

ST. LAWRENCE COUNTY PROPERTY DEVELOPMENT CORPORATION

MEETING AGENDA

Agenda subject to change

February 27, 2024

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

Call to Order

Roll Call

Public Notice February 20, 2024

Public Comment

Approval of Minutes December 20, 2023..... 1-2

Financial Report

Report of Committees Audit and Finance Committee (Hall, McMahon, Staples)

Staff Report Patrick Kelly

Old Business

New Business Resolution: Requesting Funds from the St. Lawrence County Industrial Development Agency - Civic Development Corporation 3-4

Executive Session

Adjournment

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**ST. LAWRENCE COUNTY
PROPERTY DEVELOPMENT CORPORATION
Meeting of December 20, 2023**

CALL TO ORDER: Vice Chairman Blevins calls the meeting to order at 1:57 PM in the main conference room at the Ernest J. LaBaff Industrial Building, Canton.

ROLL CALL:

Staples	Absent	McMahon.....	Present
LaBaff.....	Present	Morrill.....	Present
Blevins.....	Present via Zoom	Reagen	Present
Hall	Present		

A quorum is recognized. Mr. Blevins requests that Mr. LaBaff lead the meeting, as Mr. Blevins is joining the meeting virtually.

IDA Staff present: Patrick Kelly, Kimberly Gilbert, Lori Sibley, Bob Ahlfeld, and Richard Williams.
IDALDC Staff present: John Pinkerton.

PUBLIC NOTICE: Public notifications sent December 13, 2023, 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 October 24, 2023, meeting by Mr. Hall, seconded by Mr. McMahon. Motion carried unanimously.

FINANCIAL REPORTS: *September 2023:* Ms. Gilbert notes a typical month, with utility bill reimbursement to the IDA. *October 2023:* There was a warranty transfer of \$1,000 for the roof at the 100 Paterson Street facility. Mr. Hall motions to accept the *September and October 2023* financials, seconded by Mr. Morrill. Motion carried unanimously.

COMMITTEE REPORTS: The Governance Committee met this morning. Blevins (Chair), LaBaff, and Hall. On behalf of the committee, Mr. Hall provides the following summary:

- **Conflict of Interest Policy** – After comparing the current PDC policy to the ABO model policy, no changes are recommended at this time.
- **Assessment of the Effectiveness of Internal Controls** – After comparing the current PDC policy to the ABO model policy guidelines, no changes are recommended at this time.
- **Procurement Policy** –The Policy was reviewed with the current ABO guidelines. No changes are suggested at this time.
- **Investment Policy** – After comparing the current Investment Policy and the ABO recommended guidelines there are no changes recommended at this time.
- **Review of Sexual Harassment Policy** – We have reviewed and used the NYS Department of Labor’s model template as a guide to update the IDACDC Sexual Harassment Prevention Policy.

- Meeting Schedule: There are no suggested changes to the 2024 Meeting Schedule. It is recommended that the meeting schedule remain the fourth Tuesday of the month, following the IDA meetings that begin at 1:00 PM.

Mr. McMahon motions, and Mr. Morrill seconds, accepting the Governance Committee Report and the accompanying resolutions that derived from the report. The motion is approved by unanimous vote.

NEW BUSINESS:

The following four resolutions require annual reviews of our policies, which were reviewed by the Governance Committee earlier today.

Resolution CDC-23-12-09: Annual Review Conflicts of Interest Policy

Mr. McMahon makes a motion to approve, seconded by Mr. Morrill. The motion is approved by unanimous vote.

Resolution CDC-23-12-10: Annual Review of Procurement Policy

Mr. McMahon makes a motion to approve, seconded by Mr. Morrill. The motion is approved by unanimous vote.

Resolution CDC-23-12-11: Annual Review of Investment Policy

Mr. McMahon makes a motion to approve, seconded by Mr. Morrill. The motion is approved by unanimous vote.

Resolution CDC-23-12-12: Annual Review of Sexual Harassment Prevention Policy

Mr. McMahon makes a motion to approve, seconded by Mr. Morrill. The motion is approved by unanimous vote.

STAFF REPORT: None

OLD BUSINESS: None

EXECUTIVE SESSION: None

ADJOURNMENT: A motion to adjourn is made by Mr. Morrill. The meeting adjourns at 2:00 PM by unanimous vote.

Mr. Ernest LaBaff, Secretary

ST. LAWRENCE COUNTY
PROPERTY DEVELOPMENT CORPORATION
Resolution No. PDC-24-02-xx
February 27, 2024

**REQUESTING FUNDS FROM THE ST. LAWRENCE COUNTY
INDUSTRIAL DEVELOPMENT AGENCY CIVIC DEVELOPMENT CORPORATION**

WHEREAS, pursuant to the Not-for-Profit Corporation Law (the “Law”), a Certificate of Incorporation (the “Certificate”) establishing the St. Lawrence County Property Development Corporation (the “Corporation”) was filed with the New York Secretary of State on the 12th day of July 2018, and

WHEREAS, on July 19, 2018 the Corporation held its first meeting and approved an Organizational Resolution that appointed directors, approved bylaws, and took all other actions that were authorized by the Certificate and the bylaws in order to bring the Corporation into existence, and

WHEREAS, the Law and the Certificate and the Bylaws authorize the Corporation “to accept” subventions from other persons or any unit of government, and

WHEREAS, the St. Lawrence County Industrial Development Agency Civic Development Corporation (the “SLCIDA-CDC”) is a person or unit of government under the Law, and

WHEREAS, both the Law and the certificate of incorporation and bylaws permit the SLCIDA-CDC to “make capital contributions or subventions to other not-for-profit corporations,” and

WHEREAS, by resolution CDC-21-04-08 the SLCIDA-CDC authorized a loan of up to \$500,000 for building rehabilitation to be used towards improvements at the of 100 Paterson St property.

WHEREAS, the Corporation used the funds with which it can continue to pursue its corporate purposes which are “to relieve and reduce unemployment, promote and provide for additional and maximum employment, improve and maintain job opportunities, lessen the burdens of government, and act in the public interest,” and

WHEREAS, the Corporation hereby declares that the boards of directors of the Corporation and the SLCIDA-CDC are identical, and

NOW, THEREFORE, BE IT RESOLVED that the St. Lawrence County Property Development Corporation hereby requests that the St. Lawrence County Industrial Development Agency Civic Development Corporation, in recognition that collaborating with the Corporation and providing it with funds the purposes of defraying property development expenses, and in so doing to achieve its corporate purposes, are appropriate uses of the SLCIDA-CDC funds, authorizes the conversion of these funds from a loan to a grant of five hundred thousand (\$500,000.00) from the SLCIDA-CDC for the purposes of property development expenses pursuant to its corporate purposes.

