

OFFICERS

CHAIR
Dr. Diane Eynon

VICE CHAIR
Lynn Archer

TREASURER
Steven L. Kelley, FACHE

SECRETARY
Michael J. Ham

ASST. SECRETARY
Rashida Tyler

ASST. TREASURER
Rachel Silverman, Esq.

BOARD MEMBERS

Lynn Archer
Dr. Diane Eynon
Michael J. Ham
Steven L. Kelley, FACHE
Rachel Silverman, Esq.
Rashida Tyler
Kaustubh Wahal

January 18, 2023 - 9:00 AM

Legislative Chambers
County Office Building, 6th Floor,
244 Fair Street, Kingston, NY 12401

ANNUAL MEETING
AGENDA

1. Call to Order
2. Pledge of Allegiance
3. Roll Call (Page 2)
4. Mission Statement
5. Public Comment (Agenda Items Only)
6. Executive Session
7. Organizational Resolutions
 - Election of Chairman (Page 3)
 - Election of Balance of Officers (Page 7)
 - Annual Housekeeping Resolution (Page 11)
8. Old Business
9. New Business
10. Adjournment

The next meeting of the Ulster County Industrial Development Agency is scheduled for 9:00 a.m., February 15, 2023.

The mission of the Ulster County Industrial Development Agency is to advance the job opportunities, general prosperity and long-term economic vitality of Ulster County residents by targeting tax incentives, bonding and other assistance to foster creation and attraction of new business and the retention and expansion of existing business.

Item 2.

Roll Call

	<u>Present</u>	<u>Absent</u>
Dr. Diane Eynon, Chair	_____	_____
Lynn Archer, Vice Chair	_____	_____
Michael J. Ham, Secretary	_____	_____
Steven L. Kelley, FACHE, Treasurer	_____	_____
Rashida Tyler, Asst. Secretary	_____	_____
Rachel Silverman, Esq., Asst. Treasurer	_____	_____
Kaustubh Wahal, Member	_____	_____

**ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY
2023 ELECTION OF CHAIR**

The annual meeting of Ulster County Industrial Development Agency (the “Agency”) was convened in public session at the Ulster County Office Building, Legislative Chambers, 6th floor located at 244 Fair Street in the City of Kingston, Ulster County, New York on January 18, 2023 at 9:00 o’clock a.m., local time.

The meeting was called to order by the Chair of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

Diane Eynon, Ph.D.	Chair
Lynn Archer	Vice Chair
Michael J. Ham	Secretary
Steven Kelley	Treasurer
Rachel Silverman	Assistant Treasurer
Rashida Tyler	Assistant Secretary
Kaustabh Wahal	Member

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

A. Joseph Scott, III, Esq.	Agency Counsel
Amber Feaster, CPA	Ulster County Administrative Staff

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 0123-

RESOLUTION APPROVING THE ELECTION OF THE CHAIR OF THE AGENCY.

WHEREAS, Ulster County Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 787 of the 1976 Laws of New York, as amended, constituting Section 923 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, under Section 858 of the Act, the Agency has the power to make certain appointments; and

WHEREAS, under Section 856 of the Act, the members of the Agency desire to elect the Chair of the Agency; and

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby takes the following actions:

(A) Approves the election of the Chair described in Schedule A attached hereto.

Section 2. The Agency hereby authorizes the Chair to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Diane Eynon, Ph.D.	VOTING	_____
Michael J. Ham	VOTING	_____
Lynn Archer	VOTING	_____
Steven Kelley	VOTING	_____
Rachel Silverman	VOTING	_____
Rashida Tyler	VOTING	_____
Kaustabh Wahal	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF ULSTER)

I, the undersigned (Assistant) Secretary of Ulster County Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on January 18, 2023 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; ; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 18th day of January, 2023.

(Assistant) Secretary

(SEAL)

SCHEDULE A

Chair of the Agency	_____, Chair
---------------------	--------------

**ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY
2023 ELECTION OF THE OFFICERS AND APPOINTMENT OF
COMMITTEES OF THE AGENCY**

The annual meeting of Ulster County Industrial Development Agency (the “Agency”) was convened in public session at the Ulster County Office Building, Legislative Chambers, 6th floor located at 244 Fair Street in the City of Kingston, Ulster County, New York on January 18, 2023 at 9:00 o’clock a.m., local time.

The meeting was called to order by the Chair of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

A. Joseph Scott, III, Esq.	Agency Counsel
Amber Feaster, CPA	Ulster County Administrative Staff

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 0123-

**RESOLUTION APPROVING THE ELECTION OF OFFICERS AND APPOINTMENT
OF COMMITTEES OF THE AGENCY.**

WHEREAS, Ulster County Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 787 of the 1976 Laws of New York, as amended, constituting Section 923 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, under Section 858 of the Act, the Agency has the power to make certain appointments; and

WHEREAS, under Section 856 of the Act, the members of the Agency desire to elect the officers of the Agency; and

WHEREAS, the members of the Agency desire to make certain appointments;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby takes the following actions:

(A) Approves the election of the officers and the appointment of the Committees described in Schedule A attached hereto.

Section 2. The Agency hereby authorizes the Chair to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Diane Eynon, Ph.D.	VOTING	_____
Michael J. Ham	VOTING	_____
Lynn Archer	VOTING	_____
Steven Kelley	VOTING	_____
Rachel Silverman	VOTING	_____
Rashida Tyler	VOTING	_____
Kaustabh Wahal	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF ULSTER)

I, the undersigned (Assistant) Secretary of Ulster County Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on January 18, 2023 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; ; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 18th day of January, 2023.

(Assistant) Secretary

(SEAL)

SCHEDULE A

<p>Officers of the Agency</p>	<p>_____, Vice Chair</p> <p>_____, Treasurer</p> <p>_____, Assistant Secretary</p> <p>_____, Assistant Treasurer</p>
<p>Governance Committee Members (appointed by Chair)</p>	<p>_____, Chair</p> <p>_____</p> <p>_____</p>
<p>Audit Committee Members (appointed by Chair)</p>	<p>_____, Chair</p> <p>_____</p> <p>_____</p>
<p>Finance Committee Members (appointed by Chair)¹</p>	<p>_____, Chair</p> <p>_____</p> <p>_____</p>

¹ Except Chair of Finance Committee, which is the Treasurer of the Agency per the By-Laws.

**ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY
ANNUAL HOUSEKEEPING RESOLUTION 2023**

The annual meeting of Ulster County Industrial Development Agency (the “Agency”) was convened in public session at the Ulster County Office Building, Legislative Chambers, 6th floor located at 244 Fair Street in the City of Kingston, Ulster County, New York on January 18, 2023 at 9:00 o’clock a.m., local time.

The meeting was called to order by the Chair of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

A. Joseph Scott, III, Esq.	Agency Counsel
Amber Feaster, CPA	Ulster County Administrative Staff

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 0123-

RESOLUTION APPROVING CERTAIN ADMINISTRATIVE MATTERS OF THE AGENCY.

WHEREAS, Ulster County Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 787 of the 1976 Laws of New York, as amended, constituting Section 923 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, under Section 858 of the Act, the Agency has the power to approve certain administrative matters; and

WHEREAS, under Section 856 of the Act, the members of the Agency desire to approve certain administrative matters; and

WHEREAS, as provided in the Agency’s by-laws and the Governance Committee Charter, the members of the Governance Committee have reviewed and made certain recommendations on the Agency policies; and

WHEREAS, the members of the Agency desire to approve certain administrative matters;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby takes the following actions:

(A) Approves and confirms the policies described in Schedule A and contained in the Agency’s Policy Manual.

(B) Approves that this meeting shall constitute the annual meeting of the Agency as provided in the By-Laws of the Agency.

Section 2. The Agency hereby authorizes the Chair to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Diane Eynon, Ph.D.	VOTING	_____
Michael J. Ham	VOTING	_____
Lynn Archer	VOTING	_____
Steven Kelley	VOTING	_____
Rachel Silverman	VOTING	_____
Rashida Tyler	VOTING	_____
Kaustabh Wahal	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
 COUNTY OF ULSTER)

I, the undersigned (Assistant) Secretary of Ulster County Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on January 18, 2023 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; ; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 18th day of January, 2023.

 (Assistant) Secretary

(SEAL)

SCHEDULE A

Confirmation of Regular Agency Meeting Schedule	9:00 a.m. the third Wednesday of each month
Appointment of Executive Director	Pending Appointment
Appointment of Finance Officer to the Agency	Pending Appointment
Staff of the Agency	Lisa Purcell – Administrative Personnel
Appointment of Accounting Firm of the Agency	Pending Appointment
Appointment of Agency Counsel	Hodgson Russ LLP
Appointment of Bond Counsel to the Agency	Hodgson Russ LLP
Appointment of Bank of the Agency and Accounts	Bank of Greene County M&T Bank Authorized signatories shall be the Chair, the Vice Chair, the Treasurer and the Assistant Treasurer (and checks shall require two signatures of any of the four authorized signatories)
Approval and Confirmation of Agency Policies	Mission Statement Audio Policy Audit Committee Charter Background Check Policy Code of Ethics Community Investment Policy Compensation & Attendance Policy Defense and Indemnification Policy Discrimination & Harassment Policy Enforcement of Agency Projects Policy Fee Schedule Policy Finance Committee Charter Governance Committee Charter Housing Projects Policy Investment and Deposit Policy No Extension of Credit Policy Organizational Chart Policy for Retained Jobs Policy Regarding Public Comment at Agency Meetings PILOT Points Calculator Policy Respecting Uniform Criteria for the Evaluation of Projects Procurement Policy Property Disposition Policy Public Access to Records Records Retention Revolving Door Policy Shared Services Agreement Travel Policy and Discretionary Funds Policy Uniform Tax Exemption Policy Uniform Tax Policy Matrix Whistleblower Policy
Appointment of Contract Officer	_____, Chair
Appointment of Investment Officer	[_____]
Appointment of FOIL Officer	See FOIL Policy