

**HUDSON RIVER-BLACK RIVER REGULATING DISTRICT
BOARD MEETING –DECEMBER 8, 2009
WATERTOWN, NY– 10:00 A.M.**

CALL TO ORDER

Chairman Klein called the regularly scheduled meeting to order at 10:05 A.M.

PLEDGE OF ALLEGIANCE

ROLL CALL

Present: Chairman Philip W. Klein; First Vice Chair Pamela S. Beyor; Second Vice Chair Ronald Pintuff and Board members; John K. Bartow, Jr.; David Berkstresser and Paul J. Cornell; Executive Director Glenn A. LaFave; General Counsel Robert Leslie; Chief Engineer Robert S. Foltan; Chief Fiscal Officer Richard J. Ferrara; Hudson River Area Administrator Michael A. Clark; Black River Area Administrator Carol L. Simpson; and other Regulating District staff.

Excused: Audrey Dunning

MOTION TO ADOPT OR REVISE MEETING AGENDA

Mr. Pintuff moved to adopt the revised meeting agenda. Ms. Beyor seconded it and the motion was unanimously approved.

MOTION FOR EXECUTIVE SESSION

Chairman Klein asked for a motion for Executive Session to seek advice of counsel regarding collective bargaining and personnel issues. Mr. Berkstresser made a motion for Executive Session. It was seconded by Mr. Cornell and was unanimously approved. Chairman Klein stated there would be no business conducted after Executive Session. Chairman Klein asked the Executive Director, General Counsel and Chief Fiscal Officer to join the Board for Executive Session.

PUBLIC COMMENT PERIOD

None

APPROVAL OF MEETING MINUTES

Mr. Cornell moved to approve the Regular Board Meeting minutes of November 10, 2009. Mr. Berkstresser seconded it and the motion carried with one abstention. (Mr. Pintuff)

EXECUTIVE DIRECTOR'S REPORT

Mr. LaFave presented his report to the Board.

COMMITTEE BUSINESS

(a) Audit – Mr. Cornell

1. Old Business -None

2. New Business

(A) Presentation of Regulating District's Independent Audit – Independent Auditor – Mr. Ferrara

Mr. Randy Shepard of Bonadio & Co., LLP presented his report to the Board. Mr. Shepard stated that the District's independent audit was once again unqualified.

(b) Permit System – Mr. Pintuff

1. Old Business – None

2. New Business

(A) Resolution to Award Legal Services Work in Connection to Petition filed against the District – Mr. Leslie

The Board discussed the results of the Request for Proposals (RFP) conditionally awarding the Legal Services work to Crane, Parente & Cherubin.

A motion was made by Mr. Pintuff to approve the Resolution to Award Legal Services Work in Connection to Petition filed against the District by John & Kandy McDonald. It was seconded by Mr. Cornell and without objections, the Board unanimously approved.

(c) Governance – Mr. Bartow

(1) Old Business

(A) Discussion of 2009 Board Meeting Dates & Locations- Mr. LaFave

Mr. LaFave presented the Board with a listing of the suggested dates and locations for the 2010 Board meetings.

(B) 2nd Reading of Revised Vehicle Use Policy – Mr. LaFave

Chairman Klein indicated that potential impacts on compensation will be discussed in Executive Session in connection to the 2nd reading of the Revised Vehicle Use Policy.

(2) New Business

(A) General Counsel Report – Mr. Leslie

Mr. Leslie presented his report to the Board.

(d) Finance Committee – Mr. Pintuff

(1) Approval of Expenses

Mr. Pintuff asked for a motion to approve the expenses. Mr. Bartow made a motion to approve the expenses in the amount of \$880.55. Mr. Berkstresser seconded the motion. The motion carried with two abstentions (Mr. Klein and Ms. Beyor).

(2) Old Business – None

(3) New Business

(A) CFO's Report – Mr. Ferrara

Mr. Ferrara presented his report to the Board.

(e) Operations Committee – Chairwoman Dunning (In the absence of Chairwoman Dunning, Ms. Beyor served as Acting Chair.)

(1) Old Business -None

(2) New Business

(A) Discussion of FERC Recommendation to Enhance the Overall Effectiveness of the Stillwater Dam Emergency Action Plan (EAP) – Mr. Foltan

After Board discussion of the FERC Recommendation to Enhance the Overall Effectiveness of the Stillwater Dam Emergency Action Plan (EAP) it was decided that the Chief Engineer will draft a response to FERC that will be reviewed by Acting Operations Committee Chair, Ms. Beyor and Chairman of the Board, Mr. Klein prior to being forwarded to FERC.

(B) Chief Engineer's Report – Mr. Foltan

Mr. Foltan presented his report to the Board.

(C) Hudson River Area Administrator Report – Mike Clark

Mr. Clark presented his report to the Board.

(D) Black River Area Administrator Report – Carol Simpson

Ms. Simpson presented her report to the Board.

Meeting recessed for a break: 11:30 A.M.

Meeting reconvened: 11:35 A.M.

BOARD BUSINESS

(1) Old Business

(A) Hudson River Area Reapportionment Study Project Status – Staff

The Board and staff discussed the Reapportionment Study Project Status. By consensus the Board authorized staff's recommendation to use Method B- Flood Protection Benefit Based Apportionment as follows:

- To use FEMA HAZUS-MH Flood Model to calculate a Level 1 analysis of flood protection benefit derived by each flood protected county, city, town, and village.
- Establish beneficiary apportionment based on the ratio of Individual County "100-year flood protection benefit" to the value of all counties "100-year flood protection benefit," respectively.
- Apportion among the five counties; provide the counties with a summary of the benefit derived by each city, town, and village.

(2) New Business

(A) Board Authorization to Solicit Fiscal Advisor in Connection to Tax Anticipation Note – Mr. Ferrara

A motion was made by Ms. Beyor for Board approval of the Resolution to Engage Fiscal Advisor in connection to issuance of Tax Anticipation Note. Mr. Pintuff seconded and without objections, the Board unanimously approved.

(B) SEQR – Reapportionment Grievance Hearing Rules – Mr. Leslie

The Board discussed the Reapportionment Grievance Hearing Rules and proposed documents.

Meeting recessed for a break: 12:55 P.M.

Meeting reconvened: 1:05 A.M.

A motion was made by Mr. Pintuff to adopt State Environmental Quality Review (SEQR) Negative Declaration relative to Apportionment Grievance Hearing Procedures Rulemaking procedures with the following corrections; page 13, 'SEQR Status' should read Unlisted Action and on page 14, 'Such beneficial impacts are discussed below and in the short form EAF.' It was seconded by Mr. Berkstresser. The motion carried with one dissenting (Ms.Beyor).

A motion was made by Mr. Pintuff for a Resolution to Authorize Staff to Submit Apportionment Grievance Hearing Procedures Rulemaking for Review. This Resolution authorizes staff to seek approval from the Governor's Office of Regulatory Reform; the Executive Chamber and the Department of Environmental Conservation to submit a Notice of Emergency Adoption and Proposed Rulemaking and associated documents to the Department of State for publication in the State Register, to affect the apportionment grievance hearing rule proposal. It was seconded by Mr. Berkstresser. The motion carried with one dissenting (Ms. Beyor).

BOARD MEMBER QUESTIONS AND COMMENTS

None.

MOTION FOR NEXT BOARD MEETING

(1) Organizational & Regular Board Meetings

A motion was made by Mr. Bartow for approval of the Resolution for the Annual Organizational Meeting to be held on Tuesday, January 12, 2010 at the Johnstown Holiday Inn, 308 North Comrie Avenue, Johnstown, NY at 10:00 A.M. The Regular Board Meeting will be held immediately following the Annual Organizational Meeting. Ms. Beyor seconded it. Chairman Klein asked if there was any discussion. There was none. The motion was unanimously approved.

EXECUTIVE SESSION

The Board entered Executive Session at 1:16 P.M. until 2:00 P.M.

RESOLUTIONS

09-53-12 RESOLUTION TO AWARD LEGAL SERVICES WORK IN CONNECTION TO PETITION FILED BY JOHN & KANDY MCDONALD

Mr. Pintuff moved to adopt the resolution. Mr. Cornell seconded it and the resolution was adopted.

09-54-12 RESOLUTION TO AUTHORIZE THE ENGAGEMENT OF A FISCAL ADVISOR IN CONNECTION TO THE ISSUANCE OF A TAX ANTICIPATION NOTE

Ms. Beyor moved to adopt the resolution. Mr. Pintuff seconded it and the resolution was adopted.

09-55-12 RESOLUTION TO AUTHORIZE STAFF TO SUBMIT APPORTIONMENT GRIEVANCE HEARING PROCEDURES RULEMAKING FOR REVIEW

Mr. Pintuff moved to adopt the resolution. Mr. Berkstresser seconded it and the resolution was adopted.

09-56-12 RESOLUTION SCHEDULING DATE, TIME AND LOCATION OF THE ANNUAL ORGANIZATIONAL MEETING AND REGULAR MEETING FOR JANUARY 12, 2010

Mr. Bartow moved to adopt the resolution. Ms. Beyor seconded it and the resolution was adopted.

ADJOURNMENT

There being no further business to come before the Board, Mr. Pintuff moved to adjourn the meeting. Mr. Bartow seconded it. The motion was unanimously approved. The meeting adjourned at 2:01 P.M.

Respectfully submitted,

Richard J. Ferrara
Secretary/Treasurer