

EXECUTIVE COMMITTEE MEETING
9:30 A.M., Thursday, September 24, 2026

Meeting Minutes

1) Call to Order

Voting Members in Attendance: Richard Williams, Sr. (Town of Patterson); Ellen Calves (Town of Bedford) for herself and for Lauri Taylor (Village of Pawling); Robert Scorrano (Town of Somers); Tony Goncalves (Town of Lewisboro); Rich Franzetti as alternate for Michael Cazzari (Town of Carmel)

Others in Attendance: Cassondra Britton (Corporate Counsel); Neal Tomann (Putnam County); Sabrina Hull (Town of New Castle) via Zoom; Millie Magraw (Westchester County) via Zoom; Christine Chale (Corporate Counsel) via ZOOM; Vincent Giorgio (NYCDEP); Steve Cutignola (NYCDEP); Kevin Fitzpatrick (EOHWC); Keith Giguere (EOHWC); Vanessa Kressman (EOHWC); Linda Matera (EOHWC)

2) Approve Meeting Minutes of August 27, 2026

Motion by Director Calves, second by Director Scorrano to approve the meeting minutes of August 27, 2026; all in favor.

3) Financial Update

Keith Giguere introduced Vanessa Kressman, who will be replacing him upon his retirement. He reported that as of August 31 there was \$9 million remaining in FAD and under \$2 million in WQIP funds. There is \$749,000 in outstanding commitments of which \$294,000 is FAD-related.

a. 2027 Draft Budget

Keith presented the 2027 Preliminary Budget. He reported that, when the prior year's budget was prepared, the organization anticipated receiving the new NYCDEP contract, which includes \$1.5 million in funding, as well as the remaining \$62,000 from the Army Corps of Engineers (ACOE) for Y-MU-40. Neither funding source has been received to date, although there is optimism that the NYCDEP funding may be received by the end of the year. Keith stated that the organization would likely request \$4,250,000 from NYCDEP in 2027 to draw down against the new contract balance for project-related expenses. Kevin noted that the organization expects to hit the ground running once the funding is received, as there are numerous projects ready to proceed that have been delayed while awaiting funding. Many of these projects have short implementation timeframes, so the organization anticipates needing to coordinate quickly with NYCDEP. The budget includes \$2 million from Westchester County and \$1.5 million from Putnam County for WQIP funds. O&M receipts from municipalities have been budgeted at \$190,000. Interest income is not expected to change significantly. Keith noted that the Federal Reserve has increased interest rates by one-quarter of a percentage point

so far and that another quarter-point increase is anticipated by the end of the year. He is hopeful that the organization will be able to maintain its current level of interest income. The interest income will remain with the organization until NYCDEP requests the return of the unused FAD funds, which is expected once the CRO-574 contract is closed out.

Kevin provided projected figures for project design and construction, including expenditures anticipated for the remainder of the current year, projects already in the pipeline, and projects that he anticipates will be completed by the end of 2027 once funding is received. The prior year's budget included a larger amount because the organization had expected to receive the funding during that period. The wastewater study that was included in the prior year's budget remains outstanding. The organization is hopeful that Woodard and Curran will be able to move the study forward. No significant changes are anticipated in most other budget categories.

Insurance costs are not expected to change. The pollution policy was renewed last year for an additional three years and will be carried forward. Directors and Officers insurance was put out to bid; however, another company that was asked to provide a bid declined, indicating that the organization's current rates are already at the lowest level available. As a result, the organization remains at the lowest premium level due to its relatively small size.

Under legal expenses, the attorneys have reduced the retainer for the past year. Keith expects that the retainer will return to its previous level once Kevin becomes busy again with projects under the new contract.

The MIP accounting software is expected to increase by 8%, and that increase is reflected in the IT Consulting line item. Funds have also been included under Other Expenses for additional training for Vanessa with the accounting software vendor. The training was included in the 2026 budget and is being carried forward into 2027. The quoted training rate is approximately \$250 per hour for an estimated 15 hours.

The final page of the budget addresses compensation. Keith explained that there is a significant difference between the compensation budgeted for the prior year and the 2027 budget. The difference is primarily since the organization had anticipated rehiring a watershed planner in the middle of the prior year, but the position was not filled, resulting in savings for the full year. Kevin is now anticipating potentially hiring a watershed planner in May 2027, and the position has therefore been included in the 2027 budget.

Director Williams asked whether Keith knew for certain that health insurance costs would increase by 10%. Keith responded that he did not know for certain but had included a 10% increase as a precaution, noting that the last time he budgeted for a 5–6% increase, the actual increase ultimately turned out to be 10%.

Motion by Director Williams, seconded by Alternate Franzetti to recommend the 2027 Preliminary Budget to the Board of Directors for the October 6 meeting; all in favor.

4) Reporting and Compliance

Linda Matera reported that all reporting items are up to date and all compliance items have been completed.

5) Approve Charters

Cassandra Britton informed members that edits were made to the Audit and Finance Charter according to the discussion at the August Executive Committee meeting and asked if there were any questions.

Motion by Alternate Franzetti, seconded by Director Goncalves to approve the Audit and Finance Charter as presented and recommend it to the Board of Directors at the October meeting.

WHEREAS, the East of Hudson Watershed Corporation (the “Corporation”) wishes to approve the Audit and Finance Committee Charter and the Governance Committee Charter; and

WHEREAS, the Audit and Finance Committee Charter is on file with the secretary of the Corporation; and

WHEREAS, the Executive Committee of the Corporation has reviewed the Charter and deems its approval to be in the best interests of the Corporation;

NOW THEREFORE IT IS HEREBY RESOLVED, the Executive Committee of the East of Hudson Watershed Corporation recommends that the Board of Directors approve the Audit and Finance Committee Charter.

Motion passed; all in favor.

R-0924-01

5) Project Update

Kevin Fitzpatrick reported that he is working to move the projects in design to construction on the project status list. Carmel-CF-703 and PW-MB-1000 are expected to be awarded for construction within the next four weeks. L-CR-1001 is expected to proceed to construction in the fall after permitting is completed, with the project anticipated to wrap up in the spring following completion of plantings. Several projects may carry over into 2027, primarily due to remaining planting and final paving work.

Kevin reported that, as the summer concludes and the organization enters the fall, it is necessary to finalize any additions to the Years 11–15 Workplan. He has already spoken with several municipalities, some of which have been proactive in submitting projects. He will reach out to all remaining municipalities to ensure that potential projects are identified. It was noted that, generally, the situation has been the reverse of what he had hoped, with an abundance of FAD projects but relatively few non-FAD projects. He believes it remains important to increase the number of non-FAD projects because there is no alternative funding source anticipated for those projects in the future. He continues to identify additional non-FAD opportunities. Over the past three months, a significant number of priority FAD projects have been identified where municipalities have indicated that assistance is needed within the next six months. In many instances, these involve private property owners who are willing to commit to participating in a project. Kevin emphasized that the organization needs to move quickly on these opportunities. Because there are relatively few municipal projects available, private-property projects can help increase the number of projects on the Workplan. Kevin explained that this is the reason for the larger initial design and construction budget included for the new contract covering Years 11–15. The budget remains a moving target, but he

expects to develop a more specific and finalized budget plan for submission to NYCDEP. Project timing continues to change frequently, but he is comfortable with the current budget figure. The Workplan budget must also be submitted to the State soon.

Kevin expects to submit an update to the Years 11–15 Workplan sooner than the regular December 31 deadline. He explained that, based on his approximately 15 years of experience working with NYSDEC, the process has generally involved notifying NYSDEC of new projects so they can be added to the Workplan. Additional projects that are identified after the Workplan is submitted can continue to be added by notifying NYSDEC and requesting that they be incorporated into the list. Kevin hopes to begin design services for several projects within the next month or two in order to keep the projects moving forward without delay. Director Williams noted that there are many new staff members at NYSDEC. Kevin said he had been reassured by Bob Capowski that he would assist the new staff in understanding the process and how projects have historically moved through the program.

6) O & M Program Update

Kevin notified the members that the 2024 Westchester O&M reimbursement has been received. Checks will be issued to the Westchester municipalities for their respective monetary responsibilities for O&M expenses incurred in 2024. This will conclude the funding from Westchester County for O&M expenses for the Westchester municipalities. Kevin stated that the municipalities will be reminded at the October Board of Directors meeting that, moving forward, unless another funding source is identified, Westchester municipalities will need to plan accordingly, as reimbursement from the County will no longer be available.

As Kevin visits the municipalities, he is inspecting both new and older projects to ensure that they remain in good condition. He asked the municipalities to continue performing the required O&M on these projects.

7) Checks and vouchers

Monthly vouchers were signed. No action was taken.

8) October BOD Draft Agenda

Director Williams presented the quarterly Board of Directors draft agenda and pointed out that approval of the Governance and Audit & Finance charters should be added.

9) Other business

Keith discussed the current hiring process and noted that it can be cumbersome, particularly given the timing of quarterly Board meetings. Christine Chale explained that the Board has the ability to delegate hiring authority to the Executive Committee if the Board chooses to do so. She suggested that the Board identify and authorize specific hiring needs rather than broadly delegating all hiring decisions to the Executive Committee. Under this approach, a position would first need to be identified and included in the approved budget, after which the Board could authorize the Executive Committee to proceed with the hiring for that specific position.

Keith noted that this approach could apply to the Watershed Planner position. Since the budget would have been approved by the full Board, the Executive Committee could then approve the actual hiring when the time comes. Director Williams agreed and stated that positions included in the approved budget should be delegated to the Executive Committee because of the timing involved. He noted that

if a key staff member were to leave unexpectedly, the organization would need the ability to replace that person promptly. Director Calves stated that, unless timing is an issue, she was not certain that all hiring decisions should be delegated and suggested that hiring decisions could continue to come before the full Board. Kevin agreed that the organization should continue to plan ahead but noted that delegation could provide a necessary backstop in emergency situations. Since the full Board meets every three months, proactive planning could address anticipated hiring needs. For example, if the organization knows it intends to hire a Watershed Planner in May, the Board could be notified in January that the position will be advertised. Kevin said that streamlining the current process, while still maintaining Board involvement, would be beneficial. Christine asked whether the matter should be placed on the agenda in light of anticipated hiring needs for the coming year.

Christine stated that delegating hiring authority for a position that has already been approved and budgeted is appropriate. She also noted that the Executive Committee should keep the full Board informed when exercising that authority. For example, if a position is being advertised, the Board should be notified, both for transparency and because Board members may know potential candidates.

Director Williams asked whether the process should require Board approval of the job advertisement, except in extenuating circumstances. Christine suggested that, rather than requiring approval of the advertisement, the Board should approve the position description. It was suggested that Kevin obtain approval of the Watershed Planner position description earlier in the year so that, once the Executive Committee is ready to proceed, the hiring process can move forward without waiting for another full Board meeting. Kevin agreed, noting that managing the hiring process can be difficult when the Board meets only quarterly.

The discussion also addressed the Comptroller position. Director Williams noted that the organization had to advertise the position twice before identifying Vanessa as a candidate. With Keith preparing to leave, there is a need to bring Vanessa into the organization as soon as possible so she can become familiar with her responsibilities and the organization's processes, although technically she has not yet been formally hired. Keith noted that, in this particular instance, he has been flexible regarding the timing of his departure, which has provided additional time for the transition.

Motion by Director Calves, seconded by Alternate Franzetti to bring a resolution before the full board to delegate the hiring process of budgeted positions to Executive Committee; all in favor.

Millie Magraw joined the meeting via Zoom and notified the Executive Committee that she is retiring, with her last day being October 5, 2026. She apologized for not being able to attend the meeting in person due to a bad cold.

Millie said she has been working diligently to ensure that everything is in place for EOHWC and for the various municipalities with which she works. She reported that her supervisor, Matt Castro, will be taking over her responsibilities. Matt previously worked for NYCDEP. Director Lucas has worked closely with Matt and expressed confidence that the organization and municipalities will be in good hands. Millie noted that Matt is familiar with the municipalities and the ongoing work of the Corporation.

Director Williams thanked Millie for her work and said it had been a pleasure working with her, wishing her the best in her retirement. Christine asked Millie to send an email to the group with Matt Castro's contact information. Millie agreed and said she would copy Matt on the email so that he would also have everyone's contact information.

10) Adjournment - Motion to adjourn by Alternate Franzetti, seconded by Director Goncavles; all in favor. Adjourned 10:05 AM.

DRAFT