

**Business Development Corporation for a Greater Massena  
Board Meeting Minutes  
February 20 , 2020**

**Draft!**

Board Members: Dan Pease, Jeff Dobbins, Ron Bacon, Melanie Cunningham,  
Ben Murtaugh

Excused: Mike Besaw, Dave LaClair

Staff: Jim Murphy, Executive Director

Public: Sue Bellor

**Call to Order**

President Ron Bacon called the meeting to order at 4:35 pm.

**Approval of Minutes of the October 2019 Meeting**

A motion was made by Dan Pease and seconded by Jeff Dobbins to approve the minutes of the BDC's January 16, 2020 Board of Directors meeting. Motion passed unanimously.

**Financial Report s**

Treasurer Jeff Dobbins said he had no new financial reports to present, as he is still waiting for information from the auditor about prior years in order to close out 2019. Jeff said that he had reviewed the financial statements with Chris Herrick and that everything appeared in order. He noted that he was still waiting on some items, including a depreciation schedule, before he close out the year but hopes to be providing regular financial reports again as soon as possible.

**Audit Update**

Executive Director Jim Murphy told board members that he had been in contact with auditors John Purcell and Nate Wray prior to the board meeting and that they reported slow and steady progress in working through the materials we provided for audits for 2017, 2018 and 2019. Because of the complexity of the task, they said they could not provide a timeline for completion. They continue to review documents and said they will come up with another list of what's missing. They also discussed the possibility of a conference call to gather additional information. Board President Ron Bacon stressed the importance of "pushing them along" as the financials are critical to bringing the BDC into compliance with the Authorities and Budget Office.

## **New Committee Structure**

Jim reviewed his proposed revised committee structure (see attached memo) with board members. The ABO requires three specific committees for public authorities, Audit, Finance and Governance. The BDC operated under three completely different committees, Operations, Infrastructure and Public Relations. At the request of the Board, Jim integrated the functions of all six of these committees into a new three-committee format, which met ABO requirements and included all of the duties of prior BDC committees. Jim noted that he also changed the language of these committees to clarify that final decisions were to be made by the full board. After some discussion, board members settled on the following committee assignments:

### **Governance and Operations Committee - *Chair – Dan Pease***

***Members – Mike Besaw, Melanie Cunningham, Executive Director Jim Murphy***

### **Audit and Fiscal Oversight Committee - *Chair – Jeff Dobbins***

***Members – Ron Bacon, Ben Murtaugh, Executive Director Jim Murphy***

### **Finance and Infrastructure Committee - *Chair – Dave LaClair***

***Members – Ron Bacon, Jeff Dobbins, Executive Director Jim Murphy***

Ron noted that each committee had a number of initial priorities, including review/revision of ABO mandated policies, including mission statement/performance measures, investment and procurement policies and HR-related procedures, including sick time, compensation and mileage. A motion was made by Dan and seconded by Ben to approve the revised board committee structure (with one correction). The motion passed unanimously. No vote was taken regarding committee assignments because the board agreed that such assignments were the prerogative of the board president.

## **Executive Director 's Report**

A. Rail Spur: Jim provided an update regarding the sale of CSX rail lines to Canadian National and its potential impact on the BDC's rail spur project. CN reps have told the village that they expect to take over operation of the regional rail lines by mid-May. Mayor Timmy Currier has been in contact with CN officials and said that he hopes to meet with them sometime in April. Jim noted that he hopes to be included on this conversation in order to develop an early relationship with CN to get cooperation in using the spur. There has been some limited interest in utilizing the spur, but working with CSX proved to be impossible. Hopefully, this will not be the case under new ownership. The board

discussed developing a marketing plan for the spur once it was established how the track could be inspected and properly utilized.

B. Theater grant: Jim reported that asbestos abatement at the Massena Theater was nearly complete and that MATA/Brooks Washburn were seeking an extension into spring to do additional work on the building. Jim has submitted a reimbursement request to the state in excess of \$100,000, including the MATA match.

C. Other grants: Jim is also administering the following grants for the town and village: Local Waterfront Redevelopment Project, START Center feasibility study, Laurel Terrace elevator project, Microenterprise grant program, Town of Massena Comprehensive Plan, Massena. Theater grant. Jim also continues to represent the town/village on the Arconic Business Park feasibility study planning committee, St. Lawrence County Economic Development Advisory Group, as well as the tourism and small business working groups.

Other Board Action Items

None

New Business/Other Business

None

Consultant and Liaison Reports

None

Questions from the Public/Press

None

Executive Session

None

Adjournment

Dan Pease made a motion to adjourn the meeting at 5:36 pm, that motion was seconded by Melanie Cunningham and passed with all members voting ‘Aye’.

**Next Regular Meeting Date: March 19, 2020**