

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

Sacandaga Field Office
737 Bunker Hill Road
Mayfield, NY 12117

September 13, 2022

Immediately following the Governance Committee Meeting Scheduled for
10 AM

Participants were invited to join the meeting via computer, tablet or smartphone.

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CALL TO ORDER

Chairman Mark M. Finkle called the meeting to order at 10:30 A.M.

ROLL CALL

Present: Second Vice-Chair Kenneth F. DeWitt; Board Members Albert J. Hayes and Nicole T. Allen; Executive Director John C. Callaghan; General Counsel Robert P. Leslie; Chief Engineer Robert S. Foltan; Chief Fiscal Officer Timothy M. Maniccia; and Compliance Officer Stephanie V. Ruzycky.

Video Feed: Board Member Alfred J. Candido Jr. (travel) and Board Member Richard Bird (caregiving responsibilities)

Excused: Board Chair Mark M. Finkle and Board Member Timothy J. Reagan

MOTION TO ADOPT OR REVISE THE MEETING AGENDA

Acting Chair DeWitt asked for a motion to revise the meeting agenda to reflect consideration of a resolution authorizing the extension of the Ground Lease and Water Usage Agreement at Stillwater. Mr. Hayes made a motion to adopt the revised agenda. Ms. Allen seconded. The Board approved the motion by unanimous vote.

PUBLIC COMMENT

Acting Chair DeWitt opened the meeting to public comment; hearing none.

APPROVAL OF THE JULY 12, 2022 REGULAR BOARD MEETING MINUTES

Acting Chair DeWitt asked for a motion to adopt the July 12, 2022 regular board meeting minutes. Mr. Hayes advanced the motion to approve the regular meeting minutes. Ms. Allen seconded and the Board approved the motion by unanimous vote.

REPORT OF THE EXECUTIVE DIRECTOR

Mr. Callaghan presented his report to the Board. Mr. Callaghan reported that he worked with staff and stakeholder groups to plan and execute the SFO open house & centennial celebration on August 20th; thanking staff for their active roles in the celebration's success. Mr. Callaghan also touched briefly upon the negotiations with Brookfield/Erie Boulevard Hydropower and Stillwater Associates. On the issue of boater safety, Mr. Callaghan noted the rash of drownings hitting the state this summer and thanked stakeholders including the GSL Safe Lake Initiative, the Sean Craig Memorial Fund, Inc. and the Henry D Ross III Memorial Fund, for their support addressing this issue. In response to a Board Member comment, Mr. Callaghan noted the Regulating District has been asked to supply a venue for others to conduct boater safety training.

CONTRACTS/ACTIONS

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER A LEASE FOR SPACE LOCATED ON THE FIFTH FLOOR OF 54 STATE STREET ALBANY, NEW YORK

Mr. Callaghan presented a resolution authorizing the executive director to enter into a lease for new space for the Hudson River Area Office. He noted that while the Regulating District has entered into a second one-year facilities use agreement with Fuller Road Management Corporation for the space occupied by the Hudson River Area Office (HRAO) at 575 Broadway, Albany, the landlord has indicated that a new buyer may elect to terminate said agreement. He explained that staff have identified space at 54 State Street in Albany as a preferred option based on cost and operational suitability. Further, he noted that through negotiations, staff have obtained an agreement to provide a turnkey build-out based upon an agreed to floor plan and work scope utilizing building standard materials at no cost to the Regulating District. Mr. Callaghan recommended the Board authorize a lease for 2,659 square feet of rentable space on the fifth floor of 54 State Street, Albany, New York. The five-year lease term would commence November 1, 2022 at a base rent per annum of \$50,521.00. The Regulating District will be charged \$2.25 per rentable square foot in Year 1 for electric utilities and the Regulating District will be charged a pro-rata share (1.8%) of increases in the Property Taxes over a 2023 Base Year and School Taxes over the 2022/23 School Taxes. The Regulating District will be charged a pro-rata share (1.8%) of increases in the Operating Expenses over a 2023 Base Year. Mr. Callaghan noted that the lease is subject to review and approval of the Office of the New York State Attorney General and the New York State Office of the State Comptroller.

Acting Chair DeWitt asked for a motion to authorize the Executive Director to execute a new lease agreement with a five-year term, effective November 1, 2022 at the specified fee per annum. Ms. Allen so moved. Mr. Hayes seconded and the Board approved the motion adopting the resolution by unanimous vote.

RESOLUTION TO AUTHORIZE SOLE SOURCE PROCUREMENT TO REPLACE SHAFT ON GATE #4 AT THE STILLWATER DAM

Mr. Foltan presented the Resolution authoring procurement of a shaft in use at the Stillwater Dam's gate #4 which is bent and needs replacement. Mr. Foltan noted that continued proper performance of the gate, shaft and operating mechanism require that the Regulating District purchase gate stems, couplings, and bronze gate guide assemblies which must meet the specific proprietary tolerances and design specified by the manufacturer of the original gate assembly. The original manufacturer, Rodney Hunt, Inc. (46 Mill Street, Orange, MA 01364), maintains that the machined tolerances of such parts are proprietary and that it does not share detailed information concerning compatible materials and necessary dimensions of the replacement shaft and shaft guides required. Mr. Foltan explained that use of products supplied by the original manufacturer will provide assurance that the replacement parts will perform as intended. He noted that Rodney Hunt, Inc. is the sole vendor able to supply the required replacement parts.

Acting Chair DeWitt asked for a motion to authorize the sole source procurement of the necessary replacement parts for repair of the Stillwater Dam's gate #4 for a total amount not to exceed \$16,090. Mr. Hayes so moved. Ms. Allen seconded and the Board approved the motion adopting the resolution by unanimous vote.

RESOLUTION TO APPROVE EIGHTH AMENDMENT TO CONTRACT C012012 WITH KLEINSCHMIDT ASSOCIATES, PA, PC

Mr. Foltan presented the resolution to the Board to authorize an eighth amendment to Contract C012012 with Kleinschmidt Associates, PA, PC. Mr. Foltan related the series of contract amendments necessary to accomplish the completion of the remediation at Hawkinsville Dam. Mr. Foltan explained that on December 9, 2021 the Regulating District received comments on its Hawkinsville Dam reconstruction (remediation) permit application from the New York State Department of Environmental Conservation Dam Safety Division (DEC Dam Safety); and, in response, the Regulating District requested that Kleinschmidt provide additional permitting services related to the Hawkinsville Dam Remediation project, including: review of DEC Dam Safety comments; perform analysis to support a response; attend a meeting with DEC Dam Safety; and update and resubmit the Design Report and Project Drawings to the Regulating District and DEC Dam Safety. The Regulating District required Kleinschmidt's immediate assistance to respond to DEC Dam Safety in order to stay on schedule for an August 2022 start of construction. As such, Kleinschmidt completed this additional scope of work in March 2022. Kleinschmidt completed the services outlined in the *Amendment 7 Review of NYSDEC Comments* scope of services letter, dated March 31, 2022, and the Board then approved Resolution 22-27-06 authorizing Amendment #7 revising the scope of services and increasing the contract price by \$16,400 to a contract price to a not to exceed amount of \$239,964. Mr. Foltan explained that following DEC comment, Kleinschmidt now proposes to add additional scope to the existing scope of work for Task 4 subtasks, including necessary project management, coordination, labor, and expenses, to address requirements outlined in *An Owners Guidance Manual for the Inspection and Maintenance of Dams in New York State* (NYDEC, September 2009). Kleinschmidt will prepare a draft Implementation & Monitoring Plan (I&M Plan) for Regulating District review before submission to NYSDEC; which plan will include additional weekly conference calls and construction observations, additional review of testing reports, coordination with contractors/Regulating District, and review of the Regulating District's reports and Contractor's submittals, and submission of a completion of work statement and as-built drawings for submission to NYSDEC. He recommended that the Board authorize the executive director to execute an eighth amendment to contract C012012 accepting

Kleinschmidt’s proposed amendment #8: Revised Scope of Services proposal and authorizing the executive director to increase the contract price by \$34,300 to a total contract price of \$274,264. Mr. Foltan also recommended that the Board authorize the following transfer in the Fiscal Year 2022-23 budget:

Account Number	Account Name	Increase	Decrease
5695-0000	Engineering Consultant	\$35,000	
5650-0000	Repairs to Structures		\$30,000
5900-0000	Property Taxes		\$5,000

He noted that the contract is subject to review and approval by the State of New York Office of the Attorney General and the New York State Office of the State Comptroller.

Acting Chair DeWitt asked for a motion adopting the resolution to authorize the Executive Director to execute an eighth amendment to contract C012012 accepting Kleinschmidt’s proposed amendment #8: Revised Scope of Services proposal, to increase the contract price by \$34,300 to a total contract price of \$274,264, and to authorize the transfers indicated in the Fiscal Year 2022-2023 budget. Ms. Allen so moved. Mr. Hayes seconded and the Board approved the motion adopting the resolution by unanimous vote.

RESOLUTION APPROVING A CASH PAYOUT OF UNUSED ANNUAL AND SICK LEAVE AND CONTRIBUTION TO HEALTH INSURANCE PREMIUMS TO TIMOTHY HARWOOD UPON RETIREMENT

Mr. Maniccia presented the resolution authorizing a cash payout of unused annual and sick leave and a contribution to health insurance premiums to Timothy Harwood upon Mr. Harwood’s retirement. Mr. Maniccia noted that Timothy Harwood retired directly from Regulating District employment on August 31, 2022 and that pursuant to the July 1, 2020-June 30, 2024 CSEA Contract he shall be paid: up to a maximum of forty (40) days of vacation leave [Article VI (C)]; unused sick leave up to 100 days, excluding any days used to pay for health insurance premiums for spouse under Article VIII of the agreement [Article VII (F)]; and health insurance premiums at the same rate as when the employee was employed, regardless of whether it is Family, 2-person (if available), or Individual coverage, provided that: (a) the employee retires with ten (10) or more years of service with the Regulating District and (b) the employee is eligible for New York State Retirement benefits [Article VIII (G)]. Mr. Maniccia added that a review of Mr. Harwood’s personnel record maintained by the Executive Director reveals that Mr. Harwood commenced service as an employee of the Regulating District on November 30, 2006 and that at the conclusion of his fifteen-year tenure with the Regulating District, has a balance of: 217.25 hours (28.97 days) of unused annual leave; 803.25 hours of sick leave (payout limited to 100 days/750 hours); and 37.5 hours (payout limited to 37.5 hours) of on call time. At fifteen years of service, Mr. Harwood is entitled to \$1,200 in longevity compensation. On a pro-rated basis, Mr. Harwood is eligible to be paid \$200 hours of this longevity payment. The cash payment of \$29,357.85 to Mr. Harwood for unused annual and sick leave, on call time and longevity upon retirement is subject to review and approval by the NYS Comptroller. Mr. Maniccia recommended the Board authorize the payouts indicated.

Acting Chair DeWitt asked for a motion approving the resolution authorizing a cash payout to Timothy Harwood in the amount not to exceed \$29,357.85 representing up to 28.97 days (217.25

hours) of unused annual leave, 100 days (750 hours) of unused sick leave, 37.5 hours of on call time and \$200 of longevity, and further recognizing that based on the fact that Mr. Harwood’s hire date (November 30, 2006) falls between July 1, 2006 and July 1, 2009, Mr. Harwood is required to contribute ten percent of the cost toward payment of health insurance premiums due each month during retirement. Mr. Bird so moved, Mr. Candido seconded and the Board approved the motion adopting the resolution by unanimous vote.

RESOLUTION TO APPROVE TRANSFERS IN THE FISCAL YEAR 2022-23 BUDGET

Mr. Maniccia presented a resolution through which the Board would authorize transfers in the Fiscal Year 2022-23 Budget. He explained that in order to provide sufficient funding in the current Fiscal Year for the following Expenses, staff seek authority to execute transfers in the Fiscal Year 2022-23 budget;

Account Number	Account Name	Increase	Decrease
5230-0300	Other Equipment	\$7,000	
5260-0300	Capital Improvements		\$7,000

Account Number	Account Name	Increase	Decrease
5330-0300	Other Materials & Supplies	\$2,500	
5350-0300	Equipment Repairs and Parts		\$2,500

Acting Board Chair DeWitt asked for a motion to adopt the resolution authorizing the budget transfers. Mr. Candido so moved. Mr. Hayes seconded and the Board approved the motion by unanimous vote.

STAFF/COMMITTEE REPORTS

AUDIT COMMITTEE REPORT

RESOLUTION APPROVING BPAS TO PERFORM GASB 75 VALUATION FOR FISCAL YEAR ENDING JUNE 30, 2022

Audit Committee Chair Hayes asked Mr. Maniccia to present the resolution. Mr. Maniccia reported that Governmental Accounting Standards Board (GASB) Statement No. 75, ‘*Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*’ requires an actuarial valuation or a calculation using the specified alternative measurement method of the total OPEB liability to be performed at least every two years. BPAS performed the last valuation for fiscal year June 30, 2020 and has performed all of the Regulating District’s valuations in an efficient and cost effective manner. Mr. Maniccia recommended that the Board accept BPAS’s proposal to employ the annual alternative measurement method for the 2022 valuation for a not-to-exceed contract amount of \$6,500 and the interim valuation method for Fiscal Year 2023 for a not-to-exceed amount of \$2,000 as set forth in the BPAS proposal. Further, Mr. Maniccia recommended that the Board authorize a transfer \$3,660 in the Fiscal Year 2022-23 budget to Account 5691-0500 ‘Accounting Audit & Consulting’ from Account 5770-0500 ‘Contingencies’.

Acting Board Chair DeWitt asked for a motion. Mr. Hayes moved to adopt the resolution authorizing the Executive Director to enter into an agreement with BPAS to perform the actuarial calculation of the total OPEB liability required by GASB Statement No. 75 for the not to exceed amount of \$6,500.00 for Fiscal Year 2022 and an additional not-to-exceed amount of \$2,000 for the Fiscal Year 2023. Ms. Allen seconded and the Board approved the motion by unanimous vote.

GOVERNANCE COMMITTEE REPORT

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO IMPLEMENT CERTAIN ORGANIZATIONAL CHANGES AND SALARY GRADE ADJUSTMENTS

Governance Committee Chair Candido presented the resolution authorizing certain organizational changes and salary grade adjustments. He noted that Mr. Callaghan, as Executive Director, assigned members of senior staff new collateral duties and supervisory roles. He reported that the Committee recommends that the Board reclassify the non-represented position of Compliance Officer to the non-represented position of Director of Administrative Services at a salary range of \$95,056-\$120,156 (SG-M2 in the State's adopted M/C salary schedule) and reclassify the non-represented positions of Chief Engineer and Chief Fiscal Officer to a salary range of \$116,686-\$147,256 (SG-M4 in the State's adopted M/C salary schedule). Mr. Candido further noted the Committee recommended the Board, effective October 13, 2022, place the Director of Administrative Services, Chief Engineer, and Chief Fiscal Officer at, and advance from, the respective "step" for the M/C salary grades noted above representing not less than a 5% increase from current salary; applying the same criteria prescribed for the advancement of represented employees pursuant to the current CSEA agreement.

Acting Chair DeWitt asked for a motion adopting the resolution to, effective October 13, 2022, reclassify the Compliance Officer as the Director of Administrative Services at a salary range of \$95,056-\$120,156 (SG-M2 in the State's adopted M/C salary schedule) and reclassify the non-represented positions of Chief Engineer and Chief Fiscal Officer to a salary range of \$116,686-\$147,256 (SG-M4 in the State's adopted M/C salary schedule) and further place each at, and advance each from, the respective step for the M/C salary grade representing not less than a 5% increase from the current salary. Mr. Hayes so moved. Ms. Allen seconded and the Board adopted the resolution by unanimous vote.

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

Mr. Candido presented a Resolution recommended by the Governance 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*") and as later amended by a Second Amendment to Ground Lease and Water Usage Agreement, dated October 14, 2021 (the "*Second Amendment to Ground Lease and Water Usage Agreement*") and as later amended by a Third Amendment to Ground Lease and Water Usage Agreement, dated as of March 31, 2022 (the "*Third Amendment to Ground Lease and Water Usage Agreement*") and that certain Fourth Amendment to Ground Lease and Water Usage Agreement, dated as of June 15, 2022 (the "*Fourth Amendment to Ground Lease and Water Usage Agreement*"). Mr. Candido explained that the current agreement is set

to expire on September 30, 2022, 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 time for the appraisers for the parties, any third appraiser chosen by the appraisers for the parties, or the parties themselves sufficient time to determine the plant's appraised value and to allow the parties sufficient time to prepare for the purchase and sale of the plant by the District.

Mr. Hayes made a motion to adopt the resolution which authorizes the Executive Director to execute a Fifth Amendment to the Ground Lease and Water Usage Agreement extending the extended term three months to December 31, 2022. Mr. Bird seconded and the Board adopted the motion by unanimous vote.

STAFF REPORTS

Mr. Leslie presented his report. Mr. Leslie noted that negotiations with Brookfield/Erie Boulevard Hydropower L.P. ('Erie') regarding the soon to expire Reservoir Operating Agreement at Conklingville are progressing slowly. In June, Erie received the Walden/New Gen appraisal report supporting an increase to \$2.5 million in annual payments for Erie's use of the Regulating District's 56 feet of head at Conklingville. Counsel for Erie continue to press the argument that the Regulating District's FERC license compels the Regulating District to route water through Erie's FERC licensed hydroelectric generating plant for no compensation. Erie argues that it must pay only for the authority to time the release of discharges and appears to value such at \$77,000 per year. FERC considers Erie's E.J. West hydro plant and the Regulating District's dam and reservoir to be a single unit of development and, as such, requires both to be licensed. The complete unit of development consists of all dams, powerhouses, impoundments, water rights, and lands which are used in connection with such unit. In short, Erie owns the powerhouse. The HRBRRD owns the dam, water rights and land. Despite Erie and its predecessors having done so continuously since the first reservoir operating agreement in 1927, Erie has indicated that they may cease to pay to use the water rights. While subsection (a) of Article 402 of the HRBRRD's FERC license requires the HRBRRD to operate with the goal of minimizing energy losses to affected hydroelectric projects by the aggressive use of storage, subsection (j) of that same article "*Operation for Aggressive Use of Storage*" requires the Regulating District to make every reasonable attempt to limit releases to not exceed target maximum flows in the Hudson River below its confluence with the Sacandaga River and to limit water releases from GSL below E.J. West. As such, the Regulating District's FERC license and the Offer of Settlement, through which the operating curves utilized in the license were developed, do not require the Regulating District to pass water through E.J. West. In fact, the target flows are all measured below that plant specifically so that the Regulating District does not have to give away the 'fuel' that allows Erie to generate electricity. Were Erie to own all elements of the unit, Erie would have to utilize the revenue generated at its powerhouse to fund and maintain the dam and reservoir which create the head necessary to generate such electricity. Unfortunately, Erie's current position would have the practical effect of reversing the out-year financial relief that Albany, Rensselaer, Saratoga, Warren & Washington counties are expecting to receive as a result of the Regulating District's successful legislative advocacy, instead diverting those taxpayer savings back to Erie. Absent a shift in Erie's thinking, the Regulating District may be forced to resort to the Dispute Resolution provisions of the Offer of Settlement laying the dispute at FERC.

Mr. Leslie also noted that negotiations regarding the Regulating District's purchase of the hydroelectric plant adjacent to the Stillwater Reservoir are also progressing slowly. The expiration of the Ground Lease and Water Usage Agreement at Stillwater, without further extension, compels the sale. However, the parties' appraisals establishing the value of the plant differ by more than 15%. As such, the agreement compels the parties' appraisers to select a third appraiser to review the appraisal

documents submitted to date. The central issues involve: the impact rental expense has upon the calculation of net revenue; the projection of anticipated revenue beyond the conclusion of the soon-to-expire purchase power agreement the seller long-ago negotiated with National Grid's predecessor; and the sharp fall-off in generation over the last ten years when compared with the initial twenty years of the plant's operation. Stillwater Associates LP seeks roughly twice what the Regulating District's appraisal indicates it should pay. DEC has delivered the temporary use permit necessary to supplement the concurrent use and occupancy agreement to facilitate the Regulating District contractor's use of DEC lands off of Edmunds Road in Boonville in connection with the dam rehabilitation effort at Hawkinsville. Mr. Leslie reported that he continues to work with DEC on a concurrent use and occupancy agreement facilitating use of DEC lands necessary for construction of a berm or retaining wall at the downstream tow of Indian Lake dam, placement of an anchor for the upstream log boom, and use of nearby lands for equipment storage during the Indian Lake Dam rehabilitation/post construction creation of a day-use parking area.

Ms. Ruzycky presented her report to the Board. Ms. Ruzycky reported that she met with the NYSIF consultant to review the HRBRD's risk control and loss analysis. Ms. Ruzycky reported that she contacted vendors, drafted amendments, and reviewed and prepared contracts/amendments for AG/OSC review. Ms. Ruzycky reported her work developing a new access permit renewal application, her completion of the NYS OPDV liaison training, attendance at the GSLAC meeting and submission of the annual GreenNY Report.

Mr. Maniccia presented his report to the Board. Therein he noted that at the close of August 31, 2022, the general fund balances for the HRA and BRA were approximately \$5,997,294 and \$1,451,030 respectively. When combined (in the amount of \$7,448,324), this total is \$90,676 or 1.2% more than the same period last year. Mr. Maniccia noted that significant disbursements for the period include: payroll, health insurance and property and casualty insurance. Mr. Maniccia noted that the Regulating District's transactional processing and reporting are current. On August 11, the Regulating District received notification from the New York State Environmental Facilities Corporation (EFC) that the application to create a new short-term financing had closed. This new agreement ends on December 31, 2022 and was entered into to give EFC the time it desired to bring its long-term financing to market later this year. The EFC Board at its August 31 meeting approved inclusion of this conversion (in the amount of \$829,000) in its anticipated long-term financing.

Mr. Maniccia presented an affidavit evidencing \$170.39 in necessary and reasonable Board expenses incurred by Mark Finkle, \$96.00 in necessary and reasonable Board expenses incurred by Albert Hayes and \$138.69 in necessary and reasonable Board expenses incurred by Kenneth DeWitt in the course of their duties as a Board member. Acting Chair DeWitt asked for a Motion to approve payment of such expenses. Ms. Allen so moved. Mr. Candido seconded and the Board passed the Motion by unanimous vote.

Mr. Maniccia led a discussion regarding the pledge of security underlying Regulating District debt. Mr. Maniccia indicated he expects to present debt-related Resolutions for the Board's review in the coming months as the Regulating District takes additional steps to secure financing of necessary rehabilitation of its infrastructure.

Mr. Foltan presented the Chief Engineer's report to the Board. Mr. Foltan noted that the August average daily release from the Sacandaga Reservoir (Great Sacandaga Lake) was approximately 1,620 cubic feet per second (cfs). Precipitation during the month of August 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 23% and 39% of historic average, respectively. Monthly release of water from Great Sacandaga Lake and Indian Lake measured 84% and 66% of historic average, respectively.

The August average daily release from Stillwater Reservoir was approximately 480 cfs. Monthly total precipitation measured 157%, 113%, and 86% of historic average at Stillwater, Old Forge, and Sixth Lake, respectively, as of August 28th. Precipitation in the month of August was above average at Stillwater and Old Forge and below average at Sixth Lake. The monthly inflow to Stillwater Reservoir was approximately 112% of historic average. The inflow to Sixth Lake and Old Forge Reservoir totaled 0.03 and 0.07 billion cubic feet, respectively, in August. Release of water from Stillwater Reservoir averaged 119% of historic discharge.

Mr. Foltan provided an update regarding progress with the Hawkinsville Dam remediation.

RESOLUTION SCHEDULING DATE TIME AND LOCATION OF THE REGULAR MEETING FOR OCTOBER 12, 2022

Acting Chair DeWitt 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 Wednesday, October 12, 2022 at the Regulating District's Stillwater Field Office, 116 Necessary Dam Road, Lowville, NY 13367. 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. Bird seconded and the Board adopted the resolution by unanimous vote.

BOARD MEMBER COMMENTS

ADJOURNMENT

Acting Chair DeWitt called for a motion to adjourn the meeting. Ms. Allen advanced the motion. Mr. Hayes seconded. The meeting adjourned at 11:18 A.M.

RESOLUTIONS

22- 46-09 RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER A LEASE FOR SPACE LOCATED ON THE FIFTH FLOOR OF 54 STATE STREET ALBANY, NEW YORK

Acting Chair DeWitt asked for a motion to authorize the Executive Director to execute a new lease agreement with a five-year term, effective November 1, 2022 at the specified fee per annum. Ms. Allen so moved. Mr. Hayes seconded and the Board approved the motion adopting the resolution by unanimous vote.

22-47-09 RESOLUTION TO AUTHORIZE SOLE SOURCE PROCUREMENT TO REPLACE SHAFT ON GATE #4 AT THE STILLWATER DAM

Acting Chair DeWitt asked for a motion to authorize the sole source procurement of the necessary replacement parts for repair of the Stillwater Dam's gate #4 for a total

amount not to exceed \$16,090. Mr. Hayes so moved. Mr. Allen seconded and the Board approved the motion adopting the resolution by unanimous vote.

22-48-09 RESOLUTION TO APPROVE EIGHTH AMENDMENT TO CONTRACT C012012 WITH KLEINSCHMIDT ASSOCIATES, PA, PC

Acting Chair DeWitt asked for a motion adopting the resolution to authorize the executive director to execute an eighth amendment to contract C012012 accepting Kleinschmidt's proposed amendment #8: Revised Scope of Services proposal, to increase the contract price by \$34,300 to a total contract price of \$274,264, and to authorize the transfers indicated in the Fiscal Year 2022-2023 budget. Ms. Allen so moved. Mr. Hayes seconded and the Board approved the motion adopting the resolution by unanimous vote.

22-49-09 RESOLUTION APPROVING A CASH PAYOUT OF UNUSED ANNUAL AND SICK LEAVE AND CONTRIBUTION TO HEALTH INSURANCE PREMIUMS TO TIMOTHY HARWOOD UPON RETIREMENT

Acting Chair DeWitt asked for a motion approving the resolution authorizing a cash payout to Timothy Harwood in the amount not to exceed \$29,357.85 representing up to 28.97 days (217.25 hours) of unused annual leave, 100 days (750 hours) of unused sick leave, 37.5 hours of on call time and \$200 of longevity, and further recognizing that based on the fact that Mr. Harwood's hire date (November 30, 2006) falls between July 1, 2006 and July 1, 2009, Mr. Harwood is required to contribute ten percent of the cost toward payment of health insurance premiums due each month during retirement. Mr. Bird so moved, Mr. Candido seconded and the Board approved the motion adopting the resolution by unanimous vote.

22-50-09 RESOLUTION TO APPROVE TRANSFERS IN THE FISCAL YEAR 2022-23 BUDGET

Acting Board Chair DeWitt asked for a motion to adopt the resolution authorizing the budget transfers. Mr. Candido so moved. Mr. Hayes seconded and the Board approved the motion by unanimous vote.

22-51-09 RESOLUTION APPROVING BPAS TO PERFORM GASB 75 VALUATION FOR FISCAL YEAR ENDING JUNE 30, 2022

Acting Board Chair DeWitt asked for a motion. Mr. Hayes moved to adopt the resolution authorizing the Executive Director to enter into an agreement with BPAS to perform the actuarial calculation of the total OPEB liability required by GASB Statement No. 75 for the not to exceed amount of \$6,500.00 for Fiscal Year 2022 and an additional not-to-exceed amount of \$2,000 for the Fiscal Year 2023. Ms. Allen seconded and the Board approved the motion by unanimous vote.

22-52-09 RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO IMPLEMENT CERTAIN ORGANIZATIONAL CHANGES AND SALARY GRADE ADJUSTMENTS

Acting Chair DeWitt asked for a motion adopting the resolution to, effective October 13, 2022, reclassify the Compliance Officer as the Director of Administrative Services at a salary range of \$95,056-\$120,156 (SG-M2 in the State's adopted M/C salary schedule) and reclassify the non-represented positions of Chief Engineer and Chief Fiscal Officer to a salary range of \$116,686-\$147,256 (SG-M4 in the State's adopted M/C salary schedule) and further place each at, and advance each from, the respective step for the M/C salary grade representing not less than a 5% increase from the current salary. Mr. Hayes so moved. Ms. Allen seconded and the Board adopted the resolution by unanimous vote.

22-53-09 RESOLUTION APPROVING A FIFTH AMENDMENT TO THE GROUND LEASE AND WATER USAGE AGREEMENT AT STILLWATER

Mr. Hayes made a motion to adopt the resolution which authorizes the Executive Director to execute a Fifth Amendment to the Ground Lease and Water Usage Agreement extending the extended term three months to December 31, 2022. Mr. Bird seconded and the Board adopted the motion by unanimous vote.

22-54-09 RESOLUTION SCHEDULING DATE, TIME AND LOCATION OF THE REGULAR MEETING FOR OCTOBER 12, 2022

Acting Chair DeWitt asked for a motion to adopt the resolution setting the date, time and location for the next meeting. Ms. Allen moved to adopt the resolution setting the date, time and location of the next meeting. Mr. Hayes seconded and the Board adopted the resolution by unanimous vote.

Robert P. Leslie
Secretary

Mark M. Finkle
Board Chair