

## MINUTES



### **BOARD OF DIRECTORS REGULAR MEETING**

Wednesday, October 13, 2021

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

**Also Present:** Sarah Lee, CEO  
Jane Denbaum, CFO  
Jasmin Haylett, Office Administrator  
Rachel Welch, Communications Coordinator  
Don Cappillino & Elizabeth Cappillino, Counsel  
Jim Beretta & Doreen Tignanelli, Members from the public

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On Wednesday, October 13, 2021, the Dutchess County Local Development Corporation [DCLDC] Board of Directors Meeting was called to order by Chairman Dean at 9:10 a.m. Present was: Tim Dean, Mark Doyle, Kathleen Bauer, Amy Bombardieri, Jamie Piccone II, Don Sagliano and Al Torreggiani. Quorum was established.

#### **CONFLICT OF INTEREST DISCLOSURES**

Chairman Dean asked board members if they had any potential conflicts with any items on the agenda. No potential conflicts was noted.

#### **PROOF OF MEETING NOTICE**

Meeting notice was published on October 7, 2021.

#### **BILLS AND COMMUNICATIONS**

None

#### **APPROVAL OF MINUTES**

September 8, 2021

Chairman Dean asked for a motion to approve the September 8, 2021 minutes of the Dutchess County Local Development Corporation.

A motion was made by Mr. Sagliano, duly seconded by Mr. Torreggiani to approve the DCLDC Board of Directors meeting minutes for September 8, 2021. Roll call vote was taken. All voted in favor and the motion was carried.

Ms. Denbaum’s appointments under new business was approved before she gave the financial report.

**REPORT OF THE TREASURER**

A. Financial Report

Ms. Denbaum reported on the September 30, 2021 Balance Sheet and Profit & Loss Budget

- Current cash balance is \$2,802,654.75
- Accounts receivable of \$169,831.54 includes the 1<sup>st</sup> and 2<sup>nd</sup> quarter reimbursements from the County
- Accounts payable of \$36,873.76 includes payroll that was paid on October 1<sup>st</sup> and a DCI payment of \$14,500
- P&L cash revenue is \$552,195.91

**REPORTS OF COMMITTEES**

A. Finance Committee-2022 Budget

Ms. Bauer reported on following:

- 2021 End of Year Estimate Budget
- 2022 Budget Narrative
- 5 Year Budget Projection

Ms. Bauer also clarified two typos in the 5 Year projected budget.

- The word “adopted” should be changed to “proposed” for the future years.
- Also corrected in the 5 year budget projections from previous versions was under operating expenditures the salaries and wages amount should be \$481,414 instead of \$458,615 and “Other” should be \$388,490 instead of \$411,289. This error was a result of a formula misdirect in the spreadsheet.

Questions, responses and comments ensued.

Chairman Dean asked for a motion to adopt the 2022 DCLDC proposed budget.

A motion was made by Mr. Sagliano, duly seconded by Mr. Piccone to adopt the 2022 DCLDC proposed budget and the Paris 5 Year Budget. Roll call vote was taken. All voted in favor and the motion was carried.

**UNFINISHED BUSINESS**

None

**NEW BUSINESS**

A. Appointments

Chief Financial Officer	Jane Denbaum
Compliance Officer	Jane Denbaum
Records Access Officer	Jane Denbaum

Chairman Dean asked for a motion to appoint Jane Denbaum as Chief Financial Officer, Compliance Officer and Records Access Officer.

A motion was made by Mr. Torreggiani, duly seconded by Ms. Bauer to appoint Jane Denbaum as Chief Financial Officer, Compliance Officer and Records Access Officer. Roll call vote was taken. All voted in favor and the motion was carried.

B. Authorization for approval for check signing as of October 13, 2021 for Jane Denbaum, CFO

Mr. Torreggiani requested that items A & B under new business be combined into one motion.

A motion was made by Chairman Dean, duly seconded by Mr. Sagliano to amend the motion for item A under new business to include authorization for approval for check signing as of October 13, 2021 for Jane Denbaum, the CFO. Roll call vote was taken. All voted in favor and the motion was carried.

A motion was made by Mr. Torreggiani, duly seconded by Ms. Bauer to approve the amended motion which includes Ms. Denbaum's appointments as Chief Financial Officer, Compliance Officer and Records Access Officer and authorization for check signing as of October 13, 2021 for Jane Denbaum, the CFO. Roll call vote was taken. All voted in favor and the motion was carried.

C. Authorization to approve Ms. Denbaum's salary of \$85,000 with benefits up to \$18,000. Chairman Dean asked for a motion to approve Ms. Denbaum's salary of \$85,000 with benefits up to \$18,000.

A motion was made by Ms. Bauer, duly seconded by Mr. Piccone to approve Ms. Denbaum's salary of \$85,000 and benefits up to \$18,000. Roll call vote was taken. All voted in favor and the motion was carried.

**ADJOURNMENT**

There being no further business to discuss on the agenda, the meeting was adjourned by Chairman Dean at 9:38 a.m.

Respectfully submitted,

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Kathleen M. Bauer, Secretary/Treasurer

\_\_\_\_\_  
Date

<b>Meeting</b>	<u>10-13-2021</u>
<b>Approved</b>	<u>01-12-2022</u>
<b>Certified</b>	<u>01-12-2022</u>

Dutchess County Local Development Corporation  
**Balance Sheet**  
As of September 30, 2021

	<u>Sep 30, 21</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
1010 · Cash	
1100 · Checking -- TD Bank	760,098.19
1101 · Petty Cash	300.00
1180 · CD1 - Riverside	255,273.70
1182 · CD2 - Riverside	1,786,982.86
<b>Total 1010 · Cash</b>	<u>2,802,654.75</u>
<b>Total Checking/Savings</b>	2,802,654.75
<b>Accounts Receivable</b>	
11000 · Accounts Receivable	169,831.54
<b>Total Accounts Receivable</b>	<u>169,831.54</u>
<b>Total Current Assets</b>	2,972,486.29
<b>Fixed Assets</b>	
1390 · Furniture & Equipment	
1680 · Furniture & Equipment	127,374.44
1710 · Accumulated Depreciation	-67,040.00
<b>Total 1390 · Furniture &amp; Equipment</b>	<u>60,334.44</u>
<b>Total Fixed Assets</b>	60,334.44
<b>Other Assets</b>	
1175 · Other Assets	
1200 · Receivables	1,689.13
1310 · Prepaid Expenses	17,536.29
1320 · Payroll Deposit	15,011.00
<b>Total 1175 · Other Assets</b>	<u>34,236.42</u>
<b>Total Other Assets</b>	34,236.42
<b>TOTAL ASSETS</b>	<u><u>3,067,057.15</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
20000 · *Accounts Payable	36,873.76
<b>Total Accounts Payable</b>	<u>36,873.76</u>
<b>Total Current Liabilities</b>	<u>36,873.76</u>
<b>Total Liabilities</b>	36,873.76
<b>Equity</b>	
30000 · Opening Balance Equity	1,093,744.17
32000 · Unrestricted Net Assets	2,098,494.23
Net Income	-162,055.01
<b>Total Equity</b>	<u>3,030,183.39</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>3,067,057.15</u></u>

**Dutchess County Local Development Corporation**  
**Profit & Loss Budget vs. Actual**  
January through September 2021

	Jan - Sep 21	Budget	\$ Over Budget	% of Budget
<b>Income</b>				
4000 · Cash Revenues				
4020 · Administration Fees	168,622.77	300,000.00	-131,377.23	56.2%
4030 · Application Fees	2,250.00	750.00	1,500.00	300.0%
4049 · Dutchess County - 2021	169,831.54	338,250.00	-168,418.46	50.2%
4050 · DCIDA	150,000.00	150,000.00	0.00	100.0%
4060 · Private Sector	32,445.00	50,000.00	-17,555.00	64.9%
4080 · DCWIB	25,882.16	32,000.00	-6,117.84	80.9%
4910 · Interest	3,164.44	10,000.00	-6,835.56	31.6%
<b>Total 4000 · Cash Revenues</b>	<b>552,195.91</b>	<b>881,000.00</b>	<b>-328,804.09</b>	<b>62.7%</b>
<b>Total Income</b>	<b>552,195.91</b>	<b>881,000.00</b>	<b>-328,804.09</b>	<b>62.7%</b>
<b>Expense</b>				
6000 · Expenditures				
6240 · Audit	0.00	12,000.00	-12,000.00	0.0%
6245 · Board & Committee	0.00	1,000.00	-1,000.00	0.0%
6270 · Computer Consulting	7,314.00	12,000.00	-4,686.00	61.0%
6273 · Dues, Subs, & Pubs	46,789.74	45,000.00	1,789.74	104.0%
6274 · Education/Training	1,674.00	4,000.00	-2,326.00	41.9%
6275 · Equipment	796.44	2,000.00	-1,203.56	39.8%
6310 · Insurance	3,571.17	4,000.00	-428.83	89.3%
6340 · LDC Loan Reserve Fund	0.00	135,000.00	-135,000.00	0.0%
6390 · Marketing	6,404.44	45,000.00	-38,595.56	14.2%
6395 · Office Supplies	1,316.54	5,000.00	-3,683.46	26.3%
6400 · Other Expenditure	2,190.97	2,000.00	190.97	109.5%
6410 · Payroll	319,179.73	420,189.00	-101,009.27	76.0%
6415 · Payroll Tax	30,639.28	38,426.00	-7,786.72	79.7%
6420 · Payroll Fringe	80,126.60	108,000.00	-27,873.40	74.2%
6450 · Professional Fees	6,288.14	15,000.00	-8,711.86	41.9%
6500 · Professional Service Contracts	130,509.99	215,000.00	-84,490.01	60.7%
6505 · Phone	4,148.26	8,000.00	-3,851.74	51.9%
6510 · Postage	169.43	500.00	-330.57	33.9%
6520 · Printing	171.98	1,000.00	-828.02	17.2%
6540 · Rent	65,417.71	84,941.00	-19,523.29	77.0%
6548 · Trade Show	1,330.00	5,000.00	-3,670.00	26.6%
6550 · Travel & Meetings	4,004.25	5,000.00	-995.75	80.1%
<b>Total 6000 · Expenditures</b>	<b>712,042.67</b>	<b>1,168,056.00</b>	<b>-456,013.33</b>	<b>61.0%</b>
<b>6243 · Event Expenses</b>	<b>2,208.25</b>	<b>25,000.00</b>	<b>-22,791.75</b>	<b>8.8%</b>
<b>Total Expense</b>	<b>714,250.92</b>	<b>1,193,056.00</b>	<b>-478,805.08</b>	<b>59.9%</b>
<b>Net Income</b>	<b>-162,055.01</b>	<b>-312,056.00</b>	<b>150,000.99</b>	<b>51.9%</b>

## Dutchess County Local Development Corporation

<b>LDC</b>	<b>2020 Audit</b>	<b>2021 Budget</b>	<b>2021 Estimate EOY</b>	<b>2022 Budget Proposed</b>
<b>Revenues:</b>				
1 Administration Fees	810,939	300,000	311,623	375,000
2 Application Fees	500	750	2,250	3,000
3 Compliance Fee	0	0	0	1,000
4 Dutchess County	0	338,250	438,250	651,000
5 DCIDA	150,000	150,000	150,000	150,000
6 Private Sector	41,700	50,000	32,000	70,000
7 Private Sector - In Kind	0	0	0	0
8 WIB	28,115	32,000	33,303	30,086
9 Interest	34,036	10,000	4,000	5,000
<b>Total Revenue</b>	<b>1,065,290</b>	<b>881,000</b>	<b>971,426</b>	<b>1,285,086</b>
<b>Expenditures:</b>				
10 Audit	12,500	12,000	12,700	12,900
11 Board & Committee	0	1,000	500	1,000
12 Computer Consulting	9,324	12,000	12,000	12,000
13 Dues, pub, sub	29,356	45,000	48,000	50,000
14 Education/Training	3,490	4,000	2,000	4,000
15 Equipment	4,500	2,000	1,000	2,000
16 Equipment lease	0	0	0	0
17 Events - TD produced	13,296	25,000	20,000	50,000
18 Insurance	3,865	4,000	4,000	4,000
19 LDC Loan Reserve Fund	0	135,000	0	0
20 Marketing	20,408	45,000	140,000	166,000
21 Misc/Other/Depr	20,561	2,000	2,200	2,000
22 Office Supplies	3,024	5,000	4,000	5,000
23 Payroll	428,328	420,189	434,873	441,368
24 Payroll tax	37,360	38,426	39,583	40,046
25 Payroll Fringe	100,736	108,000	107,258	108,000
26 Phone	5,758	8,000	5,000	5,000
27 Postage	701	500	300	1,000
28 Printing		1,000	500	1,000
29 Private Sector - Inkind	0	0	0	0
30 Professional Fees	20,474	15,000	18,000	15,000
31 Professional Service Contracts	209,141	215,000	215,000	255,000
32 Rent	76,238	84,941	86,861	87,489
33 Trade Show	190	5,000	2,500	5,000
34 Travel & Meeting	3,110	5,000	5,000	10,000
<b>Total Expense</b>	<b>1,002,360</b>	<b>1,193,056</b>	<b>1,161,276</b>	<b>1,277,804</b>
Excess Income /Expense	62,930	(312,056)	(189,850)	7,282
29 Professional Service Contracts	2020 Audit	2021 Budget	2021 Estimate	2022 Budget
Accelerator (TBD)	18,000	0	0	40,000
Marketing	176,141	200,000	200,000	200,000
WEDC	15,000	15,000	15,000	15,000
	<u>209,141</u>	<u>215,000</u>	<u>215,000</u>	<u>255,000</u>

## **Dutchess County Local Development Corporation 2021 End of Year Estimate Budget Narrative**

### **Revenues:**

1. *Administrative Fees* income is based three projects to close before the end of 2021
2. *Application Fees* income is based on three applications received in 2021
4. The Service Contract between the County and DCLDC reflects an increase of \$100,000 as part of the up to \$300,000 the Corporation is expected to receive from the County to implement programs to help Dutchess County businesses.
5. The Dutchess County IDA professional service contract for administrative services \$150,000.
6. Due to the growing hesitancy to gather in large indoor crowds the in-person BEAs will be replaced with a produced video to showcase this year's winners. In addition, a portion of the revenue received in 2021 will be allocated to a spring networking event. As a result the private contributions reflect the decrease in private sector revenue and a reallocation to the 2022 event.
8. *WIB (Workforce Investment Board)* – income from the contract for professional services which includes rent, equipment and any additional service fees as a result of the co-location. In 2021 we received an increased payment due to the 2020 rent increase for WIB was not approved by the WIB board until 2021 and the extra payment represents the increased rent amount not paid in 2020.
9. Interest income from DCLDC investments.

### **Expenditures:**

10. *Audit* costs of \$12,700 is based on the contract with RBT, LLP
11. *Board & Committee* is lowered to \$500.
12. *Computer Consulting* spending is expected to be on budget at \$12,000.
13. *Dues, Publications and Subscriptions* - The actual amount of \$48,000 is slightly higher than budgeted amount of \$45,000 due to increased costs in yearly subscriptions and dues unforeseen during last year's budget process. The line item includes the annual dues, publication and subscription costs including subscriptions to the cost-benefit analysis program, a CRM, and business intelligence programs.
14. *Education/Training* spending is projected to be less than budgeted by \$2,000.
15. *Equipment costs* is expected to be less than budgeted at \$1,000.
17. *Events* - while an in person is canceled the projected budgeted amount is reduced slightly as we expect to incur production costs related to the virtual Business Excellence Award event.
19. *LDC Loan Reserve* is expected to be \$0 as the program expired in 2020 and no loans were made under the program.

20. The increase in Marketing spending includes the cost to implement the Micro-Marketing Program in 2021
21. *Misc/Other/Depr* does not reflect the costs as a result of depreciation which will be determined in the 2021 Audit.
22. *Offices Supplies* is based on current and projected usage at \$4,000.
23. *Payroll* includes the addition of a part-time Marketing Assistant to be hired to assist with the new programs to be implemented under the additional funds received from the County as part of the American Relief Plan.
24. *Payroll Taxes* reflect the associated taxes.
25. *Payroll Fringe* is reduced to reflect the actual cost as some employees are not using the full benefit package amount of \$18,000 per employee.
26. *Phones* - The projected \$5,000 is based on current and projected usage reflect current maintenance and support.
27. *Postage* spending reflects projected usage.
28. *Printing cost* is reduced to reflect estimated usage.
30. *Professional Fees* reflect the services provided by Staff-Line, Cappillino & Rothschild, LLP, and fees related to the video recording requirement of meetings and public hearings.
31. *Professional Service Contracts* is on track as budgeted at \$215,000 and reflects the costs incurred by service contracts with other economic development service organizations and marketing contract.
32. *Rent* is based on the rental agreement with Guardian Storage. Late in 2020, Guardian Storage discovered they had forgotten to include a portion of the new expanded space. The increase of \$1,920 over the 2021 Budget reflects the amended rental contract.
33. *Trade Show* spending is reduced as travel to trade shows had still been restricted earlier in 2021 but we expect to attend a few trade shows before the end of 2021.
34. *Travel and Meeting* spending of \$5,000 is based on current and projected 2021 travel and meeting activity.



## Dutchess County Local Development Corporation 2022 Budget Narrative

### Revenues:

1. *Administrative Fees* income is based on a historic average of 3 projects with the new fee schedule that was adopted in 2021
2. *Application Fees* income is based on 3 projects with the \$1,000 application fee
3. 2 projects will be subject to the new compliance fee.
4. While Dutchess County will not have an approved budget until December, we have requested a restoration of the full \$451,000 and plan to use up to \$200,000 under the American Relief Plan (ARP) funding
5. The Dutchess County IDA professional service contract for administrative services will remain the same at \$150,000.
6. The projection for *Private Sector* contributions is a conservative estimated income from Think Dutchess events and programs. We expect the lingering challenges of the pandemic to impact businesses' ability to sponsor events in 2022.
7. *Private Sector In Kind* is estimated at \$0
8. *WIB (Workforce Investment Board)* – income from the contract for professional services which include rent, equipment and any additional service fees as a result of the co-location.
9. It is expected that interest rates will remain low.

### Expenditures:

10. *\$12,900 Audit* costs is based on the contract with RBT, LLP
11. *\$1,000 Board & Committee* to provide supplies and pay for training.
12. *\$12,000 Computer Consulting* are expected to remain stable in 2022.
13. *\$50,000 in Dues, Publications and Subscriptions*, the budgeted amount includes the annual dues, publication and subscription costs and the subscription to a CRM system, cost-benefit program and business intelligence programs.
14. *\$4,000 in Education/Training* for staff training.
15. *\$2,000 in Equipment costs*.
16. The office will not be leasing Equipment in 2022.
17. *\$50,000* for planned events (Spring Networking Event, Innovation Showcase, and Business Excellence Awards).
18. *\$4,000 Insurance* includes the crime bond and general liability.
19. There will be no costs related to the *2020 LDC Loan Fund Program*.
20. *\$166,000 for Marketing* expenses include additional costs for the talent attraction marketing campaign and expansion of the entrepreneur programming.

21. *The \$2,000 in Misc/Other/Depr* historically does not include depreciation which will be determined in the 2022 Audit.
22. *\$5,00 budget in Offices Supplies* is based on past usage
23. *\$441,368 in Payroll* – In 2021, staff salaries was kept unchanged from 2020. However based on the combined positive revenue activity from the IDA and LDC in 2021 it is proposed to increase employee salaries for current staff by 5% (historic annual increases have been 3%). The 2022 CEO salary would be \$122,085.68 and the 2022 CFO salary would be \$85,000.
24. *\$40,046 Payroll Taxes* align with the proposed salary increases and include State Unemployment Tax (SUTA), Disability, Workers Comp and Social Security (FICA).
25. *\$108,000 Payroll Fringe* are calculated based on full time staff at the maximum benefit package worth \$18,000 per employee.
26. *\$5,000* for service, maintenance and support for the phone system.
27. *\$1,000 in Postage* includes mailing, postage of marketing materials and other documents.
28. *\$1,000 in Printing* includes printing of marketing collateral and other office materials.
29. *\$0 Private Sector –In-kind* has been added to account for in-kind services the organization receives.
30. *\$15,000 in Professional Fees* reflect the services provided by Staff-Line, Cappillino & Rothschild, LLP, and estimated fees related to the video recording requirement of meetings and public hearings.
31. *\$255,000 in Professional Service Contracts* reflect the costs incurred through a service contracts with the Women’s Enterprise Development Center and the marketing contract. Re-introduced into the proposed 2022 budget is a contract with an Accelerator operator (to be determined) to provide services for Dutchess County start-ups and entrepreneurs.
32. *\$87,489 is annual rent* includes the storage units and is based on the rental agreement with Guardian Storage.
33. *\$5,000 Trade Show* - Attendance at industry trade shows are a pivotal part of the Business Attraction program. The \$5,000 is lower amount than pre-COVID spending because we expect some shows in 2022 will remain virtual.
34. *\$10,000 Travel and Meeting* is an estimate based on planned travel and meeting activity by staff.

## Dutchess County Local Development Corporation

Paris 5 Year Budget filing

Year: 2022

	Audit <b>2020</b>	Estimated EOY <b>2021</b>	Adopted <b>2022</b>	Adopted <b>2023</b>	Adopted <b>2024</b>	Adopted <b>2025</b>
<b>Operating Revenues:</b>						
Administrative and Closing Fees	811,439	313,873	379,000	375,000	375,000	375,000
Program Revenue	41,700	32,000	70,000	100,000	100,000	100,000
Service Contract Revenue	178,115	621,553	831,086	632,000	632,000	632,000
<b>Nonoperating Revenues:</b>						
Investment earnings	34,036	4,000	5,000	5,000	5,000	5,000
Other Non-Operating Revenues	0	0	0	0	0	0
<b>Total Revenue</b>	<b>1,065,290</b>	<b>971,426</b>	<b>1,285,086</b>	<b>1,112,000</b>	<b>1,112,000</b>	<b>1,112,000</b>
<b>Operating Expenditures:</b>						
Salaries and Wages	465,688	474,457	458,615	472,373	486,545	501,141
Other Employee Benefits	100,736	107,258	108,000	108,000	108,000	108,000
Professional Services Contracts	251,439	257,700	294,900	300,000	300,000	300,000
Other	181,473	317,861	411,289	423,628	436,337	449,427
Supplies	3,024	4,000	5,000	5,500	5,500	5,500
<b>Nonoperating Expenditures:</b>						
Other Non-Operating Expenditures	0	0	0	0	0	0
<b>Total Expense</b>	<b>1,002,360</b>	<b>1,161,276</b>	<b>1,277,804</b>	<b>1,309,501</b>	<b>1,336,381</b>	<b>1,364,068</b>
<i>Excess Income /Expense</i>	62,930	(189,850)	7,282	(197,501)	(224,381)	(252,068)

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Projected Y/E Fund Balance	3,192,238	3,002,388	3,009,670	2,812,169	2,587,788	2,335,720
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