

# UCIDA

Ulster County Industrial Development Agency

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## ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY GOVERNANCE COMMITTEE MINUTES September 1, 2021

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A meeting of the Governance Committee of the Ulster County Industrial Development Agency was held on Wednesday, September 1, 2021, at 12:30 P.M. at the Legislative Chambers, County Office Building, 6<sup>th</sup> Floor, 244 Fair Street, Kingston, NY 12401.

**Roll Call:**

The following committee members were present:

Michael J. Ham	Committee Chairman
Richard O. Jones	
Diane Eynon	

The following committee members were absent with notice:

The following additional Agency members were present:

James Malcolm

Additional Attendees:

Rose Woodworth	Chief Executive Officer
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The meeting was called to order at 12:33 P.M. by Committee Chairman Michael J. Ham.

**PLEDGE OF ALLEGIANCE**

The members of the Agency participated in the Pledge of Allegiance to the flag.

**ROLL CALL**

The roll was read, and it was noted that a quorum was present.

### **APPROVAL OF MINUTES**

The members of the Committee reviewed the draft minutes from the June 22, 2021 meeting.

**Motion:** Richard Jones, seconded by Diane Eynon, moved to approve the minutes of the June 22, 2021 Governance Committee meeting.

**Vote:** The motion was unanimously adopted (3-0).

### **PUBLIC COMMENT ON AGENDA ITEMS ONLY**

No Public Comment.

### **OLD BUSINESS**

#### **Mentoring Program Update**

A couple of local companies have been contacted regarding creating a tri-fold pamphlet for the Mentoring Program. The possibility of creating the pamphlet in-house was discussed since there is a marketing person available on staff. The benefit of creating the pamphlet in-house is that there would be more control over the design. The tri-fold pamphlet will provide basic information to help potential applicants decide if the IDA is right for their project. There was also discussion about doing a few short YouTube videos to assist potential projects in making this determination. It was recommended to amend the employment contract job description to make it easier to do work in-house and not have to do an RFP. CEO, Rose Woodworth will review current wording.

#### **Amendment to Enforcement of Agency Projects Policy**

A draft amendment to the Enforcement of Agency Projects Policy was reviewed, and recommendations on changes to the Policy were discussed by the Committee. Wording to represent what the IDA is already doing as a process has been added. Wording from Orange County IDA was incorporated into the policy with the addition of the public health crisis. Recommendation was made to add the wording, including, but not limited to. Additional wording was taken from the Dutchess County IDA Policy. This addition puts into words what the requirements are for closing documentations. A recommendation to add the wording that the Board may deviate was also made.

**Motion:** Richard O. Jones, seconded by Diane Eynon, made a motion to approve with the addition that the Board may modify at their discretion and add the phrase including but not limited to.

**Vote:** The motion was unanimously adopted (3-0).

## **NEW BUSINESS**

### **POLICIES TO BE CREATED**

#### **UCIDA Fees Shared with UCCRC**

There was discussion on the best way to create a policy to clearly explain the fee share between the UCIDA and UCCRC. There is a lot that needs to be taken into consideration. One option is that once the budgeted revenue number has been met for the IDA expenses, then some of the funds could be moved over to the CRC. Agency Counsel A. Joseph Scott had previously advised that the IDA should not lock in a dollar amount or percentage. Another consideration is to get a determination letter from the ABO. The need for this to be done is for tax implications. The IDA cannot give donations or grants, except in rare situations like the PPE grants that have been temporarily allowed. This policy would allow funds to be used in other areas in need (ex. education).

**Motion:** Richard O. Jones, seconded by Diane Eynon, made a motion to have the CEO reach out to the ABO and Agency Counsel for their opinions on creating a policy to share fees between UCIDA and UCCRC.

**Vote:** The motion was unanimously adopted (3-0).

#### **Cost Benefit Analysis Policy**

The Audit Committee had discussed having a third party do a Cost Benefit Analysis or Financial Analysis for projects over a certain dollar amount. There was discussion that the UCIDA could do this on a project-by-project basis and, when necessary, the Board could reserve the right to use other means and methods for cost benefits analysis.

## **POLICIES TO BE AMENDED**

### **UTEP & Matrix**

The Committee reviewed the UTEP & Matrix for the purpose of revising the Community Investment portion. Recommendations are to remove the public transportation category and replace it with the use of local services. Apply the criteria of three, five, or eight services from local vendors or providers for the life of the project to gain either one, two or three points.

**Motion:** Richard O. Jones made a motion to recommend to the Board adjustments be made to the UTEP & Matrix: 1) Remove public transportation, And 2) add community involvement criteria and apply the criteria of three, five or eight services from local vendors or providers to gain either one, two, or three points.

Richard O. Jones rescinded.

**Motion:** Richard O. Jones, seconded by Diane Eynon, motioned to recommend to the Board adjustments be made to the UTEP & Matrix: 1) Remove public transportation, 2) add Community Involvement criteria and apply the criteria of three, five, or eight services from local vendors or providers to gain either one, two, or three points, and 3) community involvement would be for the life of the PILOT.

**Vote:** The motion was unanimously adopted (3-0).

The Committee discussed how involved the IDA should get with deciding a Project's environmental sustainability. Originally the IDA went with what the Law required to be energy efficient technology. The current Matrix gives two points for using LED lightbulbs or for having solar energy. A decision was made to create a working group (Diane Eynon, Richard O. Jones, and Orlando Reece) to meet after the Board Training day, to discuss changes to the Environmental Sustainability category. It was recommended that the CEO send a letter to the Legislators for advice on how to handle incentivizing energy efficient technology.

**Motion:** Richard O. Jones, seconded by Diane Eynon, motioned to make changes to the UPET & Matrix as they arise.

**Vote:** The motion was unanimously adopted (3-0).

### **ADJOURNMENT**

**Motion:** Diane Eynon, seconded by Richard O. Jones, moved to adjourn the meeting.

**Vote:** The motion was unanimously adopted (3-0).

The meeting was adjourned at 1:50 P.M.

Respectfully submitted,

Michael J. Ham, Committee Chair