

January 17, 2024 - 9:15 AM
(or immediately following
Annual Meeting of IDA)

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

OFFICERS

CHAIR
Michael J. Ham

VICE CHAIR

TREASURER
Steven L. Kelley, FACHE

SECRETARY

ASST. SECRETARY
Rashida Tyler

ASST. TREASURER
Rachel Silverman, Esq.

BOARD MEMBERS
Michael J. Ham
Steven L. Kelley, FACHE
Rachel Silverman, Esq.
Rashida Tyler
Kaustubh Wahal

REGULAR

1. Call to Order
2. Pledge of Allegiance
3. Roll Call **(Page 2)**
4. Mission Statement
5. Approval of the Minutes – December 20, 2023 Meeting **(Page 3)**
6. Public Comment (Agenda Items Only)
7. Executive Session (if necessary)
8. Chair’s Report
9. Executive Director’s Report
10. Financial Report
11. Committee Reports
 - Audit
 - i. Loewke Brill Reports **(Page 10)**
12. Finance
13. Governance
14. Old Business
 - Status of Pending Projects **(Page 12)**
 - Status of Pending Enforcement Matters **(Page 13)**
15. New Business
16. Adjournment

The next meeting of the Ulster County Industrial Development Agency is scheduled for 9:00 a.m., February 21, 2024.

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>
Michael J. Ham, Chair	_____	_____
Steven L. Kelley, FACHE, Treasurer	_____	_____
Rashida Tyler, Asst. Secretary	_____	_____
Rachel Silverman, Esq., Asst. Treasurer	_____	_____
Kaustubh Wahal, Member	_____	_____

ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY BOARD MEETING MINUTES December 20, 2023

The Monthly Board Member Meeting of the Ulster County Industrial Development Agency was held Wednesday, December 20, 2023 at 9:00 A.M.

The following committee members were present:

Michael J. Ham	Committee Chairman
Lynn Archer	Vice Chair
Dr. Diane Eynon	Secretary
Steven Kelley, FACHE	Treasurer
Rashida Tyler (arrived at 9:13am)	Asst. Secretary
Rachel Silverman, Esq.	Asst. Treasurer
Kaustubh Wahal	Member

The following Agency members were absent with notice:

None

The following additional Agency members were present:

None

Additional Attendees:

A. Joseph Scott, III, Esq.	Agency Counsel
Hillary Nichols	Executive Director
Lisa Purcell	Agency Staff
Matt Jones	BST & CO
Mark Opalka	BST & CO
Rick Jones	Public Commentor
Elliot Auerbach	Public Commentor
William Kemble	Daily Freeman

The meeting was called to order at 9:04 A.M. by Chair Ham.

PLEGDE OF ALLEGIANCE

Roll was called, and it was noted that a quorum was present.

MINUTES

Motion: Steven Kelley, seconded by Kaustubh Wahal, moved to approve the minutes of the November 15, 2023 monthly meeting, as presented.

Vote: The motion was adopted (7-0).

PUBLIC COMMENT

Rick Jones presented a written document of his comments to the Board regarding the “Terminating the Moratorium on Housing” addenda item and addressed the Board. Mr. Jones began stating that he generally supports lifting the moratorium on the housing policy, but is, however, disappointed that the policy that will be lifted is the same policy that was in place two years ago, and no changes have been made to it. Mr. Jones drafted a possible policy that would take into account, what he calls, “affordable housing.” Mr. Jones noted that the old policy includes affordable housing, but does not define what that means, as well as includes workforce housing, that, which he says, can be done now on behalf of a corporation that gets an inducement. Mr. Jones presented some suggestions, one, being, to not pass the resolution to lift the moratorium until some substantial changes have been made to the policy. Mr. Jones also noted that the IDA needs to define what kind of housing they want to do. Mr. Jones also noted that there is a crying need for affordable housing in the area. Mr. Jones thinks the IDA should do only affordable housing and does not support retail housing, that being single-family homes, townhomes and condominiums. Mr. Jones’s final comment to the Board is that he does not think the IDA should be doing projects that do not have affordable housing attached to them. Mr. Jones noted that before he left the UCIDA Board in 2021, he left them with a suggestion on affordable housing and how to deal with affordable and workplace housing and shared that document with the members.

Board Chair, Michael Ham, introduced retired Deputy State Controller, Elliott Auerbach to the mic for public comment. Mr. Auerbach began by telling the Board that he is passionate about the Board’s proposed lifting of the moratorium. Mr. Auerbach also noted that there are a number of IDA’s that are revisiting the housing issue. He noted that it is very courageous on the part of the IDA and he has total trust in the Board, to lift the moratorium.

EXECUTIVE SESSION

None to be reported.

CHAIRS REPORT

Chair Ham reported that we continue to meet with potential clients and projects, but noted that nothing new has come in the way of applications. The Chair thanked the Board for all of their hard work and wished everyone a happy holiday season.

EXECUTIVE DIRECTOR'S REPORT

Executive Director Hillary Nichols addressed the Board, updating them on personnel and office space matters that were approved at past meetings. Executive Director Nichols informed the Board that the hiring of Lisa Purcell was completed on 12/11/2023 and they insured that all NYS requirements were met. The Executive Director also noted that staff is officially working from their new office, located at 224 Fair Street and invited the Board to stop by. The Executive Director also noted that she has heard from many potential project applicants and looks forward to moving these potential applicants through the pre-screen process. Executive Director Nichols updated the Board on what has been done with community outreach and driving the mission of the IDA to the public by way of attendance at multiple community events and mixers and continuing to meet with Economic Development partners in the area. The Executive Director updated the Board on 2023 annual reporting, and encouraged the Board to sign up for in-person project site visits. All the projects have received emails pertaining to PARIS reporting and noted that all project information is due back by January 31, 2024. Chair Ham interjected, noting that, on behalf of the Board, the Executive Director does a fantastic job at networking events and the Board is on very good hands. Member Diane Eynon asked the Executive Director if there are any projects that she seems coming sooner rather than later in the new year. The Executive Director noted that there may be two or three projects, that, in the first quarter of the year, are strong potential applicants. Member Lynn Archer inquired about some of the potential projects that weren't a good fit for the IDA, were they handed off to Ulster County Economic Development. The Executive Director explained that she provides resources and the contact information to the Director of Economic Development and would like to see them feed each other projects in the new year. Member Archer also asked of there was any connection between the IDA and the regional development groups? Executive Director Nichols stated that she would like to go in the direction of Mid-Hudson Regional Development.

FINANCIAL REPORT

Mark Opalka of BST & CO, the agency accounting firm, presented the financial report to the Board.

Motion: Steven Kelley, seconded by Rachel Silverman, moved to accept the financial report, as presented.

Vote: The motion was adopted (7-0).

COMMITTEE REPORTS

Audit

Executive Director, Hillary Nichols, called in Kevin Loewke of Loewke Brill Consulting, to discuss the monthly reports with the Board and provide clarification as to how the numbers are compiled. Member Eynon inquired about at what point does the IDA talk to projects that are under the threshold of compliance. Mr. Kevin Loewke provided an explanation to his process, when they find a project not meeting compliance. Agency Counsel Scott also noted that at least two months ago an attorney letter was sent, strongly worded, and they responded the same day. They are well aware of this situation. Member Lynn Archer asked if there any fees if projects are out of compliance. Chairman Ham noted that point and mentioned that, in the new year, the Governance Committee will take a hard look at the policies. Chair Ham concluded that the Board would like to sit down with Mr. Loewke and restructure how they read the reports and what would make it easier for to read.

Finance

None to be reported.

Governance

Committee Chair, Kaustubh Wahal, noted that there was no report, as the Committee had not been able to meet in the month of December. Executive Director Nichols spoke to the Board on behalf of the Committee Chair, regarding the RFP for IT Services for the agency, noting that the RFP was sent out to around ten (10) local firms, having received only one official proposal. Counsel Scott addressed the Board and explained that the Resolution reflects extensive discussions between him and the Executive Director, with respect to this procurement and the sensitivity of the procurement. Agency Scott walked the Board through the Resolution. Member Lynn Archer asked about procedure and process, noting that this should have come out of a Governance Committee vote and this is out of compliance of our own rules in the way in which the Agency puts forth proposals, reiterating that the RFP should have been presented

to Governance before it made it to the table at this meeting. Conversation continued, noting that there was no follow-up to reschedule a committee meeting where the RFP could have been review and approved to present to the Board. Members Diane Eynon and Lynn Archer reiterated that there was no proposed meeting follow-up it becomes a slippery slope to take things out of committee. Member Eynon broached the part of the RFP where is stated a “not to exceed” amount and asked the Executive Director if she had a chance to look at the websites he had done and if she liked them.

Motion: Rashida Tyler, seconded by Diane Eynon, moved to table the resolution until the Governance Committee has a chance to consider the Resolution for IT Services, prior to the January Board meeting.

Vote: The motion failed (3-4).

Michael Ham	(Nay)	Dr. Diane Eynon	(Aye)
Lynn Archer	(Aye)	Rashida Tyler	(Aye)
Steven Kelley	(Nay)	Rachel Siverman	(Nay)
		Kaustubh Wahal	(Nay)

Chair Ham proceeded and asked for a motion to accept entering into a contract with Mid-Hudson Web as amended to not exceed \$15,000 without Board approval.

Motion: Rachel Silverman, seconded by Kaustubh Wahal, moved to approve the contract with Mid-Hudson Web.

Vote: The motion was adopted (4-3).

Michael Ham	(Aye)	Dr. Diane Eynon	(Nay)
Lynn Archer	(Nay)	Rashida Tyler	(Nay)
Steven Kelley	(Aye)	Rachel Siverman	(Aye)
		Kaustubh Wahal	(Aye)

OLD BUSINESS

Pending Projects

Agency Counsel Scott noted that there are no changes to report.

Pending Enforcement Matters

Agency Counsel Scott noted that there are no changes to report.

NEW BUSINESS

Resolution Terminating Moratorium Housing Policy

Agency Counsel Scott presented the Board with the resolution and highlighted a minor technical change in Exhibit A of the Housing Policy and it is reflected in Section 2E of the policy, making it clear that it is the project applicants responsibility, not the IDA's, to present the matter to the governing board. With respect to the balance of the resolution, there are a number of 'whereas paragraphs' describing the process of what has transpired over the last several months and counsel suggests some findings with respect to moving forward and section two is the operative provision of the resolution where the termination/lifting of the moratorium, so the Housing Policy goes back into effect, noting that, operationally, there is no change. Member Rashida Tyler asked how the resolution came up, further, how did it get to the Board table today. Counsel Scott addressed the question and noted that there have been a number of meetings at both the Governance level and the Board level and that at the last Board meeting there was an extensive discussion about various options. Member Lynn Archer clarified that during previous discussions there was no agreement at the table on the proposal counsel had put together. Both Governance Committee Chair, Kaustubh Wahal and Agency Counsel Scott restated that the policy listed within the attached resolution has had no changes made to it. The lifting of the moratorium is "going back to where you were," stated Counsel Scott. Conversation continued as to how and why the resolution to lift the moratorium came to the Board table. Agency Counsel addressed the Board and asked them to review pages 7 and 8 of the November 15, 2023 Board Meeting Minutes as to what would be on today's agenda. Member Lynn Archer noted that it was at the precursor that there would be a Governance Committee meeting to review, talk and address any concerns, prior to it being presented to the Board. Member Diane Eynon spoke, asking if the IDA is really doing a service to organizations if they are halfway through the pipeline and then we come up with the resolution that would actually be adopted for housing in Ulster County. Member Rashida Tyler asked how it looks to pass resolutions that do not go through the proper committees and if this current resolution did not come out of the Governance Committee, then the Board is out of order. Chairman Michael Ham noted that nothing new is being introduced and all they are doing is lifting the moratorium. Nobody is saying that Governance Committee does not continue to do the work or this this entity does not get involved. Member Eynon noted that a moratorium was put on the policy because it was not a good policy in determination of when the IDA had housing projects before and lifting it is back where they were. It was mentioned that the moratorium is being lifted on a policy that not all agree on.

Member Rachel Silverman asked if this process is different from the process when, every three months or so, the Board chooses to extend the moratorium. How is this process any different than when they vote to extend it, which occurs every three months or so? After a short discussion to that question, Chairman Ham asked for a motion to accept the termination of the moratorium on the Housing Policy.

Motion: Rachel Silverman, seconded by Kaustubh Wahal, moved to accept the Resolution Terminating Moratorium on Housing.

Vote: The motion was adopted (4-3).

Michael Ham	(Aye)	Dr. Diane Eynon	(Nay)
Lynn Archer	(Nay)	Rashida Tyler	(Nay)
Steven Kelley	(Aye)	Rachel Silverman	(Aye)
		Kaustubh Wahal	(Aye)

ADJOURNMENT

Motion: Steven Kelley, seconded by Kaustubh Wahal, moved to adjourn the meeting.

Vote: The motion was adopted (7-0).

The meeting was adjourned at 10:55 A.M.

Respectfully submitted,

Lisa Purcell, Staff

December 2023 Monthly UCIDA Report

January 10th, 2023

Inness New York, LLC – A total monthly count of **83** worker days were reported

A. Of the **83** worker days **83** were compliant and no exemptions

B. Of the **83** worker days **0** were non compliant

a. **Total monthly compliance average was 100%**

b. **Project overall compliance is 83.71%**

Apherea Inc – A total monthly count of **172** worker days were reported

A. Of the 172 worker days **165** were compliant and no exemptions

B. Of the 172 worker days **7** were non compliant

a. **Total monthly compliance average was 96%**

b. **Project overall compliance is 75.60%**



ULSTER COUNTY IDA MONTHLY LOCAL LABOR STATUS REPORT

For the Month of December 2023

Sites	Monitored	Date(s) of Visits	% Local Labor
23-001	Apherea Inc	December 11, 2023	100%
1			
20-002	Inness New York, LLC	December 11, 2023	100%
2			

1) Apherea, Inc Site Visit on December 11th, 2023

Contractor:	# of Workers	# of Exceptions	# of Non-Compliant	% of Local labor	Comment
AMERICAN HEATING	2	0	0	100%	
O&D ELECTRIC	7	0	0	100%	
TOTAL WORKERS	9	0	0	100%	

2) Inness New York, LLC Site Visit on December 11th, 2023

Contractor:	# of Workers	# of Exceptions	# of Non-Compliant	% of Local labor	Comment
NP CREATIVE	3	0	0	100%	
TOTAL WORKERS	3	0	0	100%	

Pending Transaction List

	<u>Deal Name</u>	<u>Agency Action</u>	<u>Status</u>	<u>Estimated IDA Admin Fee</u>
1.	Cresco Labs Project	Agency adopted SEQR and Approving resolutions at the 5.18.22 meeting	NO CHANGE Waiting on direction from project applicant to begin drafting IDA documents	Estimated Project Cost: \$209,008,535 Estimated Admin Fee: \$2,090,085.35 (\$209,008,535 * 1%)
2.	Zinc8 Project	Agency adopted an Inducement Resolution at the 12.21.22 meeting Public Hearing scheduled and held on January 31, 2023 Agency considered public comments at the February meeting Agency has adopted a bond resolution at March meeting re tax-exempt financing Second Public Hearing held on May 23 Agency considered public comments at the May meeting Agency has adopted a bond resolution at June meeting re taxable financing	NO CHANGE Waiting on direction to begin drafting IDA documents Expected closing date 1st Q 2024	Estimated Project Cost: \$15,000,000 Estimated Admin Fee (for IDA and CRC): \$150,000 (\$15,000,000 * 1%)

Dated: January 17, 2024

Pending Enforcement Matters List

	<u>Deal Name</u>	<u>Agency Action</u>	<u>Status</u>
- NONE -			

Dated: January 17, 2024