

Watertown Local Development Corporation
April 1, 2020
Board Minutes

Present: Charles Capone, Michael Lumbis, Dave Zembiec (Designee), Donald Alexander, Stephen Hunt, Michael Pierce, Erika Flint

Others Present: Joseph Russell, Legal Counsel

Excused: President Jeffrey Smith

Staff: Donald Rutherford, CEO; Kylee McGrath

Ms. Flint made a motion for Mr. Rutherford to run the board meeting in President Jeffrey Smith's absence, seconded by Mr. Capone. All in favor. Carried.

Call to order: Mr. Rutherford called the meeting to order at 2:04 pm

Mr. Rutherford asked the board to ratify the decision to approve the RBC 2019 Investment Report. Cyril Mouaikel will be in attendance at a later date to review the 2019 Investment Report with the board of directors. Mr. Pierce made a motion to approve the RBC 2019 Investment Report, seconded by Ms. Flint. All in favor. Carried.

Old Business:

Freeman Bus Corp: Mr. Rutherford is requesting the board to ratify the decision to approve a 3-month loan deferment (April, May and June) for Freeman Bus Corporation, a participation loan with WSB. Motion made by Ms. Flint, seconded by Mr. Capone. All in favor. Carried.

Check Signer: Requesting the Board of Directors to authorize Mr. Rutherford to be the sole check signer for checks up to \$5,000 due to the COVID-19 health crisis and other authorized check signers not being accessible at this time. Mr. Alexander suggested including an end date with the decision. Mr. Rutherford agreed. Mr. Capone made a motion to authorize Mr. Rutherford to be the sole check signer on checks up to \$5,000 until June 30th, 2020, seconded by Mr. Pierce. All in favor. Carried.

Franklin Building: Approval for a two-month deferment (for the months of May and June). Motion to approve the rent deferment for the Franklin Building Commercial tenants made by Mr. Pierce, seconded by Mr. Hunt. All in favor. Carried.

New Business:

Development Authority of the North Country: DANC is requesting approval allowing co-proportional collateral position on DANC \$100,000 loan to Thompson Park Conservancy. Motion Made by Mr. Pierce for approval of co-proportional collateral position to DANC for Thompson Park Conservancy, seconded by Mr. Capone. All in favor. Carried.

Mr. Hunt noted he is also on the DANC Board of Directors.

Suspension of non-crisis related loans and projects: Mr. Rutherford stated at this time our efforts will be geared towards helping existing businesses during this time.

CARES ACT: Mr. Rutherford presented the idea of applying for the CARES ACT PPP and/or EIDL loan. Motion made by Mr. Pierce to apply for grants available through the CARES Act, seconded by Mr. Capone.

Mr. Alexander Abstained.

Ms. Flint left the conference call at 2:55pm.

Discussion took place on notarization of loan documents.

- Mr. Russell stated it is not legally required on notes for a signature to be notarized, we can replace the notary box with a witness box for notes.

Mr. Rutherford stated he has spoken with RBC, we currently have about 1 million in liquidity being held as liquid assets.

Omega: Motion to approve The CARES Act Coronavirus-related distribution amendment for our Qualified Plan made by Mr. Pierce, seconded by Mr. Lumbis. All in favor. Carried.

Adjournment: Mr. Alexander made a motion to adjourn the meeting at 3:15 p.m., seconded by Mr. Capone. The CARES Act Coronavirus-related distribution amendment is optional. All in favor. Carried.