

**HUDSON RIVER-BLACK RIVER REGULATING DISTRICT
GOVERNANCE COMMITTEE MEETING**

Lewis County Courthouse
Second Floor Legislative Board Room
7660 N. State Street
Lowville, NY 13367
October 12, 2021

Conference-in Locations:

Sacandaga Field Office
737 Bunker Hill Road
Mayfield, NY 12117

Hudson River Area Office
575 Broadway, Fl. 3
Albany, NY 12207

Remote Conference-In Information

As per continued COVID-19 social distancing restrictions, walk-in public access was limited. Participants were invited to join the meeting via computer, tablet or smartphone.

<https://global.gotomeeting.com/join/492402093>

United States: [+1 \(669\) 224-3412](tel:+16692243412) Access Code: 492-402-093

CALL TO ORDER

Committee Chairman Jeffrey Rosenthal called the meeting to order at 10:00 A.M.

PLEDGE OF ALLEGIANCE

ROLL CALL

Present: Committee Members Alfred J. Candido, Jr. and Albert J. Hayes; Board Chairman Mark M. Finkle; Board Members Richard Bird and Timothy J. Reagan; Executive Director John C. Callaghan; General Counsel Robert P. Leslie, Chief Fiscal Officer Timothy Maniccia and Chief Engineer Robert S. Foltan

Video Feed: Committee Chair Jeffrey Rosenthal; Compliance Officer Stephanie Ruzycky.

Excused: Committee Member Kenneth DeWitt

MOTION TO ADOPT COMMITTEE MEETING AGENDA

Committee Chairman Rosenthal asked for a motion to adopt the Committee's draft agenda. Mr. Hayes moved to adopt the meeting agenda. Mr. Candido seconded and the motion was unanimously approved.

APPROVAL OF SEPTEMBER 14, 2021 GOVERNANCE COMMITTEE MEETING MINUTES

Mr. Hayes made a motion to adopt the September 14, 2021 Governance committee meeting minutes. Mr. Candido seconded it and the motion was unanimously approved.

COMMITTEE BUSINESS

New Business –

- i. Motion to Advance to the Board a Resolution Approving a Second Amendment to the Ground Lease and Water Usage Agreement at Stillwater– Mr. Leslie

RESOLUTION APPROVING A SECOND AMENDMENT TO THE GROUND LEASE AND WATER USAGE AGREEMENT AT STILLWATER

Mr. Leslie presented a Resolution to the Committee to extend by three months the Ground Lease and Water Usage Agreement with Stillwater Associates, dated as of October 21, 1985 (the “*Original Ground Lease and Water Usage Agreement*”), as later amended by an Amendment to Ground Lease and Water Usage Agreement, dated as of February 17, 2006 (the “*Amendment to Ground Lease and Water Usage Agreement*”). Mr. Leslie explained that the current agreement is set to expire on December 31st, and that barring entry into a new agreement, the original agreement requires the Regulating District to purchase the existing plant for fair market value. The three month extension will afford the parties additional time to secure fair market appraisals.

Mr. Hayes made a motion to advance to the full Board and recommend adoption of the resolution which authorizes the Executive Director to execute a Second Amendment to the Ground Lease and Water Usage Agreement extending the extended term three months to March 31, 2022. Mr. Candido seconded and the Committee adopted the motion by unanimous vote.

ADJOURNMENT

There being no further business to come before the Governance Committee, Mr. Hayes moved to adjourn the meeting. Mr. Candido seconded the motion to adjourn. The motion was unanimously approved. The committee meeting adjourned at 10:12 A.M.

Respectfully submitted,

Robert P. Leslie
Secretary

Mark M. Finkle
Board Chairman