

## QUARTERLY MEETING OF DIRECTORS AND MEMBERS

TIME and DATE: 10:00 a.m., Tuesday, October 8, 2024

### Meeting Minutes

#### **1) Open of Meeting**

Voting Members in Attendance: Richard Williams, Sr. (Town of Patterson) for himself and as alternate for Nicholas Durante (Town of Southeast), Jaime McGlasson (Town of Kent) and Michael Cazzari (Town of Carmel); Ellen Calves (Town of Bedford); Warren Lucas (Town of North Salem); JoAnne Daley as alternate for James Schmitt (Town of Pawling); Jacqueline Annabi (Putnam Valley); Michael Preziosi (Town of Cortlandt); Tony Goncalves (Town of Lewisboro) for himself and as alternate for Kenvin Hansan (Town of Pound Ridge); Robert Scorrano (Town of Somers); Ed Brancati as alternate for Gina Picinich (Town of Mount Kisco); Lauri Taylor (Village of Pawling); Sabrina Charney Hull as alternate for Victoria Tipp (Town of New Castle); Ed Lachterman (Town of Yorktown)

Others in Attendance: Christopher Maeder (Village of Pawling); Christine Chale (Corporate Counsel) via Zoom; Vincent Giorgio (NYCDEP); Millie Magraw (Westchester County Planning); Kevin Fitzpatrick (EOHWC); Keith Giguere (EOHWC); Linda Matera (EOHWC)

#### **2) Pledge of Allegiance**

#### **3) Approve Meeting Minutes of August 6, 2024**

Motion by Director Annabi, seconded by Alternate Brancati to approve the Quarterly Board of Directors Meeting Minutes of August 6, 2024; all in favor.

#### **4) Financial Update**

Keith Giguere reported that the financial information presented today is the same as was presented at the September Executive Committee meeting. As of August 31, we had \$2,281,000 remaining in WQIP funds of which \$1,388,000 is already committed. We have \$10,341,000 in FAD. All of the remaining WQIP investments are being held at M&T Securities. As they mature, they will likely be coming back into use for operations as we move forward.

#### **5) Adoption of 2025 Budget**

Keith explained that the 2025 Budget is mostly straightforward with a couple of assumptions. The first line of funding, we are expecting to get approximately \$1.6 million from Army Corps of Engineers as reimbursement for two projects. We are anticipating possibly getting one of the reimbursements before the end of the year, if not, then in 2025. We are also expecting to get an additional \$2 million contribution from Westchester County. As long as both of them come in, the

budget should flow through. Questions were invited.

Motion by Director Scorrano, seconded by Director Goncalves to approve the adoption of the East of Hudson Watershed Corporation 2025 Budget; all in favor.

#### **6) Adoption of IT Data & Disaster Recovery Policy**

Keith informed members that at the last audit, the auditor recommended that we adopt an IT Data and Disaster Recovery Policy. Before Cory left, he was tasked with working on it. A few minor adjustments were made to it. The auditors reviewed it and had no objections to it and it complies with what they are looking for.

Motion by Alternate Daley, seconded by Alternate Hull to approve the adoption of the IT Data and Disaster Recovery Policy; all in favor.

WHEREAS, the East of Hudson Watershed Corporation (the “Corporation”) wishes to adopt an IT Data and Disaster Recovery Policy; and

WHEREAS, a form of IT Data and Disaster Recovery Policy is on file with the secretary of the Corporation; and

WHEREAS, the Executive Committee of the Corporation has reviewed such policy and deems the adoption thereof to be in the best interests of the Corporation;

NOW THEREFORE IT IS HEREBY RESOLVED by the Board of Directors of the East of Hudson Watershed Corporation that the IT Data and Disaster Recovery Policy is hereby adopted by the Corporation.

Motion passed; all in favor.

R-1008-02

#### **7) Authorize Amendment to Corporation Agreement for Westchester/Putnam for WQIP Funds/Years 11-15**

Director Williams presented the resolution to authorize the use of the money from Years 1-10 from Putnam and Westchester to carry over to Years 11-15.

Motion by Alternate Brancati, seconded by Alternate Hull to approve the Amendment to the Corporation Agreement for Westchester and Putnam Counties for WQIP funds for Years 11-15.

WHEREAS, on June 12, 2012, the County of Westchester (“Westchester”) and East of Hudson Watershed Corporation (“EOHWC”) entered into an agreement in which Westchester transferred to the Corporation the sum of Ten Million Dollars (\$10,000,000.00) (the “WQIP Funds”) to facilitate the administration, design, construction management, construction, and operation and maintenance of certain eligible projects included in the Stormwater Management Plan, for the operation and maintenance of eligible stormwater retrofit projects for years 1-5 (the “Westchester Agreement”); and

WHEREAS, pursuant to an Amendment dated as of August 30, 2016 (“2016 Amendment”), the County of Westchester extended the Westchester Agreement to carry over the WQIP funds for the operation and maintenance of eligible stormwater retrofit projects for years 6-10; and

WHEREAS, on June 12, 2012, the County of Putnam (“Putnam”) and EOHWC entered into an agreement in which Putnam transferred to the Corporation the sum of Eight Million Two Hundred Thousand Dollars (\$8,200,000.00) (the “WQIP Funds”) to facilitate the administration, design, construction management, construction, and operation and maintenance of certain eligible projects included in the Stormwater Management Plan, for the operation and maintenance of eligible stormwater retrofit projects for years 6-10 (the “Putnam Agreement”); and

WHEREAS, pursuant to an Amendment dated as of May 10, 2016 (“2016 Amendment”), the County of Putnam extended the Putnam Agreement to carry over the WQIP funds for the operation and maintenance of eligible stormwater retrofit projects for years 6-10; and

WHEREAS, EOHWC desires that the Westchester Agreement, as extended by the 2016 Amendment, be further extended for an additional five-year period as to all remaining WQIP funds in accordance with the terms and conditions of the Westchester Agreement, as so extended;

WHEREAS, EOHWC desires that the Putnam Agreement, as extended by the 2016 Amendment, be further extended for an additional five-year period as to all remaining WQIP funds in accordance with the terms and conditions of the Westchester Agreement, as so extended;

NOW, THEREFORE, IT IS HEREBY RESOLVED, by the Executive Committee of the East of Hudson Watershed Corporation that:

1. The President is authorized to execute a second amendment to the Westchester Agreement providing for a further five-year extension substantially in the form attached hereto, with such changes not materially affecting the substance thereof as approved by the signer.
2. The President is authorized to execute a second amendment to the Putnam Agreement providing for a further five-year extension substantially in the form attached hereto, with such changes not materially affecting the substance thereof as approved by the signer.
3. The President and the Corporation’s other officers, employees, and agents are hereby authorized and directed for, and in the name and on behalf of the Corporation, to do all acts and things required or provided by the provisions of the Agreement.

Motion passed; all in favor.

R-1008-01

## **8) Project Update**

Kevin Fitzpatrick reported that we are currently at 755 kilograms with a few of the projects on the top of the spreadsheet highlighted in green expected to be completed by the beginning of spring because they require a heavy number of plantings. The kilograms for them will likely be banked in the spring of 2025. We are gradually chipping away at the projects in design highlighted in yellow on the spreadsheet. We expect a few of those to be moved to construction by the end of the year. Spring construction will most likely be by our May 2025 Board of Directors meeting. Anything that is at the bottom of the spreadsheet highlighted in pink is postponed whether it was for funding reasons, or we just needed more conversations with property owners. The intent is to carry anything that’s there over into the next workplan. The intention is to completed all projects on the spreadsheet at some point.

## **Program Summary**

Kevin presented the Program Summary and invited questions. Director Lucas asked if all projects are included. Kevin said most of them are shown alphabetically, however, the database program had a few issues which he will get worked out by the next meeting.

### **9) O & M discussion**

Kevin asked that towns look very closely at the O&M being done on projects. If there is anything outstanding for O&M, please get it in as soon as possible. Members were reminded that the way we ask for submittals has changed. You will find everything you need on our website under the Corporation Documents menu. Download the Excel sheets and forms as necessary. If you are going to have questions, it's better to ask over the next few months, rather than in January when we have to get everybody up to speed and get everything filed away.

### **10) 2025 BOD & EC Meeting Dates**

Director Williams presented the list of 2025 Board of Directors and Executive Committee meeting dates.

Motion by Alternate Brancati, seconded by Director Taylor to approve the 2025 Board of Directors and Executive Committee Meeting dates; all in favor.

### **11) Other business**

Director Williams informed members that the 11-15 Workplan that all towns agreed to work together on is due in approximately 12 weeks. Invoices were sent out about a month ago and 12 municipalities have sent checks or committed to sending them in, leaving 6 remaining to respond. Members asked for a list of municipalities that haven't responded. Director Williams listed Carmel, Putnam County, New Castle, Somers, and Pawling. Alternate Daley said that she has submitted a voucher for payment. Director Williams reminded members that projects are needed from municipalities that could be added to the 11-15 workplan for the NYSDEC. He asked that they are sent to Kevin so that they can be added. Kevin said he is happy to work with anyone who has ideas. He asked that towns email or call him to set up a time that we can go over them and figure out whether they can easily fit into the workplan. Director Lucas asked if they specifically had to be in the FAD. Kevin said that it does not matter for the next cycle. As of now we don't have FAD specific funding. It was done in a way where we did not just have to rely on those areas in the next cycle. Director Williams added that anything in the East of Hudson Watershed counts.

Vincent Giorgio asked if the money in Somers from Years 5-10 is going towards the 11-15 workplan. Director Williams said that as far as he knows, 11-15 will be self-funded by the municipalities of the EOHWC. Director Scorrano said there is \$167,000 in the account that he thought we may have been able to use towards the workplan. Millie Magraw said that money was given to the Corporation through Somers to develop a study five years ago in the amount of \$325,000. What remains is the portion that has not been spent. Director Williams asked if that is something that could be re-allocated for 11-15. Director Scorrano said that he will send Millie the email he sent a while back requesting that the funds be re-allocated. Director Calves asked if we are going to try to apply that money towards the workplan first before we apply the money sent in by the municipalities. Director Williams said the municipalities need to submit the money so we can get the workplan going and then get reimbursed. If we wait for the whole process with Westchester County, we will miss the deadline. Kevin clarified that the Corporation never received that funding and that it was given to the coalition. The agreement was with the coalition, and it funded the workplan. As mentioned, Director Scorrano will work with Millie to figure out a path to use the left-over funds from the last workplan.

As of now we should not rely on it or wait for it. We should be going the route that Director Williams recommended where the towns get the ball rolling here and then we can work to figure out if the other funds could be re-allocated.

**12) Adjournment – Motion to adjourn by Director Scorrano, seconded by Director Lachterman; all in favor. Adjourned: 10:30 AM.**

DRAFT