



## **Meeting Minutes : November 10, 2022**

The Board of Directors of CAPE VINCENT LOCAL DEVELOPMENT CORPORATION met on Thursday, November 10, 2022, at 5:00 PM at Recreation Park, Cape Vincent, NY.

### **Attendance**

A quorum was present. Board Members present in person:

- Joseph DeJoia
- Mary Farrell
- Sharon Sackie
- Carol Thomas
- Dan Wiley
- Pam Youngs
- Board Members present remotely: Nadirah Chestnut
- Board Members present absent: Amanda Mason
- Guests: WCP Consultants – Scott Burto (present)
- Public: None

In accordance with the agenda, the following matters were considered by the Board.

### **Call to Order/Pledge of Allegiance/Roll Call**

**The meeting was called to order at 5:00 pm.**

### **Approval of Minutes**

Approval of October 27, 2022 minutes. Motion made by Sharon Sackie. Seconded by Pam Youngs.

### **Special Reports**

*Scott Burto provided the following report*

- The last report was only one week ago so I only have a little update to provide. I will do the project updates at the end of the month.
- Meeting with NYSDOS – On November 3rd we had Irene from Department of State come in person for meetings. We discussed all ongoing projects for the town and village including the LWRP Planning Grant, LWRP Club Street project, LWRP East End Park and all the REDI projects. We also took her on a tour and showed her all the work in person.
- We then held the first task meeting for the East End Park LWRP.
- The LWRP is in final legal review with NYSDOS. Once the review is complete, a 60-day public review period will begin. Then the town/village need to do an environmental review period (aka seeker). This lasts 30-days or sooner if no agency has an issue.



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When these steps are complete, the town and village will be able to adopt the plan.

- Tibbetts Point Shoreline – As we discussed last week the town now has a signed contract. The town started work on November 3rd and will get the base stone in this week. Delay for water level work due to additional permitting. No final decision or formal documentation on NYS Parks acquiring the lighthouse property currently.
- During the update for the Club Street LWRP she did verify we could use the money designate for Captain Jacks to possible purchase the neighboring marina property if the Captain Jacks sale does not go forward. Question was raised on how long we wait for closure on the Captain Jacks property. Direction was given for Scott Burto to schedule a meeting with Jerry Golden, Marty Mason, and the owner of the Club Street Marina (Terra Nautics Corp. & Village Shipyards, Inc.) to see if there is interest in selling that parcel.
- A question was posed regarding the CVLDC's ability to be the lead on future waterfront grants. Scott said that was possible.

### Officer Reports

Chairperson: Deferred report to later items in the agenda

Vice-Chairperson: Absent

Secretary: Open Position

Treasurer: Deferred report to later items in the agenda

### *Committee Reports: Finance*

- EIN/Bank Account: Carol Thomas reported that she was unable to apply for the EIN on-line due to a system issue. She has faxed the required documentation and spoken to the agency on 11/9 to get a status and there was no update. She will call again on November 14 and provide updates via email to the board. Resolution 2022-10-9 (adopted 10/27/2022) authorized the opening of a bank account with Gouverneur Savings and Loan when EIN is received.
- Insurance: Carol Thomas provided a report on the estimates provided by three insurance agencies for Liability and D&O insurance. She provided an overview of the thought process for selecting Barnard & Docteur as our agent. Board adopted Resolution 2022-11-1 that authorized the Chairperson to sign insurance documents and facilitate payment from the village accounts.
- 501(c)3: Carol Thomas explained that this will be needed but is not required for us to be recognized as a non-profit organization since our Articles of Incorporation document that status. She explained that we will need a CPA firm to assist with this application, as well as to audit our 2022 financials and provide guidance on setting up QuickBooks for a non-profit.



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### *Committee Reports – Governance*

- Sharon Sackie, Chair of the Governance Committee reported that the Governance Committee had their first meeting on Tuesday, November 8. Since the Secretary resigned, Mary Farrell (Chairperson) attended in place of that role. The main purpose of the meeting was to discuss the videoconferencing policy.
- The draft videoconferencing policy was presented to the board and no edits were made. It was agreed that the required public meeting will be held on December 8, 2022, at 5:15 PM at Recreation Park prior to the CVLDC regularly scheduled meeting. If there are no issues raised by the public, the board will vote on Resolution 2022-10-11 to approve the videoconferencing policy.
- Acknowledgement of Fiduciary Duties and Responsibilities form was distributed to board members and signed by all present. Amanda Mason signed before the meeting and Nadirah Chestnut was emailed a copy to sign and return. Dan Wiley will file these forms with NYS required training records for the board.
- The Committee reviewed their charter and agreed that they will review all policies and procedures in June 2023 and then conduct annual reviews in subsequent years. It was discussed that the Governance Committee is working on a Request for Proposal procedure and format, and that we will attempt to use this process to decide on our CPA firm.

### *Committee Reports – Club Street*

No status was given. Chair of Club Street not present.

Old Business

### *Update on Planner Negotiations*

Mary Farrell briefed the board on the steps that had been taken.

- Officers received agreement from WPC Consultants 10/31/22
- Officers edited the agreement and shared it with the entire board on 11/4 and requested any additional edits from the board by noon on 11/7/22. No additional edits were made.
- Officers met with Scott Burto on 11/7/22 and reviewed. Minor changes were made, and a final version sent to Pam Youngs for presentation to the Village Board on 11/8/22. Pam Youngs reported that the mayor had signed the agreement and would pass it on to the Supervisor for the Town for signature. The CVLDC Chairperson will sign the agreement once insurance is in place and all other signatures are signed and notarized.
- Upon all signatures, the 25% down payment will be paid by the Village Clerk unless the CVLDC has their own account at that time.

### *Update on MRB Proposal*

Mary Farrell briefed the board

- Resolution 2022-10-6 was adopted on October 27, 2022, which authorized the chairperson to sign this agreement.



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- A new version of the agreement with correct dates and participating parties. However, the address was still incorrect. Dan Wiley agreed to contact MRB for a corrected version.
- Once that corrected version is obtained, and insurance is in place, Mary Farrell, chairperson, will sign the agreement on behalf of the CVLDC board.

### *Update on Town Activities*

Dan Wiley reported on the Tibbett's Point Lighthouse shoreline remediation project and that it had begun with rock above the high-water line. He stated that the signing of the WPC Consulting Agreement and the transfer of the 2022 \$60K to the village account for CVLDC funding was in process. He highlighted the public meeting that would occur after this meeting on 2023 Town Budget and Taxes.

### *Update on Village Activities*

Pam Youngs reported that the Village had approved payment for Liability and insurance, and that the mayor had signed the WPC Consultants agreement. She highlighted the work on the floating docks at East End Park. She stated that the village would adopt a videoconference law and that they would have a public meeting on that law on December 13, 2022.

Dan Wiley was requested to contact MRB for the following:

- Update to the mailing address on their proposal
- Ask for a listing of LDC conferences

Dan Wiley was also requested to email the contact at PARIS to see what can be done to speed up his logon credentials.

### *Update on Childcare Project*

No update was given. Amanda Mason not present.

## **New Business**

### *Office Lease*

Mary Farrell reported that she does not have an original copy of the lease and would attempt to obtain one on November 11, 2022. The board requested that she inquire whether WIFI could become part of the Lease agreement.

### *Replacement of Secretary Position*

It had previously been agreed that our process to replace board members is as follows:

- Advertise the opening through an article in the Thousand Island Sun.
- Review all resumes and cover letters as a complete board and make a recommendation to the appropriate board based on which board originally approved the seat. The secretary opening will be a Town seat.
- Contact the successful candidate and orient them to the board.

A draft of an article for the Thousand Island Sun was shared with the board for approval.



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No edits were made during the meeting, but Mary Farrell will await approval from Nadirah Chestnut, who did not have a copy, before submitting to the Thousand Island Sun. A motion was made by Carol Thomas to approve this plan and was seconded by Sharon Sackie. All present approved.

### *Office Supplies*

Dan Wiley requested that we purchase office supplies. He was directed to purchase what was needed and to turn the invoice into the Village Clerk for reimbursement.

### *2023 Monthly meetings*

It was agreed that the second Thursday of the month was the best day for the monthly meetings. Mary Farrell agreed to create Zoom links and meeting notices for 2023. The agreed to dates for 2023 are:

- January 12
- February 9
- March 9
- April 13
- May 11
- June 8
- July 13
- August 10
- September 14
- October 12
- November 9
- December 14
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There was a discussion on the need to fill the Executive Director role. It was agreed the first step would be to review the job description and come to agreement on the number of hours needed for the role. Pam Youngs and Sharon Sackie agreed to look at the job description and report status at the December meeting.

### *Adjournment*

Pam Youngs motioned for adjournment of the meeting and Joe DeJoia seconded. The meeting was adjourned at 5:55 PM.