

MINUTES

Dutchess County  Industrial Development Agency

3 Neptune Road, Poughkeepsie, NY 12601  
Tel. # - (845) 463-5400 / Fax # - (845) 463-0100

**BOARD OF DIRECTORS ANNUAL MEETING**

Wednesday, January 9, 2019

**PRESENT:** Tim Dean, Vice Chairman  
Mark Doyle, Secretary/Treasurer  
Stacey Langenthal  
Don Sagliano

**ABSENT:** Charles Daniels III, Chairman  
Alfred Torreggiani

**ALSO PRESENT:** Sarah Lee, Executive Director  
Jasmin Haylett, Office Administrator  
Don Cappillino, Counsel  
Mary Kay Vrba, Dutchess Tourism  
Todd Erling, HV Agribusiness  
Rebecca Edwards, DC Legislator

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On Wednesday, January 9, 2019 Dutchess County Industrial Development Agency [DCIDA] Annual Meeting was called to order by Vice Chairman Dean at 8:04 a.m. Present was: Tim Dean, Mark Doyle, Stacey Langenthal and Don Sagliano. Absent was: Charles Daniels III and Alfred Torreggiani. Quorum was established.

**CONSENT AGENDA\***

A motion was made by Mr. Doyle, duly seconded by Mr. Sagliano to approve the following consent agenda items. All voted in favor. Motion carried.

1. Approval of Minutes  
January 16, 2018
2. Election of Officers for the Year 2019
  - Chairman Charles Daniels
  - Vice Chairman Tim Dean
  - Secretary/Treasurer Mark Doyle

3. Appointments

- Chief Financial Officer           Marilyn Yerks
- Compliance Officer               Marilyn Yerks
- Records Access Officer           Sarah Lee

4. Renewal of Chief Financial Officer's Bond

5. Renewal of IDA Membership in New York State EDC for the body

6. Authorization for Approval of 2019 Expenses Incurred (Reimburse Board Members, Agency Counsel, CFO, Executive Director and County employees for reasonable travel mileage expense at the federal rate level, and other reasonable travel expenses incurred at actual cost for business specifically related to the Agency.)

7. Appointment of Members to Committees

- Audit                               Mark Doyle  
  Donald Sagliano  
  Stacey Langenthal
  
- Finance                            Mark Doyle  
  Donald Sagliano  
  Stacey Langenthal
  
- Governance                      Comprised of the entire IDA Board

8. Re-Adoption of Policies

- Committee Charters
- Internal Control Policy
- Internal Control Assessment Acknowledgement
- Investment Policy
- Local Workforce Utilization Policy
- Performance Based Incentives Policy
- Procurement Policy
- Property Disposition Policy
- Real Property Policy
- Recapture and/or Termination of Financial Assistance for Projects without a Real Property PILOT policy
- Uniform Tax Exemption Policy

9. Designate Law Firm

Cappillino, Rothschild & Egan LLP

10. Designate Official Newspaper

Poughkeepsie Journal – publication purposes, purposes requiring advertising and notification to the public

11. Designate Depository Bank(s)

Designate any commercial bank in Dutchess County as a depository for the IDA funds, with no savings banks, just commercial banks, and that any funds deposited over and above the federal maximum of \$250,000 for FDIC protection are fully collateralized with securities for the full amount above \$250,000.

**DISCUSSION AGENDA**

12. Old Business

None

13. New Business

The Board was asked to sign the following items:

- Conflict of Interest Questionnaire
- Financial Disclosure Statement
- Code of Ethics Acknowledgment
- Review and discussion of Mission Statement and Performance Measurements
- Mission Statement & Performance Measurements Acknowledgement
- Board Evaluation/Audit Committee Evaluation Questionnaires

★ **Unless a Board Member requests that an item be removed from the Consent Agenda, all items on the Consent Agenda will be approved by a single vote. There is no discussion of the items on the Consent Agenda. However, any Board Member may request that an item be removed from the Consent Agenda. It would then be discussed and voted upon separately.**

**ADJOURNMENT**

There being no further business to discuss, a motion was made by Mr. Doyle, duly seconded by Ms. Langenthal to adjourn the meeting. All voted in favor. Motion carried. Meeting adjourned at 8:07 a.m.

Respectfully submitted,

  
Kathleen M. Bauer, Secretary/Treasurer

1/8/2020  
Date

<b>Meeting</b>	<u>01-09-19</u>
<b>Approved</b>	<u>01-08-20</u>
<b>Certified</b>	<u>01-08-20</u>