

To: **WCLDC Board Members**

Re: **Minutes of May 20, 2021 Meeting of the Board of Directors**

Present: Peter McDevitt – Chair
Craig Leggett – Treasurer
Gene Merlino – Assistant Treasurer
Michael Wild – Director
Travis Whitehead – Director

Absent: Jack Diamond – Vice Chair
Brad Magowan - Secretary

Guests: Robert Terwilliger – Assistant County Attorney
Doug Beaty - Warren County Supervisor
Ben Driscoll – Warren County Supervisor
Tammie DeLorenzo – Assistant to the Warren County Administrator
Patricia Tatich – Warren County Assistant Planner
Andrea Hogan – Johnsburg Supervisor

Staff: Jim Siplon – EDC President
John Wheatley – EDC Vice President
Lisa Daly – EDC Bookkeeper
Linda Oldenburg - Economic Development Coordinator
Amy Potter – Marketing & Communication Director

On May 20, 2021, ‘the Board of Directors for Warren County Local Development Corporation met via zoom meeting and live on Warren County’s YouTube Channel for a Board of Directors Meeting at 11:00 a.m. The following items of business were discussed:

- I.** **Welcome & Call to Order:** LDC Chair, Peter McDevitt welcomed everyone and called the meeting to order at 11:05 a.m.
- II.** **Approval:** Approval of Board meeting minutes held April 15, 2021. All minutes were forwarded to the board for review prior to meeting. A motion is made by Treasurer Leggett and seconded by Director Wild unanimously approved with roll call motion passes five to zero.
- III.** **Financial Update:** Bookkeeper Daly reviewed April financials; the statement of financial position had no substantive changes. The expenditure for accounting fees for preparation of the annual audit and form 990 was mentioned and reviewed. Motion is made by Director Wild and seconded by Treasurer Leggett unanimously approved with roll call motion passes five to zero.
- IV.** **Reports & Committee:** Chairman McDevitt continued with the agenda regarding the review of the Loan Portfolio. EDC President Siplon points out the status of all loan recipients. One note to highlight the fact the Queen of Harts has completed their loan schedule and is now free of an LDC loan. This is very important not only for them as a business, but for us to acknowledge and recognize that an entity that could have been under great stress over the past year, they were able to survive partially because of the aid that was provided here and that they were able to fully meet their obligations. President Siplon would encourage all the WCLDC Board members to recognize them. President Siplon believes anyone who is successful through our loan portfolio program is part of the ecosystem here in Warren County. Chairman McDevitt states he gets his pizza from Queen of Harts

they have a great product this is a good example of providing some help to people that are in restaurant business. They employ half a dozen people there.

V. President & CEO Report: President Siplon had a couple other points he would share. One is that we continue to work with the banking community and with the business community to better understand the gaps in the current loan portfolio and recovery funds that are available. There are two specific areas that continue to emerge those businesses are having a difficult time seeking support for. The first are supply chain issues where raw materials are requiring greater quantities and longer lead times, and that has put many businesses in a place where they must make a choice between hiring people and raw materials. President Siplon thinks that employee workforce comes back to work, we are going to see this more and more. The second acute areas are in material costs. The cost of wood and steel is ridiculously high coming out of the pandemic. Depending on the scale of your project you can see tens of thousands of dollars in additional material costs that were not evident at the time that they sought the financing for their project. Lastly there have been recent NY State legislation that potentially affects both the LDC and potentially the IDA. President Siplon shared some of the issues raised in the debate of the bill and indicated the EDC will continue to work with our local elected officials to better understand the implications of the new legislation and report back to the LDC board. President Siplon also shared that the State Comptroller's office is wrapping up the audit and have scheduled their conclusion with a meeting out brief next week. Once we have the report, we will be sharing it with the board. President Siplon shared with the board with some of the suggestions and changes that have been made here at the county, some of which spills over into how the LDC operates itself. That has led to the need for legal opinions on things that are structural, things like whether support from the county is to be seen as a gift, whether the membership of the board is sufficiently independent by ABO criteria and whether the way that we currently report is compliant. Legal opinions from experts in the field of municipal law particularly with ABO compliance matters have been sought. As the EDC collects those opinions, they will share them with board leadership. All of this legal work, along with the identified need to assure the independence of the LDC highlights the need for the LDC to seek independent counsel which President Siplon formally recommended to the LDC Board.

VI. Approved Resolutions: A motion is made to move forward with approval to seek Outside Legal Council by Director Wild and seconded by Treasurer Leggett and unanimously approved with a roll call vote of 5 to 0.

VII. Other Business:

VIII. Executive Session:

IX. Adjournment: Chairman McDevitt reminded all the board members of their Fiduciary responsibility by reading the Fiduciary Responsibilities. Upon no further business to come before the board, a motion is made by Director Wild seconded by Treasurer Leggett and carried unanimously to adjourn the meeting at 11:50 a.m.