
COMPENSATION, ATTENDANCE & SITE VISIT POLICY

1. Compensation. Members of the Ulster County Industrial Development Agency (the "Agency") shall serve without compensation.

2. Reimbursement. Members may be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties as specified in Section 858 of the General Municipal Law of the State of New York (the "Act"). Members may not be compensated for rendering services to the Agency in any capacity other than member unless such other compensation is reasonable and is allowable under the provisions of Section 858 of the Act.

3. Site Visits. Members are responsible for attending at least two (2) site visits per year.

4. Time and Attendance. (A) It is a priority of the Agency that business and operations of the Agency as set forth within the By-Laws of the Agency (the "By-Laws," as may be amended, restated or revised from time to time), be conducted efficiently and effectively. Business of the Agency is discussed and conducted during the meetings of the Board of Directors of the Agency (the "Board") and the meetings of the various committees of the Agency (each a "Meeting"). Therefore, pursuant to this Policy and the By-Laws, Members of the Board and Officers of the Agency shall be available as required to attend the Meetings of the Agency in order to perform such business and operations. Said members and officers of the Agency shall put forth their best efforts to perform their respective duties as outlined in the By-Laws and any other directives of the Board relating to same.

(B) Board Members are encouraged to attend all Meetings, but more than three (3) Absences Without Notice (as hereinafter defined) per year may be reported to the Agency's appointing entity, the County Legislature of Ulster County, New York (the "Legislature"), at the discretion of the Board Chair.

(C) Board Members are encouraged to arrive at all Meetings on time for purposes of establishing a quorum of members for the Meeting. Pursuant to Article III(2) of the By-Laws, regular Meetings of the Agency are generally scheduled to begin at 9:00 a.m., or at such other time as is established by the Agency. If a Board Member arrives at a Meeting of the Agency more than ten (10) minutes after the scheduled start time of said Meeting, such tardiness shall be considered an Absence Without Notice pursuant to Section 3(D).

(D) Absences Without Notice shall include (1) failure to attend a scheduled Meeting without providing prior notice of the anticipated absence, and the reasons therefore, to the Chair and the Executive Director of the Agency at-least twenty-four (24) hours prior to the scheduled start time of the Meeting; and (2) arrival at a Meeting more

than ten (10) minutes after the scheduled start time of the Meeting without providing notice of the anticipated tardiness, and the reasons therefore, to the Chair and the Executive Director of the Agency at-least one (1) hour prior to the scheduled start time of the Meeting.

(E) The Executive Director of the Agency shall keep an attendance record (the "Record") of the Agency which record shall identify the number of Absences Without Notice each Board Member or Officer of the Agency has. The Record shall be updated after each Meeting. The Executive Director shall provide an up-to-date copy of the Record to the Chair on a quarterly basis and shall notify the Chair immediately upon the incurrence of three (3) Absences Without Notice by any Board Member or Officer of the Agency.

Updated February 21, 2024