

**ST. LAWRENCE COUNTY PROPERTY DEVELOPMENT CORPORATION**  
**MEETING AGENDA**

**\*Agenda subject to change\***

**December 18, 2020**

**Ernest J. LaBaff Industrial Building, 19 Commerce Lane, Suite 1, Canton, New York 13617**

Call to Order

Roll Call

Public Notice                      December 14, 2020

Public Comment

Approval of Minutes              October 9, 2020 ..... 1-2

Financial Report:                  September and October 2020 ..... 3-8

Reports of Committees          Governance Committee Meeting: November 6, 2020  
*Blevins (Chair), Hall, LaBaff*

Staff Report                        Patrick Kelly

Old Business                        None

New Business                      Resolution:    Annual Review: Conflict of Interest Policy ..... 9-12

Resolution:    Annual Review: (Revisions) Procurement Policy ..... 13-16

Resolution:    Annual Review: Investment Policy..... 17-22

Resolution:    Annual Review: Sexual Harassment Policy..... 23-34

Resolution:    Authorizing the Adoption of a Records Retention and Disposition  
Policy..... 35-37

Resolution:    Accepting the Former Newell Manufacturing Building from the  
City of Ogdensburg..... 38-39

Annual Review: 2020 Assessment of the Effectiveness of Internal Controls ..... 40

Executive Session

Adjournment

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# ST. LAWRENCE COUNTY PROPERTY DEVELOPMENT CORPORATION

## Meeting of October 9, 2020

CALL TO ORDER: Chairman Staples requests that Mr. Hall (who is attending the meeting in person) direct the meeting. Mr. Hall calls the meeting to order at 9:52 AM in the main conference room at the Ernest J. LaBaff Industrial Building, Canton.

### ROLL CALL:

Blevins.....	Absent	Reagen.....	Absent
Hall.....	Present	McMahon .....	Present
Morrill .....	Absent	LaBaff.....	Present
Staples .....	Present (via teleconference)	(via teleconference)	

Mr. Hall announces there is a quorum.

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

PUBLIC NOTICE: Public notifications sent October 2, 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 September 3, 2020 meeting by Mr. McMahon seconded by Mr. Staples. Motion carried unanimously.

FINANCIAL REPORTS: Motion to accept the August 2020 financial reports by Mr. McMahon, seconded by Mr. Staples. Mrs. Gilbert highlights interest income received. Motion carried unanimously.

COMMITTEE REPORTS: None

STAFF REPORT: Mr. Kelly reports the following:

Former Newell Manufacturing Facility: Mr. Kelly refers to the agreement with the City of Ogdensburg and the IDA regarding the Newell Building. It is likely that building will ultimately wind up as an asset of the SLC Property Development Corporation. He summarizes the various funding awards that have been approved for the building, such as the Northern Border Regional Commission award and the North Country Redevelopment Fund that will be utilized in the near future. Mr. McMahon mentions that he would like to tour the facility soon. For now, he would like to see before and after photos as they would be useful for gauging the progress of the project. Mr. Kelly responds that a host of photos showing the timeline of the project are available, and more pictures will be available when the project is finished to be used for marketing purposes. Mr. McMahon requests to see the pictures at the next meeting to add to the financial picture of the project.

OLD BUSINESS: None

NEW BUSINESS:

Resolution PDC-20-10-09: Adopting the FY2021 Final Budget: Mrs. Gilbert notes the addition of a budget line for \$50,000 for the former Newell Manufacturing Rehabilitation Facility. Mr. LaBaff motions to approve Resolution PDC-20-10-09, seconded by Mr. Staples. The motion is approved by unanimous vote.

EXECUTIVE SESSION: None

ADJOURNMENT: A motion to adjourn is made by Mr. Staples, seconded by Mr. McMahon. The meeting adjourns at 9:59 AM by unanimous vote.

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(Mr.) Lynn Blevins, Secretary

DRAFT

**St. Lawrence County  
Property Development Corporation  
Highlights for  
September 2020**

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Revenue

- Interest Income	<u>1.26</u>	\$1.26
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Expenses

- Salary Stipend Expenses	<u>3,655.14</u>	\$3,655.14
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Net Income	(\$3,653.88)
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# St. Lawrence County Property Development Corporation

## Balance Sheet

As of September 30, 2020

Sep 30, 20

### ASSETS

#### Current Assets

##### Checking/Savings

200 - Checking Account 70,350.25

Total Checking/Savings 70,350.25

Total Current Assets 70,350.25

#### Other Assets

501 - Property Held for Sale-St Lake 344,368.84

Total Other Assets 344,368.84

TOTAL ASSETS 414,719.09

### LIABILITIES & EQUITY

#### Liabilities

##### Long Term Liabilities

1000 - Due to Others - Star Lake 129,926.00

1001 - Due to Affiliates - Star Lake 214,442.84

Total Long Term Liabilities 344,368.84

Total Liabilities 344,368.84

#### Equity

Unrestricted - Board Designated 84,357.83

Net Income -14,007.58

Total Equity 70,350.25

TOTAL LIABILITIES & EQUITY 414,719.09

**St. Lawrence County Property Development Corporation**  
**Budget Report**  
**January 1 - September 30, 2020**

	Budget	September-20	YTD	Balance
<b>Income</b>				
2409B · Interest Income - Banking	10.00	1.26	8.54	1.46
2504 · CDC Industrial Buildout Grant	150,000.00	0.00	0.00	150,000.00
	150,010.00	1.26	8.54	150,001.46
<b>Expenditures</b>				
6460400 · Star Lake Property Expenses	0.00	0.00	9,910.98	(9,910.98)
6460411 · Insurance Expense	650.00	0.00	0.00	650.00
6460432 · Other Legal Expense	2,500.00	0.00	0.00	2,500.00
6460433 · Legal Expense - Retainer	500.00	0.00	375.00	125.00
6460434 · Accounting Expense	3,950.00	0.00	75.00	3,875.00
6460499 · Miscellaneous Expense	250.00	0.00	0.00	250.00
6460503 · Salary Stipend Expense	6,300.00	3,655.14	3,655.14	2,644.86
<b>Total IDA CDC Operating Expenditures</b>	14,150.00	3,655.14	14,016.12	133.88
<b>Total Revenue</b>	150,010.00	1.26	8.54	150,001.46
<b>Total Expenditures</b>	14,150.00	3,655.14	14,016.12	133.88
<b>Net Income</b>	135,860.00	(3,653.88)	(14,007.58)	149,867.58

**St. Lawrence County  
Property Development Corporation  
Highlights for  
October 2020**

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Revenue

- Interest Income	<u>1.21</u>	\$1.21
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Expenses

- Salary Stipend Expenses	<u>0.00</u>	\$0.00
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Net Income	\$1.21
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# St. Lawrence County Property Development Corporation

## Balance Sheet

As of October 31, 2020

Oct 31, 20

### ASSETS

#### Current Assets

##### Checking/Savings

200 - Checking Account

72,547.52

Total Checking/Savings

72,547.52

Total Current Assets

72,547.52

#### Other Assets

501 - Property Held for Sale-St Lake

344,368.84

Total Other Assets

344,368.84

**TOTAL ASSETS**

**416,916.36**

### LIABILITIES & EQUITY

#### Liabilities

##### Current Liabilities

##### Other Current Liabilities

524 - Due to Affiliate

2,196.06

Total Other Current Liabilities

2,196.06

Total Current Liabilities

2,196.06

##### Long Term Liabilities

1000 - Due to Others - Star Lake

129,926.00

1001 - Due to Affiliates - Star Lake

214,442.84

Total Long Term Liabilities

344,368.84

Total Liabilities

346,564.90

#### Equity

Unrestricted - Board Designated

84,357.83

Net Income

-14,006.37

Total Equity

70,351.46

**TOTAL LIABILITIES & EQUITY**

**416,916.36**

**St. Lawrence County Property Development Corporation**  
**Budget Report**  
**January 1 - October 31, 2020**

	Budget	October-20	YTD	Balance
<b>Income</b>				
2409B · Interest Income - Banking	10.00	1.21	9.75	0.25
2504 · CDC Industrial Buildout Grant	150,000.00	0.00	0.00	150,000.00
	150,010.00	1.21	9.75	150,000.25
<b>Expenditures</b>				
6460400 · Star Lake Property Expenses	0.00	0.00	9,910.98	(9,910.98)
6460411 · Insurance Expense	650.00	0.00	0.00	650.00
6460432 · Other Legal Expense	2,500.00	0.00	0.00	2,500.00
6460433 · Legal Expense - Retainer	500.00	0.00	375.00	125.00
6460434 · Accounting Expense	3,950.00	0.00	75.00	3,875.00
6460499 · Miscellaneous Expense	250.00	0.00	0.00	250.00
6460503 · Salary Stipend Expense	6,300.00	0.00	3,655.14	2,644.86
<b>Total IDA CDC Operating Expenditures</b>	14,150.00	0.00	14,016.12	133.88
<b>Total Revenue</b>	150,010.00	1.21	9.75	150,000.25
<b>Total Expenditures</b>	14,150.00	0.00	14,016.12	133.88
<b>Net Income</b>	135,860.00	1.21	(14,006.37)	149,866.37

ST. LAWRENCE COUNTY  
PROPERTY DEVELOPMENT CORPORATION  
Resolution No. PDC-20-12-xx  
Governance Committee Review: November 6, 2020  
December 18, 2020

**ANNUAL REVIEW OF THE CONFLICTS OF INTEREST POLICY**

**WHEREAS**, members of the Board and employees of the St. Lawrence County Property Development Corporation (the “Authority”) are bound by the provisions of, among others, Public Authorities Law and Public Officers Law, and

**WHEREAS**, the Authority must protect its interests when contemplating entering into a transaction or arrangement that may benefit the private interests of an officer, director or employee of the Authority, and

**WHEREAS**, the Authority recognizes that it must not only comply with Ethics law, but it must maintain the public perception of compliance, in order to maintain and enforce the highest standards of integrity and fairness in all of its internal and external business dealings,

**NOW, THEREFORE BE IT RESOLVED** that the St. Lawrence County Property Development Corporation hereby adopts the attached Conflicts of Interest Policy

Move:				
Second:				
<b>VOTE</b>	<b>AYE</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Blevins				
Reagen				
Hall				
LaBaff				
McMahon				
Staples				
Morrill				

I HEREBY CERTIFY that I have compared this copy of this Resolution with the original record in this office, and that the same is a correct transcript thereof and of the whole of said original record.

/s/

Lori Sibley

December 18, 2020

ST. LAWRENCE COUNTY PROPERTY DEVELOPMENT CORPORATION

Resolution No. PDC-20-12-xx

Governance Review: November 6, 2020

December 18, 2020

**CONFLICTS OF INTEREST POLICY**

**Article 1. Background**

The purpose of the conflicts of interest policy is to protect the interests of the St. Lawrence County Property Development Corporation (hereinafter, the “Corporation”) when it is contemplating entering into a transaction or arrangement that may benefit the private interests of an officer, director or employee of the Corporation. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

**Article 2. Definition**

A conflict of interest will be deemed to exist whenever an individual is in the position to approve or influence Corporation policies or actions which involve or could ultimately harm or benefit financially: (a) the individual; (b) any family member (spouse, domestic partner, grandparents, parents, children, grandchildren, great grandchildren, brothers or sisters (whether whole or half blood, or step relationship), and spouses of these individuals); or (c) any organization in which he or a family member is a director, trustee, officer, partner of more than 10% of the total (combined) voting power. Service on the board of another not-for-profit corporation does not constitute a conflict of interest.

Board members and employees must conduct themselves at all times in a manner that avoids any appearance that they can be improperly or unduly influenced, that they could be affected by the position of or relationship with any other party, or that they are acting in violation of their public trust. While it is not possible to describe or anticipate all the circumstances that might involve a conflict of interest, a conflict of interest typically arises whenever a director or employee has or will have:

- The ability to use his or her position, confidential information or the assets of the authority, to his or her personal advantage.
- Solicited or accepted a gift of any amount under circumstances in which it could reasonably be inferred that the gift was intended to influence him/her or could reasonably be expected to influence him/her, in the performance of his/her official duties or was intended as a reward for any action on his/her part.
- Any other circumstances that may or appear to make it difficult for the board member or employee to exercise independent judgement and properly exercise his or her official duties.

**Article 3. Disclosure of Conflicts of Interest**

A Director, officer or employee shall disclose a conflict of interest: (a) prior to voting on or otherwise discharging his duties with respect to any matter involving the conflict which comes before the Board or any committee; (b) prior to entering into any contract or transaction

involving the conflict; (c) as soon as possible after the Director, officer or employee learns of the conflict; and (d) on the annual conflict of interest disclosure form.

The person with the conflict of interest, or appearance thereof, cannot participate in board or committee deliberation or vote on the matter giving rise to such conflict or appearance, nor can they influence improperly the deliberation or vote on the matter giving rise to such conflict.

The Secretary of the Corporation shall cause to be distributed annually to all Directors, officers and employees, a form soliciting the disclosure of all conflicts of interest, including specific information concerning the terms of any contract or transaction with the Corporation and whether the process for approval set forth in this policy was used. Such disclosure form may require disclosure of other relationships that may not constitute an actual conflict of interest, but which are required to be disclosed in order for the Corporation to comply with its annual reporting requirements.

#### **Article 4. Approval of Contracts and Transactions Involving Potential Conflicts of Interest**

A Director or officer [or employee] who has or learns about a potential conflict of interest should disclose promptly to the Secretary [Chief Executive Officer] of the Corporation the material facts surrounding any potential conflict of interest, including specific information concerning the terms of any contract or transaction with the Corporation. All effort should be made to disclose any such contract or transaction and have it approved by the Board before the arrangement is entered.

Following receipt of information concerning a contract or transaction involving a potential conflict of interest, the Board shall consider the material facts concerning the proposed contract or transaction, including the process by which the decision was made to recommend entering into the arrangement on the terms proposed. The Board shall approve only those contracts or transactions in which the terms are fair and reasonable to the Corporation and the arrangements are consistent with the best interests of the Corporation. Fairness includes, but is not limited to, the concepts that the Corporation should pay no more than fair market value for any goods or services which the Corporation receives and that the Corporation should receive fair market value consideration for any goods or services that it furnishes others. The Board shall set forth the basis for its decision with respect to approval of contracts or transactions involving conflicts of interest in the minutes of the meeting at which the decision is made, including the basis for determining that the consideration to be paid is fair to the Corporation.

#### **Article 5. Validity of Actions**

No contract or other transaction between the Corporation and one or more of its Directors, officers or employees, or between the Corporation and any other corporation, firm, association or other entity in which one or more of its Directors, officers or employees are directors, officers or employees, or have a substantial financial interest, shall be either void or voidable for this reason alone or by reason alone that such Director or Directors, officer or officers, or employee or employees are present at the meeting of the Board of Directors, or of a committee thereof, which authorizes such contract or transaction, or that his or their votes are counted for such purpose, if the material facts as to such Director's, officer's or employee's interest in such contract or transaction and as to any such common directorship, officership or financial interest are disclosed in good faith or known to the Board or committee, and the Board or committee authorizes such contract or transaction by a vote sufficient for such purpose without counting the vote or votes of such interested Director or officers. Common

or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee which authorizes such contract or transaction. At the time of the discussion and decision concerning the authorization of such contract or transaction, the interested Director, officer or employee should not be present at the meeting.

**Article 6. Penalties:**

Any director or employee that fails to comply with this policy may be penalized by the Corporation in the manner provided for in law, rules or regulations of the State of New York.

ST. LAWRENCE COUNTY  
PROPERTY DEVELOPMENT CORPORATION  
Governance Committee Review: November 6, 2020  
Resolution No. PDC-20-12-xx  
December 18, 2020

**AUTHORIZING REVISIONS TO THE PROCUREMENT POLICY**

**WHEREAS**, written procedures (the “Procurement Policy”) have been put into place which guide the St. Lawrence County Property Development Corporation (the “SLCPDC”) to procure goods and services in a manner which assures (i) compliance with all applicable provisions of law governing procurements by the [SLCPDC], (ii) the acquisition of quality goods and services which meets the [SLCPDC]’s needs, (iii) fairness and open competition, (iv) the wise and prudent use of the [SLCPDC]’s resources and (v) the avoidance of favoritism, extravagance, fraud and corruption,

**NOW, THEREFORE BE IT RESOLVED** the St. Lawrence County Property Development Corporation hereby authorizes amendments to its Procurement Policy (attached).

Move:				
Second:				
<b>VOTE</b>	<b>AYE</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Blevins				
Hall				
LaBaff				
McMahon				
Staples				
Reagen				
Morrill				

I HEREBY CERTIFY that I have compared this copy of this Resolution with the original record in this office, and that the same is a correct transcript thereof and of the whole of said original record.

/s/

Lori Sibley

December 18, 2020

ST. LAWRENCE COUNTY PROPERTY DEVELOPMENT CORPORATION

Resolution No. PDC-20-12-xx

Governance Review: November 6, 2020

December 18, 2020

**PROCUREMENT POLICY**

A. Introduction

1. Scope – In accordance with the Public Authorities Accountability Act of 2005, as amended by Chapter 506 of the Laws of 2009 of the State of New York, the St. Lawrence County Property Development Corporation (the “Corporation”) is required to adopt procurement policies that will apply to the procurement of goods and services not subject to the competitive bidding requirements the New York State General Municipal Law and paid for by the Corporation for its own use and account.

2. Purpose – The primary objectives of this policy are to assure the prudent and economical use of public monies in the best interests of the taxpayers of a political subdivision or district, to facilitate the acquisition of goods and services of maximum quality at the lowest possible cost under the circumstances and to guard against favoritism, improvidence, extravagance, fraud and corruption.

3. The designated Contracting Officer (“CO”) shall be the Chief Executive Officer or his or her designee for specific contracts.

B. Procurement Policy

Any purchase/contract for goods or services with an expenditure in excess of ~~ten~~ five thousand (\$10,000) \$5,000 must adhere to the following:

Definitions:

*best value* - the basis for awarding all service purchases/contracts to the offerer which optimizes quality, cost and efficiency, among responsive and responsible offerers. Such basis shall be, whenever possible, quantifiable.

*responsible* - Such requirements may include, but are not limited to, the offerers' qualifications, financial stability and integrity.

*responsive* - Applies to the extent to which the offer has complied with the specifications or requirements of the solicitation for goods or services.

1) For the purchase of goods, proposals must be requested from a minimum of three (3) offerers. The lowest responsible, responsive bidder shall be accepted unless it is otherwise in the best interest of the Corporation, as justified in writing by the Contracting Officer of the Corporation. Such justification must be maintained in the procurement record.



2) For purchases of services, proposals must be requested from a minimum of three (3) offerers. The best value bidder shall be accepted unless it is otherwise in the best interest of the Corporation, as justified in writing by the Contracting Officer of the Corporation. Such justification must be maintained in the procurement record.

3) The requirement for competitive bidding may be waived upon prior written approval of the Contracting Officer provided that prior to the acceptance of such goods or services, a written statement is prepared describing the justification for waiving competitive bidding and the reasonableness of the proposed expenditure.

<b>Purchase Contracts</b>	<b>Requirements</b>
Under <del>\$2,500</del> <b>\$5,000</b>	CO Approval
<del>\$2,501 - \$5,000</del> <b>\$5,001 - \$15,000</b>	3 Written Quotes
<del>\$5,001 - \$9,999</del> <b>\$15,001 or more</b>	See Reference Notes A & B
Emergencies	See Reference Notes C
Insurance	See Reference Notes D
Professional Services	See Reference Notes E

Reference Notes:

- A: All purchases of over ~~\$10,000~~ **\$15,000** require advertised request for proposals.
- B: All expenditures over ~~\$10,000~~ **\$15,000** require Local Authority Board approval even if a budget line item has been previously adopted for such expenditure.
- C: Even in the case of an emergency, public interest dictates that purchases are made at the lowest possible costs, seeking competition by informal solicitation of quotes or otherwise to the extent practicable under the circumstance. Documentation must be made showing the method and extent of competition.

Emergency provisions (goods and services) can be an exception to the RFP and competitive process if they must be purchased immediately and a delay in order to seek alternate proposals may threaten the life, health, safety, property or welfare of the Local Authority.

- D: Insurance coverage is not subject to formal competitive bidding. Requests for Proposals, written or verbal quotations can serve as documentation of the process.
- E: Professional Services involve specialized expertise, use of professional judgment, and/or a high degree of creativity. They are not purchase contracts or contracts for public work, as those phrases are used in the bidding statutes, and therefore are not subject to the competitive bidding procedures. The individual or company may be chosen based on qualifications to include, but not limited to, reliability, skill, education and training, experience, demonstrated effectiveness, judgment and integrity. These qualifications are not necessarily found in the individual or company that offers the lowest price.

Professional or technical services shall include but not be limited to the following:

- Accounting (CPA)
- Architectural / Design Services
- Customized Software Programming Services
- Consultants
- Engineering
- Instructors / Teachers / Training
- Insurance Coverage and/or Insurance Broker
- Investment Management Services
- Laboratory Testing
- Legal
- Medical / Dental Services

Contracts for professional services are made in the best interest of the Local Authority, utilizing Requests for Quotations (RFQ), Requests for Proposals (RFP) or other competitive process. The process may consider inclusive factors such as price, staffing and suitability for needs, reliability, skill, education and training, experience, demonstrated effectiveness, judgment and integrity, and must include negotiations on a fair and equal basis.

Approved and adopted this 18<sup>th</sup> day of December, 2020.

ST. LAWRENCE COUNTY  
PROPERTY DEVELOPMENT CORPORATION  
Resolution No: PDC-20-12-xx  
December 18, 2020

**ANNUAL REVIEW OF THE INVESTMENT POLICY  
AND AUTHORIZATION OF DEPOSITORIES**

**WHEREAS**, pursuant to Title VII of New York State Public Authority Law, the St. Lawrence County Property Development Corporation (the “Corporation”) has established comprehensive investment guidelines (the “Investment Policy”) which detail the Corporation’s operative policy and instructions to officers and staff regarding the investing, monitoring and reporting of funds of the Corporation and which create a reasonable rate of return to the Corporation in accordance with sound investment practices, and

**WHEREAS**, pursuant to the Investment Policy, the Corporation “shall maintain a list of financial institutions and dealers approved for investment purposes ....” and

**WHEREAS**, pursuant to the Investment Policy, the Corporation must designate “the banks and trust companies authorized for the deposit of moneys up to the maximum amounts” included as Appendix A of the Investment Policy, and

**WHEREAS**, the Corporation must, on an annual basis, review and adopt its Investment Policy,

**NOW, THEREFORE BE IT RESOLVED**, the Board, after having reviewed the aforementioned documents, authorizes said policy (attached).

Move:				
Second:				
<b>VOTE</b>	<b>AYE</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Blevins				
Hall				
Reagan				
LaBaff				
McMahon				
Staples				
Morrill				

I HEREBY CERTIFY that I have compared this copy of this Resolution with the original record in this office, and that the same is a correct transcript thereof and of the whole of said original record.

/s/

Lori Sibley

December 18, 2020

**ST. LAWRENCE COUNTY PROPERTY DEVELOPMENT CORPORATION**  
**INVESTMENT POLICY**  
**REVIEWED AND APPROVED DECEMBER 18, 2020**  
**RESOLUTION NO. PDC-20-12-XX**

**I. SCOPE**

This investment policy applies to all moneys and other financial resources available for investment on its own behalf or on behalf of any other entity or individual. This policy shall be reviewed, in its entirety, on an annual basis. Any and all previously approved Investment policies of the St. Lawrence County Property Development Corporation are hereby rescinded.

**II. OBJECTIVES**

The primary objectives of the St. Lawrence County Property Development Corporation's investment activities are, in priority order:

- To conform with all applicable Federal, State and other legal requirements (legal);
- To adequately safeguard principal (safety);
- To provide sufficient liquidity to meet all operating requirements (liquidity); and
- To obtain a reasonable rate of return (yield).

**III. DELEGATION OF AUTHORITY**

The governing board's responsibility for administration of the investment program is delegated to the Chief Executive Officer who shall establish written procedures for the operation of the investment program consistent with these investment guidelines. Such procedures shall include an adequate internal control structure to provide a satisfactory level of accountability based on a database or records incorporating description and amounts of investments, transaction dates, and other relevant information and regulate the activities of subordinate employees.

**IV. PRUDENCE**

All participants in the investment process shall seek to act responsibly as custodians of the public trust and shall avoid any transaction that might impair public confidence in the St. Lawrence County Property Development Corporation (hereinafter Corporation) to govern effectively.

Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the safety of the principal as well as the probable income to be derived.

All participants involved in the investment process shall refrain from personal business activity that could conflict with proper execution of the investment program, or which could impair their ability to make impartial investment decisions.

**V. DIVERSIFICATION**

It is the policy of the Corporation to diversify its deposits and investments by financial institution, by investment instrument, and by maturity scheduling. Should funds exceed FDIC coverage at a specific financial institution, monies will be diversified and not more than 60% of the Corporation's total investments will be in any one institution.

**VI. INTERNAL CONTROLS**

It is the policy of the Corporation for all moneys collected by any officer or employee of the government to transfer those funds to the Chief Financial Officer within three (3) business days of deposit.

The Chief Financial Officer is responsible for establishing and maintaining an internal control structure to provide reasonable, but not absolute, assurance that deposits and investments are safeguarded against loss from unauthorized use or disposition, that transactions are executed in accordance with management's authorization and recorded properly, and are managed in compliance with applicable laws and regulations.

VII. DESIGNATION OF DEPOSITORY

The banks and trust companies authorized for the deposit of moneys up to the maximum amounts are listed in Appendix A.

VIII. COLLATERALIZING OF DEPOSITS

In accordance with the provisions of General Municipal Law, §10, all deposits of the Corporation, including certificates of deposit and special time deposits, in excess of the amount insured under the provisions of the Federal Deposit Insurance Act shall be secured:

1. By a pledge of "eligible securities" with an aggregate "market value" as provided by GML §10, equal to the aggregate amount of deposits from the categories designated in Appendix B to the policy.
2. By an eligible "irrevocable letter of credit" issued by a qualified bank other than the bank with the deposits in favor of the government for a term not to exceed 90 days with an aggregate value equal to 140% of the aggregate amount of deposits and the agreed upon interest, if any. A qualified bank is one whose commercial paper and other unsecured short-term debt obligations are rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization or by a bank that is in compliance with applicable federal minimum risk-based capital requirements.
3. By an eligible surety bond payable to the government for an amount at least equal to 100% of the aggregate amount of deposits and the agreed upon interest, if any, executed by an insurance company authorized to do business in New York State, whose claims-paying ability is rated in the highest rating category by at least two nationally recognized statistical rating organizations.

IX. SAFEKEEPING AND COLLATERALIZATION

Eligible securities used for collateralizing deposits shall be held by the depository bank or trust company subject to security and custodial agreements.

The security agreement shall provide that eligible securities are being pledged to secure local government deposits together with agreed upon interest, if any, and any costs or expenses arising out of the collection of such deposits upon default. It shall also provide the conditions under which the securities may be sold, presented for payment, substituted or released and the events which will enable the local government to exercise its rights against the pledged securities. In the event that the securities are not registered or inscribed in the name of the local government, such securities shall be delivered in a form suitable for transfer or with an assignment in blank to the Corporation or its custodial bank.

The custodial agreement shall provide that securities held by the bank or trust company, or agent of and custodian for, the local government, will be kept separate and apart from the general assets of the custodial bank or trust company and will not, in any circumstances, be commingled with or become part of the backing for any other deposit or other liabilities. The agreement should also describe that the custodian shall confirm the receipt, substitution or release of the securities. The agreement shall provide for the frequency of revaluation of eligible securities and for the substitution of securities when a change in the rating of a security may cause ineligibility. Such agreement shall include all provisions necessary to provide the local government a perfected interest in the securities.

X. PERMITTED INVESTMENTS

As authorized by General Municipal Law, §11, the Corporation authorizes the Chief Executive Officer to invest moneys not required for immediate expenditure for terms not to exceed its projected cash flow needs in the following types of investments:

- Special time deposit amounts;
- Certificates of deposit;
- Obligations of the United States of America;
- Obligations guaranteed by agencies of the United States of America where the payment of principal and interest are guaranteed by the United States of America;
- Obligations of the State of New York;
- Obligations issued pursuant to LFL §24.00 or 25.00 (with approval of the State Comptroller) by any municipality, school district or district corporation other than the Corporation;
- Obligations of public authorities, public housing authorities, urban renewal agencies and industrial development agency where the general State statutes governing such entities or whose specific enabling legislation authorizes such investments;
- Certificates of Participation (COPs) issued pursuant to GML §109-b;
- Obligations of this local government, by only with any moneys in a reserve fund established pursuant to GML §§6-c, 6-d, 6-e, 6-g, 6-h, 6-j, 6-k, 6-l, 6-m, or 6-n.
- Certificates of Deposit obtained through a depository institution that has a main office or branch office in the State of New York and that contractually agrees to place the funds in federally insured depository institutions through a qualified Reciprocal Deposit program such as the Certificate of Deposit Account Registry Service, or CDARS.
- Savings and/or demand deposit accounts placed through a depository institution that has a main office or branch office in the State of New York and that contractually agrees to place the funds in federally insured depository institutions through a qualified Reciprocal Deposit program such as the savings option of the Insured Cash Sweep service, or ICS.

All investment obligations shall be payable or redeemable at the option of the Corporation within such times as the proceeds will be needed to meet expenditures for purposes for which the moneys were provided and, in the case of obligations purchased with the proceeds of bonds or notes, shall be payable or redeemable at the option of the Corporation within two years of the date of purchase.

XI. AUTHORIZED FINANCIAL INSTITUTIONS AND DEALERS

The Corporation shall maintain a list of financial institutions and dealers approved for investment purposes and establish appropriate limits to the amount of investments which can be made with each financial institution or dealer. No more than 60% of the Corporation's total investments may be in any one institution. All financial institutions with which the local government conducts business must be creditworthy. Banks shall provide their most recent Consolidated Report of Condition (Call Report) at the request of the Corporation. Security dealers not affiliated with a bank shall be required to be classified as reporting dealers affiliated with the New York Federal Reserve Bank, as primary dealers. The Chief Financial Officer is responsible for evaluating the financial position and maintaining a listing of proposed depositories, trading partners and custodians. The approved depositories are also authorized to act as agents for investment activities for the Corporation subject to the guidelines set forth in this Investment Policy, said list of depositories is included as Appendix A.

## **XII. PURCHASE OF INVESTMENTS**

The Chief Executive Officer is authorized to contract for the purchase of investments:

1. Directly, including through a repurchase agreement, from an authorized trading partner.
2. By participation in a cooperative investment program with another authorized governmental entity pursuant to Article 5G of the General Municipal Law where such program meets all the requirements set forth in the Office of the State Comptroller Opinion No. 88-46, and the specific program has been authorized by the governing board.
3. By utilizing an ongoing investment program with an authorized trading partner pursuant to a contract authorized by the governing board.

All purchased obligations, unless registered or inscribed in the name of the local government, shall be purchased through, delivered to and held in the custody of a bank or trust company. Such obligations shall be purchased, sold or presented for redemption or payment by such bank or trust company only in accordance with prior written authorization from the officer authorized to make the investment. All such transactions shall be confirmed in writing to the Corporation by the bank or trust company. Any obligation held in the custody of a bank or trust company shall be held pursuant to a written custodial agreement as described in General Municipal Law, §10.

The custodial agreement shall provide that securities held by the bank or trust company, as agent of and custodian for, the local government, will be kept separate and apart from the general assets of the custodial bank or trust company and will not, in any circumstances, be commingled with or become part of the backing for any other deposit or other liabilities. The agreement shall describe how the custodian shall confirm the receipt and release of the securities. Such agreement shall include all provisions necessary to provide the local government a perfected interest in the securities.

## **XIII. REPURCHASE AGREEMENTS**

Repurchase agreements are authorized subject to the following restrictions:

- All repurchase agreements must be entered into subject to a Master Repurchase Agreement.
- Trading partners are limited to banks or trust companies authorized to do business in New York State and primary reporting dealers.
- Obligations shall be limited to obligations of the United States of America and obligations guaranteed by agencies of the United States of America.
- No substitution of securities will be allowed.
- The custodian shall be a party other than the trading partner.

**APPENDIX A**  
**Authorized Depositories**

Depositories Authorized by the St. Lawrence County Property Development Corporation

- Community Bank, NA
  - Upstate National Bank
  - NBT Bank
  - Key Bank, NA
- 

**APPENDIX B**  
**Schedule of Eligible Securities**

- ☐ (i) Obligations issued, or fully insured or guaranteed as to the payment of principal and interest by the United States of America, an agency thereof or a United States government-sponsored corporation.
- ☐ (ii) Obligations issued or fully guaranteed by the International Bank for Reconstruction and Development, the Inter-American Development Bank, the Asian Development Bank and the African Development Bank.
- ☐ (iii) Obligations partially insured or guaranteed by any agency of the United States of America, at a proportion of the Market Value of the obligation that represents the amount of insurance or guaranty.
- ☐ (iv) Obligations issued or fully insured or guaranteed by the State of New York, obligations issued by a municipal corporation, school district or district corporation of such State or obligations of any public benefit corporation which under a specific State statute may be accepted as security for deposit of public moneys.
- ☐ (v) Obligations issued by states (other than the State of New York) of the United States rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization.
- ☐ (vi) Obligations of Puerto Rico rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization.
- ☐ (vii) Obligations of counties, cities and other governmental entities of a state other than the State of New York having the power to levy taxes that are backed by the full faith and credit of such governmental entity and rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization.
- ☐ (viii) Obligations of domestic corporations rated in one of the two highest rating categories by at least one nationally recognized statistical rating organization.
- ☐ (ix) Any mortgage-related securities, as defined in the Securities Exchange Act of 1934, as amended, which may be purchased by banks under the limitations established by bank regulatory agencies.
- ☐ (x) Commercial paper and bankers' acceptances issued by a bank, other than the Bank, rated in the highest short term category by at least one nationally recognized statistical rating organization and having maturities of no longer than 60 days from the date they are pledged.
- ☐ (xi) Zero coupon obligations of the United States government marketed as "Treasury Strips."



ST. LAWRENCE COUNTY  
PROPERTY DEVELOPMENT CORPORATION  
Resolution No. PDC-20-12-xx  
Governance Review: November 6, 2020  
December 18, 2020

**ANNUAL REVIEW OF SEXUAL HARASSMENT POLICY**

**WHEREAS**, the St. Lawrence County Industrial Development Agency – Civic Development Corporation (the “Corporation”) is committed to maintaining a workplace free from sexual harassment, and

**WHEREAS**, new State mandates concerning sexual harassment prevention and training were recently made available as guidance, and

**WHEREAS**, a policy outlining the prevention of sexual harassment of its employees is not only an important policy to be implemented by the Corporation but is also a requirement by law,

**NOW, THEREFORE, BE IT RESOLVED** that the St. Lawrence County Property Development Corporation’s Governance Committee, having reviewed the Sexual Harassment Policy, does hereby authorize the policy and recommends acceptance by the Agency Board, the Policy and Complaint Form, as attached.

Move:				
Second:				
<b>VOTE</b>	<b>AYE</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Blevins				
Hall				
LaBaff				
McMahon				
Reagen				
Staples				
Morrill				

I HEREBY CERTIFY that I have compared this copy of this Resolution with the original record in this office, and that the same is a correct transcript thereof and of the whole of said original record.

/s/

Lori Sibley  
December 18, 2020

<p>Policy Guidance:</p> <h2><b>Sexual Harassment Policy</b></h2>
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October 5, 2018

### **Introduction**

The St. Lawrence County Property Development Corporation is committed to maintaining a workplace free from sexual harassment. Sexual harassment is a form of workplace discrimination. All employees are required to work in a manner that prevents sexual harassment in the workplace. This Policy is one component of the St. Lawrence County Property Development Corporation's commitment to a discrimination-free work environment. Sexual harassment is against the law<sup>1</sup> and all employees have a legal right to a workplace free from sexual harassment and employees are urged to report sexual harassment by filing a complaint internally with the St. Lawrence County Property Development Corporation. Employees can also file a complaint with a government agency or in court under federal, state or local antidiscrimination laws.

### **Policy Guidance:**

1. The St. Lawrence County Property Development Corporation's policy applies to all employees, applicants for employment, interns, whether paid or unpaid, contractors and persons conducting business, regardless of immigration status, with the St. Lawrence County Property Development Corporation. In the remainder of this document, the term "employees" refers to this collective group.
2. Sexual harassment will not be tolerated. Any employee or individual covered by this policy who engages in sexual harassment or retaliation will be subject to remedial and/or disciplinary action (e.g., counseling, suspension, termination).
3. Retaliation Prohibition: No person covered by this Policy shall be subject to adverse action because the employee reports an incident of sexual harassment, provides information, or otherwise assists in any investigation of a sexual harassment complaint. The St. Lawrence County Property Development Corporation will not tolerate such retaliation against anyone who, in good faith, reports or provides information about suspected sexual harassment. Any employee of the St. Lawrence County Property Development Corporation who retaliates against anyone involved in a sexual harassment investigation will be subjected to disciplinary action, up to and including termination. All

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<sup>1</sup> While this policy specifically addresses sexual harassment, harassment because of and discrimination against persons of all protected classes is prohibited. In New York State, such classes include age, race, creed, color, national origin, sexual orientation, military status, sex, disability, marital status, domestic violence victim status, gender identity and criminal history.

Adoption of this policy does not constitute a conclusive defense to charges of unlawful sexual harassment. Each claim of sexual harassment will be determined in accordance with existing legal standards, with due consideration of the particular facts and circumstances of the claim, including but not limited to the existence of an effective anti-harassment policy and procedure.

employees, paid or unpaid interns, or non-employees<sup>2</sup> working in the workplace who believe they have been subject to such retaliation should inform a supervisor, manager, or Administrative Services Coordinator. All employees, paid or unpaid interns or non-employees who believe they have been a target of such retaliation may also seek relief in other available forums, as explained below in the section on Legal Protections.

4. Sexual harassment is offensive, is a violation of our policies, is unlawful, and may subject the St. Lawrence County Property Development Corporation to liability for harm to targets of sexual harassment. Harassers may also be individually subject to liability. Employees of every level who engage in sexual harassment, including managers and supervisors who engage in sexual harassment or who allow such behavior to continue, will be penalized for such misconduct.
5. The St. Lawrence County Property Development Corporation will conduct a prompt and thorough investigation that ensures due process for all parties, whenever management receives a complaint about sexual harassment, or otherwise knows of possible sexual harassment occurring. The St. Lawrence County Property Development Corporation will keep the investigation confidential to the extent possible. Effective corrective action will be taken whenever sexual harassment is found to have occurred. All employees, including managers and supervisors, are required to cooperate with any internal investigation of sexual harassment.
6. All employees are encouraged to report any harassment or behaviors that violate this policy. The St. Lawrence County Property Development Corporation will provide all employees a complaint form for employees to report harassment and file complaints.
7. Managers and supervisors are **required** to report any complaint that they receive, or any harassment that they observe or become aware of, to the Administrative Services Coordinator.
8. This policy applies to all employees, paid or unpaid interns, and non-employees and all must follow and uphold this policy. This policy must be provided to all employees and should be posted prominently in all work locations to the extent practicable (for example, in a main office, not an offsite work location) and be provided to employees upon hiring.

### **What Is “Sexual Harassment”?**

Sexual harassment is a form of sex discrimination and is unlawful under federal, state, and (where applicable) local law. Sexual harassment includes harassment on the basis of sex, sexual orientation, self-identified or perceived sex, gender expression, gender identity and the status of being transgender.

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<sup>2</sup> A non-employee is someone who is (or is employed by) a contractor, subcontractor, vendor, consultant, or anyone providing services in the workplace. Protected non-employees include persons commonly referred to as independent contractors, “gig” workers and temporary workers. Also included are persons providing equipment repair, cleaning services or any other services provided pursuant to a contract with the employer.

Sexual harassment includes unwelcome conduct which is either of a sexual nature, or which is directed at an individual because of that individual's sex when:

- Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive work environment, even if the reporting individual is not the intended target of the sexual harassment;
- Such conduct is made either explicitly or implicitly a term or condition of employment; or
- Submission to or rejection of such conduct is used as the basis for employment decisions affecting an individual's employment.

A sexually harassing hostile work environment includes, but is not limited to, words, signs, jokes, pranks, intimidation or physical violence which are of a sexual nature, or which are directed at an individual because of that individual's sex. Sexual harassment also consists of any unwanted verbal or physical advances, sexually explicit derogatory statements or sexually discriminatory remarks made by someone which are offensive or objectionable to the recipient, which cause the recipient discomfort or humiliation, which interfere with the recipient's job performance.

Sexual harassment also occurs when a person in authority tries to trade job benefits for sexual favors. This can include hiring, promotion, continued employment or any other terms, conditions or privileges of employment. This is also called "quid pro quo" harassment.

Any employee who feels harassed should report so that any violation of this policy can be corrected promptly. Any harassing conduct, even a single incident, can be addressed under this policy.

### **Examples of sexual harassment**

The following describes some of the types of acts that may be unlawful sexual harassment and that are strictly prohibited:

- Physical acts of a sexual nature, such as:
  - Touching, pinching, patting, kissing, hugging, grabbing, brushing against another employee's body or poking another employee's body;
  - Rape, sexual battery, molestation or attempts to commit these assaults.
- Unwanted sexual advances or propositions, such as:
  - Requests for sexual favors accompanied by implied or overt threats concerning the target's job performance evaluation, a promotion or other job benefits or detriments;
  - Subtle or obvious pressure for unwelcome sexual activities.

- Sexually oriented gestures, noises, remarks or jokes, or comments about a person's sexuality or sexual experience, which create a hostile work environment.
- Sex stereotyping occurs when conduct or personality traits are considered inappropriate simply because they may not conform to other people's ideas or perceptions about how individuals of a particular sex should act or look.
- Sexual or discriminatory displays or publications anywhere in the workplace, such as:
  - Displaying pictures, posters, calendars, graffiti, objects, promotional material, reading materials or other materials that are sexually demeaning or pornographic. This includes such sexual displays on workplace computers or cell phones and sharing such displays while in the workplace.
- Hostile actions taken against an individual because of that individual's sex, sexual orientation, gender identity and the status of being transgender, such as:
  - Interfering with, destroying or damaging a person's workstation, tools or equipment, or otherwise interfering with the individual's ability to perform the job;
  - Sabotaging an individual's work;
  - Bullying, yelling, name-calling.

### **Who can be a target of sexual harassment?**

Sexual harassment can occur between any individuals, regardless of their sex or gender. New York Law protects employees, paid or unpaid interns, and non-employees, including independent contractors, and those employed by companies contracting to provide services in the workplace. Harassers can be a superior, a subordinate, a coworker or anyone in the workplace including an independent contractor, contract worker, vendor, client, customer or visitor.

### **Where can sexual harassment occur?**

Unlawful sexual harassment is not limited to the physical workplace itself. It can occur while employees are traveling for business or at employer sponsored events or parties. Calls, texts, emails, and social media usage by employees can constitute unlawful workplace harassment, even if they occur away from the workplace premises, on personal devices or during non-work hours.

### **Retaliation**

Unlawful retaliation can be any action that could discourage a worker from coming forward to make or support a sexual harassment claim. Adverse action need not be job-related or occur in the workplace to constitute unlawful retaliation (e.g., threats of physical violence outside of work hours).

Such retaliation is unlawful under federal, state, and (where applicable) local law. The New York State Human Rights Law protects any individual who has engaged in "protected activity." Protected activity occurs when a person has:

- made a complaint of sexual harassment, either internally or with any anti-discrimination agency;
- testified or assisted in a proceeding involving sexual harassment under the Human Rights Law or other anti-discrimination law;
- opposed sexual harassment by making a verbal or informal complaint to management, or by simply informing a supervisor or manager of harassment;
- reported that another employee has been sexually harassed; or
- encouraged a fellow employee to report harassment.

Even if the alleged harassment does not turn out to rise to the level of a violation of law, the individual is protected from retaliation if the person had a good faith belief that the practices were unlawful. However, the retaliation provision is not intended to protect persons making intentionally false charges of harassment.

### **Reporting Sexual Harassment**

**Preventing sexual harassment is everyone's responsibility.** The St. Lawrence County Property Development Corporation cannot prevent or remedy sexual harassment unless it knows about it. Any employee, paid or unpaid intern or non-employee who has been subjected to behavior that may constitute sexual harassment is encouraged to report such behavior to a supervisor, manager or Administrative Services Coordinator. Anyone who witnesses or becomes aware of potential instances of sexual harassment should report such behavior to a supervisor, manager or Administrative Services Coordinator.

Reports of sexual harassment may be made verbally or in writing. A form for submission of a written complaint is attached to this Policy, and all employees are encouraged to use this complaint form. Employees who are reporting sexual harassment on behalf of other employees should use the complaint form and note that it is on another employee's behalf.

Employees, paid or unpaid interns or non-employees who believe they have been a target of sexual harassment may also seek assistance in other available forums, as explained below in the section on Legal Protections.

### **Supervisory Responsibilities**

All supervisors and managers who receive a complaint or information about suspected sexual harassment, observe what may be sexually harassing behavior or for any reason suspect that sexual harassment is occurring, **are required** to report such suspected sexual harassment to the Administrative Services Coordinator.

In addition to being subject to discipline if they engaged in sexually harassing conduct themselves, supervisors and managers will be subject to discipline for failing to report suspected sexual harassment or otherwise knowingly allowing sexual harassment to continue.

Supervisors and managers will also be subject to discipline for engaging in any retaliation.

### **Complaint and Investigation of Sexual Harassment**

*All* complaints or information about sexual harassment will be investigated, whether that information was reported in verbal or written form. Investigations will be conducted in a timely manner and will be confidential to the extent possible.

An investigation of any complaint, information or knowledge of suspected sexual harassment will be prompt and thorough, commenced immediately and completed as soon as possible. The investigation will be kept confidential to the extent possible. All persons involved, including complainants, witnesses and alleged harassers will be accorded due process, as outlined below, to protect their rights to a fair and impartial investigation.

Any employee may be required to cooperate as needed in an investigation of suspected sexual harassment. The St. Lawrence County Property Development Corporation will not tolerate retaliation against employees who file complaints, support another's complaint or participate in an investigation regarding a violation of this policy.

While the process may vary from case to case, investigations should be done in accordance with the following steps:

- Upon receipt of complaint, the Administrative Services Coordinator will conduct an immediate review of the allegations, and take any interim actions (e.g., instructing the respondent to refrain from communications with the complainant), as appropriate. If complaint is verbal, encourage the individual to complete the "Complaint Form" in writing. If he or she refuses, prepare a Complaint Form based on the verbal reporting.
- If documents, emails or phone records are relevant to the investigation, take steps to obtain and preserve them.
- Request and review all relevant documents, including all electronic communications.
- Interview all parties involved, including any relevant witnesses;
- Create a written documentation of the investigation (such as a letter, memo or email), which contains the following:

- A list of all documents reviewed, along with a detailed summary of relevant documents;
  - A list of names of those interviewed, along with a detailed summary of their statements;
  - A timeline of events;
  - A summary of prior relevant incidents, reported or unreported; and
  - The basis for the decision and final resolution of the complaint, together with any corrective action(s).
- Keep the written documentation and associated documents in a secure and confidential location.
  - Promptly notify the individual who reported and the individual(s) about whom the complaint was made of the final determination and implement any corrective actions identified in the written document.
  - Inform the individual who reported of the right to file a complaint or charge externally as outlined in the next section.

### **Legal Protections And External Remedies**

Sexual harassment is not only prohibited by the St. Lawrence County Property Development Corporation but is also prohibited by state, federal, and, where applicable, local law.

Aside from the internal process at the St. Lawrence County Property Development Corporation employees may also choose to pursue legal remedies with the following governmental entities. While a private attorney is not required to file a complaint with a governmental agency, you may seek the legal advice of an attorney.

In addition to those outlined below, employees in certain industries may have additional legal protections.

#### **State Human Rights Law (HRL)**

The Human Rights Law (HRL), codified as N.Y. Executive Law, art. 15, § 290 et seq., applies to all employers in New York State with regard to sexual harassment, and protects employees, paid or unpaid interns and non-employees, regardless of immigration status. A complaint alleging violation of the Human Rights Law may be filed either with the Division of Human Rights (DHR) or in New York State Supreme Court.

Complaints with DHR may be filed any time **within one year** of the harassment. If an individual did not file at DHR, they can sue directly in state court under the HRL, **within three years** of the alleged sexual harassment. An individual may not file with DHR if they have already filed a HRL complaint in state court.



Complaining internally to the St. Lawrence County Property Development Corporation does not extend your time to file with DHR or in court. The one year or three years is counted from date of the most recent incident of harassment.

You do not need an attorney to file a complaint with DHR, and there is no cost to file with DHR.

DHR will investigate your complaint and determine whether there is probable cause to believe that sexual harassment has occurred. Probable cause cases are forwarded to a public hearing before an administrative law judge. If sexual harassment is found after a hearing, DHR has the power to award relief, which varies but may include requiring your employer to take action to stop the harassment, or redress the damage caused, including paying of monetary damages, attorney's fees and civil fines.

DHR's main office contact information is: NYS Division of Human Rights, One Fordham Plaza, Fourth Floor, Bronx, New York 10458. You may call (718) 741-8400 or visit: [www.dhr.ny.gov](http://www.dhr.ny.gov).

Contact DHR at (888) 392-3644 or visit [dhr.ny.gov/complaint](http://dhr.ny.gov/complaint) for more information about filing a complaint. The website has a complaint form that can be downloaded, filled out, notarized and mailed to DHR. The website also contains contact information for DHR's regional offices across New York State.

### **Civil Rights Act of 1964**

The United States Equal Employment Opportunity Commission (EEOC) enforces federal anti-discrimination laws, including Title VII of the 1964 federal Civil Rights Act (codified as 42 U.S.C. § 2000e et seq.). An individual can file a complaint with the EEOC anytime within 300 days from the harassment. There is no cost to file a complaint with the EEOC. The EEOC will investigate the complaint and determine whether there is reasonable cause to believe that discrimination has occurred, at which point the EEOC will issue a Right to Sue letter permitting the individual to file a complaint in federal court.

The EEOC does not hold hearings or award relief but may take other action including pursuing cases in federal court on behalf of complaining parties. Federal courts may award remedies if discrimination is found to have occurred. In general, private employers must have at least 15 employees to come within the jurisdiction of the EEOC.

An employee alleging discrimination at work can file a "Charge of Discrimination." The EEOC has district, area, and field offices where complaints can be filed. Contact the EEOC by calling 1-800-669-4000 (TTY: 1-800-669-6820), visiting their website at [www.eeoc.gov](http://www.eeoc.gov) or via email at [info@eeoc.gov](mailto:info@eeoc.gov).

If an individual filed an administrative complaint with DHR, DHR will file the complaint with the EEOC to preserve the right to proceed in federal court.

### **Local Protections**

Many localities enforce laws protecting individuals from sexual harassment and discrimination. An individual should contact the county, city or town in which they live to find out if such a law exists. For example, employees who work in New York City may file complaints of sexual harassment with the New York City Commission on Human Rights. Contact their main office at Law Enforcement Bureau of the NYC Commission on Human Rights, 40 Rector Street, 10th Floor, New York, New York; call 311 or (212) 306-7450; or visit [www.nyc.gov/html/cchr/html/home/home.shtml](http://www.nyc.gov/html/cchr/html/home/home.shtml).

### **Contact the Local Police Department**

If the harassment involves unwanted physical touching, coerced physical confinement or coerced sex acts, the conduct may constitute a crime. Contact the local police department.

By my signature, below, I acknowledge that I have received a copy of the following policy. I understand that I am expected to read and understand the policy as it contains important information relative to my employment with the St. Lawrence County Property Development Corporation.

Policy:	Sexual Harassment Policy
---------	--------------------------

Employee Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Original: Employee File

Copy: For Employee

# **The St. Lawrence County Property Development Corporation**

New York State Labor Law requires all employers to adopt a sexual harassment prevention policy that includes a complaint form for employees to report alleged incidents of sexual harassment.

If you believe that you have been subjected to sexual harassment, you are encouraged to complete this form and submit it to the Administrative Services Coordinator; 19 Commerce Lane, Suite 1, Canton, New York 13617; (submitted in person, electronically or postal delivery). Once you submit this form, your employer must follow its sexual harassment prevention policy and investigate any claims.

If you are more comfortable reporting verbally or in another manner, your employer is still required to follow its sexual harassment prevention policy by investigating the claims as outlined at the end of this form.

## **COMPLAINANT INFORMATION**

Name: \_\_\_\_\_

Home Address: \_\_\_\_\_ Work Address: \_\_\_\_\_

Home Phone: \_\_\_\_\_ Work Phone: \_\_\_\_\_

Job Title: \_\_\_\_\_ Email: \_\_\_\_\_

Select Preferred Communication Method:   Email ☐   Phone ☐   In Person ☐

## **SUPERVISORY INFORMATION**

Immediate Supervisor's Name: \_\_\_\_\_

Title: \_\_\_\_\_

Work Phone: \_\_\_\_\_ Work Address: \_\_\_\_\_

## **COMPLAINT INFORMATION**

1. Your complaint of Sexual Harassment is made against:

Name: \_\_\_\_\_ Title: \_\_\_\_\_

Work Address: \_\_\_\_\_ Work Phone: \_\_\_\_\_

*Adoption of this form does not constitute a conclusive defense to charges of unlawful sexual harassment. Each claim of sexual harassment will be determined in accordance with existing legal standards, with due consideration of the particular facts and circumstances of the claim, including but not limited to the existence of an effective anti-harassment policy and procedure.*

Relationship to you: ☐ Supervisor ☐ Subordinate ☐ Co-Worker ☐ Other

2. Please describe the conduct or incident(s) that is the basis of this complaint and your reasons for concluding that the conduct is sexual harassment. Please use additional sheets of paper if necessary and attach any relevant documents or evidence.

3. Date(s) sexual harassment occurred:

Is the sexual harassment continuing? ☐ Yes ☐ No

4. Please list the name and contact information of any witnesses or individuals that may have information related to your complaint:

*The last four questions are optional but may help facilitate the investigation.*

5. Have you previously complained or provided information (verbal or written) about sexual harassment at the St. Lawrence County Property Development Corporation? If yes, when and to whom did you complain or provide information?

6. Have you filed a claim regarding this complaint with a federal, state or local government agency?

Yes ☐ No ☐

7. Have you instituted a legal suit or court action regarding this complaint?

Yes ☐ No ☐

8. Have you hired an attorney with respect to this complaint?

Yes ☐ No ☐

*If you have retained legal counsel and would like us to work with them, please provide their contact information.*

*I request that the St. Lawrence County Property Development Corporation investigate this complaint of sexual harassment in a timely and confidential manner as outlined below and advise me of the results of the investigation.*

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Adoption of this form does not constitute a conclusive defense to charges of unlawful sexual harassment. Each claim of sexual harassment will be determined in accordance with existing legal standards, with due consideration of the particular facts and circumstances of the claim, including but not limited to the existence of an effective anti-harassment policy and procedure.

ST. LAWRENCE COUNTY  
PROPERTY DEVELOPMENT CORPORATION  
Res. No. PDC-20-12-xx  
Governance Committee Review: November 6, 2020  
December 18, 2020

**AUTHORIZING THE ADOPTION OF A RECORDS RETENTION AND  
DISPOSITION POLICY**

**WHEREAS**, The St. Lawrence County Property Development Corporation (“SLCPDC”) is a local development corporation created under Section 402 and 1411 of Not-For-Profit Corporation Law of New York. Created to foster the creation, retention and expansion of jobs and economic opportunities in St. Lawrence County, New York by constructing, acquiring, rehabilitating and improving sites, buildings and other related facilities in St. Lawrence County; and

**WHEREAS**, the Corporation would like to adopt a Records Retention and Disposition Policy to identify, protect and preserve archival records in a manner that promotes efficient administration, management and disposal of important records and to ensure continued compliance with the current Best Practices in governance and applicable law, including without limitation, the Public Authorities Accountability Act of 2005 and the Public Authorities Reform Act of 2009; and

**WHEREAS**, the Corporation would also like to adopt the *Retention and Disposition Schedule for New York Local Government Records*, issued pursuant to Article 57-A of the Arts and Cultural Affairs Law, and containing legal minimum retention periods for local government records, adopted for use by all officers in legally disposing of valueless records listed therein; and

**WHEREAS**, that in accordance with Article 57-A: a) only those records will be disposed of that are described in *Retention and Disposition Schedule for New York Local Government Records* after they have met the minimum retention periods described therein; b) only those records will be disposed of that do not have sufficient administrative, fiscal, legal, or historical value to merit retention beyond established legal minimum periods;

**THEREFORE, BE IT RESOLVED**, that the St. Lawrence County Property Development Corporation authorizes the following policy guidelines:

## RECORDS RETENTION AND DISPOSITION POLICY

Governance Committee Review: November 6, 2020

December 18, 2020

**Section 1:** In accordance with Article 57-A of the Arts Law Records Retention and Disposition Schedule M1-1 (“the schedule”), containing legal minimum retention periods for local government records, is hereby adopted for use by all officers and employees of the Corporation in legally disposing of valueless records listed in the Schedule; and

**Section 2:** In accordance with Article 57-A of the Arts Law, (a) only those records will be disposed of that are described in the schedule after they have met the minimum retention periods described therein, and (b) only those records will be disposed of that do not have sufficient administrative, fiscal, legal, or historical value to merit retention beyond established legal minimal periods;

**Section 3:** The Corporation hereby determines that the proposed action of a Type II action pursuant to Article 8 of the New York Environmental Conservation Law (including the regulations thereunder, (“SEQRA”) involving “continuing agency administration” which does not involve “new programs or major reordering of priorities that may affect the environment (6 NYCRR §617.5(c)(20)), and therefore no findings or determination of significance are required under SEQRA;

**Section 4:** The Corporation hereby authorizes the Chairman, the Chief Executive Officer, and the Chief Financial Officer, to take all steps necessary to implement the matters described herein. The Chief Financial Officer is hereby appointed the Records Management Officer of the Agency.

**Section 5:** This Resolution shall not preclude the Corporation from adopting other or further policies relating to governance and other activities relating to the Corporation as determined from time-to-time as they relate to the members of the Corporation.

**Section 6:** This Resolution shall take effect immediately.

Move:				
Second:				
<b>VOTE</b>	<b>AYE</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Blevins				
Hall				
LaBaff				
McMahon				
Morrill				
Reagen				
Staples				

I HEREBY CERTIFY that I have compared this copy of this Resolution with the original record in this office, and that the same is a correct transcript thereof and of the whole of said original record.

/s/

Lori Sibley  
December 18, 2020

**Record Retention Schedule**  
**Consistent with Retention and Disposition Schedule for New York Local Government Records, or LGS-1**

Type of Record	LGS-01 Reference	Retention Period (Years)
<b>FISCAL</b>		
Audit	pg. 119[472]	Permanent
Audit Background Documentation	pg. 119[472]	6 Years
Banking (statements, reconciliations, etc)	pg. 119[475]	6 Years
Bonds and Notes	pg. 121 [485]	6 Years after bond issue retired
Budget	pg. 122 [490 a b c d]	Permanent*
Budget Preparation File	pg. 122 [489]	6 Years
General Ledger	pg. 124[502]	6 Years
Subsidiary Ledger	pg. 124 [503]	6 Years after last entry
Past Due Account Fiscal Records	pg. 125 [510]	6 Years after account satisfied or otherwise closed
Billing Records	pg. 126[514]	6 Years after last entry
Invoices	pg. 132[550]	6 Years
Periodic Reports (fiscal)	pg. 133 [555]	6 Years
Annual Fiscal Reports	pg. 133 [556]	Permanent*
<b>Local Development Corporations</b>		
Business/industry Loan Case File	pg. 160 [612]	6 Years after Denial/10 years after final payment on loan
Master Summary Record	pg. 160 [613]	Permanent
Monthly or Periodic Reports On Loan Status	pg. 161 [619]	1 Year After Superseded or Obsolete
Organizational and Establishment Records	pg. 161 [620]	Permanent
Election Records	pg. 161 [621]	Permanent
Membership Records (lists of members)	pg. 161 [622]	Permanent
Records of Dues Collection and Receipt	pg. 161 [622]	6 Years
Federal and State Tax Exemption Records	pg. 161 [623]	Permanent
Dissolution Records	pg. 161 [624]	Permanent
Copies of Federal Income Tax Returns	pg. 161 [625 a]	6 Years
Registration as a CHAR w/NYS AG	pg. 161 [625 b]	6 Years after no longer in effect
<b>Insurance</b>		
Insurance Policies (when no claims)	pg. 150 [579]	6 Years after expiration
Certificate of Insurance	pg. 151 [582]	6 Years after expiration
<b>Legal</b>		
Legal Case File*	pg. 22 [a b c]	6 Years after case close, or 0 after any minor involved attains age 21, whichever is later*
<b>General</b>		
Official Minutes and Hearing Proceedings	pg. 9[47]	Permanent
Resolutions	pg. 7[30]	Permanent
Legal Opinion	pg. 6 [29]	Permanent
Legal Agreement	pg. 7 [32]	6 Years after expiration or termination or 6 years after final payment under contract, whichever is later
Manual of Procedures	pg. 11 [52a]	Permanent
Correspondence-Significant Events	pg. 11 [53 a]	Permanent
Correspondence-Routine legal, fiscal, admin	pg. 11[53 b]	6 Years
Correspondence-no fiscal, legal, admin value	pg. 11 [53 c]	0 after no longer needed
Annual Report		Permanent
Grant Program File	pg. 12 [55 a b]	6 Years after renewal or close of grant

\*Refer to manual for guidance.

ST. LAWRENCE COUNTY  
PROPERTY DEVELOPMENT CORPORATION  
Resolution No. PDC-20-12-XX  
December 18, 2020

**ACCEPTANCE OF THE FORMER NEWELL BUILDING**

A regular meeting of the St. Lawrence County Property Development Corporation (the "SLCPDC") was convened in public session on December 18, 2020, at \_\_\_\_\_ a.m., local time, in the Main Conference Room of the Ernest J. LaBaff Industrial Building, 19 Commerce Lane, Canton, New York.

The meeting was called to order by the Chairman and, upon roll being called, the following directors of the SLCPDC were:

MEMBER	PRESENT	ABSENT
Blevins, Lynn		
Reagan, James		
Hall, Mark C.		
LaBaff, Ernest		
McMahon, Andrew		
Staples, Brian W.		
Morrill, Steven		

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to accepting real property, 100 Patterson Street, (Former Newell Building) from the City of Ogdensburg.

On motion duly made by \_\_\_\_\_ and seconded by \_\_\_\_\_, the following resolution was placed before the members of the St. Lawrence County Property Development Corporation:

Resolution No. 20-12-XX  
December 18, 2020

**WHEREAS,** the ST. LAWRENCE COUNTY PROPERTY DEVELOPMENT CORPORATION (the "SLCPDC") is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-For-Profit Corporation Law of the State of New York and, as provided in Section 1411 of the Not-For-Profit Corporation Law, will be a charitable corporation as defined in Section 201 of the Not-For-Profit Corporation Law. The Corporation shall serve as a supporting organization for, but operate separate and apart from St. Lawrence County, New York (the "County"). The purposes for which the SLCPDC was formed include to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research, and recreation facilities, including industrial pollution control facilities, railroad facilities and certain horse racing facilities, for the purpose of promoting, attracting, encouraging and developing recreation and economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State, to improve their recreation opportunities, prosperity and standard of living, and to prevent unemployment and economic deterioration; and



**WHEREAS,** to promote economic opportunity in the City of Ogdensburg, located in St. Lawrence County, the SLCPDC desires to accept the building and land situated on a portion of Tax ID 48.071-5-47.1 (the “Former Newell Building”) from the City of Ogdensburg for the sum of \$1.00 for economic redevelopment purposes, and

**WHEREAS,** the City of Ogdensburg and St. Lawrence County Industrial Development Agency (SLCIDA) successfully applied for a Restore New York grant, entered into a Memorandum of Understanding (MOA) and have completed phase I of the restoration the Former Newell Building; and

**WHEREAS,** The SLCPDC, being an Affiliated Development Corporation of the SLCIDA, would like to accept the Former Newell Building property for the purchase price of \$1.00

**Tax Map #:** 48.071-5-47.1                      **Location:** 100 Paterson Street  
**Restrictions:** This is a conforming parcel in the City’s Industrial/Institutional (I/I) zoning district.

**NOW, THEREFORE, BE IT RESOLVED** that the St. Lawrence County Property Development Corporation authorizes preparation, execution and delivery of all necessary documents and funds for the above referenced project, and

**BE IT FURTHER RESOLVED** that St. Lawrence County Property Development Corporation officers are, subject to Legal Counsel’s opinion, each hereby designated, authorized, empowered and directed to execute and deliver any and all documents/agreements necessary to effectuate the transactions contemplated by this resolution.

<b>MEMBER</b>	<b>YEA</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Blevins, Lynn				
Hall, Mark C.				
LaBaff, Ernest				
McMahon, Andrew				
Morrill, Steven				
Reagen, James				
Staples, Brian W.				

The resolution was thereupon declared duly adopted.

[Remainder of page left blank intentionally]

Purpose: The St. Lawrence County Property Development Corporation (“SLCPDC”) is a local development corporation created under Section 402 and 1411 of Not-For-Profit Corporation Law of New York. Created to foster the creation, retention and expansion of jobs and economic opportunities in St. Lawrence County, New York by constructing, acquiring, rehabilitating and improving sites, buildings and other related facilities in St. Lawrence County.

Internal Controls: The accounting, financial reporting, and cash management functions are carried out relying on a multitude of internal controls. A Financial Procedures manual details all aspects, if applicable, of the financial controls in place. Examples of areas where risk is typically associated and some of the internal controls used are listed below:

- **Accounts Payable** - A voucher process is utilized to safeguard SLCPDC finances. All SLCPDC vouchers require review and verification by the Chief Financial Officer, who prepares the voucher and check. Additional verification are required by two additional persons. A member of staff, and the Chief Executive Officer. Two signatures are required on all checks issued (typically the Chief Financial Officer and SLCPDC Chairman). – *Multiple persons signing off on the process makes this low risk.*
- **Accounts Receivable** - All monies received by the SLCPDC are recorded into a main check register database by a staff member, who then stamp endorses all checks and delivers them to the Chief Financial Officer. The Chief Financial Officer ensures that all funds are coded (categorized). Each check is entered into the QuickBooks system, a receipt generated, and a deposit created. The deposit receipt from the bank is then attached to the appropriate back up document for the deposit. – *Log books, bank verification & receipts make this low risk.*
- **Investments** - Certificates of deposit are typically bid out to the financial institutions recognized in SLCPDC’s Investment Policy. When a CD matures, it is renewed for an additional term at the current institution, or financial institutions are contacted, and bids are requested. The CD is awarded to the financial institution that can offer the highest interest rate and complete collateralization. Pursuant to the SLCPDC’s Investment Policy no one financial institution may hold more than 60% of the SLCPDC’s cash on deposit. Only persons authorized by the SLCPDC’s Board are allowed to open a CD. Typically, this responsibility falls to the Chief Financial Officer. – *Allocating cash at various financial institutions reducing the risk of loss and utilizing authorized signers makes this a low risk.*

The system of controls applicable to the SLCPDC was last reviewed by the SLCPDC’s Governance Committee on November 6, 2020 and the complete Board on December 18, 2020. The Board’s review affirmed that there are no material control weaknesses to be reported. The SLCPDC undergoes an annual financial audit by an independent CPA firm. While auditors are not engaged to perform an audit of internal controls, auditors do provide management letter comments when they encounter internal weaknesses. No material weaknesses have been indentified by the independent auditors. If a weakness was noted, it would be addressed by the Audit and Finance Committee. A change in protocol would be made to lower the associated risk and reduce weakness in the internal control, and a solution then presented to the Board.

In summary, the present internal control structure appears to be sufficient to meet internal control objectives that pertain to the prevention and detection of errors and irregularities.

Reviewed by:

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Chief Executive Officer - Date

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Chief Financial Officer - Date