

DRAFT  
MINUTES

Dutchess County **DCIDA** Industrial Development Agency

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

**BOARD OF DIRECTORS ANNUAL MEETING**

Wednesday, January 8, 2020

**PRESENT:** Tim Dean, Chairman  
Mark Doyle, Vice Chair  
Kathleen Bauer, Secretary/Treasurer  
Stacey Langenthal  
Jamie Piccone II  
Don Sagliano

**ABSENT:** Alfred Torreggiani

**ALSO PRESENT:** Sarah Lee, Executive Director  
Marilyn Yerks, CFO  
Jasmin Haylett, Office Administrator  
Don Cappillino & Elizabeth Cappillino, Counsel  
Mary Kay Vrba, Dutchess Tourism  
Todd Erling, HV Agribusiness  
Debra Lamber & Craig Grybowski, Shop Rite @ Hudson Heritage  
Jim Beretta & Doreen Tignanelli, Members from the public

---

On Wednesday, January 8, 2020 Dutchess County Industrial Development Agency [DCIDA] Annual Meeting was called to order by Chairman Dean at 8:01 a.m. Present was: Tim Dean, Mark Doyle, Kathleen Bauer, Stacey Langenthal, Jamie Piccone II and Don Sagliano. Absent was: Alfred Torreggiani. Quorum was established.

**ANNOUNCEMENT**

Chairman Dean announced that the meeting will be video recorded and posted on the website.

**CONSENT AGENDA\***

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

1. Approval of Minutes  
January 9, 2019
2. Election of Officers for the Year 2020
  - Chairman                      Tim Dean
  - Vice Chairman               Mark Doyle
  - Secretary/Treasurer       Kathleen Bauer
3. Appointments
  - Chief Financial Officer      Marilyn Yerks
  - Compliance Officer         Marilyn Yerks
  - Records Access Officer     Marilyn Yerks
  - Records Appeals Officer    Sarah Lee
  - Procurement 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 2020 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                        Kathleen Bauer  
                                  Stacey Langenthal  
                                  Donald Sagliano
  - Finance                     Kathleen Bauer  
                                  Stacey Langenthal  
                                  Donald Sagliano
  - Governance                Comprised of the entire IDA Board
8. Re-Adoption of Policies
  - Committee Charters
  - Capitalization Policy
  - Internal Control Policy
  - Internal Control Assessment Acknowledgement
  - Investment Policy
  - Local Workforce Utilization Policy
  - Operations & Accomplishments
  - 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
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

- Uniform Tax Exemption Policy  
Ms. Lee noted major changes was the inclusion of the new criteria to include environmental and green building factors into the construction as well as clarification and criteria on how the board would consider projects that are requesting a deviation and special projects such as adaptive reuse projects, for profit market rate housing projects, and hotel/motel projects. Minor changes included formatting and clarification to the language of the policy.

The Board was asked to sign the following items:

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

Ms. Lee noted this statement was not included in packet because the County Legislators is developing a new form that will be ready shortly. The new form will be distributed at the February meeting for board members to complete and sign.

★ **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 Ms. Bauer, duly seconded by Mr. Doyle Langenthal to adjourn the meeting. All voted in favor. Motion carried. Meeting adjourned at 8:12 a.m.

Respectfully submitted,

\_\_\_\_\_  
Kathleen M. Bauer, Secretary/Treasurer

\_\_\_\_\_  
Date

Meeting            01-08-20  
Approved        \_\_\_\_\_  
Certified         \_\_\_\_\_

