

Regular Meeting of the Village of Carthage Board of Trustees  
Held in the Board Room of the Carthage Municipal Building  
September 16, 2013

**ATTENDANCE:**

**Members:** President G. Wayne McIlroy, Deputy President Astafan, Trustees Rebecca Vary and Trustee Kathleen Latremore. Trustee Linda Smith-Spencer was excused.

**Others:** Mark Gebo, Village Attorney; Kathy Amyot, Tug Hill Commissions; Elaine Avallone, Johnson Newspapers; Jon Hirschey, James Woodworth and nine Participation in Government Students.

**CALL TO ORDER:**

President McIlroy called the meeting to order at 7:00 p.m. followed by the Pledge of Allegiance to the Flag.

**APPROVAL OF MINUTES:**

Motion by Trustee Vary and seconded by Deputy President Astafan to approve the minutes of the September 3, 2013 regular meeting as presented. Motion carried unanimously.

**PUBLIC FORUM:**

Ms. Amyot stated there is a follow up MS4 meeting at the Village of West Carthage on September 18, 2013 at 1:00 p.m.

**CORRESPONDENCE:**

President McIlroy read the letter received from Linda McCullough, Carthage Free Library Director regarding the Village parking lot adjacent to the library. She is requesting the Village designate one parking space for handicap parking and repair the entrance to the lot. President McIlroy asked the Clerk/Treasurer to review the Village Code and see if a handicap parking spot had been designated for that parking lot and will further check with the DPW Superintendent regarding the condition of the parking lot. No action was taken therefore President McIlroy requested the Clerk/Treasurer to hold this issue until the October 7, 2013 meeting.

President McIlroy read the letter received from Nancy Gossiaux, CAPC Food Service Director thanking the Village for their participation in the Summer Food Service Program. They provided 2,353 lunches and 2,432 snacks to Carthage Recreation Program.

Motion by Trustee Latremore and seconded by Trustee Vary to approve the request of Charles Spencer, Sir Vice Commander of the VFW Post 7227, to have the DPW take down the old flag pole at Monument Park to be placed a Hillcrest Cemetery in the Village of West Carthage. Motion carried unanimously.

**OLD BUSINESS:**

On June 3, 2013, President McIlroy read the letter from NYSDEC regarding the Municipal Separate Storm Sewer System Automatic Designation which requires a response from the Village by November 18, 2013. President McIlroy hopes to learn more about the designation at the Watershed Conference on June 4, 2013 and requested the Clerk/Treasurer to hold this issue until the June 17, 2013 regular meeting.

Update 06/17/13: President McIlroy stated the response to the Separate Storm System Automatic Designation needs to include how the Village will notify the public of the Storm Sewers to include marking the storm drains and mapping the system using the GPS. President

McIlroy requested the Clerk/Treasurer to hold this issue until the next regular meeting to allow time to learn more information regarding this requirement.

Update 07/15/13: President McIlroy and possibly Deputy President Astafan will attend an information session regarding the Village's participation in the new MS4 program on July 17, 2013 at the Town of Brownville Offices.

Update 08/19/13: President McIlroy attended the informational session on July 17, 2013 which outlined how specific communities could obtain a waiver from the MS4 program. The Village of Carthage is not eligible for the waiver and President McIlroy stated Scott Burto, West Carthage Mayor offered to obtain more information regarding the program.

Update 09/03/13: There will be a meeting on September 5, 2013 at 10:00 a.m. at the Village of West Carthage Board Room to discuss opportunities to partner as a cooperative group in the new MS4 program.

Update 09/16/13: There will be a follow up meeting regarding the new MS4 program at the Village of West Carthage Board room on September 18, 2013 and President McIlroy encouraged board members to attend.

On August 19, 2013, Attorney Gebo sent a letter to Charles King, 771 and 773 West End Avenue, regarding connecting his properties to the village sewer system. Attorney Gebo also provided a summary of a phone conversation he had with Mr. King. Attorney Gebo requested an Executive Session to further discuss this property due to potential litigation.

Update 09/03/13: No action was taken therefore President McIlroy requested the Clerk/Treasurer to hold this issue until the September 16, 2013 meeting.

Update 09/16/13: Attorney Gebo stated he has yet to receive a reply from Mr. King and today is the deadline. Attorney Gebo requested an Executive Session to discuss potential litigation.

On August 19, 2013, representatives from Ryders Edge Skate Park distributed a written proposition for refurbishment and supervision of the Ryder's Edge Skate Park. As members of the committee they are proposing to refurbish, provide possible supervision, and continued maintenance of the Skate Park. They are concerned with the current state of the park to include safety concerns. Chief Huber stated he has paint and sealer at the police station which is to be used at the Skate Park. President McIlroy stated he will form a committee to assess the Skate Park.

Update 09/03/13: President McIlroy is waiting to hear from Skate Park representatives.

Update 09/16/13: President McIlroy met with Skate Park representatives and the DPW Superintendent at the Skate Park. The Skate Park representatives and Mr. Trembley feel the majority of the repairs to the park can be completed by the DPW. The board may want to consider sandblasting the Skate Park equipment in the upcoming 2015 budget as the paint has been purchased.

#### **NEW BUSINESS:**

Motion by Trustee Latremore and seconded by Trustee Vary, based on the advice of Attorney Gebo, to sign the release in conjunction with the Town of Wilna, County of Jefferson, and Carthage Central School District as Taxing Authorities in favor of Cayuga Energy, Inc., as follows;

#### **WITNESSETH**

WHEREAS, Seller is the owner of one hundred percent of the issued and outstanding membership interest in Carthage Energy, LLC, a New York limited liability company; and  
WHEREAS, pursuant to that certain Membership Interest Purchase Agreement, dated as of May 24, 2013 (as amended, supplemented or otherwise modified from time to time, the "Purchase

Agreement”), by and among Seller, Alliance Energy, New York LLC, a New York limited liability company (“Buyer”), and Alliance Energy Group, LLC, a Nevada limited liability company, Seller has agreed to sell, assign, convey, transfer and deliver to Buyer all of the issued and outstanding membership interests in the Company (the “Transaction”); and WHEREAS, the Company is and will remain, a party to that certain Amended and Restated Lease Agreement, dated as of April 8, 1999, by and between the Jefferson County Industrial Development Agency (“JCIDA”) and the Company (“Lease Agreement”) and also that certain Payment in Lieu of Taxes Agreement, dated as of April 7, 1999 by and among the Company, JCIDA and the Taxing Authorities (the “PILOT Agreement”); and WHEREAS, as a condition to closing under the Purchase Agreement, Seller must obtain a complete release from Taxing Authorities from all liability under the Lease Agreement and the PILOT Agreement for real property taxes, assessments, payments in lieu of taxes and similar charges as provided for therein (collectively, “Taxes”) arising on or after the date on which the Transaction closes (the “Closing Date”); and WHEREAS, Taxing Authorities have agreed to release Seller from all liability under the Lease Agreement and the PILOT Agreement for Taxes arising on or after the Closing Date. NOW, THEREFORE, in consideration of these premises and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Taxing Authorities hereby agree as follows:

1. Release. Taxing Authorities hereby release Seller from all liability for Taxes under the Lease Agreement and the PILOT Agreement arising on or after the Closing Date.
2. Receipt of PILOT Payments. Taxing Authorities acknowledge receipt of PILOT Payments from JCIDA for PILOT Payments made by the Company to JCIDA up to and including the Company’s June 2013 PILOT Payment.
3. General Provisions.
  - a. This Release shall be governed by and construed in accordance with the law of the State of New York.
  - b. Each party hereto shall cooperate with Seller to promptly execute, deliver and file such other documents that are reasonably requested by Seller (i) to carry out the intent of the parties hereunder or (ii) to evidence or give notice of the transactions contemplated by this Release.
  - c. This Release may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Motion carried unanimously.

The Recreation Report was reviewed and President McIlroy highlighted there were 2,765 children from the surrounding communities served during the 2013 Carthage Recreation Program.

The Police Report was reviewed and there were no questions.

The Treasurers Report was reviewed and there were no questions. The General Fund cash balance is \$1,891,412.39 with Reserves of \$164,159.31; Water Fund cash balance is \$251,791.90 with Reserves of \$172,514.68 and the Sewer Fund cash balance is \$141,042.76 with Reserves of \$74,613.72 the Joint Fund cash balance is \$182,144.71 with Reserves of \$381,153.33.

Motion by Deputy President Astafan and seconded by Trustee Vary to approve payment of payrolls and bills as follows: General Fund P/R 09/05/13 and 09/12/13 29,106.45; Water Fund

P/R 09/05/13 and 09/12/13 \$4,235.41; Sewer Fund P/R 09/05/13 and 09/12/13 \$3,518.93; Joint Fund P/R 09/05/13 \$9,827.57. General Fund Abstracts \$256,223.58; Water Fund Abstracts \$10,411.64; Sewer Fund Abstracts \$2,639.20; and Joint Fund Abstracts \$14,181.12. Motion carried unanimously.

**PRESIDENT McILROY UPDATE:**

President McIlroy stated the Bids were opened today at 3:35 p.m. and Kristy O'Shaughnessy, John McHugh, and Officer Michael Higman were present. Two bids were received and the highest bid was \$2,550.00. President McIlroy stated the Kelly Blue Book fair book value is \$8,981.00. The Clerk/Treasurer stated Chief Huber is on vacation therefore his opinion on accepting the bid could not be obtained. The majority of the board preferred to wait for Chief Huber's opinion therefore President McIlroy requested the Clerk/Treasurer to hold this over until the October 7, 2013 regular meeting.

President McIlroy asked Attorney Gebo about the progress of dissolving the former EDCC Corporation. Attorney Gebo stated he recently received correspondence for the IRS and more work needs to be done and a few more reports need to be filed.

President McIlroy asked the board to consider conducting one meeting per month on the third Monday of the month to begin at 6:00 p.m. and cited only three other Villages hold bi-monthly meetings. Deputy President Astafan asked the Clerk/Treasurer if she could foresee any issues with holding only one meeting and she stated that if necessary business were to arise, the board could conduct a special meeting and/or she could conduct an email poll of the board. Attorney Gebo spoke with Judge Shettleton who stated court appearances where his presence is required could be held at an earlier time to permit Attorney Gebo to accommodate the earlier meeting time. Attorney Gebo stated the board would need to conduct a public hearing to make the necessary changes in the Village Code Book to Section A 150-3. No action was taken therefore President McIlroy requested the Clerk/Treasurer to hold this issue over until the October 8, 2013 regular meeting.

There will be a RACOG meeting on Tuesday, September 17, 2013 at 7:00 p.m. and a Joint Utility meeting at the Village of West Carthage on Wednesday, September 18, 2013 at 6:00 p.m.

President McIlroy requested an Executive Session to discuss contract negotiations.

**LIAISON REPORTS AND COMMENTS:**

Deputy President Astafan requested an Executive Session to discuss the employment history of a particular employee.

President McIlroy asked Mr. Hirschey if he would like to address the board as he arrived after the Public Forum portion of the meeting. Mr. Hirschey informed the board that he is running for Jefferson County Legislator and if elected he will attend meetings to address board members concerns. To obtain information about his campaign go to: [hirscheyforlegisltor.com](http://hirscheyforlegisltor.com).

**MEDIA QUESTIONS:**

Ms. Avallone requested clarification for items discussed throughout the meeting.

**EXECUTIVE SESSION:**

Motion by Deputy President Astafan and seconded by Trustee Vary to enter Executive Session at 7:27 p.m. to discuss the employment history of a particular person; collective bargaining contract negotiations; and a potential litigation and invite Attorney Gebo to attend. Motion carried unanimously.

Motion by Trustee Latremore and seconded by Trustee Vary to resume Regular Session at 7:55 p.m. Motion carried unanimously.

**ADJOURNMENT:**

Motion by Trustee Latremore and seconded by Trustee Vary to adjourn at 7:56 p.m. Motion carried unanimously.

Respectfully Submitted,

Kristy L. O'Shaughnessy  
Village Clerk/Treasurer