

## QUARTERLY MEETING OF DIRECTORS AND MEMBERS

Tuesday, January 7, 2025

### Meeting Minutes

#### **1) Open of Meeting at 10:15 AM**

Voting Members in Attendance: Richard Williams, Sr. (Town of Patterson) for himself and as alternate for Michael Cazzari (Town of Carmel); Kevin Hansan (Town of Pound Ridge); Joseph Rende (Town of North Castle) via Zoom; JoAnne Daley as alternate for James Schmitt (Town of Pawling); Jacqueline Annabi (Town of Putnam Valley) via Zoom and as alternate for Jaime McGlasson (Town of Kent); Michael Preziosi as alternate for Richard Becker (Town of Cortlandt); Tony Goncalves (Town of Lewisboro); Robert Scorrano (Town of Somers); Ed Brancati as alternate for Michael Cindrach (Town of Mount Kisco); Lauri Taylor (Village of Pawling); Sabrina Charney-Hull as alternate for Victoria Tipp (Town of New Castle); Neal Tomann as alternate for Kevin Byrne (Putnam County); Dan Ciarcia as alternate for Ed Lachterman (Town of Yorktown); Warren Lucas (Town of North Salem)

Others in Attendance: Christine Chale (Corporate Counsel); Cassandra Britton (Corporate Counsel); Vincent Giorgio (NYCDEP); Steven Cutignola (NYCDEP); Millie Magraw (Westchester County Planning); Kevin Fitzpatrick (EOHWC); Keith Giguere (EOHWC); Linda Matera (EOHWC)

#### **2) Approve Meeting Minutes: October 8, 2024**

Motion by Director Taylor, seconded by Alternate Brancati to approve the Quarterly Board of Directors Meeting Minutes of October 8, 2024; all in favor.

#### **3) Financial Update**

Keith Giguere reported total cash available is \$11,904,000 of which \$10,457,00 is FAD funds and \$1,246,000 is WQIP funds. Of the WQIP funds, \$564,000 is committed mostly to a single project in Lewisboro, and FAD commitments in the amount of \$182,000 for a total of \$746,000.

##### **a) Schedule of Insurance**

Keith explained that the schedule of insurance has been provided for information purposes for the Board and no action has been taken. The first renewal for 2025 will be coming up in April. Christine Chale said that as part of the Board's fiduciary duty, it must be reviewed on an annual basis to make sure that it is adequate to cover the Corporation's needs. Each time renewals come up, they will be presented to the Board for authorization, but in this case, they won't meet again until May. Keith said that the policy total will not be available until closer to the renewal date.

Motion by Director Calves, seconded by Alternate Hull to authorize the Executive Committee to approve

the Business Owner's Policy before the May Board meeting. Motion passed; all in favor.

## **5) Updated List of 2025 Meeting Dates**

Director Williams presented the updated list of 2025 meeting dates.

Motion by Director Calves, seconded by Director Goncalves to accept the 2025 meeting dates as presented. Motion passed; all in favor.

## **6) 11-15 Work Plan Update**

Kevin Fitzpatrick informed members that the 11-15 Workplan was submitted to NYSDEC to make sure that the municipalities are in compliance with the deadline for 12/31/2024. The workplan is a collection of projects that Kevin has come across over the last three years. It relies heavily on the Woodard and Curran Workplan that was provided a few years ago. There is still a lot of value in the document that Woodard and Curran provided, and we can still move forward with everything extracted from it. The workplan for 11-15 is a dynamic document. That means that we can add or subtract anything we need, but the priority for the submittal for the 12/31 deadline was to make sure that you all can say that the document has been submitted to the state for your compliance and that we have something we can move forward with. We can continue using that document to move forward with negotiations for any funding, including the DEP funding that is currently being negotiated and is on the agenda today. It also includes anything that might come up with Putnam or Westchester Counties in the future. Kevin would like to meet with each supervisor to add projects to that list. The document that was provided for December 31 had in mind the DEP funding agreement that we have in hand. As more projects become available, perhaps we will have more opportunities to do smaller projects within the municipalities. Many of the projects that were selected were larger, big impact projects that are extremely efficient. As mentioned in previous meetings, we have to be very conservative if we're only moving forward now with \$10 million. That workplan had a \$10 million-\$15 million value in mind as it was being shaped. As more funding becomes available, we can add or subtract. Kevin will reach out to each supervisor, and he asked that they follow up with him so he can make sure that everybody gets covered in that document. Not every single municipality was accounted for, but that doesn't mean you won't be. It gives you a document that says you completed your requirements for the permit. It will be circulated to the municipalities. It has been provided to NYSDEC and will be provided to the Board of Directors as well as NYCDEP. Alternate Hull asked what the phosphorus reduction number is that needs to be met. Kevin said it's based upon the 2009 Watershed Implementation Plan which is approximately 459 kilograms. Essentially, we are looking at a 5-year target with that. Alternate Hull asked if we are meeting that target with everything we are working on right now. Kevin said that the list circulated today is the running project total list that will exceed our original 10-year goal of about 920. Anything that exceeds that number will be carried over into the next cycle. As we get closer to the actual number of the required first 10-year goal, we'll be able to know exactly which project is going to slide and we'll do our best to keep it as close as we can to 920 kilograms. Even the NYCDEP acknowledges that a good faith effort to do that is what needs to be done. Alternate Hull asked if that information can be included on the Project Summary sheet so that when we look at these projects we know where they sit in relation to what our obligations are. Kevin said the hope is that we will be able to flush that chart out entirely over the next calendar year and then we'll only be concerned with the new 460-kilogram requirement. In the meantime, Kevin will provide more clarity as requested by Alternate Hull. Supervisor Williams thanked Kevin for the outstanding job he did in putting together the 11-15 Workplan. It will be going out in the next day or so to all supervisors. He asked that the supervisors get it into their stormwater management plan, and to their Stormwater Management Offices so they can report on it for the next reporting cycle due in April. Kevin said that as things stand right now, we can't proceed with any of the projects that are on that list because of the negotiation for funding that

has to flush out first. With any luck, those two roads will converge at the same time and the funding will be approved once the NYSDEC has acknowledged that it's good to go.

## **7) Westchester/Putnam WQIP Funding Agreements**

Christine explained that EOHWC had prior agreements that provided for the funds that we refer to as WQIP. The remaining WQIP funds that Keith referred to earlier in the financial report will need to be rolled over into 11-16. We need a revised agreement between each of the counties and the Corporation to do that. Additional funding has been requested from each of the counties, so the agreements were revised to provide to the counties for their processing and approval of both of those things together so that it only needs to go through once. In the case of Westchester, roll over plus the additional \$2 million was requested, and for Putnam a request was put in for an additional \$1.2 million. That will need to be approved and processed by each of the counties. In addition to that, there is a companion document (the letter agreement), which has been amended each time for each of the renewals of these periods. For this 11-16 period we will again need a renewal of that letter agreement, which has been circulated. It will be re-circulated to Neal Tomann and Millie Magraw along with the corporation agreements so that we can move them along with the counties. Director Williams stated that there is a number of pieces that keep the organization financially viable. One of the things that has made it successful is the funding from other sources so we can keep administrative costs paid. We are going to discuss the current agreement with the NYCDEP that we've been negotiating for some time. Those funds can only be spent on capital projects. They cannot be used for administrative costs or anything else. If we had the additional funding and the rollovers from the two counties along with the funding from the NYCDEP and we can somehow get the NYCDEP to acquiesce to roll over the funding it provided in the past, the corporation would be in good financial condition. If any of those elements fall out, then we are going to have a financial shortfall getting through the next 5 years and will have to figure that out somehow. Christine clarified that this is to fulfill the obligations of each of the municipalities to meet their permit requirements. EOHWC is carrying out those obligations on behalf of each of the constituent municipalities. Vincent Giorgio asked if the letter agreement is ultimately going to include the new request for \$2 million and \$1.2 million. Christine said it will include the new request to Westchester and Putnam.

## **8) DEP Funding Agreement Status**

Director Williams explained that this an agreement to provide funding to the organization that was originally generated by NYSDEC and passed through the NYCDEP into EOHWC. We have been negotiating for an extended period of time. It is not a good agreement, but it is the best we are going to get. It's been a difficult negotiation. Essentially, the agreement provides the East of Hudson Watershed Corporation \$10 million for capital projects. There are a lot of limitations on what we can and can't do. There are a lot of reporting requirements. Director Calves asked how much is up front and how much is reimbursement. Director Williams said they were able to get \$1.5 million up front and then we have to submit for reimbursement. We have it now that we can submit for an additional payment based on what we are doing with the projects in October. It's a challenging agreement because they are basically reimbursing us as we go along. From New York City's point of view, this agreement still has a long path to go because they have to submit it to for review to the city attorneys. Hopefully, there is not going to be a significant change coming back from that review. It will have to be approved by others as well, so we are not expecting funding any time soon, which is also somewhat challenging.

Motion by Director Calves, seconded by Director Goncalves approve the DEP funding agreement.

**WHEREAS**, the municipalities that are members of the EOHWC are subject to the terms and requirements of the Municipal Separate Storm Sewer Systems ("MS4") SPDES General Permit No. GP-0-24-001 issued December 13, 2023 with an effective date of January 3, 2024 by the NYSDEC ("the MS4

Permit”); and

**WHEREAS**, among other things, the MS4 Permit requires those municipalities, as owners of MS4s located in watersheds that exceed their Total Maximum Daily Load (“TMDL”), to address watershed specific additional requirements to achieve specified pollutant load reductions and to implement stormwater retrofit projects; and

**WHEREAS**, the City of New York entered into a contract with the NYSDEC, dated August 9, 2022 (“NYSDEC Prime Contract”), whereby the NYSDEC has agreed to provide certain funds to the City for water quality projects located within the New York City watershed; and

**WHEREAS**, the City and NYSDEC have agreed that funding certain costs of EOHWC’s compliance with the Regional Retrofit Plan for the years 11-15 of the MS4 Permit’s term is an eligible water quality project located within the New York City watershed as identified in the NYSDEC Prime Contract; and

**WHEREAS**, NYCDEP has presented EOHWC with a draft agreement to fund stormwater retrofit projects identified in the EOHWC Regional Retrofit Plan for Years 11-15 pending approval by NYSDEC to implement the requirements of MS4 Permit (the “Year 11 to 15 Funding Agreement”), copies of which are on file with the office of EOHWC; and

**WHEREAS**, the EOHWC has considered the proposed Year 11 to 15 Funding Agreement and all other relevant information and believes that entering into the Year 11 to 15 Funding Agreement is in the best interest of the Corporation.

**NOW, THEREFORE, IT IS HEREBY RESOLVED**, by the Board of Directors of the East of Hudson Watershed Corporation that:

1. The President, or in his absence or unavailability the Vice President, is authorized to execute the Year 11 to 15 Funding Agreement substantially in the form attached hereto, with such changes not materially affecting the substance thereof as approved by the signer.
2. 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 Year 11 to 15 Funding Agreement.

Motion passed; all in favor.

(R-0107-13)

## **9) Project Update**

Kevin informed members that the total for compliance under the first 10-year watershed implementation plan is approximately 935 kilograms. We have 755 banked with another 30 kilograms for Y-MU-40 in March. Because it’s bioinfiltration, we must wait for all the plantings to be in before we can submit to NYSDEC. In the meantime, we’ll continue working on the active projects on the list. We anticipate going forward with many of the projects highlighted in yellow. Some of the projects at the bottom in pink have already been carried over into the new workplan. Stormwater project Y-MU-1001 is at 100% design with submittals still to be made to the Town of Yorktown only for permitting, however, that is a \$1 million project that we could hypothetically start with immediately once we get proper funding in place to execute it. There are a couple of projects like that which we will be able to hit the ground running on right away. The goal is to get this list down to zero and start a brand new one moving forward.

## **a. Program Summary**

Kevin presented the Program Summary and said that it may not be a valuable document anymore as it accounts for everything we've done in the first 10 years of the program. It might just muddy the waters. Alternate Hull disagreed and said that once everything has been completed on the Running Project spreadsheet that belongs to the first cycle, she would like to see a summary attached to it which can just put it aside as having been done. If we have that summary, we can reference it in future discussions. The whole idea of umbrella compliance is that everyone benefits from all the projects. In conclusion, Kevin offered to provide a snapshot to individual municipalities at any supervisor's request. The Board thanked Kevin for all his work.

### **10) O & M discussion**

Kevin reminded members that the cutoff for O&M submissions was January 3<sup>rd</sup>. To date documentation has been received from 5 municipalities out of 19. Some towns don't have projects, which is understandable. As previously mentioned, submissions won't be accepted late this calendar year. It will be left up to the Board of Directors to decide if they would like to extend that deadline to allow the municipalities that did not submit, or if they want to carry that over for another year. January 3<sup>rd</sup> was the deadline provided on multiple occasions. Director Taylor said that they have until the end of the year to do the work, and January 3<sup>rd</sup> comes up quickly when the highway crew isn't doing it until the end of the year. She asked if moving forward if there any way the submission date can be moved to the end of January, rather than the beginning. Director Williams said that maintenance of stormwater retrofits should be done during growing season so that by the time you get to this time of year they are stabilized. Director Taylor said hers are just drainage ditches and are wet in the growing season so that is why they wait later to do it. Kevin added that those documents must be audited internally when they come in. That combined with the financial audit doesn't leave us with enough time. We approved the new O&M Manual in May which made the date earlier to give us time here to audit the submissions. Alternate Taylor said she will get it submitted by the end of this week.

Motion by Director Williams, seconded by Director Taylor to extend the 2024 O&M submission deadline to Friday, January 10, 2025; all in favor.

### **11) Staff Salaries**

**12)** Motion to enter Executive Session by Director Williams, seconded by Director Calves to enter into Executive Session to discuss the hiring, firing or promotion of a particular employee or employees; all in favor.

**13)** Motion to come out of Executive Session by Alternate Hull, seconded by Director Goncalves. No action taken.

**14)** Motion by Director Goncalves, seconded by Alternate Brancati to accept the salary schedule as presented; all in favor.

### **15) Other business**

No other business was brought forward.

**16) Adjournment** – Motion to adjourn by Director Goncalves, seconded by Alternate Brancati; all in favor. Adjourned: 10:58 AM.