
QUARTERLY MEETING OF DIRECTORS AND MEMBERS

TIME and DATE: 10:00 a.m., Tuesday, August 6, 2024

Meeting Minutes

1) Open of Meeting at 10:00 AM

Members in Attendance: Richard Williams, Sr. (Town of Patterson) for himself and as alternate for Jacqueline Annabi (Town of Putnam Valley) and Nick Durante (Town of Southeast); Robert Scorrano (Town of Somers); Ellen Calves (Town of Bedford); Warren Lucas (Town of North Salem) for himself and as alternate for Kevin Hansan (Town of Pound Ridge) and Joseph Rende (Town of North Castle); Michael Preziosi (Town of Cortlandt) via Zoom; Tony Goncalves (Town of Lewisboro); Ed Brancati as alternate for Michael Cindrach (Town of Mount Kisco); Sabrina Charney-Hull as alternate for Victoria Tipp (Town of New Castle); Dan Ciarcia as alternate for Ed Lachterman (Town of Yorktown); Lauri Taylor (Village of Pawling)

Others in Attendance: Cassondra Britton (Corporate Counsel); Vincent Giorgio (NYCDEP); Millie Magraw via Zoom (Westchester County Planning); Kevin Fitzpatrick (EOHWC); Keith Giguere (EOHWC); Linda Matera (EOHWC); Cory Lapidus (EOHWC); Sofia Harrison (EOHWC)

2) Pledge of Allegiance

3) Approve Meeting Minutes of May 7, 2024

Motion by Alternate Brancati, seconded by Director Calves to approve the Quarterly Board of Directors Meeting Minutes of May 7, 2024; all in favor.

4) Financial Update

Keith Giguere reported that there is a total of \$10,262,000 in FAD funds and \$2,931,000 in WQIP funds of which \$1.7 million is already committed for projects. Two investments mature at the end of last week at a little over a 5% interest rate before the market collapsed.

5) Reporting and Compliance

Linda Matera reported that the 2023 O&M payments to the Westchester municipalities have been delayed while the new agreement is approved. Millie Magraw added that the agreement is presently with the Westchester County Attorney. They are just finalizing the right of objection letter and hopefully it will go out this week. Once the 15-day period passes, provided there aren't any issues, it will go to the Board of Legislators at their next meeting in mid to late September. Once it goes to the Board of Legislators, the IMA will be provided to the Corporation to review. The process shouldn't be any different than previous IMAs between EOHWC and Westchester County. Upon approval by the Board of Legislators, we will be able to work towards the distribution of the funds.

8) Project Update

Kevin Fitzpatrick reported that the current phosphorus reduction total is 755 kilograms. This does not include 2 projects in construction that will net us about an additional 30 kilograms. We have narrowed down the list to be strictly FAD projects. There are a few other projects hanging in there such as Woodcrest Terrace in Somers (S-CR-901). We are still projected to exceed our 920-kilogram goal. We will be able to get credit toward Years 11-15 for anything in excess of that number and we will be sure to get that in writing though.

a. Program Summary

Kevin presented the Program Summary and invited questions.

8) O & M discussion

Cory Lapidus explained that O&M inspections have been getting done over the past few months and our intern, Sofia Harrison, has nearly completed them. As he is leaving his position in the next couple of weeks, he is not sure how he is going to be prescribing maintenance for the coming year, but a table does exist of all that should be done. As a reminder, we do have forms to submit for O&M reimbursement for this year. Anything not submitted on those forms will not be accepted. Please make sure you know how to use them. If you have any questions, please reach out to us.

9) Approve Extension of WQIP Agreements with Westchester & Putnam

Director Williams presented the resolution to approve the extension of the WQIP Agreements with Westchester and Putnam Counties. Cassandra Britton explained that we are seeking to move over the FAD money from 6-10 to 11-15. Director Lucas asked Millie how long she thinks Westchester might take to get this turned around. She said it's straightforward so it shouldn't take too long. She doesn't have a specific answer from the attorney yet though so thinks they may be able to get it turned around by September. It's just the agreement letter that we have to make sure we are on top of, and then the city has to concur as well. After that we can move forward. With regard to the amendment to the Corporation, the Westchester County Attorney looked at as well, and she thinks it is going to be totally fine. Millie requested a copy the letter being sent to County Executive George Latimer be sent to Commissioner Blanca Lopez and herself. Director Calves asked if it would be on the Board of Legislators agenda, or does the lawyer give it back to someone in September. Millie said she thinks it is both. The earliest we can get any of this done is at the Board of Legislators meeting in mid to late September. It all seems pretty straightforward, and Westchester should be able to do their part pretty quickly. The agreement letter for the NYCDEP should be straightforward as well but Vincent Giorgio can speak to that better. Vincent said before we start circulating it, we would want some indication that the counties have looked at it. Millie said that she is hoping to turn that around rather quickly, but both she and the attorneys working on it are going to be out of the office next week so it's not going to happen before they return. Cassandra asked if the timing will be the same with the O&M funding as well. Millie said that the O&M is what they are actually prioritizing at the moment. Although she can't guarantee it, her conversations with the attorneys mostly indicates that it's going to be a pretty quick turnaround.

Motion by Alternate Brancati, seconded by Alternate Charney-Hull to approve the resolution as submitted.

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 10:of Hudson Watershed Corporation that:

1. The President is authorized to execute an 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 an 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.

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-0806-01

10) Other business

Director Williams explained that the intent of the email he sent last week to members was to create a fund so that we can have Kevin assemble the Workplan that’s due December 31, 2024. We have a meeting tomorrow with Christine Chiapetta of the NYSDEC to further the conversation because it’s an unrealistic expectation given everything they did with the permit. We’re looking for everyone’s agreement and acknowledgement by email if possible. Alternate Charney-Hull said she knows he wanted it by a certain date, but her board is not meeting until September. Director Williams said he

basically needs an acknowledgement from the supervisors so we know they are all on board. Lauri Taylor joined the meeting at 10:28am. Director Taylor joined the meeting at 10:15am. Alternate Charney-Hull said she will make sure Supervisor Tipp sends it to him. Discussion ensued. Director Goncalves said that Lewisboro's next meeting isn't until September 9th. Director Williams said that he would appreciate having the comfort level of knowing everyone is on board and moving in the same direction. Director Lucas said Somers is originally where any money went from the County. They had requested back in \$325,000 back in 2016 to put together the years 6-10 workplan. At the same time \$160,000 was coming from the municipalities to put money in. The remaining balance of \$175,614 for years 6-10 is in a bank account and was never spent. Looking at the IMA between the municipality, Somers and the County, it says that at some point in time they may ask for the money back. They never have. What we are considering doing is asking the County, while using the same guidelines, if we could use the money toward the 5-year retrofit workplan. Alternate Charney-Hull asked how much of it is Westchester's share. Director Lucas said it's probably a little more than half, so somewhere around \$75,000. It's possible that we could use it for some other things, but for right now it's designated for years 6-10. The municipalities and the County put money in back then. We spent \$159,000 and the rest accumulated from interest. This is Westchester WQIP money that was originally directed for Westchester towns. Whether or not it can be used for everything, he is unsure. Alternate Charney-Hull said that initially when the first plan was done, Westchester municipalities did not pay out of pocket because the County and NYCDEP agreed to allow us to use the WQIP money. Apparently, we paid enough to do Years 6-10 but never used all of it. Director Lucas said he has the IMA which he will share with everyone. Rather than giving the money back, since it's already set aside for planning for the general permit, we would like to see if we could use it for the new general permit. Vincent said we may need to do a new right of objection letter. Director Lucas said what it does say in the language is the permit includes the workplan. It is unclear if there is any wiggle room to say we already included the workplan, but here is some of the other stuff we need to do. Vincent said he was not aware that money was left over. Director Lucas and Director Scorrano said they were not aware either until they went back and looked and saw that there was still money left. Director Lucas said he will share it with Millie.

Director Williams pointed out that we need to keep the lights on and have to figure out how to pay for it. He recommended that we make a request to Westchester County for an additional \$2 million and Putnam County for \$1.5 million in WQIP funds to keep the lights on for a few more years. Director Lucas said our finances are such that we can spend money on certain things, but we can't spend money we get for projects on operations. Motion by Director Williams, seconded by Alternate Charney-Hull to request \$2 million in WQIP funds from Westchester and \$1.5 million in WQIP funds from Putnam. Motion passed, all in favor.

11) Motion by Director Williams, seconded by Alternate Charney-Hull to enter into Attorney/Client Session

Director Lachterman joined the meeting at 10:37am.

12) Motion by Director Williams, seconded by Alternate Charney-Hull to come out of Attorney/Client Session.

13) Adjournment – Motion to adjourn by Director Lucas, seconded by Director Calves; all in favor. Adjourned: 10:44 AM.

PRESIDENT'S CERTIFICATE

I certify that the foregoing is a true and correct copy of the August 6, 2024 Quarterly Board of Directors Meeting Minutes approved by the Board of Directors.



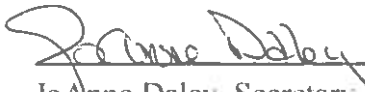
Richard Williams, Sr., President




Date

SECRETARY'S CERTIFICATE

I certify that the foregoing is a true and correct copy of the August 6, 2024 Quarterly Board of Directors Meeting Minutes approved by the Board of Directors.



JoAnne Daley, Secretary



Date