

Watertown Local Development Corporation
Thursday, December 21, 2023
Meeting Minutes

The Watertown Local Development Corporation Board of Directors monthly meeting was held on Thursday December 21, 2023, at 133 N Massey Street (The Hop Spot Watertown) at noon.

Present – President Jeff Smith, Dawn Cole, Michael Pierce, Michael Lumbis, Steve Hunt, Dave Zembiec, Charles Capone

Others Present - Craig Fox, Watertown Daily Times; Marshal Weir, designee; Jennifer Voss, designee; Sarah Pierce, Mayor-elect

Staff - Donald Rutherford, CEO; Kylee McGrath, Executive Assistant

Call to Order –Mr. Smith called the meeting to order at 12:17 pm.

Minutes –Minutes of the November 30, 2023, meeting were presented. Motion made by Mr. Hunt to accept the minutes, seconded by Mr. Lumbis. All in favor. Carried.

Mr. Capone reviewed the financial statements followed by Mr. Rutherford reviewing the customer loan report. BEL3 Inc. is significantly past due, the restaurant is said to be closing at the end of the month. Mr. Rutherford will tour the space and inventory the equipment. A local business owner has expressed interest in the space and the equipment. Mr. Pierce made a motion to accept the financial reports and customer loan report as presented, seconded by Mr. Lumbis.

Mr. Lumbis reviewed the changes made to the policies and procedures during the Governance Committee meeting. The annual review was completed on all the policies and procedures, the following were amended, Bylaws, Hiring Policy, Mission Statement, Procurement Policy and the Lending Policy. Mr. Capone made a motion to readopt policies as amended, seconded by Mr. Pierce.

Mr. Hunt made a motion to readopt the following policies as written 2nd by Mr. Pierce.

- Conflict of Interest
- Defense & Indemnification Policy
- Investment Policy
- Property Disposition Policy
- Records Retention & Destruction of Documents
- Whistleblower Policy
- Financial Internal Control System Policy.

The Board of Directors reviewed the mission statement and completed the performance measurements. Mr. Zembiec made a motion to approve the mission statement and performance measurements questionnaire, seconded by Mr. Capone.

Mr. Hunt reviewed the Nominating Committee’s recommendation for the 2024 slate of officers and committee appointees.

2024 Watertown Local Development Slate of Officers/Committee Structure

President – Sarah Compo Pierce
Vice President – Dave Zembiec
Treasurer/Secretary – Charles Capone
Director – Stephen Hunt
Director - Michael Lumbis
Director – Dawn Cole
Director – Michael Pierce
Designee – Jeffrey Smith for Sarah Compo Pierce
Designee – Marshall Weir for Dave Zembiec
Designee – Jennifer Voss for Michael Lumbis
Designee – Terry Evans for Stephen Hunt.

Mr. Pierce recommends approving the slate of officers as presented, seconded by Mr. Capone.

Audit/Finance Committee

Chairman-Michael Pierce
Dawn Cole
Charles Capone

Governance Committee:

Chairman-Dawn Cole
Michael Pierce
Stephen Hunt
Charles Capone

Loan Review Committee

Chairman-Charles Capone
Dave Zembiec
Dawn Cole
Michael Pierce
Stephen Hunt

Nominating Committee: (Members by Position)

Chairman- Stephen Hunt
Sarah Compo-Pierce
Michael Lumbis
Dave Zembiec

Personnel Committee

Chairman: Sarah Compo Pierce
Dave Zembiec
Michael Lumbis
Dawn Cole

DRI Committee

Chairman- Michael Lumbis
Michael Pierce
Stephen Hunt
Dave Zembiec

Mr. Pierce make a motion to accept the Committee appointees, 2nd Mr. Lumbis

Loan Review

Mr. Capone reviewed the loan request from Marcy Spa & Salon. Ms. Mendez, 100% shareholder of Marcy Spa & Salon is requesting a \$33,750 loan to be amortized over 20 years with a 6% fixed interest rate. The WLDC will hold the 2nd position mortgage on the property located at 710 Arsenal Street, Watertown, New York. Mr. Zembiec made a motion to approve the loan as presented, seconded by Ms. Cole. Mr. Capone abstained from voting.

Mr. Rutherford was contacted by Jordan Jones, the director of finance for the North Country Transitional Living Services stating that North Country Transitional Living Services is merging with Credo with Credo

will be the surviving agency. Mr. Walton stated the WLDC will need to do an Assumption Agreement (CREDO would assume the debt). Mr. Zembiec made a motion to approve the assumption of debt by Credo, seconded by Mr. Pierce.

Personnel Committee:

The personnel committee met with Cyril Mouaikel from RBC, the committee would like to make changes to the existing 401K. The committee wants to have the 401K plan more in line with the industry norm. There hasn't been a decision made.

The committee also met with Nichole and Ed from OneDigital to review the benefits package the WLDC currently has and review new potential plans. Ed believes that the employee handbook needs to be rewritten, the cost to the WLDC is \$845. Mr. Lumbis made a motion to approve a new employee handbook, seconded by Mr. Capone.

Applications for the CEO position are due no later than December 29th. As of now there are 5 qualified applicants. Interviews will begin mid-January for the CEO position.

New Business:

Mr. Rutherford received a letter requesting a principal and interest moratorium from Mark Irwin, Interim Executive Director for Thompson Park Conservancy's Zoo New York. The loan balance is \$30,017.41. Mr. Rutherford recommends a 6-month principal and interest moratorium. At the end of the moratorium, it is recommended to review the loan. Mr. Pierce recommended that the WLDC should not amortize the interest on the loan during this time. Mr. Capone made a motion to recommend as presented, seconded by Mr. Pierce.

At the next loan review committee meeting loan limits need to be discussed.

Mr. Hunt made a motion to adjourn at 1:04 PM, seconded by Mr. Pierce.