

**HUDSON RIVER-BLACK RIVER REGULATING DISTRICT
BOARD MEETING MINUTES**

Town and Village Offices Municipal Building
13149 State Route 12
Boonville, NY 13309
July 12, 2022

Remote Conference-In Information

Participants were invited to join the meeting via computer, tablet or smartphone.
<https://global.gotomeeting.com/join/704612477> or via phone.
United States: [+1 \(786\) 535-3211](tel:+17865353211) Access Code: 704-612-477

CALL TO ORDER

Chairman Mark M. Finkle called the meeting to order at 10:15 A.M.

ROLL CALL

Present: Board Chair Mark M. Finkle; Second Vice-Chair Kenneth F. DeWitt; Board Members Albert J. Hayes, Richard Bird, Timothy J. Reagan and Alfred J. Candido Jr.; Executive Director John C. Callaghan; General Counsel Robert P. Leslie; Chief Engineer Robert S. Foltan; and Chief Fiscal Officer Timothy M. Maniccia; and Compliance Officer Stephanie V. Ruzycky.

Video Feed: Board Member Nicole T. Allen (Travel)

MOTION TO ADOPT OR REVISE THE MEETING AGENDA

Chair Finkle asked for a motion to adopt the meeting agenda. Mr. Candido made a motion to adopt the agenda. Mr. Hayes seconded. The Board approved the motion by unanimous vote.

PUBLIC COMMENT

Chair Finkle opened the meeting to public comment; hearing none.

APPROVAL OF THE JUNE 14, 2022 REGULAR BOARD MEETING MINUTES

Chair Finkle asked for a motion to adopt the June 14, 2022 regular board meeting minutes. Mr. Hayes advanced the motion to approve the regular meeting minutes. Mr. DeWitt seconded and the Board approved the motion by unanimous vote.

ACCESS PERMIT SYSTEM APPEAL - Mulgrew

Board Chair Mark Finkle reminded the Board that the June 14th meeting minutes capture the positions outlined by staff, the appellant (Andrea Mulgrew-Garcia), and others concerning an appeal of staff's refusal to issue a work permit allowing the access permit holder to install crusher gravel from access permit area #7293 northward to adjoin North Shore Road. Following a brief discussion, Mr. Finkle called for a roll-call vote as to whether the appellant violated access permit rules and whether

the access permit holder must be required to remove material deposited from her access permit area and all other affected access permit areas. The result of the vote is as follows

Board Member	Violation of Access Permit Rules		Remove Gravel	
	Yes	No	Yes	No
Mark M. Finkle	<u> X </u>	_____	<u> X </u>	_____
Kenneth F. DeWitt	<u> X </u>	_____	<u> X </u>	_____
Albert J. Hayes	<u> X </u>	_____	<u> X </u>	_____
Timothy J. Reagan	<u> X </u>	_____	<u> X </u>	_____
Alfred J. Candido, Jr.	<u> X </u>	_____	<u> X </u>	_____
Richard Bird	<u> X </u>	_____	<u> X </u>	_____
Nicole T. Allen	<u> X </u>	_____	<u> X </u>	_____

The Board Chair asked the Board Secretary to manifest the Board’s decision in writing to the Appellant.

REPORT OF THE EXECUTIVE DIRECTOR

Mr. Callaghan presented his report to the Board. Mr. Callaghan reported that he and staff had conducted three follow-up visits to new potential HRAO space in downtown Albany with Logical Net to assess connectivity and other IT-related costs related to those specific spaces; noting that a recommendation regarding the next District office will likely be advanced at the September meeting. Mr. Callaghan noted the presence of the entire Black River Area staff in attendance to celebrate Tim Harwood’s long, successful, and storied career with the Regulating District. Mr. Callaghan, the Board and staff in attendance congratulated Mr. Harwood on his impending retirement and thanked him for his years of service.

RESOLUTION OF THE HUDSON RIVER – BLACK RIVER REGULATING DISTRICT HONORING PRINCIPAL PLANT OPERATOR TIMOTHY R. HARWOOD

Mr. Callaghan recited a proclamation honoring Mr. Harwood. Board Chair Finkle called for a motion adopting the Resolution honoring Mr. Harwood’s service. Mr. Bird moved to adopt the Resolution proclaiming the Board’s appreciation from Mr. Harwood’s efforts on behalf of the Regulating District. Mr. Candido seconded and the Board adopted the Resolution by unanimous vote and ovation.

CONTRACTS/ACTIONS

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO HIRE THE MOST QUALIFIED CANDIDATE FOR THE PLANT OPERATOR POSITION IN THE BLACK RIVER AREA

Mr. Callaghan presented a resolution authorizing staff to hire a plant operator to replace the retiring Principal Plant Operator in the Black River Area. He noted that Timothy Harwood, the Principal Plant Operator in the Black River Area has announcement his retirement effective August 2022 and that the productivity and safety of Regulating District personnel would be adversely impacted absent the hiring of a qualified candidate, reporting to the Superintendent, to support Black River Area operations. Mr. Callaghan recommended that the successful candidate be compensated in

accordance with the provisions of the current CSEA agreement at a FY 2022-2023 salary range of \$38,980-48,896.

Board Chair Mark Finkle called for a motion. Mr. Reagan moved to adopt the resolution authorizing the Executive Director to hire a Plant Operator in the Black River Area, to be filled by the most qualified candidate as determined by the Chief Engineer through applicant interviews in accordance with the provisions of the current CSEA agreement. Mr. Hayes seconded and the Board adopted the resolution by unanimous vote.

RESOLUTION TO ACCEPT REVISED AGREEMENT WITH VARLEY APPRAISAL GROUP, INC. FOR APPRAISAL SERVICES WORK

Mr. Callaghan presented a resolution authorizing an amendment to the agreement with Varley Appraisal Group, Inc (Varley). He noted that in January 2022, via resolution 22-03-01, the Board authorized Varley to provide services to determine the Appraised Value of the hydroelectric plant operated by Stillwater Associates at Stillwater Reservoir at a not to exceed amount of \$5,650. In April 2022, via resolution 22-14-04, the Board authorized Varley to conduct additional analysis, necessary to finalize the appraisal report, at an additional cost of \$1,700. Mr. Callaghan explained that the amended Ground Lease requires a third appraisal as the values established by the Varley appraisal and the appraisal commissioned by the plant owner at Stillwater are greater than 15% apart. He noted that it is in the Regulating District’s best interest to fully analyze the inherent deficiencies in the appraisal presented by Stillwater Associates; recommending that the Board authorize an increase in scope and cost of the agreement with Varley for an additional \$1,200, for a total amount not to exceed \$8,550.

Chair Mark Finkle called for a motion. Mr. Candido moved to adopt the resolution authorizing the amendment to the agreement with Varley Appraisal Group, Inc. modifying the scope and increasing the not-to-exceed cost by \$1,200 to \$8,550. Mr. Reagan seconded and the Board adopted the resolution by unanimous vote.

STAFF/COMMITTEE REPORTS

GOVERNANCE COMMITTEE REPORT

RESOLUTION TO INCORPORATE LANGUAGE WITHIN THE REGULATING DISTRICT’S VEHICLE USE POLICY TO ENSURE COMPLIANCE WITH THE STATEWIDE FLEET POLICY

Acting Governance Committee Chair Alfred J. Candido Jr. presented a resolution noting that the Regulating District previously adopted the statewide uniform policy governing the use of state vehicles as well as reimbursement for use of personally owned vehicles. In a June, 2022 memorandum, the Director of State Operations issued an update to the Statewide Vehicle Use Policy applicable to all state agencies and public authorities and superseding any inconsistent policy now in effect. Mr. Leslie highlighted the changes wrought by the statewide policy update and Mr. Candido expressed the Committee’s recommendation that the Board adopt the attached revision to the Hudson River-Black River Regulating District vehicle use policy to incorporate language adopting the new statewide policy update. He noted that this new vehicle use policy will replace and rescind all previous vehicle use policies and resolutions addressing such policy.

Board Chair Mark Finkle asked for a motion adopting the resolution updating the vehicle use policy. Mr. Hayes moved to adopt the resolution to incorporate within the Regulating District's vehicle use policy language to ensure compliance with updates to the statewide fleet policy. Mr. DeWitt seconded and the Board adopted the resolution by unanimous vote.

FINANCE COMMITTEE REPORT

RESOLUTION AUTHORIZING THE EXECUTION OF AN AMENDED AND RESTATED HUDSON RIVER-BLACK RIVER REGULATING DISTRICT E.F.C. CLEAN WATER FACILITY NOTE – 2017 A (BOND ANTICIPATION NOTE) ISSUED TO THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION TO FINANCE A PORTION OF THE COST OF THE RECONSTRUCTION OF THE SPILLWAY AT THE CONKLINGVILLE DAM

Finance Committee Chair Kenneth DeWitt presented the resolution to extend the maturity of the 2017 BAN from November 2, 2022 until December 31, 2022. He noted that the Board previously adopted a certain Bond Resolution, dated January 7, 2015 (the "Original Bond Resolution"), which among other actions (i) authorized the reconstruction of the spillway at Conklingville. Thereafter, the Board adopted an amendment and restatement to the Original Bond Resolution, dated June 13, 2017 (the "Amended Bond Resolution"), and later increased the estimated Cost of the Project and approved a maximum authorized issuance of serial bonds or serial installment bonds of the Regulating District of up to \$7,224,344 for the purpose of financing the Costs of the Project. Mr. DeWitt explained that the Regulating District has incurred \$789,343.21 of short-term financing with the Environmental Facilities Corporation ("EFC") through the issuance of an E.F.C. Clean Water Facility Note – 2017A (Bond Anticipation Note) (the "2017 BAN") to finance a portion of the Cost of the Project, of which \$749,343.21 remains outstanding. EFC has advised the Regulating District that it will not be able to provide such long-term financing prior to the maturity date of the 2017 BAN but that it will be able to do so by December 31, 2022. Mr. DeWitt noted that the Regulating District and EFC are both willing to extend the maturity of the 2017 BAN from November 2, 2022 until December 31, 2022 (in the form of an amended and restated 2017 BAN) in accordance with law (Section 23.00 of the Local Finance Law), in order to facilitate the permanent financing of an amount no greater than the \$749,343.21 currently outstanding on the 2017 BAN, plus associated financing costs of EFC.

Mr. DeWitt expressed the Finance Committee's recommendation that the Board amend the Original Bond Resolution, as amended and restated to the date hereof (collectively, the "Prior Bond Resolutions"), as follows:

Section I. The Board of the Regulating District hereby approves the execution of an amended and restated 2017 BAN that extends the maturity date of the 2017 BAN from November 2, 2022 to December 31, 2022.

Section 2. The Board of the Regulating District hereby confirms the authorization to refinance the amended and restated 2017 BAN on a long-term basis with EFC on or before December 31, 2022, and further determines and authorizes that such long-term indebtedness shall be in an amount no greater than the currently outstanding principal amount of the 2017 BAN (\$749,343.21), plus associated financing costs of EFC.

Section 3. The Chief Fiscal Officer of the Regulating District is hereby authorized to execute such documents required by EFC and take such actions as may be necessary or advisable in connection with the execution of the amended and restated 2017 BAN and the refinancing of the amended and restated 2017 BAN with EFC on a long-term basis.

Section 4. This Bond Resolution is adopted subject to the approval of the New York State Department of Environmental Conservation pursuant to paragraph (f) of subdivision 4 of Section 2.00 of the Local Finance Law.

Section 5. Except as modified by this Bond Resolution, the provisions of the Prior Bond Resolutions shall remain unchanged and in full force and effect.

Section 6. Any applicable provisions of this Bond Resolution and the Prior Bond Resolutions shall be incorporated into the Regulating District’s Trust Indenture that is anticipated to be entered into prior to the long-term refinancing of the 2017 BAN.

Board Chair Mark Finkle called for a roll-call vote on the motion to adopt the amended and restated bond anticipation note. Mr. Reagan so moved, Mr. Hayes seconded. The result of the vote is as follows

Board Member	Approve Motion Adopting Resolution Adopting amended and re-stated bond anticipation note	
	Yes	No
Mark M. Finkle	<u> X </u>	<u> </u>
Kenneth F. DeWitt	<u> X </u>	<u> </u>
Albert J. Hayes	<u> X </u>	<u> </u>
Timothy J. Reagan	<u> X </u>	<u> </u>
Alfred J. Candido, Jr.	<u> X </u>	<u> </u>
Richard Bird	<u> X </u>	<u> </u>
Nicole T. Allen	<u> X </u>	<u> </u>

The Board adopted the Resolution by unanimous vote.

RESOLUTION TO AUTHORIZE REAPPROPRIATIONS FOR CAPITAL PROJECTS

Finance Committee Chair Kenneth DeWitt presented a resolution to establish the use of re-appropriations for capital project accounts to include: 5260 (Capital Improvements); 5650 (Repairs to Structures); and 5695 (Engineering Consultant). He noted the resolution would establish an August 31 lapse date each fiscal year subsequent to the fiscal year in which an original appropriation has been made for all appropriations for which no re-appropriation has been authorized and would authorize the Chief Fiscal Officer/Treasurer to make initial use of re-appropriations in managing these accounts effective immediately; to wit:

Re-appropriations in the following accounts and amounts for the Fiscal Year 2022-23 budget.

Account	Subaccount	Re-appropriation: 2022-23
5260	0300	10,628
5650	0700	78,065

5695	0300	7,162
	0400	288,640
	0700	27,134
	0800	19,085
	0900	19,085

Board Chair Mark Finkle called for a motion. Mr. Reagan made a motion to adopt the resolution to authorize re-appropriations for capital projects. Mr. Bird seconded and the Board approved the motion adopting the resolution by unanimous vote.

STAFF REPORTS

Mr. Leslie presented his report. Mr. Leslie noted that Walden/New Gen has delivered the appraisal report establishing the valuation of the Regulating District’s 56 feet of head at Conklingville and that Michael Varley has delivered the appraisal report establishing the valuation of the leasehold improvement (Plant) at Stillwater. Counsel has delivered each report to Erie Boulevard Hydropower L.P. and Stillwater Associates L.P. respectively. The Agreement with Erie has been extended through December 31, 2022 and the Agreement with Stillwater has been extended through September 30, 2022. Negotiations for new reservoir operating agreements continue. Mr. Leslie noted that he delivered a temporary use permit application with the necessary documentation and the concurrent use and occupancy agreement to facilitate the Regulating District contractor’s use of the DEC lands off of Edmunds Road in Boonville in connection with the rehabilitation effort at Hawkinsville. He also reported that he addressed an errant Notice of Petition through which Saratoga County sought to foreclose for non-payment of taxes on ‘suffixed’ property lying upon lands owned by the SONY. Since drafting this month’s report, on behalf of the records access officer, counsel/staff addressed two (2) FOIL request(s) during the reporting period. There were still no appeals.

Ms. Ruzycky presented her report to the Board. Ms. Ruzycky reported completion of the SFO quarterly internal control compliance audit and her work on-boarding seasonal laborers.

Mr. Maniccia presented his report to the Board. Therein he noted that at the close of June 30, 2022, the general fund balances for the HRA and BRA were approximately \$4,790,084 and \$1,575,946 respectively. When combined (in the amount of \$6,366,030), this total is \$131,260 or 2.1% more than the same period last year. Mr. Maniccia noted that significant disbursements for the period include: Payroll, Bergman Associates and USGS. Mr. Maniccia noted that the Regulating District’s transactional processing and reporting are current. Mr. Maniccia also noted that Traveler’s Insurance has indicated that it has reached an accord with Richard Ferrara.

Mr. Foltan presented the Chief Engineer’s report to the Board. Mr. Foltan noted that the June average daily release from the Sacandaga Reservoir (Great Sacandaga Lake) was approximately 1,440 cubic feet per second (cfs). Precipitation during the month of June was below normal across the Great Sacandaga Lake and Indian Lake watersheds. The monthly inflow to Great Sacandaga Lake and Indian Lake reservoir was approximately 61% and 73% of historic average, respectively. Monthly release of water from Great Sacandaga Lake and Indian Lake measured 69% and 61% of historic average, respectively.

The June average daily release from Stillwater Reservoir was approximately 300 cfs. Monthly total precipitation measured 85%, 106%, and 109% of historic average at Stillwater, Old Forge, and Sixth Lake, respectively, as of June 22nd. Precipitation in the month of June was below average at Stillwater, and above average at Old Forge and Sixth Lake. The monthly inflow to Stillwater Reservoir was approximately 77% of historic average. The inflow to Sixth Lake and Old Forge Reservoir totaled 0.06 and 0.18 billion cubic feet, respectively, in June. Release of water from Stillwater Reservoir averaged 71% of historic discharge.

RESOLUTION SCHEDULING DATE TIME AND LOCATION OF THE REGULAR MEETING FOR SEPTEMBER 13, 2022

Chair Finkle asked for a motion to adopt a resolution setting the date, time and location for the next meeting of the Board of the Hudson River-Black River Regulating District for Tuesday, September 13, 2022 at the Regulating District's Sacandaga Field Office, 737 Bunker Hill Road, Mayfield, NY 12117. The meeting will be scheduled for 10:00 A.M.

Mr. Hayes moved to adopt the resolution setting the date, time and location of the next meeting. Mr. Candido seconded and the Board adopted the resolution by unanimous vote.

BOARD MEMBER COMMENTS

Board Chair Mark Finkle recognized Mr. Callaghan who noted that the Regulating District will conduct a walking tour of the Regulating District's Hawkinsville Dam facility immediately following the meeting. Mr. Callaghan reported that he had invited Oneida County Executive Anthony J. Picente, Jr. and Town of Boonville officials to participate in the site visit. Board chair Finkle noted that no Board business will be conducted during the tour.

ADJOURNMENT

Chair Finkle called for a motion to adjourn the meeting. Mr. Reagan advanced the motion. Mr. Bird seconded. The meeting adjourned at 10:58 A.M.

RESOLUTIONS

22- 39-07 RESOLUTION OF THE HUDSON RIVER – BLACK RIVER REGULATING DISTRICT HONORING PRINCIPAL PLANT OPERATOR TIMOTHY R. HARWOOD

Mr. Callaghan recited a proclamation honoring Mr. Harwood. Board Chair Finkle called for a motion adopting the Resolution honoring Mr. Harwood's service. Mr. Bird moved to adopt the Resolution proclaiming the Board's appreciation from Mr. Harwood's efforts on behalf of the Regulating District. Mr. Candido seconded and the Board adopted the Resolution by unanimous vote and ovation.

22-40-07 RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO HIRE THE MOST QUALIFIED CANDIDATE FOR THE PLANT OPERATOR POSITION IN THE BLACK RIVER AREA

Board Chair Mark Finkle called for a motion. Mr. Reagan moved to adopt the resolution authorizing the Executive Director to hire a Plant Operator in the Black River Area, to be filled by the most qualified candidate as determined by the Chief Engineer through applicant interviews in accordance with the provisions of the current CSEA agreement. Mr. Hayes seconded and the Board adopted the resolution by unanimous vote.

22-41-07 RESOLUTION TO ACCEPT REVISED AGREEMENT WITH VARLEY APPRAISAL GROUP, INC. FOR APPRAISAL SERVICES WORK

Chair Mark Finkle called for a motion. Mr. Candido moved to adopt the resolution authorizing the amendment to the agreement with Varley Appraisal Group, Inc. modifying the scope and increasing the not-to-exceed cost by \$1,200 to \$8,550. Mr. Reagan seconded and the Board adopted the resolution by unanimous vote.

22-42-07 RESOLUTION TO INCORPORATE LANGUAGE WITHIN THE REGULATING DISTRICT’S VEHICLE USE POLICY TO ENSURE COMPLIANCE WITH THE STATEWIDE FLEET POLICY

Board Chair Mark Finkle asked for a motion adopting the resolution updating the vehicle use policy. Mr. Hayes moved to adopt the resolution to incorporate within the Regulating District’s vehicle use policy language to ensure compliance with updates to the statewide fleet policy. Mr. DeWitt seconded and the Board adopted the resolution by unanimous vote.

22-43-07 RESOLUTION AUTHORIZING THE EXECUTION OF AN AMENDED AND RESTATED HUDSON RIVER-BLACK RIVER REGULATING DISTRICT E.F.C. CLEAN WATER FACILITY NOTE – 2017 A (BOND ANTICIPATION NOTE) ISSUED TO THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION TO FINANCE A PORTION OF THE COST OF THE RECONSTRUCTION OF THE SPILLWAY AT THE CONKLINGVILLE DAM

Board Chair Mark Finkle called for a roll-call vote on the motion to adopt the amended and restated bond anticipation note. Mr. Reagan so moved, Mr. Hayes seconded. The result of the vote is as follows

Board Member	Approve Motion Adopting Resolution Adopting	
	amended and re-stated bond anticipation note	
	Yes	No
Mark M. Finkle	<u> X </u>	_____
Kenneth F. DeWitt	<u> X </u>	_____
Albert J. Hayes	<u> X </u>	_____
Timothy J. Reagan	<u> X </u>	_____
Alfred J. Candido, Jr.	<u> X </u>	_____
Richard Bird	<u> X </u>	_____
Nicole T. Allen	<u> X </u>	_____

The Board adopted the Resolution by unanimous vote.

22-44-07 RESOLUTION TO AUTHORIZE REAPPROPRIATIONS FOR CAPITAL PROJECTS

Board Chair Mark Finkle called for a motion. Mr. Reagan made a motion to adopt the resolution to authorize re-appropriations for capital projects. Mr. Bird seconded and the Board approved the motion adopting the resolution by unanimous vote.

22-45-07 RESOLUTION SCHEDULING DATE, TIME AND LOCATION OF THE REGULAR MEETING FOR SEPTEMBER 13, 2022

Mr. Hayes moved to adopt the resolution setting the date, time and location of the next meeting. Mr. Candido seconded and the Board adopted the resolution by unanimous vote.

Robert P. Leslie
Secretary

Mark M. Finkle
Board Chairman