

DRAFT

**STAMP Sewer Works, Inc. Meeting
March, March 26, 2025
Location: 99 MedTech Drive, Innovation Room
9:00 AM**

STAMP SEWER WORKS, INC. MINUTES

Attendance

Board Members: P. Zelif, T. Hens, R. Crossen, M. Clattenburg
C. Yunker and P. Battaglia (Video Conference. Not officially in attendance)
Staff: M. Masse, J. Krencik, P. Kennett, E. Finch
Guests: M. Fitzgerald (Phillips Lytle)
Absent:

1.0 Call to Order - Enter Public Session

P. Zelif called the meeting to order at 9:00 a.m. in the Innovation Zone.

1a. Enter Executive Session

R. Crossen made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 9:01 a.m. for the following reasons:

1. The medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation.

The motion was seconded by M. Clattenburg and approved by all members present.

P. Battaglia joined via video conference at 9:11 a.m.

1b. Enter Public Session

M. Clattenburg made a motion to enter back into public session at 9:11 a.m., seconded by T. Hens and approved by all members present.

2.0 Chairman's Report & Activities:

2a. Agenda Additions / Other Business – Nothing at this time.

2b. Minutes: January 14, 2025

R. Crossen made a motion to accept the January 14, 2025, minutes as presented; the motion was seconded by M. Clattenburg. Roll call resulted as follows:

M. Clattenburg -Yes	T. Hens - Yes
P. Zelif - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The item was approved as presented.

3.0 Discussions:

3a. 12/31/24 Audit – The Report to the Board of Directors states that no material weaknesses in internal controls were identified during the audit. It is their opinion that the audited financial statements present fairly, in all material respects, the financial position of the STAMP Sewer Works, Inc. as of December 31, 2024 in accordance with accounting principles generally accepted in the United States of America.

M. Masse stated that the audit opinion on the statements is a clean, unqualified opinion. The management letter did not have any recommendations on improvements to internal controls. The STAMP Sewer Works, Inc. and the STAMP Water Works, Inc. are discretely presented component units on the GGLDC statements due to the GGLDC's ultimate control over these entities.

On the balance sheet, the cash on hand at the end of the year is the cash received from the LDC as the sole shareholder. Accounts payable are related to legal fees for eminent domain services.

On the income statement there are expenses paid to Phillips Lytle for professional services related to the eminent domain proceedings. Interest income is also reflected.

R. Crossen made a motion to accept the 12/31/24 Audit as presented; the motion was seconded by T. Hens. Roll call resulted as follows:

M. Clattenburg -Yes	T. Hens - Yes
P. Zelif - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The item was approved as presented.

The Board voted on agenda items 3b through 3g collectively. The approval for these items follows agenda item 3g.

3b. Audit and Finance Committee Charter – This charter is required to be reviewed annually by the Committee. It is suggested to reappoint the following members to the Audit & Finance Committee:

Committee Chair – P. Battaglia
Committee Member – T. Hens
Committee Member – R. Crossen
Committee Member – P. Zelif

3c. Governance & Nominating Committee Charter - This charter is required to be reviewed annually by the Committee. It is suggested to reappoint the following members to the Governance & Nominating Committee:

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Committee Chair – C. Yunker
Committee Member – M. Clattenburg
Committee Member – P. Zelif
Committee Member – Vacancy

M. Masse noted that there is a vacancy on this Committee due to S. Mountain's resignation from the Board.

3d. Code of Ethics – It is good practice to review this annually. There are no changes being recommended.

3e. Disposition of Real Property Guidelines - This policy is required to be reviewed annually. There are no changes being recommended.

3f. Procurement Policy - This policy is required to be reviewed annually. There are no changes being recommended.

3g. Investment Policy - This policy is required to be reviewed annually. There are no changes being recommended.

R. Crossen made a motion to approve agenda items 3b through 3g as presented; the motion was seconded by T. Hens. Roll call resulted as follows:

M. Clattenburg -Yes	T. Hens - Yes
P. Zelif - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The items were approved as presented.

3h. Authority Self-Evaluation of Prior Year Performance -

2024 Measurements and Results:

1. Operate and maintain any onsite sanitary sewer transmission lines and holding tanks, process wastewater transmission lines, the discharge force main and ump stations at the STAMP site.
 - **Design and engineering in process for force main to Oakfield WWTF. Plan to begin construction in 2025.**
2. Support the GCEDC economic development and selling process helping to facilitate capital investment and job creation commitments and tax base enhancements in the community.
 - **Supported site visits with potential companies.**
3. Enter into Sewer Supply Agreements with any new tenants at the STAMP site.
 - **Working on agreements with the Village of Oakfield. The Village of Oakfield will have agreements with the tenants.**
4. Work with the GCEDC to obtain funding to expand the wastewater treatment facility, pump stations and the extension of any onsite sanitary sewer lines and/or process wastewater lines to support development of the STAMP site.
 - **GCEDC was awarded a \$56 million FAST NY grant in 2023 to fund some of this infrastructure.**

3i. Mission Statement & Measurement Report - STAMP Sewer Works Inc.'s mission is to operate and maintain an onsite wastewater treatment system for sanitary sewer waste from tenants within the STAMP site and Hamlet of Alabama. STAMP Sewer Works will also own, operate, and maintain an outfall pump station and force main to accept post treated process wastewater from industrial tenants within the STAMP site.

2025 Measurements:

1. Operate and maintain any onsite sanitary sewer transmission lines and hold tanks, process wastewater transmission lines, the discharge force main and pump stations at the STAMP site. Complete permitting and begin construction of force main to Oakfield.
2. Support the GCEDC economic development and selling process helping to facilitate capital investment and job creation commitments and tax base enhancement in the community.
3. Enter into Sewer Supply Agreements with any new tenants at the STAMP site.
4. Work with the GCEDC to obtain funding to expand wastewater treatment facility, pump stations and the extension of any onsite sanitary sewer lines and/or process wastewater lines to support development of the STAMP site.

R. Crossen stated that the Mission Statement included with the meeting materials and stated above should be amended.

M. Masse stated that the language will be amended as follows: "STAMP Sewer Works Inc.'s mission is to operate and maintain an onsite *sanitary sewer transmission system* from tenants within the STAMP site and the Hamlet of Alabama *to an existing wastewater treatment plant.*"

R. Crossen stated that we should not eliminate the possibility of operating and maintaining an onsite wastewater treatment system in the future, but at this time, the mission has changed.

M. Clattenburg made a motion to approve agenda items 3h and 3i with the above-mentioned change to the 2025 Mission Statement; the motion was seconded by R. Crossen. Roll call resulted as follows:

M. Clattenburg -Yes	T. Hens - Yes
P. Zeff - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

3j. Assessment of the Effectiveness of Internal Controls - The internal controls narrative for the GCEDC/GGLDC was included with the meeting materials. The SSWC will follow the GCEDC/GGLDC internal controls.

The changes were redlined and reflect the same revisions that were made for the GCEDC internal controls. These modifications include changing the Bank of Castile language to Tompkins Community Bank, replacing Senior VP of Operations with President/CEO and instead of referencing the Agency's accounting software as Peachtree it just states accounting software.

R. Crossen made a motion to approve the Assessment of the Effectiveness of Internal Controls as presented; the motion was seconded by T. Hens. Roll call resulted as follows:

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M. Clattenburg -Yes
P. Zelif - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)
C. Yunker - N/A (Video Conference. Not officially in attendance)

T. Hens - Yes
R. Crossen - Yes

The items were approved as presented.

3k. Officer Appointments- The role of each officer is included in the by-laws. After a brief discussion by Board members, it was suggested to reappoint the below listed slate of officers:

Chair - P. Zelif
Vice-Chair - P. Battaglia
Secretary - Vacant
Treasurer - T. Hens

P. Zelif stated that the Secretary position will be filled at a later date.

R. Crossen made a motion to approve the officer appointments as presented; the motion was seconded by T. Hens. Roll call resulted as follows:

M. Clattenburg -Yes
P. Zelif - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)
C. Yunker - N/A (Video Conference. Not officially in attendance)

T. Hens - Yes
R. Crossen - Yes

The item was approved as presented.

The Board voted on agenda items 3l through 3n collectively. The approval for these items follows agenda item 3n.

3l. Authorized to Request Information Regarding Bank Accounts – Staff recommended that L. Farrell and P. Kennett are authorized to request information regarding the bank accounts and to transfer funds between accounts for the SSWC.

3m. Authorized Signers of Agreements, Contracts, etc. - Staff recommended that the Chair and the Vice-Chair are authorized signers of agreements, contracts, deeds and any other instruments as approved by the Board or operational items within the approved budget limits.

3n. Authorized Bank Signers – Audit & Finance Committee members are authorized bank signers. All checks or line of credit withdrawals must be signed by two authorized bank signers.

T. Hens made a motion to approve agenda items 3l through 3n as presented; the motion was seconded by R. Crossen. Roll call resulted as follows:

M. Clattenburg -Yes
P. Zelif - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)
C. Yunker - N/A (Video Conference. Not officially in attendance)

T. Hens - Yes
R. Crossen - Yes

The items were approved as presented.

3n. DMR Authorization – In 2022 the NYSDEC approved and issued the SPDES permit for the WWTF, but they left the DMR limit sets inactive but had them set to become active automatically as of 9/1/2023. That would make the first DMR due 10/28/2023 and if you aren't operational, you could report the No Data Indicator (NODI) Code C for No Discharge.

We have had CPL look into the reporting process and SSWC needs to have someone register for EPA MyCDX to utilize the NetDMR system, and examine the limit set to be familiar with it and make sure key staff are aware and have the sampling plan prepared. Once an operator is selected, they will be set up as either the "Data Provider" or the "Permittee with No Signature" in the system. They will enter the data.

The SSWC had previously appointed Steve Mountain as the "Permittee Signature" member from the Board to review, approve and submit the data. With Steve Mountain's resignation from the Board the SSWC needs to appoint a new "Permittee Signature" and we would recommend having CPL do that.

Fund Commitment: None.

Board action request: Appoint CPL as the authorized "Permittee Signature" within the DMR reporting system.

R. Crossen made a motion to authorize CPL as the authorized "Permittee Signature" within the DMR Reporting System as presented; the motion was seconded by T. Hens. Roll call resulted as follows:

M. Clattenburg -Yes	T. Hens - Yes
P. Zelif - Yes	R. Crossen - Yes
P. Battaglia – N/A (Video Conference. Not officially in attendance)	
C. Yunker - N/A (Video Conference. Not officially in attendance)	

The item was approved as presented.

4.0 Adjournment

As there was no further business, R. Crossen made a motion to adjourn at 9:19 a.m., which was seconded by T. Hens and passed unanimously.