

# UCIDA

---

Ulster County Industrial Development Agency

---

## ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY MINUTES October 21, 2020

---

A regular monthly meeting of the Ulster County Industrial Development Agency was held on Wednesday, October 21, 2020 at 9:00 A.M. in the Legislative Chambers of the County Office Building, 244 Fair Street, 6<sup>th</sup> Floor, Kingston, NY.

### **Roll Call:**

The following agency members were present:

James Malcolm	Chair
Faye Storms	Vice Chair/Assistant Treasurer
Dr. Diane Eynon	Treasurer
Michael J. Ham	Secretary
Orlando Reece	Assistant Secretary
Daniel Savona	Assistant Secretary
Richard O. Jones	Member/Chief Financial Officer

Additional Attendees:

Rose Woodworth	Chief Executive Officer
Joseph P. Eriole, Esq.	Board Counsel

The meeting was called to order at 9:00 A.M. by Chair James Malcolm.

### **PLEDGE OF ALLEGIANCE**

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

### **ROLL CALL**

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

### **READING OF THE UCIDA MISSION STATEMENT**

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.

### **MINUTES**

**Motion:** Michael J. Ham, seconded by Diane Eynon, moved to approve the minutes of the September 9, 2020 meeting as presented.

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

### **EXECUTIVE SESSION**

**Motion:** Faye Storms, seconded by Richard Jones, made a motion to go into Executive Session for the purpose of discussing possible litigation.

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

The Board entered into Executive Session at 9:02 A.M.

**Motion:** Faye Storms, seconded by Orlando Reece, made a motion to come out of Executive Session.

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

The Board came out of Executive Session at 9:22 AM.

No action was taken during Executive Session.

### **FINANCIALS**

Chief Financial Officer Richard O. Jones presented the financial report for September 2020. He reported that the Agency's income is higher than budgeted. Administrative Staff Fees and Legal Fees are over budget due to time spent on new applicants and grants. Contracts for Other Services is over budget due to live-stream costs. Insurance is a timing issue because the bills were paid early in the year. The Statement of Financial position shows \$86,350 in accounts receivable which includes the \$75,000 that is due from Ulster NH Realty in January 2021. Ms. Woodworth presented the accounts receivable report which will be included on a quarterly basis. She noted that since the report was printed on September 30, payments have been received from Amthor, Landmark Preservation and Star Estate. The bank

balances total \$808,510.59. Of that, \$200,199.50 is invested in a CD, and the remainder is in the Agency's checking and savings accounts.

**Motion:** Diane Eynon, seconded by Michael J. Ham, made a motion to accept the financial report for September 2020 as presented.

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

### **CHAIR'S REPORT**

James Malcolm presented the Chair's Report. As part of his report, the Chair noted that there is still an issue with Ellenbogen, which the CEO will address further in her report. The Chair reported that the Kingstonian report will be released this Friday and thanked the Board members for their diligent work.

### **CHIEF EXECUTIVE OFFICER'S REPORT**

Rose Woodworth presented the Chief Executive Officer's report. As part of her report, she reported on the following:

- A. M&T Bank Transfer – The collateral accounts have been set up. After multiple calls and e-mails, the Agency has not gotten a response from the Vice President and Regional Manager of the Government Banking Department about the next steps.
- B. Open Meetings Law – The Governor passed an Executive Order which includes the extension for public meetings and hearings to be held remotely for another 30 days, until November 3.
- C. Intern – The Agency did not receive any interest from the posting with SUNY New Paltz for an intern to help catalog and digitize the files. The CEO will try again for an intern in the spring semester and may reach out to other local colleges as well.
- D. Applicants – The CEO reported that she has had some calls with potential applicants and anticipates a few applications coming before the Agency over the next month.
- E. Grants – The Board needs to set a sunset date for grant applications and submission of receipts. Because of the budget, the CEO suggested allowing application submissions up until one week before the December meeting and then allowing receipt submission through the end of the calendar year. The Board decided to keep the grants program active and roll the leftover funds into next years budget.

- F. FOIL Requests – The Agency has received several FOIL requests over the last few months. The latest request totaled over 3,000 pages. The CEO asked the Board to consider instituting a policy to be set forth by the Governance Committee outlining the Agency’s fees for FOIL requests.
- G. Audit and Governance Committee Meetings – During the meeting, the Governance Committee agreed on a meeting date of November 5. The CEO will work with Dr. Eynon to set up an Audit Committee meeting.
- H. RFPs – As part of “good practice,” the Agency sent out two RFPs this past month: One for board and/or bond counsel and one for administrative staff. The Agency has not received any proposals yet; both are due back on October 30<sup>th</sup>.
- I. Ellenbogen – The Agency asked Ellenbogen to send back the full deposit of \$4,800, to which they only refunded \$2,300.

**Motion:** Daniel Savona, seconded by Richard Jones, made a motion to authorize the CEO and Board Counsel to bring the matter to Small Claims Court.

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

- J. Kingstonian – The CEO agreed with the Chair’s earlier point: She has sat in on many meetings regarding the Kingstonian, and she is proud of the Board for doing their due diligence.

**Motion:** Michael J. Ham, seconded by Orlando Reece, made a motion to accept the CEO’s report.

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

## **COMMITTEE REPORTS**

### **Audit Committee**

Dr. Eynon reported that the September labor report from Loewke Brill indicated that Inness NY, LLC is at 95% compliance for the month, with 75.66% overall compliance. The Chair asked for a more detailed report, which the CEO reported is sent separately each month and remains on file. Brooklyn Bottling has finished construction and the IDA received a binder of all information from Loewke Brill. The Project now needs to complete their Affidavit of Project Cost.

**Motion:** James Malcolm, seconded by Michael J. Ham, made a motion to approve the audit report.

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

### Finance Committee

Committee Chair Faye Storms presented the 2020-2024 Budget that was discussed at the October 7 Finance Committee meeting. The CEO reported that she reviewed the budgets with the CFO as well as the entire Committee line by line. The Committee also looked at what other similar IDAs are spending on administrative staff fees. The \$150,000 that the Agency pays is still lower than the IDAs reviewed. Upon speaking with the Office of the State Comptroller, the CEO was informed that they have really ramped up their small governance section, and they are really focused on IDA compliance. The Annual Admin Fee was added because that wasn't agreed upon yet when the budgets were drafted last year. Because expenses are over budget the Agency will have to bring in \$208,750 from assets. The over budget spending is attributed to grant funds and staff time spent processing grants. The Chair suggested including staff time for processing grant applications in the money that will roll forward to 2021 for grants. The project closing fees were increased in the coming years based on a five-year rolling average.

**Motion:** Michael J. Ham, seconded by Orlando Reece, made a motion to approve the finance report.

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

### Governance Committee

Committee Chair Michael J. Ham reported that the Governance Committee will meet on November 5 at 1:30 PM. The Committee is asking several non-compliant projects to attend the meeting and will also do housekeeping on policies if time allows.

**Motion:** Richard Jones, seconded by Daniel Savona, made a motion to approve the governance report.

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

- **Hudson Valley Kingston Development** – The Project was in attendance via Zoom to discuss why job numbers were under the promised amount per their PILOT agreement. They reported that only one of the three buildings was complete and operational at the time. The Project has experienced a slowdown in business and construction due to COVID-19. The Chair informed the Project that the Governance Committee will be in touch to ask specific questions. The CEO clarified that the employment issues were in 2019 (before COVID), and that the Project had 17 of the 50 promised FTEs.

## **OLD BUSINESS**

### **Status of Pending Projects**

Board Counsel Joseph Eriole reported on the status of pending projects:

- Wildberry Lodge, LLC – No change. Project is completing SEQR process. No action can be taken until the process is completed.
- Kingstonian Development LLC – Application is under consideration as the Agency awaits the input of the taxing jurisdictions.

## **NEW BUSINESS**

### **Star Estate**

The Project requested a six-month extension for their sales tax exemption due to a stoppage of work in the spring caused by COVID-19. The Board reviewed the resolution that was prepared by counsel.

**Motion:** Daniel Savona, seconded by Michael J. Ham, made a motion to approve the six-month extension for sales tax exemption.

**Vote:** The Board voted as follows:

James Malcolm	Aye
Faye Storms	Aye
Dr. Diane Eynon	Aye
Michael J. Ham	Aye
Orlando Reece	Aye
Daniel Savona	Aye
Richard O. Jones	Aye

### **PPE Grants for Board Consideration**

The Board reviewed the applications for PPE Grants. The CEO stated on record that CLO2 Distribution, LLC is a client at her accounting firm.

**Motion:** Orlando Reece, seconded by Richard Jones, made a motion to approve the grants to the applicants on the list presented.

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

**PUBLIC COMMENT**

None.

**ADJOURNMENT**

**Motion:** Diane Eynon, seconded by Faye Storms, moved to adjourn the meeting.

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

The meeting was adjourned at 10:11 A.M.

Respectfully submitted,

Michael J. Ham, Secretary