



**Cape Vincent Local Development Corporation**

121 S Market Street, Cape Vincent, NY 13618

## **Meeting Minutes : October 27, 2022**

The Board of Directors of CAPE VINCENT LOCAL DEVELOPMENT CORPORATION met on Thursday, October 27, 2022 at 5:30 PM at Recreation Park, Cape Vincent, NY.

Board Members present in person:

Joseph DeJoia  
Mary Farrell  
Kathleen Karenko  
Amanda Mason  
Dan Wiley  
Pam Youngs

Board Members present remotely:

Sharon Sackie  
Carol Thomas

Board Members absent:

Nadirah Chestnut

Guests:

MRB – Tracy Verrier (remote)  
WCP Consultants – Scott Burto (present)  
Christine Stark

Public:

Mary Richardson

Call to Order/Roll Call

The meeting was called to order at 5:32 pm.

A quorum was present.

In accordance with the Agenda, the following matters were considered by the Board:

The following Special Reports were provided to the Board:

MRB: Mr. Horn was not in attendance. Ms. Verrier responded to a number of questions from the Board Members involving insurance requirements, voting by proxy, the video



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conferencing policy and filing for 501(c)(3). Ms. Verrier indicated that she could not address the insurance requirements since they are case dependent but noted that a commercial general liability policy and a directors and officers policy are customary. A general liability policy may cover a rental property. She also indicated that a vote by proxy was not permitted for a public entity. MRB did not provide a videoconferencing policy but stated that such a policy may be put in place in accordance with applicable state law. She did note that a public hearing needed to be held prior to adopting a policy. Once in place, members attending remotely could vote, provided a quorum was present in person. She stated that MRB had not been engaged to file the 501(c)(3) application.

WCP: Mr. Burto has previously submitted a report on the current projects he is handling on behalf of the Town and Village of Cape Vincent, a copy of which is attached to these minutes. Mr. Burto the DRI project process is going well, including a walk through and interview. He also noted that a decision regarding the grant is possible before election day. There are two separate grants; one for \$10M, the second for \$4.5M. Cape Vincent is competing with approximately 20 other candidates for both. There is an upcoming meeting with the State to review current projects, including contract status, budgeting, and permitting. He also noted that a new grant is being considered under the Restore New York program. The two projects that would be considered is the restoration of an old schoolhouse (the Stump project) and the restoration of the villa on Carlton Island (the Clapp project). The timeline for submission is January 2023. Mr. Burto remarked that it was unlikely that the Clapp project would be sufficiently developed by January 2023. Mr. Burto addressed a number of questions from the Board about individual projects.

Christine Stark: It had been anticipated that Ms. Stark would assume the role of Member at Large for the Board. She regretfully advised the Board that she could not assume this position but would hope to continue her involvement with the Board as part of the Club Street Committee. The Board extended its thanks for her able assistance as a member of the Local Development Committee. Ms. Stark then left the meeting.

Ms. Richardson left the meeting.

The Board then asked for the reports of its officers. None of the officers had anything significant to report.

Mr. Wiley, who had been acting as an interim Executive Director, did not have anything to report.

The Committee Chairs provided the following reports:

Mr. DeJoia offered a general update on the activities of the Finance Committee and indicated that it was working on obtaining quotes for insurance coverage in accordance with the Procurement & Lobbying Policy. There was also a general discussion regarding the process to obtain an EIN number in order to open a bank account.

There was nothing to report by the Governance Committee according to Ms. Sackie.

The Board then moved onto Old Business:



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Mr. Wiley did not have anything to add to the information provided in Mr. Burto's report and presentation. There was some discussion of the Tibbetts Point project and the imminence of some of the work.

Ms. Youngs also referenced Mr. Burto's and Mr. Wiley's reports. She did indicate that the Village is reviewing the issue of the number of Air BNBs in the Village.

Ms. Mason did not have anything to report in connection with the Childcare Project.

There were no comments from the public.

The Board then moved onto New Business:

The Board considered Resolution Nos. 2022-10-1 through 2022-10-4 and Resolution Nos. 2022-10-7 through 2022-10-11. It was decided by the Board that Mr. Burto and Ms. Verrier would be present during the discussion of the foregoing resolutions but would be requested to leave during discussion of Resolution Nos. 2022-10-5 and 2022-10-6.

After due discussion and the appropriate motions being made, Resolution No. 2022-10-1; Resolution No. 2022-10-8; Resolution No. 2022-10-9; and Resolution No. 2022-10-10 were approved and adopted by the Board without comment or change.

In connection with Resolution No. 2022-10-2 it was noted that the commencement of the terms of the Board members is not defined in the Resolution and should be addressed. This resolution was approved and adopted by the Board.

In connection with Resolution No. 2022-10-3, Ms. Verrier advised that the officers should be elected at the annual meeting in January and that the current officers shall serve until that time. With this understanding, the Board approved and adopted this resolution.

After due discussion and the appropriate motions being made, Resolution No. 2022-10-4 was passed by the Board with the request that the Town provide a list of the current member of its Club Street Project Committee. Ms. Youngs agreed to do so.

The 2023 Budget attached to Resolution No. 2022-10-7 was approved and adopted by the Board. The 2022 Budget, which was not attached to the subject Resolution, was approved and adopted subject to an amendment to specify operating revenue of approximately \$1700.00 and no expenses. The appropriate motions being made to amend the subject Resolution, Resolution No. 2022-10-7 was approved and adopted and revised accordingly.

Resolution No. 2022-10-11 was tabled because the Board did not have a Videoconferencing Policy in place as required by applicable law. It was also noted by Ms. Verrier that a public hearing approving the subject Policy is required.

At this time, Mr. Burto and Ms. Verrier were asked to leave the meeting.



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Prior to Mr. Burto leaving the meeting, there was a general discussion regarding the need for a Special Committee for the East End Project. It was determined that given the status of the Project, a Special Committee was not necessary. Mr. Wiley then provided some additional information about the available funds for the Budget. No further changes to the Budgets were deemed necessary at this time.

Mr. Burto then advised the Board that because Resolution Nos. 2022-10-5 and 2022-10-6 dealt with personnel matters, they needed to be considered during an Executive Session. Accordingly, after appropriate motion, the Board went into Executive Session at 6:48 PM.

The Board returned to the regular session of the Meeting at approximately 8:02 PM.

Resolution Nos. 2022-10-5 and 2022-10-6 were approved and adopted by the Board.

Copies of Resolution Nos. 2022-10-1 through 2022-10-10 as approved and adopted are attached to these Minutes.

The Board returned to a discussion of New Business:

The Board has received two quotes from insurers. Mr. Wiley will follow up on the status of a third quote. Mr. Wiley and Ms. Karenko will review the quotes.

It was noted that the Corporation could not open a bank account without an EIN. Ms. Thomas will take the necessary steps to secure an EIN and then open a bank account. It was agreed that there would be three signatories on the account, two of which would be necessary to conduct business with the bank. It was agreed that the initial signatories would be Ms. Farrell, Ms. Thomas and Mr. Wiley.

Ms. Farrell noted that in accordance with the Bylaws of the Corporation, Mr. Wiley could not serve in the capacity of Executive Director. This position will therefore remain vacant until such time as the Board indicates otherwise.

It was determined that the Corporation would issue a RFP to identify CPA firms to handle the 501(c)(3) filing, as well as conduct the necessary audits. Ms. Thomas will also investigate any New York State filings that need to be done.

Mr. DeJoia demonstrated the operation of the website and displayed the use of the logo, all of which were approved by the Board. The Board extended its appreciation to Mr. DeJoia for the excellent quality of the website and logo.

The WCP Consultants Contract and the competitive bid process were discussed during the Executive Session so no further discussion occurred.

There were no comments from the public.

Adjournment

The meeting was adjourned at 8:11 PM.