

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 13, 2021

PRESENT: Tim Dean, Chairman
Mark Doyle, Vice Chair
Kathleen Bauer, Secretary/Treasurer
Amy Bombardieri
Jamie Piccone II
Don Sagliano
Alfred Torreggiani

ALSO PRESENT: Sarah Lee, Executive Director
Marilyn Yerks, CFO
Jasmin Haylett, Office Administrator
Don Cappillino & Elizabeth Cappillino, Counsel
Rachel Welch, Communications Coordinator
Melaine Rottkamp, Dutchess Tourism
Todd Erling, HV Agribusiness
Jim Beretta & Doreen Tignanelli, Members from the public

On Wednesday, January 13, 2021 Dutchess County Industrial Development Agency [DCIDA] Annual Meeting was called to order by Chairman Dean at 8:05 a.m. Present was: Tim Dean, Mark Doyle, Kathleen Bauer, Amy Bombardieri, Jamie Piccone II, Don Sagliano 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. Roll call vote was taken. All voted in favor and the motion was carried.

1. Approval of Minutes
January 8, 2020
2. Election of Officers for the Year 2021
 - 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 2021 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
Ronald J. Piccone II
Donald Sagliano
 - Finance Kathleen Bauer
Ronald J. Piccone II
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

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

A motion was made by Mr. Piccone, duly seconded by Mr. Torreggiani to adopt the Mission Statement & Performance Measurements Policy as presented. Roll call vote was taken. All voted in favor and the motion was carried.

- Mission Statement & Performance Measurements Acknowledgement
- Uniform Tax Exemption Policy

A motion was made by Mr. Doyle, duly seconded by Ms. Bauer to adopt the Uniform Tax Exemption Policy as presented. Roll call vote was taken. All voted in favor and the motion was carried.

- Whistle-Blower Protection Policy

A motion was made by Mr. Torreggiani, duly seconded by Mr. Piccone to adopt the Whistle-Blower Protection Policy as presented. Roll call vote was taken. All voted in favor and the motion was carried.

The Board was asked to complete and sign the following items:

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

★ **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 on the agenda, the meeting was adjourned by Chairman Dean at 8:20 a.m.

Respectfully submitted,

Kathleen M. Bauer, Secretary/Treasurer

Date

Meeting 01-13-2021
Approved _____
Certified _____

