

**Watertown Local Development Corporation
November 15, 2018 Meeting Minutes**

The Watertown Local Development Corporation Board of Directors was held on Thursday, November 19, 2018 in the office of the WLDC 82 Public Square, Watertown, New York 13601.

Present – President Joseph Butler, Michael Lumbis, RoAnn Dermady, Steve Hunt, Jeffrey Fallon, Erika Flint, Dave Zembiec (Designee), Jennifer Voss (Designee)

Others Present – Joseph Russell, Esq.; Craig Fox, Watertown Daily Times

Staff- Donald Rutherford, CEO; Kim Taylor, Executive Assistant

Excused – Donald Alexander, James Mills (Designee)

Call to Order – Mr. Butler called the meeting to order at 8:33 a.m.

Minutes – Minutes of the October 18, 2018 meeting were present. Mr. Fallon moved to accept the minutes, seconded by Mrs. Dermady. All voted in favor. Motion carried.

Financial Report - Mr. Fallon reviewed the October financial statements.

Mr. Butler reviewed the investment accounts and updated the board on the status of the stock market. The September and October investment entries are included within the statement.

Mr. Rutherford reviewed the status of the past due accounts for the month of October. The Downtown Local Lounge has executed the Allonge Agreement and interest payments will begin November 1, 2018. The consolation loan to Funxcape, LLC will not close until the past due real estate taxes have been brought current. Mr. Rutherford stated Mrs. Bonner will be paying the taxes by December 1, 2018.

With no further discussion, Mrs. Dermady moved to approve the October financial statements and customer report, seconded by Mr. Lumbis. All voted in favor. Motion carried.

Correspondence – There was no correspondence.

Loan Review Committee

Marcy LP – The Loan Review Committee met and recommended by email to subordination the LDC's current lien position on the Marcy LP mortgage from Community Bank to Northern Federal Credit Union in the amount not to exceed \$550,000. Mrs. Dermady stated the correspondence from the Conboy Bachman McKay Law Firm indicates the amount to be \$550,000 and the request letter from Neighbors of Watertown, Inc. indicates the amount to be \$600,000. The letter from the law firm is not a commitment letter but a letter of intent. Mr. Fallon stated the recommendation is not to exceed \$550,000.

Mrs. Dermady moved to approve the Marcy LP subordination request to Northern Federal Credit Union in the amount not to exceed \$550,000 and to authorize the CEO to execute the subordination agreement, seconded by Mr. Fallon. All voted in favor. Motion carried.

New Business

Sexual Harassment Policy – NYS has required all employers to adopt a sexual harassment policy. Staff prepared the policy using the NYS template. Employers are required to provide annual sexual harassment training to all employees. All staff members are required to A motion to approve the Sexual Harassment Policy was made by Mr. Hunt, seconded by Mrs. Flint. All complaints received or made aware of are to be reported to the Chairman of the Governance Committee. All in favor. Motion carried.

CEO Report – Mr. Rutherford's November report was distributed. Mr. Rutherford stated the staff contacted the accountant regarding recommendation to transfer the remaining funds to Neighbors of Watertown, Inc. for the \$250,000 façade program. \$35,000 has been disbursed as of this month. The accountant indicated the \$250,000 was a commitment footnote disclosure, no expense or transaction was booked. Mr. Rutherford stated the remaining balance will be an expense to façade projects. Mr. Russell stated a memorandum of understanding should be drawn up between the WLDC and NOW regarding the façade funds. Mr. Butler stated no action will be taken at this time and table the recommendation until the December meeting.

With no further business before the board, a motion was made by Mr. Lumbis, seconded by Mr. Hunt. All in favor. The meeting adjourned at 9:20 a.m.