

Bi-Monthly Town of Keene Board Meeting
February 25th, 2025
5:30 P.M. Town Hall
Meeting # 6-2025
Resolutions #84-95

Board Members Present: Joe-Pete Wilson Supervisor, Christopher Daly, Ann Hough, Robert Biesemeyer(5:34), Teresa Cheetham-Palen, Council Members

Absent:

Town Officials Present: Ann Whitney Town Clerk, Savana Li Water Superintendent, Reginald Whitney Highway Superintendent

Town Counsel Present:

Members of the Public: Chuck Boyd

Call to Meeting to Order at 5:30 P.M. by Joe Pete Wilson

Pledge of Allegiance:

Approval of Minutes:

**RESOLUTION TO APPROVE THE FEBRUARY 11TH 2025 BOARD
MINUTES**

RESOLUTION NUMBER: 84-2025

**INTRODUCED BY: TERESA CHEETHAM-PALEN WHO MOVED FOR
ITS ADOPTION, SECONDED BY ANN HOUGH**

RESOLVED that the Town Board of Keene has approved the February 11th, 2025
Regular Board Meeting Minutes

Duly adopted this 25th day of February 2025 by the following vote:

AYES: Ann Hough, Joe Pete Wilson, Teresa Cheetham-Palen, Christopher Daly

NAYS: None

**RESOLUTION TO APPROVE THE FEBRUARY 18TH 2025 PUBLIC
HEARING MINUTES**

RESOLUTION NUMBER: 85-2025

**INTRODUCED BY: TERESA CHEETHAM-PALEN WHO MOVED FOR
ITS ADOPTION, SECONDED BY ANN HOUGH**

RESOLVED that the Town Board of Keene has approved the February 18th, 2025
Public Hearing Meeting Minutes

Duly adopted this 25th day of February 2025 by the following vote:

AYES: Ann Hough, Joe Pete Wilson, Teresa Cheetham-Palen

NAYS: None

ABSTAINED: Christopher Daly

Privilege of the Floor:

Town Operations

- **Town Clerk:**

- **Highway Department:**

Mr. Whitney informed the Board the State Bridge, before Styles Brook, will be started by the end of March and completed in November. It will be down to one lane.

- **Water Department**

Ms. Li presented to the Board the product received from Wright Management Group, the company that did the presentation a couple weeks ago.

Mr. Wilson stated that he had an update on the NBRC grant, we will still get the award but they cannot say it will be the full million. The one piece he did find out is that for every \$100,000 it takes an actual \$300,000 of project away from us.

Ms. Cheetham-Palen wanted to Publicly State this is because of the dysfunction going on in Washington DC.

Mr. Wilson stated he and Reggie are trying to wrap up the July FEMA claim before FEMA gets encumbered with this same sort of uncertainty.

Mr. Wilson then explained that he met with Essex County DPW and the Hurricane Bridge is going out to bid. The work will be next year, 2026.

Town Discussion of Old Business:

- **Annual Audit of the Books**

**RESOLUTION TO APPROVE THE 2024 ANNUAL AUDIT OF THE
BOOKS**

RESOLUTION NUMBER: 86-2025

**INTRODUCED BY: TERESA CHEETHAM-PALEN WHO MOVED
FOR ITS ADOPTION, SECONDED BY ANN HOUGH**

RESOLVED that the Town Board of Keene has approved the 2024 Annual Audit of the Books

Duly adopted this 25th day of February 2025 by the following vote:
AYES: Ann Hough, Joe Pete Wilson, Teresa Cheetham-Palen, Robert Biesemeyer, Christopher Daly

NAYS: None

New Business:

- **Approve 911 Address**

RESOLUTION TO APPROVE THE 911 ADDRESS FOR MAPLE RIDGE WAY

RESOLUTION NUMBER: 87-2025

INTRODUCED BY: TERESA CHEETHAM-PALEN WHO MOVED FOR ITS ADOPTION, SECONDED BY CHRISTOPHER DALY

RESOLVED that the Town Board of Keene has approved the 911 address for Brian Knapp, Maple Ridge Way

Duly adopted this 25th day of February 2025 by the following vote:
AYES: Ann Hough, Joe Pete Wilson, Teresa Cheetham-Palen, Robert Biesemeyer, Christopher Daly

NAYS: None

- **Approve Building Permit Application Change**

RESOLUTION TO APPROVE THE CHANGES TO THE BUILDING PERMIT APPLICATION

RESOLUTION NUMBER: 88-2025

INTRODUCED BY: CHRISTOPHER DALY WHO MOVED FOR ITS ADOPTION, SECONDED BY TERESA CHEETHAM-PALEN

DISCUSSION: Mr. Wilson stated the Planning Board is trying to make their process a little more comprehensive.

Mr. Biesemeyer stated, we need to table this until we meet with the Planning Board.

MOTION MADE BY ROBERT BIESEMEYER TO TABLE THIS RESOLUTION, SECONDED BY ANN HOUGH.

TABLED this 25th day of February 2025 by the following vote:
AYES: Ann Hough, Joe Pete Wilson, Teresa Cheetham-Palen, Robert Biesemeyer, Christopher Daly

NAYS: None

RESOLUTION 88-2025 TABLED

• **Community Center Attachment #1-62025**

Ms. Hough presented a hand out (attached at the end of the minutes) and wanted to announce, Karen Cortland Kelly, would like to come meet the Town Board and propose ideas for a possible partnership with them, World Figure Sports Society. Ann wanted to put information out there and not go in it blindly. She is planning to come March 11th. Ann explained she did tell her we are planning to have the building looked at to see if it is even worth what we are putting into it.

Mr. Biesemeyer stated that he is familiar with them. They did Bay Pond, which is Rockefeller money. At this stage, us partnering with them, would only work if they fund the whole thing.

Ms. Hough then went on to explain she has been getting an RFP for the Community Center ready.

Mr. Biesemeyer stated it is premature to do an RFP until we know what we are doing with the building.

Ms. Cheetham-Palen said we need real numbers before we decide on anything.

Mr. Biesemeyer stated we already know the deficiencies, we do not need to waste money on engineering, and we need to decide if we are saving the building.

Mr. Wilson stated we should review the RFP, we can add some of these things to it.

Mr. Daly asked what came of the study we did.

Mr. Wilson said just a basic estimate and it identified the areas of concern.

Mr. Daly stated to Bobs point, could we use that as a road map. He stated we have a list of problems, why can't we use this as a starting point.

Mr. Biesemeyer stated he will give the Town an estimate, and then the Board can decide if we want to repair or also get a price to tear it down and replace it.

Ms. Hough will put Karen Cortland Kelly on hold; we need to figure out the building first.

• **Thank You Attachment #2-62025**

Mr. Wilson read a very nice thank you from the Ausable Freshwater Center, please see attached letter.

• **Green Goat Town of Keene Outdoor Recreation Asset Map**

Attachment #3-62-25

Mr. Wilson explained we approved this project when we applied for the Smart Growth Grant.

**RESOLUTION TO APPROVE THE OUTDOOR RECREATION
ASSET MAP**

RESOLUTION NUMBER: 89-2025

**INTRODUCED BY: TERESA CHEETHAM-PALEN WHO MOVED
FOR ITS ADOPTION, SECONDED BY ANN HOUGH**

RESOLVED that the Town Board of Keene has approved the Outdoor
Recreation Asset Map

Duly adopted this 25th day of February 2025 by the following vote:

AYES: Ann Hough, Joe Pete Wilson, Teresa Cheetham-Palen, Robert
Biesemeyer, Christopher Daly

NAYS: None

- **PERMA Training**

**RESOLUTION TO APPROVE PERMA TRAINING FOR TINA
PRESTON**

RESOLUTION NUMBER: 90-2025

**INTRODUCED BY: ANN HOUGH WHO MOVED FOR ITS
ADOPTION, SECONDED BY TERESE CHEETHAM-PALEN**

RESOLVED that the Town Board of Keene has approved PERMA training
in May of \$324 for Tina Preston.

Duly adopted this 25th day of February 2025 by the following vote:

AYES: Ann Hough, Joe Pete Wilson, Teresa Cheetham-Palen, Robert
Biesemeyer, Christopher Daly

NAYS: None

Mr. Wilson wanted to announce, **March 13th at 7:00 P.M.**, the Assessor and Mr. Wilson will be doing a session at the Keene Valley Library. This is a presentation on what the reevaluation project is, how to read your property tax bill, and talk about what drives how much you pay.

Local Law Process:

- **Leash Law Schedule Next Step**

Mr. Wilson explained the only discussion is setting up a workshop to go over the content of the law. He will get with Liam, and get dates out to the Board.

Executive Session:

Budget Resolutions:

- **Resolution to Transfer Funds:**

**RESOLUTION TO TRANSFER FUNDS
RESOLUTION NUMBER: 91 -2025
INTRODUCED BY: ROBERT BIESEMEYER WHO MOVED FOR ITS
ADOPTION, SECONDED BY TERESA CHEETHAM-PALEN
RESOLVED** that the Town Board of Keene has approved the transfer of funds as follows:

Within the General Fund:

\$9,395.00 out of 2665.01 Sales of Equipment to Purchase 2025 Ford F250 truck
\$9,395.00 into 7110.4 Parks CE

Within the Highway Fund:

\$265.00 out of 5110.4 General Repairs CE
\$265.00 into 5140.4 Brush and Weeds Misc.

Within the Library Fund:

N/A

Within the SW#1:

N/A

Within the SW#2:

N/A

Duly adopted this 25th day of February 2025 by the following vote:

AYES: Ann Hough, Joe Pete Wilson, Teresa Cheetham-Palen, Robert Biesemeyer, Christopher Daly

NAYS: None

- **Resolution to amend the 2024 budget:**

**RESOLUTION TO AMEND THE 2024 BUDGET
RESOLUTION NUMBER: 92 -2025
INTRODUCED BY: ROBERT BIESEMEYER WHO MOVED FOR ITS
ADOPTION, SECONDED BY CHRISTOPHER DALY
RESOLVED** that the Town Board of Keene has approved to amend the 2024 budget as follows:
GENERAL FUND

Resolution to increase line #7110.4 Parks CE by \$48,245.12 to be transferred from 909.01 Fund Balance. To purchase a 2025 Ford F250

HIGHWAY FUND

N/A

LIBRARY FUND

N/A

WATER DISTRICT SW 1

N/A

WATER DISTRICT SW 2

N/A

Duly adopted this 25th day of February 2025 by the following vote:

AYES: Ann Hough, Joe Pete Wilson, Teresa Cheetham-Palen, Robert Biesemeyer, Christopher Daly

NAYS: None

Audit Bills:

RESOLUTION TO PAY THE ONLINE BILLS

RESOLUTION NUMBER: 93-2025

**INTRODUCED BY ANN HOUGH WHO MOVED FOR ITS ADOPTION,
SECONDED BY ROBERT BIESEMEYER**

RESOLVED that the Town Board approve to pay the online bills.

Duly adopted this 25th day of February 2025 by the following vote:

AYES: Ann Hough, Christopher Daly, Joe Pete Wilson, Teresa Cheetham-Palen

NAYS: None

ABSTAINED: Robert Biesemeyer

RESOLUTION TO AUDIT THE VOUCHERS

131 THROUGH 162, 2025

RESOLUTION NUMBER: 94-2025

**INTRODUCED BY CHRISTOPHER DALY WHO MOVED FOR ITS
ADOPTION, SECONDED BY ANN HOUGH**

RESOLVED that the Town Board approve the following bills and prepaid bills.

Multi-Fund Vouchers numbered 131 through 162, 2025 totaling \$129,584.67 as follows:

General Fund Bills \$88,046.72

Highway Fund Bills \$23,020.70

Library \$873.87

Water District #1 \$1,255.56

Water District #2 \$7,435.82

Youth Commission \$8,952.00

Duly adopted this 25th day of February 2025 by the following vote:

AYES: Ann Hough, Christopher Daly, Joe Pete Wilson, Robert Biesemeyer,
Teresa Cheetham-Palen

NAYS: None

ABSTAINED: Robert Biesemeyer

Adjourn:

RESOLUTION TO ADJOURN

RESOLUTION NUMBER: 95-2025

**INTRODUCED BY: ROBERT BIESEMEYER WHO MOVED FOR ITS
ADOPTION, SECONDED BY CHRISTOPHER DALY**

RESOLVED that the Town Board of Keene has completed all business and
hereby adjourns the Regular Meeting at 6:27 P.M.,

Duly adopted this 25th day of February 2025 by the following vote:

AYES: Ann Hough, Christopher Daly, Joe Pete Wilson, Robert Biesemeyer,
Teresa Cheetham-Palen

NAYS: None

Ann Whitney
Town Clerk
Town of Keene

Community Center

Opportunity to partner with World Figure Sports Society (WFS)

Karen Cortland Kelly and Patrick Kelly, both former Olympic skaters living in Lake Placid 11th year with WFS in Lake Placid, looking for a new home due to renovations in Lake Placid area.

WHAT IT IS:

WFS is a 501 C3 not-for-profit organization offering world skating championships, museum, and art school. WFS could offer the Town of Keene a "World Fancy Skating museum" consisting of, but not limited to, four fine arts genre. Classes in: Fine, performing, decorative, and recording arts. Classes could include skating – figure, hockey, speed - costume making, culinary arts, fiber arts, and more.

The Community Center could set the stage for a world-class museum, the only one in the country, that offers the "art of skating" beyond just the physical act of skating. People with disabilities could attend various classes. Both skating and dancing classes could be available without the excessive expense to participants.

The purpose would be to build an endowment for perpetuity. Yet keep it simple.

World Archive could be housed here, such as a 1895 masterpiece and Dorothy Hamal Collection.

RINK AND COMMUNITY SPACE

The Rink would be converted to a permanent stable black ice rink with refrigeration that rolls out underneath. It's eco friendly, and would guarantee skating to the public through warm stretches as well. A sample is at Bay Pond in Paul Smiths.

Patrick would install the permanent rink/refrigerated pipes, John Lackey has agreed to maintain it. It would remain open to the public (hours may have to be defined).

WFS would hold classes primarily on Saturdays (daytime). Community residents could reserve space upstairs as desired, in a museum atmosphere. The museum layout is a pop-up style that could be cleared out easily, or rearranged.

WFS would hope the town could open the building for certain hours for tourists, yet still maintain broad use for residents.

FUNDING

The Town of Keene would partner with WFS for renovations.

The Town of Keene would also share in the class fees and donations.

Note: All of this would have to be worked out, but the Town of Keene is already looking at a renovation of the space, this might ease our expense some (or increase it, yet to be

determined), give T of K significant recognition as a world-class cultural center, and potentially offer some long-term income on the property.

That said, grants are truly a question mark as we head into the next four years. Maybe Karen or Patrick have info on possible donors if we are interested. It's a big commitment overall, no doubt. But could benefit the town in various ways long-term.

*Bios: Karen Courtland Kelley is a former USA silver medalist in figure skating
Patrick Kelly is a former Canadian Olympic finalist in speed-skating.*

References: Vinny and Barbara McClelland are happy to offer references.

Karen has sent me a couple videos for reference/reviews.

12 February 2025

Dear Town of Keene Board Members,

Thank you for advancing the East Branch Restoration Plan in the Town of Keene. Your allocation of \$10,000 in matching funds supports our work in the Town of Keene to pursue a geomorphic assessment and development of a plan compatible with the Town of Jay effort developed with Irene storm recovery funds.

Our goal with the East Branch Restoration Plan is to move beyond spot repairs (an eroding bank) to address systemic causes of erosion and create self-sustaining natural channel structure and function by identifying further stream restoration needs that improve flood resilience and public safety, protect infrastructure, enhance the functional integrity of large and small streams, and expand riparian habitat in the Town of Keene. With the final report in hand, long term planning, efforts to fund identified projects, and emergency preparation and response becomes more feasible.

Please don't hesitate to reach out to us if you have questions regarding our work on the East Branch Restoration Plan.

We deeply appreciate the strong partnership we've built with the Town of Keene over the years and look forward to building a resilient freshwater future with your help.

Regards,


Kelley Tucker
Executive Director



Attachment
#3-62025

Town of Keene

Outdoor Recreation Asset Map

Town of Keene

February 19, 2025

Prepared by: Ezra Schwartzberg & Jamie Pearce

Prepared for: Town of Keene

Client:

Joe Pete Wilson, Supervisor

Town of Keene

Email: supervisor1@townofkeeneny.gov

Phone: 518-576-4444

Consultant:

Dr. Ezra Schwartzberg, Director

Adirondack Research, LLC

73 Church Street, Suite 2

Saranac Lake, NY 12983

Office Phone: (518) 278-6070

Email: ezra@adkres.org

Website: www.adkres.org

Overview

Town of Keene is interested in creating a map and brochure showcasing the recreational assets of the town. The purpose of this map and brochure is to showcase the outdoor recreational opportunities in the town for residents and visitors.

The Town of Keene has asked us to draft a proposal to develop and produce a map and brochure. We are proposing to create a new map of the town with all trails, general service businesses, public spaces, and other recreational opportunities for the area between the south end of Keene Valley to the East Branch Community Trails.

Following is information on the process, costs, and our proposed assistance in crafting the materials.

Needs of Town of Keene

The Town of Keene has multiple recreational asserts, including hiking trails on state and other publicly accessible lands, riverfront open space, and road cycling. There currently is no good front country map showing all of this information within the boundaries of the Town of Keene.

The Town of Keene's goal is to show how people can take advantage of these great outdoor recreational resources.

The new map must fill the following needs:

- Provide clear interpretive and wayfinding information for visitors and residents;
- Be aesthetically appealing and highlight the Town of Keene's resources and recreational access;
- Highlight open space and public recreation assets;
- Be used as a map for the Town's website

The new materials need to be designed to educate user groups that enjoy the area and encourage them to explore the Town of Keene's many public assets.

Needs of the Target Audience

The Town of Keene encompasses several public parks and trails, including the East Branch Community Trails as well as trailheads and trails on state land. The Town also encompasses the publicly accessible portions of the East Branch of the AuSable River and several of the most popular access points to the High Peaks Wilderness. Visitors and residents of the Town of Keene are looking for informational resources to enjoy these back country as well as the numerous front country recreational assets.

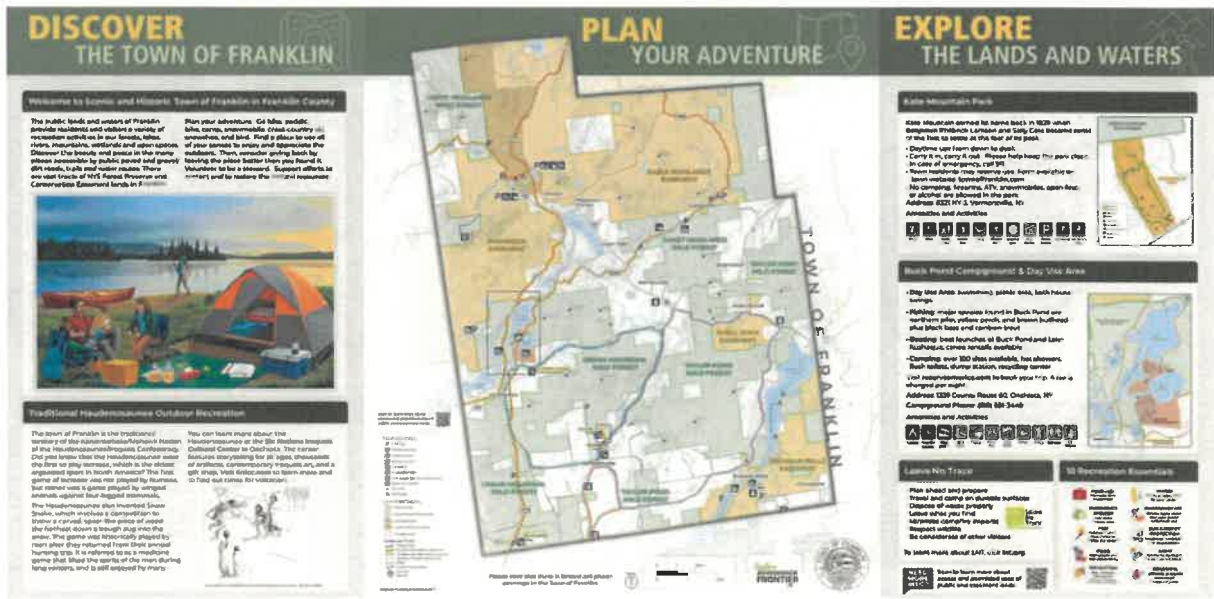
The new map design needs to help the target audience do the following:

- Become familiar with the geographic extent of the Town of Keene as well as its hamlets;
- Plan a hike; plan a picnic; plan a bike ride;
- Enhance their safety and enjoyment while exploring the trails and other recreational assets;
- Find additional information about the Town of Keene.

Ultimately, the kiosk map should be a useful and aesthetically pleasing resource for the users.

Solution

We recommend creating a new map of the Town of Keene in a style similar to an outdoor recreation map, but simplified to highlight the outdoor recreational assets, business districts and community services. We will develop and produce the digital assets and we will then work with you to print the signs to meet your installation parameters. We recommend printing the brochure on a digital press with a maximum unfolded size of 12 x 18. Below is an image of the Town of Franklin panel, which has a combination of maps and graphic design elements. The proposed display will have a similar amount of text and graphics.



Above: A map and kiosk designed for the Town of Franklin to highlight their parks, public space and outdoor recreation assets.

Project Timeline

Below is a general timeline to create the kiosk panel. We can work with you to schedule a production and delivery date once we finalize finding and a contract. The times below represent our production and client meeting hours.

1. Mapping Design

Six weeks

Map: Use public (state) GIS datasets of the trails (supplied) to draft a base map of the trails and recreational assets. Primary base map datasets include: protected land boundaries and allowable uses (except for The Nature Conservancy protected lands that are not allowed to be shown on public maps), hiking trails, waterbodies/streams, nearby roads, topography, and any points of interest or natural features at the preserve to highlight as well as the items described in the design brief. Inset maps will highlight the East Branch Community Trails and one other small trail network if suggested by the client (possibilities: Town of Keene Community Forest or Keene Pond Walk).

2. Brochure and Interpretation Design

Four weeks

Brochure/background info: Conduct research and draft content for brochure including the Town of Keene branding and items on the current brochure shown on the previous page. Design any necessary illustrations that enhance the historic background, Leave No Trace principles, Love your ADK, or other safety information. We expect to include a single illustration of the house at Marcy Field on the cover of this brochure. The brochure text will provide sources for further info and links on recreational resources.

The brochure will be designed to print on a digital press (not an offset press) at a size of 12 x 18, which will be folded to 4 x 9 inches to fit in standard brochure racks.

The map and kiosk panel content each include two full revisions during the production and review stages.

Investment

The following quote is based on a per hour rate of \$95. Costs may vary if the Scope of Work is increased.

Phase 1: Mapping Design	\$4,830
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The following elements are essential to this component:

- Compile and create essential data
- Draft base map and insets

Phase 2: Create tri-fold brochure	\$3,345
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The following elements are essential to this component:

- Create tri-fold brochure with adapted interpretive and map content
- Produce layout design
- Draft and edit interpretive content and information
- Prepare digital files and coordinate printing with a printer
- Recreate version of map for use on websites

Total	\$8,175
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Additional Option 1: Incorporate basemap into a kiosk design	\$5,230
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The following elements are essential to this component:

- Refine the basemap with additional map elements
- Modify interpretive content from folded map design
- Incorporate all elements into a layout design
- Coordinating production with printer

Additional Costs: Printing

N/A

The following elements are essential to this component, but we didn't want to price them out. We are assuming the client will pay actual cost and we can coordinate printing with a supplier of your choosing:

- Printing and shipping costs.

Additional Costs: Collecting GPS field data

N/A

The following elements are essential to this component, but we didn't want to price them out. The tasks below will be charged, with permission, at our hourly rate of \$145:

- Collecting field GPS data of trails where data is not provided or publicly accessible.

Additional Costs: Extra illustrations

N/A

We plan to include one illustration on the cover of the house at Marcy Field. Sometimes, project benefit from additional illustrations. If more are needed, we can produce them at a cost of \$400 each:

- Additional illustrations if requested. Illustrations cost about \$400 each, but could be more if they are large and/or complex.

Attribution

We reserve the rights to place the trademark “GREEN GOAT MAPS from Adirondack Research” as seen to the right on the map portion of the artwork. If the map files are reused with alteration or placed within a new layout design by the client, this same attribution must be included. The print or display size of “from ADIRONDACK RESEARCH” must be at least 12-point for panels and 8-point for printed paper products.



Copyright

We reserve the copyright to the style and reserve the rights to use the style for other clients and uses. General copyright for usage of illustrations and other elements is non-exclusive, and the client can reproduce the artwork without alteration as needed, however the client does not have the right to reproduce maps or artwork and sell them. The client also has the right to reproduce the artwork with alterations, however if used with alterations, attribution must be applied as described above in the Attribution section. Altered artwork (altered from originally supplied vector files) cannot be used in products that are sold without prior approval in writing.

Frequently Asked Questions

How are payments scheduled?

Payments will be due under Net-30 terms, to be paid following each invoice. Our payment schedule will follow this payment schedule:

- 20% upon signing contract
- 80% following milestones (Phases 1 and 2 of the Investment Section). We may wait until project completion to invoice, depending on size and timeframe of later milestones.

What assumptions are included in this proposal?

The following are our assumptions that influence our pricing. If any of these assumptions are incorrect, please inform us so that we can adjust the proposal to reflect reality.

- The client will provide GIS files for any real property information if they wish to have those data included in the map design. Real property shape files are available to municipalities free of charge from the County office.
- The client will provide GIS shape files of any trails or highlighted routes that are not available from state sources. If GPS data collection is required, we will charge an additional fee.

What constitutes two revisions?

We provide two full revisions to the brochure and map. The first revision will focus on feedback relating to content/locational inaccuracies, missing information, approving the extent and scale of the maps, interpretive content copyediting and content editing, illustration sketches, spelling and place names, and design aesthetics like fonts, colors, and icon choice. The second revision will focus on approving or further modifying the edits made in the first revision, or any final necessary edits. We charge an hourly fee of \$145 past the first two revisions. After the final revision, we'll share a final proof, at which point any additional copy-edits are welcome to make sure the final products are perfect.

What assets does Adirondack Research need from the client?

Assets are the images and graphics that you have available for us to use. It is important that these are of high quality and are made available when we need them. We will need any vector versions of any logos you'd like added to the map, and any fonts, color palettes, or other info on a style guide. We will also need GIS files of the trails that you'd like used on the map. If there is any background info on privately or municipally-owned resources, we request access to anything that is available to assist our research.

How do we handle additional charges?

We have quoted a price for designing these products based on our best estimates of time involved. This includes two revisions as described above. If further revisions are requested, we will charge a rate of \$145 per hour beyond the price quoted herein.

CONSULTING AGREEMENT

THIS AGREEMENT, dated February 19, 2025 between Adirondack Research, LLC with offices located at 73 Church Street, Saranac Lake, NY 12983, (hereinafter, the “Consultant”) and the Town of Keene, with offices at 10892 NYS Route 9N, Keene, NY 12942 (hereinafter, the “Client”).

WHEREAS, the Client desires to engage the services of Consultant as an Independent Contractor to assist the Client in the operation of its organization; and

WHEREAS, the Consultant desires to provide certain professional services to the Client as more fully set forth herein.

NOW, THEREFORE, the Client and the Consultant agree as follows:

ARTICLE I. TERM: Consultant shall provide services pursuant to this Agreement for a term beginning on February 19, 2025 and ending on December 31, 2025.

ARTICLE II. INDEPENDENT CONTRACTOR: Consultant is an independent contractor and not an employee of the Client, and is not entitled to any of the benefits normally provided by the Client to its employees.

ARTICLE III. SERVICES TO BE PROVIDED: The Consultant will provide to the Client all of the services and products described in the Consultant’s proposal dated February 19, 2025, which is incorporated herein by reference as if more fully set forth herein. The services to be provided pursuant thereto will include, but are not limited to, the following:

- Phase 1. Mapping design
- Phase 2. Create tri-fold brochure
- Phase 3. Incorporate basemap into kiosk design (optional)
- Phase 4. Coordinate production with printer
- Phase 5: Collecting GPS field data (if needed)
- Phase 6: Extra illustrations (if needed)

The list of services above are to be performed, but may not be completed due to the nature and extent of available data. If additional work is needed beyond the above scope of work, and if agreed upon by Client, Consultant will bill at an hourly rate for additional services pursuant to Article V(3) below.

ARTICLE IV. CONSULTANT ROLE: The Consultant works in an advisory capacity to the Client.

ARTICLE V. PAYMENT TO THE CONSULTANT:

1. Fee: The Fee for the services set forth herein will be \$8,175.
2. Payment: 20% (\$1,635) of the Fee will be due upon execution of the agreement by both parties, the remaining \$6,540 fee will be due upon completion of each of the tasks outlined above.

3. Other Services. The hourly rate for other services requested by and with advance notice of the Client that are not within the scope of this Agreement will be billed at the rate of \$145.

ARTICLE VI: TERMINATION:

This Agreement may be terminated by either party upon not less than ten days' written notice should the other party fail substantially to perform in accordance with the terms of this Agreement through no fault of the party initiating the termination. In the event either party terminates this agreement, the Client shall be entitled to all work products prepared and any written work product in progress.

ARTICLE VII: MISCELLANEOUS

1. Execution by Both Parties. This Agreement shall not become effective and binding until fully executed by the Consultant, and approved and signed by the Client.
2. Professional Liability Insurance. The Consultant agrees to obtain and maintain Professional Liability Insurance during the period of time services are provided.
3. Governing Law. This Agreement shall be governed by and construed in accordance with the laws of the State of New York.
4. Agreement May Not be Assigned. The Consultant and the Client covenant not to assign this Agreement without the prior written consent of the other party which shall not be unreasonably withheld.
5. Entire Agreement. This Agreement, and any attachments hereto, contain all the terms, promises, covenants, conditions and representations made or entered into by and between the Consultant and the Client with regard to the transactions contemplated herein, and supersede all prior discussions and agreements, whether written or oral, between Consultant and the Client with respect thereto.
6. Modification or Amendment. This Agreement may not be modified or amended unless such modification or amendment is set forth in writing and executed by both the Consultant and the Client with the formalities hereof.
7. Client assumes ownership of all data created or produced through this Agreement.

ARTICLE VIII: CONFIDENTIALITY: Consultant acknowledges that he may have access to the Client's confidential and proprietary information. Such confidential information may include, with limitation: i) business and financial information, ii) business methods and practices, iii) technologies and technological strategies, iv) marketing strategies and, v) other such information as the Client may designate as confidential ("Confidential Information"). Consultant agrees to not disclose to any other person (unless required by law) or use for personal gain any Confidential Information at any time during or after the Agreement Term, unless the Client grants express, written consent of such a disclosure. In addition, Consultant will use his best efforts to prevent any such disclosure. Confidential Information will not include information that is in the public domain, unless such information falls into public domain through Consultant's unauthorized actions. The

obligations under this Article will continue in full force and effect following the termination of this Agreement”.

Article IX: OWNERSHIP OF INTELLECTUAL PROPERTY: The Client shall be the owner of all work created by Consultant pursuant to this Agreement. All materials, artwork, images, graphics, GIS files, logos, and other intellectual property provided by the Client shall remain the property of the Client and shall not be used by the Consultant for any other purpose without the express written agreement of the Client.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on this 14th day of February, 2025.

Adirondack Research, LLC, Consultant

Signature: _____

Ezra Schwartzberg, PhD., Sole Member

Date: _____

Adirondack Land Trust, Client.

Signature: _____

Joe Pete Wilson, Supervisor

Date: _____