

ALBANY CSO POOL COMMUNITIES CORPORATION

C/O Capital District Regional Planning Commission
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www.cdrpc.org

Minutes of Board of Directors Meeting

Thursday, December 14, 2017

1:15pm

Board Members Present:

Bill Simcoe – City of Albany
Garry Nathan – City of Cohoes
Sean Ward – Village of Green Island
Mark Hendricks – City of Rensselaer
Jeremy Smith – City of Watervliet
Chris Wheland – City of Troy
Gerry Moscinski – Rensselaer County Sewer District

Also Present:

Martin Daley – CDRPC Staff
Magdy Hay – CDRPC Staff
Mark Castiglione – CDRPC Staff
Donna Reinhart – CDRPC Staff
Tim Murphy – Albany County Water Purification District
Tom Dufresne – City of Albany
Mike Miller – APJVT (CHA)
Amy Pedrick – West and Co.
Mike Miller – West and Co.

I. Call to Order/Roll Call

The meeting was called to order at 1:15pm. Amy Pedrick and Mike Rossi from West & Co. were in attendance.

II. Reading and Approval of Minutes of November 9, 2017

The meeting minutes were distributed before the meeting and one change was made. Reading and Approval of Minutes of November 12, 2017 should be changed to November 9, 2017.

Action Taken

Garry Nathan made a motion to approve the November 9, 2017 meeting minutes and Chris Wheland seconded. The motion was approved unanimously.

III. Reports from Committees

a. Audit Committee

The Audit Committee previously met and reviewed the CSO FY2017 Financial & Fiscal Year Reports. Magdy Hay prepared the financial and fiscal year reports ending 9/30/17 for the Board. The Reports were distributed to the Board prior to the meeting.

i. Audit Report

A copy of the draft Audit Report prepared by West & Co. was distributed prior to the meeting.

Amy Pedrick from West & Co. reviewed over the draft Independent Financial Audit Report with the Board. The Audit provides an overview of the financial activities through September 30, 2017. Amy reported that the audit went smoothly. At a prior meeting the Corporation's Audit Committee recommended the Board approve the draft Financial Audit Report for the fiscal year ending September 30, 2017.

Action Taken

Sean Ward made a motion to accept the recommendation from the Audit Committee to approve the Audit Report and Jeremy Smith seconded. The motion was approved unanimously.

b. Finance Committee

i. Close of CSO Financial Reports for period ended 9/30/17

Magdy Hay reviewed the year end financials with the Board. The financials are the same as was discussed in the 2017 audit. A proposed 2018 budget will be discussed at the January 2018 meeting.

Action Taken

Jeremy Smith made a motion to accept the finance committee recommendations to close out the year for 2017 and Garry Nathan second. The motion was approved unanimously.

IV. IRS 990 filing & New York State Charities' CHAR500 filing

Martin provided the Board with draft copies of the CHAR500 form, NYS Annual Filing for Charitable Organizations and requested the Board review the documents for final submittal.

Action Taken

Bill Simcoe made a motion to authorize the Board President to sign the IRS and NYS tax returns and Sean Ward seconded. The motion was approved unanimously.

V. Annual Report

The Annual Report is due by the Authority Budget Office prior to January 1, 2018. The reports are similar to 2016's, communicating to the ABO the nature of the programs and internal controls in place. The audit and finance statements will also be submitted to the ABO. The reports will be submitted within the next week. The report includes the following sub-elements:

- a) Investment Report
- b) Mission Statement and Measurement Report
- c) Procurement Report
- d) Real Property Report
- e) Risk Assessment Report

Martin informed the Board that there are no significant changes from last year. The changes made were to reflect any activity and milestones met.

Action Taken

Garry Nathan made a motion to accept the annual report and submit to the Authority Budget Office and Sean Ward seconded. The motion was approved unanimously.

VI. Vendor Invoices

Martin requested approval for the following invoices:

- Hodgeson Russ from Sept 16 – Nov 17 in the amount of \$11,685.10 for bond counsel services. The invoice is for work between 9/16 and 11/17.
- West and Co. in the amount of \$5,000 for 2017 audit and tax filing prep.
- Barton and Loguidice in the amount of \$1,299.25, costs include reimbursement expenses for the GI Code Audit (GI-09).

Action Taken

Jeremy Smith made a motion to approve payment of all consultant invoices and Bill Simcoe seconded. The motion was approved unanimously.

VII. General Counsel Engagement

At the November meeting, the Board awarded Whiteman, Osterman & Hanna for general counsel. Martin has received the engagement letter and supporting materials. These materials were distributed prior to the meeting. Martin is requesting Board authorization for the president to execute the engagement letter.

Action Taken

Sean Ward made a motion to authorize the president to execute the engagement letter and Bill Simcoe seconded. The motion was approved unanimously.

VIII. CDRPC Contract for Services

Martin distributed the CDRPC contract prior to the meeting. The contract is for a single year term. There were no changes to the scope of services for 2018.

Bill Simcoe informed Martin that the amendments made to the 2017 contract were not included in the 2018 proposed contract. The Board agreed to table the approval of the CDRPC contract until the next meeting so he can review and include previous revisions. A revised contract will be distribute prior to the next meeting.

Action Taken

Jeremy Smith made a motion to table the CDRPC contract at this time and discuss at January meeting once the revisions are made and Chris Wheland seconded. The motion was approved unanimously.

IX. Other Business

Martin informed the board that he and Bill Simcoe were interviewed on WAMC for the "Infrastructure Series: Wastewater Treatment". The interview will be aired in December.

The City of Albany was awarded \$5 million for the floatables project from the CFA grants.

Garry Nathan added that City of Cohoes received a grant for their Columbia Street engineering report.

These grants benefit each community in that it reduces their total liability for project costs.

The City of Watervliet received a grant for their 5-year Asset Management Plan.

X. Adjournment

Sean Ward made a motion to adjourn the meeting and Jeremy Smith seconded. The motion was approved unanimously.

Respectfully submitted,

Donna Reinhart
CDRPC Office Manager

Reviewed and approved by

Jeremy Smith
Secretary

DRAFT