



---

**North Country Alliance Board of Directors**

**Meeting Minutes**

**December Monthly Meeting**

Date: Wednesday, February 19, 2020

Location: Via AccuConference Call

**Board Members**

**Present:** Jim Wright, Duane Pelkey, Carol Calabrese, Renee McFarlin, Joe Russo, Marijean Remington, Patrick Kelly, Eric Virkler, Ben Dixon, Kate Fish, Brian Gladwin

**Board Members**

**Absent:** Jeremy Evans, Christy Wilt, Donna Wadsworth, Dave Zembiec, Franz Phillippe

**Others Present:** John Zielinski, Matt Siver, Michele Capone

**Call to Order:** At approximately 11:02 am, President Remington called the regularly scheduled meeting of the North Country Alliance to order with a quorum.

**Minutes of the previous meeting:** B.Dixon made a motion to accept the December 2019 minutes. P. Kelly seconded the motion and it was unanimously voted on. Passed.

**President's Report:** M. Remington mentioned that E. Virkler had tendered his resignation from the executive team and the board at large due to his new position as the Lewis County Treasurer. Eric has expressed a desire to remain on the board as individual and will be addressed by the Nominating Committee.

**Treasurer's Report:** The November, 2019 was report by M. Siver, including the following data:

- Total cash in bank: \$1,918,733.97
- Allowance for Bad Debt \$ -199,133.26
- Total assets: \$4,236,626.73
- Liabilities \$3,279,074.39
- Equity \$ 957,552.34
- Total L&E \$4,236,626.73
- Net Income YTD : \$ 3,105.91
- Total available to loan: \$1,283,133.67

J. Wright made a motion to accept the treasurers report. D. Pelkey seconded and there was no discussion and motion passed unanimously.

**Committee Reports:**

1. Loan Review Committee: M. Siver report



- a. Recent LRC Business – Matt Siver, there is a resolution to extend the working capital loan fund. It was included in the packet. Michele Capone added that it is the same program that is being extended out to December 31, 2021. This will be the third two year stint. J. Wright moved to accept the resolution. B. Dixon seconded. The votes was unanimous and the resolution passed.
  - a. Portfolio Report – Matt Siver reported on committed loans – Salsberry is moving forward with the corporation St. Mary’s Bar and Grill. Scott and Shannon Sauer Tournig Point at Black River LLC is looking to close soon. Bowe and Arrow LLC is also looking to close in the next month or two. There were a couple loans running behind but they are all in communication. Kingston Pharma loan with a balance of \$63,639.64 have had some talks with Tom Plastino and Ven Kat that they will be paying off the loan as the restructure of the corporation and a transfer of assets takes place. They also stated that they may or will be coming back for another loan for another project. P. Kelly update on LKR, the Star Lake Great American, that the deed in lieu of foreclosure taken on by St. Lawrence IDA. They have negotiated a purchase and sale agreement for the property with a developer that plans on putting in another retail operation. The purchase price is \$355,000 which if it goes through will substantially pay off the outstanding loans from the public lenders. There are a good share of contingency and the developer is doing their due diligence. Mr Kelly remains hopeful that this project will work and all loans will be paid. M. Capone stated that next month when the audit is presented that the Audit and Finance Committee will be recommending the LKR debt be written off because technically NCA release LKR of its responsibilities when the deed in lieu of foreclosure occurred. Therefore any recovery will be recorded as Recovery of Bad Debt. M. Remington asked if that is what the auditor is recommending and Ms. Capone confirmed. Ms. Capone added that NCA could agree to write it off now but Ms. Remington would rather let the auditors do their thing.
2. Education & Outreach Committee:
    - a. M. Capone mention that the agenda for Ed & Outreach was included in documents. The language to continue to support the IDA agency remains. They would like it to go to our elected official soon. The desire is to meet with democratic leadership in the future to bring them up to speed on what the NCA is doing. The ask is to take a vote on the agenda as stated. J. Russo made a motion to accept the agenda report. J. Wright seconded the motion and the vote was unanimous and the motion passed. A discussion ensure about the prevailing wage law and the timing. It’s been in the wind for about two years and the discussion on % of work required to trigger is frustrating with tons of opposing opinions and discussions.
  3. Audit/Finance Committee: Preparing for the Audit results in March.
  4. Governance Committee:
    - a. J. Wright report that the Board Evaluation Forms need to be filled out and returned to M. Capone by March 1<sup>st</sup>. Also a reminder that the March Meeting will be crucial to have a quorum as the Audit Results will be presented as well as the annual resolutions will need to be voted on. J. Wright mention that the ABO website has new guidance that they have issued relative to board behavior.
  5. Communications and Membership Committee:
    - a. J. Russo reported that the committee met last Wednesday and the notion of Strategic planning should be untaken, presented by R. McFarlin. J. Russo stated that the last time this was done was in 2008. He suggested this may help in sustaining direction and growing the NCA direction. It was recommended by the committee to undertake this course sometime in 2020 maybe at the annual meeting. The duration has to be long enough to show results and should be facilitated to ensure time is value and result are



---

had. There was concern with the cost and to keep it at a minimum. Discussion about the Fall Forum topic came up. The consensus was to go forward with this. J. Russo and Committee will plan the event.

- b. Annual Meeting topics planning. Many topics came out of the survey from last year's annual meeting. The focus were Recycling or Infrastructure and the benefits resulting from these. There was some discussion on relevance of either. The consensus was that the topic has to be very specific in order to generate enthusiasm. J. Russo stated that it trade was also discussed in their committee and could be a topic that could relate. The board gave the committee a go ahead to look at Trade as the topic.

6. Nominating Committee:

- a. P. Kelly – Committee met on Feb. 13<sup>th</sup> to discuss E. Virkler's role on the Board as well as VP of the Board and his new position as Lewis County Treasurer. He won't be able to represent Lewis County Economic Development on the NCA. That being said E. Virkler is still interested to be an at large board member and VP of the NCA. After deliberation the nominating committee is recommending this course of action to the full NCA board. M. Remington stated that we will wait for E. Virkler's application and will address in the future.

Old Business: None

New Business: None

Adjournment: M. Remington closed the meeting at 11:40am Motion B.Dixon and seconded by D. Pelkey.

Next Meeting Date: The next meeting will be at 11:00 a.m. on Wednesday, March 18, 2020