

ST. LAWRENCE COUNTY PROPERTY DEVELOPMENT CORPORATION
Meeting of June 29, 2020

CALL TO ORDER: Chairman Staples called the meeting to order at 4:01 PM via teleconference. Due to COVID-19 restrictions, the meeting was made available to the public via live-stream and a recording is on the SLCIDA website.

ROLL CALL:

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|---------------|---------|--------------|---------|
| Blevins | Present | Reagen | Present |
| Hall..... | Present | LaBaff..... | Present |
| McMahon | Present | Staples..... | Present |
| Morrill | Present | | |

SLCIDA Chairman Staples announces there is a quorum.

Others: IDA Staff (Patrick Kelly, Richard Williams, Kimberly Gilbert, and Lori Sibley)

PUBLIC NOTICE: Public notifications sent June 24, 2020 to, at a minimum: newspapers designated for the publication of local laws and other matters required by law to be published; additional local media sources and websites.

PUBLIC COMMENT: None

APPROVAL OF MINUTES: Motion to accept the minutes of the February 21, 2020 meeting by Mr. LaBaff seconded by Mr. Blevins. Motion carried unanimously.

FINANCIAL REPORTS: Motion to accept the December 2019, January 2020, February 2020 and March 2020 financial reports by Mr. LaBaff, seconded by Mr. Morrill. Ms. Gilbert reports that the December 2019 financials reconcile with the annual audit. February 2020 includes expenses for the first quarter retainer and expenses for the Star Lake property. All expenses associated with the Star Lake Property will be included in the account reconciliation and reimbursed to the extent possible upon the sale of the building. Motion carried unanimously.

COMMITTEE REPORTS: *Nominating Committee:* Mr. LaBaff (Chair of the Nominating Committee) reports the committee (including Mr. Hall and Mr. Reagen) discussed the potential slate of officers and offers the following: Brian W. Staples (Chairman), Ernest LaBaff (Vice-Chairman) and Lynn Blevins (Secretary). There were no other nominations from the floor. Mr. Blevins motions, seconded by Mr. Reagen, and the nominees are elected by unanimous vote. The Board also unanimously approved the following, after a motion made by Mr. Blevins and seconded by Mr. Reagen: Patrick Kelly (Chief Executive Officer), Kimberly Gilbert (Chief Financial Officer) and the Law Firm of Silver and Collins (Agency General Counsel). *Governance Committee:* Mr. Blevins (Chair of the Governance Committee), reports that the committee (including Mr. LaBaff and Mr. Hall) met June 25, 2020 and reviewed the policies contained in today's meeting packet.

STAFF REPORT: Patrick Kelly reports the following:

Star Lake Grocery Store: Mr. Kelly notes that there has been some progress in marketing the store that was vacated by LKR Enterprises in Star Lake. We are currently having discussions with three (3) prospects. For Sale signs are posted and the board will be kept informed if a potential offer is presented. Mr. Staples adds that this is the best time to market the store as Star Lake sees more activity in the summer months than any other time of the year. The calls coming in that are generated from the signs indicate some potential, suitable reuses for the property. We will look to Mr. Hall for local perspective and input with the sale of the property.

OLD BUSINESS: None

NEW BUSINESS:

Resolution PDC-20-06-01: Authorizing Modifications to the FY2019 Budget: This is a modification that is completed at the end of each year to balance the budget. Mr. LaBaff motions to approve Resolution PDC-20-06-01, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution PDC-20-06-02: Accepting the FY2019 Audit: The FY2019 Annual Audit was a clean audit, no issues and no findings to report. The LKR property that the PDC acquired, valued at \$344,369 results in a few new values being added to the audit. Mr. LaBaff motions to approve Resolution PDC-20-06-02, seconded by Mr. Blevins. The motion is approved by unanimous vote.

Resolution PDC-20-06-03: Annual Review of Code of Ethics: Mr. Blevins notes that while the Governance Committee had a great deal of discussion pertaining to the guidelines instructing that no director, officer or employee of the Authority shall accept other employment which will impair his or her independence of judgment in the exercise of his/her official duties, the committee felt these are guidelines to follow and each instance will be considered on an individual basis. With that statement, the Governance Committee has reviewed the policy and recommends no changes at this time. Mr. Blevins motions to approve Resolution PDC-20-06-03, seconded by Mr. LaBaff. The motion is approved by unanimous vote.

Resolution PDC-20-06-04: Annual Review of Compensation, Reimbursement and Attendance Policy: Mr. Blevins, on behalf of the Governance Committee, notes the policy has been reviewed and no changes are recommended. Mr. Blevins motions to Resolution PDC-20-06-04, seconded by Mr. LaBaff. The motion is approved by unanimous vote.

Resolution PDC-20-06-05: Annual Review of Whistleblower Policy: The Governance Committee has reviewed this policy and recommends no changes. Mr. Blevins motions to approve Resolution PDC-20-06-05, seconded by Mr. LaBaff. The motion is approved by unanimous vote.

Resolution PDC-20-06-06: Annual Review of Defense and Indemnification Policy: After review by the Governance Committee, there are no recommended changes to this policy. Mr. Blevins motions to approve Resolution PDC-20-06-06, seconded by Mr. LaBaff. The motion is approved by unanimous vote.

Resolution PDC-20-06-07: 2020 Review of Disposition of Real Property Guidelines and 2019 Report of Property: Mr. Blevins states there is no disposition of to report. Mr. Blevins motions to approve Resolution PDC-20-06-07, seconded by Mr. LaBaff. The motion is approved by unanimous vote.

2019 Mission and Performance Report: Mr. Kelly reviews the 2019 highlights from the Mission and Performance Report, which has been provided to the board, noting the report is sent annually to the Board of Legislators and is included in PARIS reporting to the Authorities Budget Office. Due to extenuating circumstances surrounding the COVID crisis, the New York State Authorities Budget Office offered an extension from March 31st until June 30th to receive reports. The Mission and Performance Report, in its entirety, will be submitted through the New York State Authorities Budget Office reporting system and made available to the public on our website prior to the June 30th deadline. Mr. Kelly points out the PDC accepted the LKR Enterprises Star Lake Property as an asset toward the end of 2019. Not a lot of other activity to report. Mr. Blevins and Mr. LaBaff motion to accept the report. The motion is approved by unanimous vote.

2019 Annual Report: Mr. Kelly reviews the Annual Report document and asks if there are any individual questions surrounding the contents of the report. In this review, Mr. Kelly mentions there was not a lot of activity in 2019. Mr. Blevins and Mr. LaBaff motion to accept the report. The motion is approved by

unanimous vote. Mr. Kelly adds that with this board approval, the Annual Report, Investment Report and Procurement Report will be certified with the Authorities Budget Office prior to the extended June 30th deadline.

EXECUTIVE SESSION: None

ADJOURNMENT: A motion to adjourn is made by Mr. LaBaff, seconded by Mr. Reagen. The meeting adjourns at 4:10 PM by unanimous vote.

(Mr.) Lynn Blevins, Secretary