the population decline in West Carthage, there is going to be a noticeable population decline following the census. The part that is misleading with the 2010 census was at the time Fort Drum was overstaffed with soldiers, and they were at 110% of their strength. In 2015 there was an announcement that reduced the number of soldiers at Fort Drum that moved one third down to Fort Polk. The current census is going to show a significant decline in the population of Jefferson County. This will not have an impact on this project because this is a senior facility, whereas the majority of the population decline is in the soldier/soldier family population.

e. Resolution No. 2020-05-64, authorizes the use of \$100,000 from the Community Development Loan Fund to capitalize the combined Farmland Drainage/Value Added Agriculture Loan Programs and authorizes the Executive Director to transfer the funds. The terms and conditions for each program will remain the same.

F. Carter asked if this is interest free money. M. Capone responded no, these are 3% loans.

Upon a motion by F. Carter, and seconded by A. MacKinnon, Resolution No. 2020-05-64, Development Authority of the North Country, Farmland Drainage Loan Fund/Value-Added Agriculture Loan Fund, Additional Funding., was unanimously approved.

f. Resolution No. 2020-05-65, authorizes the Executive Director or Deputy Executive Director/CFO to execute contracts based upon awards made by the North Country HOME Consortium Administrative Board.

Upon a motion by F. Carter, and seconded by M. Murray Resolution No. 2020-05-65 2020 HOME Program Year, Authorizing Contracts, was unanimously approved.

g. Resolution No. 2020-05-66, authorizes the Executive Director and Deputy Director/CFO to enter into an agreement with the Heuvelton Historical Association to assist with infrastructure improvements at 81 State Street, Heuvelton, and authorizes the Executive Director or Deputy Executive Director/CFO to execute all necessary documentation.

C. Farone stated that Senator James Wright provided the Development Authority with these funds. The Authority has been holding \$21,249.20 in appropriations for a project years ago. M. Capone has contacted Senator Ritchie's office to notify them that we would like to use the funds to provide to the Heuvelton Historical Association. M. Capone added that these projects were visited late last fall. They are still moving forward with trying to pull together all the resources for the project. They may need to come back to us in three months looking for assistance from the Community Development Loan Fund. In M. Capone's opinion this is a great project. They had turned a versatile storefront into a store which sells locally made products. Upstairs they have refurbished the performing arts area. They also have rooms for the entertainers that come in to stay there. Overall this is a great project and a good use for the money.

Upon a motion by F. Carter, and seconded by A. MacKinnon Resolution No. 2020-05-66 Infrastructure Improvements, Heuvelton Historical Association, was unanimously approved.

h. Resolution No. 2020-05-67, authorizes the Executive Director and Deputy Director/CFO to execute a Memorandum of Understanding with area economic development agencies for development and implementation of a regional marketing program for workforce and business attractions purposes know as Drum Country NY.

Upon a motion by F. Carter, and seconded by A. MacKinnon Resolution No. 2020-05-67 Memorandum of Understanding, Economic Development Fund, Drum Country NY, was unanimously approved.

i. Resolution No. 2020-05-68, appoints Carl E. Farone, Jr. as the designated representative to the North Country Economic Development Fund Board.

Upon a motion by M. Murray, and seconded by F. Carter, Resolution No. 2020-05-68 North Country Economic Development Fund Board, Designated Representative, was unanimously approved.

j. Resolution No. 2020-05-69, authorizes the Director of Regional Development to execute the grant agreement with the Office of Economic Adjustment for up to \$1,382,506 comprised of up to a \$1,244,255 grant and \$138,251 in matching funds from an Empire State Development Grant and previously approved FYE 21 budgeted funds from the Army water line study, and to implement the grant.

Upon a motion by F. Carter, and seconded by A. MacKinnon Resolution No. 2020-05-69 Office of Economic Adjustment, Joint Land Use Implementation Funding, Grant Agreement, was unanimously approved.

k. Resolution No. 2020-05-70, authorizes the Executive Director or Deputy Executive Director/CFO to enter into the Technical Services Agreement for Loan Underwriting Services with the Town of Canton.

Upon a motion by A. MacKinnon, and seconded by M. Murray, Resolution No. 2020-05-70, Technical Services Agreement, Loan Underwriting Services, Town of Canton, was unanimously approved.

l. Resolution No. 2020-05-71, authorizes the Executive Director and Deputy Director/CFO to enter into a Technical Services Agreement with the Town of Watson to assist with the completion of a town-wide comprehensive plan.

Upon a motion by G. Turck, and seconded by M. Murray, Resolution No. 2020-05-71 Technical Services Agreement, Town of Watson, was unanimously approved.

m. Resolution No. 2020-05-72, delegating authority to modify loan repayments on all Authority housing and business loan programs to the Project Development Committee through August 31, 2020 and authorizes the Director of Regional Development to execute all documentation necessary to modify such loans.

F. Carter asked if we should move the date out longer than August 31. M. Capone responded that the reason she requested this date is that there should be a Board meeting in August, so if needed it can be extended then. F. Carter stated that this should be extended through the end of the year to December 31st. B. McGrath agreed with F. Carter on the extension and the date, further stating this would put the Authority in alignment with federal funding. F. Carter called for the motion to approve moving the date from August 31 to December 31.

C. Farone referred to counsel to ask if a separate vote is needed for the amendment and the resolution.

Upon a motion by F. Carter, and seconded by M. Murray, Resolution No. 2020-05-72 Temporary Delegated Authority, Loan Programs, COVID-19, Extension, was unanimously approved.

13. Telecommunications -

a. Resolution No. 2020-05-73, authorizes the Executive Director to execute a 20 year IRU agreement with Avangrid / NYSEG for construction and maintenance of a dark fiber network. The Authority herewith authorizes the Chief Financial Officer to establish capital projects in the amount of \$838,700 Avangrid Dark Fiber Project with said funds to come from telecommunications capital reserve funds.

Upon a motion by F. Carter, and seconded by A. MacKinnon Resolution No. 2020-05-73 Avangrid – NYSEG Agreement, Capital Project, was unanimously approved.

b. Resolution No. 2020-05-74, authorizes the Executive Director to submit a grant proposal to the NBRC for an amount of \$250,000. If the Development Authority and Town of Tupper Lake do receive the grant award, the Development Authority of the North Country Board of Directors does hereby authorize the Executive Director of the Development Authority of the North Country to enter into agreements with the Town of Tupper Lake and NBRC to accept the grant and create a capital project in the amount of \$250,000.

D. Wolf commented that this area has had a committee for a year analyzing broadband in the area. They have done surveys and feel it is important to create an actual municipal broadband network. This would be unique in New York, but has been done in other places. There is a good amount of infrastructure in place and they can begin working with us through this. This is similar to what the Authority has done for other service providers, but in this case the town feels they want to have control of their destiny in terms of broadband and would be establishing themselves as an internet provider. The Authority will be providing similar services to other areas where it will be the behind the scenes infrastructure provider through the town.

B. McGrath stated that he had a question, and recalled that at prior meetings, Rick Lucas was very involved in the role that the Authority was playing in the last mile of this internet connectivity. B. McGrath is wondering whether this is an opportunity for the Authority to further market itself to the various municipalities and internet service providers, given that the pandemic has really brought into greater focus the need for robust internet service, particularly in rural communities. C. Farone commented that B. McGrath is spot on as far as conversations D. Wolf and J. Wright had been having. The question is how the Authority can use their system to figure out how to deploy to the rural areas. This is something C. Farone and D. Wolf are working on now. This is going to be the first step, there may need to be created some type of consultant to actually look at wireless capabilities. The Authority is good at wiring up with fiber, but actually looking at wireless capabilities and bringing someone on our team that could help us look at wireless as well as wired.

Upon a motion by F. Carter, and seconded by A. MacKinnon Resolution No. 2020-05-74, Northern Border Regional Commission Grant Proposal, Town of Tupper Lake, was unanimously approved.

14. Water Quality –

a. Resolution No. 2020-05-75, authorizes and directs the Executive Director to enter into an Operations and Maintenance Service Agreement with the Town of Morristown. The Executive Director is authorized to execute the required and necessary agreements.

Upon a motion by A. MacKinnon, and seconded by M. Murray, Resolution No. 2020-05-75, Operations and Maintenance Service Agreement, Town of Edwards, Water and Sewer Districts, was unanimously approved.

b. Resolution No. 2020-05-76, authorizes and directs the Executive Director to enter into an Operations and Maintenance Service Agreement with the Thousand Islands Bridge Authority. The Executive Director is authorized to execute the required and necessary agreements.

Upon a motion by A. MacKinnon, and seconded by M. Murray, Resolution No. 2020-05-76, Operations and Maintenance Service Agreement, Thousand Islands Bridge Authority, Wastewater Facilities, was unanimously approved.

c. Resolution No. 2020-05-77, authorizes the Chief Financial Officer to increase Capital Project 42039 (Waterline Consultation/Evaluation/Repairs) from \$100,000 to \$1,000,000. The original capital appropriation of \$100,000 will serve as the 10% contribution to the \$900,000 OEA Grant.

Upon a motion by A. MacKinnon, and seconded by M. Murray, Resolution No. 2020-05-77, Water Line Evaluation, Army Water Line, Capital Budget Amendment, was unanimously approved.

15. Board Meeting Dates –

C. Farone presented the board meeting dates, occurring on the fourth Thursday of the month, with the exception of December because of the holiday. Following this schedule, the next Board meeting would be June 25th.

F. Carter asked to discuss the June meeting date, as he would like to change the date to Friday the 26th. The reason for the change request is if we all can't get together, maybe we can at least get 10 of the members together. Voting members can be in one room, and three executive people totaling 10. Other people can be on a conference call.

B. McGrath stated that would be great for him.

A. MacKinnon stated that would be all right with him too.

F. Carter continued that C. Farone will work on that date, as he and F. Carter spent four hours going through this agenda. They discussed this year, and want to make sure the Board gets everything in place because we are uncertain of what the government is going to do. The Executive Order may be extended resulting in the next meeting being another conference call/teleconference, although it is hoped not as it is the annual audit. There is the option of also having a July meeting. All Board members are going to be kept informed ahead of time to make plans to attend.

F. Carter ended by thanking everyone for all of the input they are doing. He also stated he has not forgotten Jim Wright, for who we will be doing something down the road. He has been there for 12 years. He has been our Senator. He has a total time of 48 years in this kind of business. F. Carter wanted him to know he has not been forgotten.

16. Recycling Transfer Station / Southern Expansion Update – P. Pastella –
C. Farone stated that official business had been concluded, but for anyone who would like to stay on the call P. Pastella was going to give a five-minute update on the Recycling Transfer Station and the Southern Expansion. This is just to give some highlights on where the Authority is from an operational perspective.

P. Pastella first discussed the Recycling Transfer Station. The first load of recyclables has been accepted on April 18th from St. Lawrence County. So far for the month 250 tons have been compacted. We are very pleased with how the station is operating. We are increasing compaction by over 50%, meaning if a truck is received with 10 tons of recyclable material the identical truck would be sent out with a little bit more than 15 tons of recyclables on it. Right now they are accepting all of the St. Lawrence County recyclables except for those from the Gouverneur Transfer Station and the St. Lawrence County office building and jail complex. Right now they are taking one truck per day to Recycle America in Liverpool. When they begin to take the additional material from St. Lawrence County they will be adding approximately one day where two loads will go to Recycle America.

A. MacKinnon asked why the Gouverneur Transfer Station isn't doing recyclables. P. Pastella responded that they are going to begin there next week. This was determined to be the last station they wanted to add because the closer direct stop to Liverpool. Starting next week, another truck will be put on to haul for a second load in one day to accommodate that. It's a very small volume from Gouverneur. Right now we are accepting 90% of the recyclables from St. Lawrence County.

P. Pastella also stated that we have another purchase order for a trailer to take the recyclables to Recycle America. We are going to retro-fit one of our current tractors so we can also haul the trailers from a recycling station.

F. Carter stated he feels they are doing a wonderful job up there and it is really booming. He is very happy about it. He further asked if there are specific days that P. Pastella would be at the facility for the day or a time period if there are Board members who are in the area and want to stop in when she is there. P. Pastella stated this schedule has not been finalized yet.

P. Pastella continued with the report on Stage Two of the Southern Expansion. This was started earlier this month in May. They are doing absolutely phenomenal with their work. They have been installing collection piping for the drainage underneath the cells. They have placed concrete for the side raiser building, jet valves, pump stations, and wet wells. Concrete has been poured for footers for the storage building. Excellent progress is being made and the plan is to be completed this fall. They were able to take advantage of the COVID-19, and they took some workers from where they were unable to work downstate. There were able to really make a lot of progress on this job. All of the contractors on site are practicing social distancing. This is required and monitored, that they are maintaining the distance that they need to. We also have the Closure Four project. We had a pre-construction meeting for this, and it will be starting up soon.

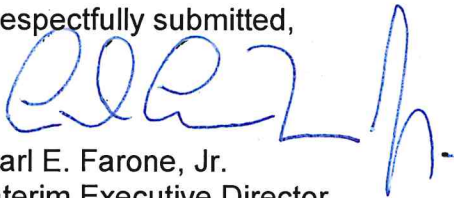
17. C. Farone received a text from HR asking the Board members for their Disclosure of Outside Interests Form, and Board Evaluation Form. If additional copies are needed let us

know and we will get them to you. They should be emailed or mailed to Amy Austin. If you need any information on that you can contact Angela. We are still looking for some information from some of the Board members.

B. McGrath asked if through the Executive Orders the deadlines have been extended. He further asked if C. Farone could remind everyone on the final deadline for these forms. C. Farone responded that he would need to look, and an email can be sent to the Board.

18. Upon a motion by M. Murray, and seconded by G. Turck, the meeting was adjourned at 12:05 PM.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read 'C. Farone, Jr.', with a stylized flourish at the end.

Carl E. Farone, Jr.
Interim Executive Director

