

**CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY ("IDA")
MINUTES OF MEETING
October 17, 2011**

Present

Board Members: Richard Bedrosian, Vice Chair
Michael Curry
John Penney
Sean O'Shea

Excused Absence: Jerry Maldonado, Spencer Gulliver
Counsel: Thomas Whyatt, Esq.

In Attendance: Theresa Waivada, Chief Executive Officer
Craig Skelly, Chief Financial Officer
Ian MacDougall, City Planner
Jim McIver, CT Male Engineers
Jane Johnston - Newburgh Advocate

Roll Call. Mr. Smith called the meeting to order at 7:45pm, following the Audit Committee meeting; a quorum was present.

1. **Proof of Notice of Meeting.** Accepted.

2. **Approval of Minutes of September 19 Monthly Meeting**

Mr. Penney : Motion to Approve the September 19 Minutes.
Mr. Bedrosian: Motion Seconded
Vote: Unanimously adopted.

3. **Bills, Communications and Treasurer's Report.** Mr. Curry distributed the Treasurer's Report (see Attachment A). The balance as of October 17, 2011 is \$331,024.85. Invoice from Sedore & Co. to be reviewed. Bills received from City, including Past Due tax notices regarding the Snake Hill Cell Tower. \$45,000 check for Easement Rights on Murphy's Ditch is to be received this week. Copies of all communications are attached to each member's meeting package.

Mr. Penny: Motion to pay invoices as presented.
Mr. O'Shea: Motion Seconded.
VOTE: Unanimously approved.

4. **Report from the Chair:** Report on ½ day Seminar offered by Hudson Valley Center for Innovative, attended by Messrs. Smith and Bedrosian. Local educational institutions will offer training in new nano-technologies. Marist and SUNY Albany. IDA should endeavor to link Newburgh with future job opportunities for nano-technicians. The Hudson Valley is actively competing with New York City as the East Coast silicon center.

5. **Report from Executive Director:**

a) IDA archives have been moved to a dry space at the Armory, following Hurricane Irene" leakage into the room.

b) The Solar Energy Consortium (TSEC) Project: TSEC received a \$1.9 mm federal grant to develop a manufacturing and distribution 'cluster' for LED lighting here in the City. Technical training for LED manufacture and installation – jobs that can be filled by local unemployed. The IDA is establishing itself as an Agency with a vision and a plan to improve the local economy..

c) Regional Council Process: The new Land Bank is applying for funding, and the IDA is assisting in the process. Ms. Waivada will submit a letter to the Regional Council outlining the IDA's calculations for next 3-5 years for capital improvements/developers.

d) A good exchange of ideas and information has been fostered between the IDA, CDBG & the Economic Development Department. Ms. Waivada has assisted Courtney Kain in preparing a narrative to propose developing a small-business program. IDA is in the budget.

6. Reports of Committees

Audit Committee: See Mr. Curry's comments under Bills and Communications and Treasurer's Report. Some of the 2010 Audit information has already been gathered.

Governance Committee: There was no Governance Committee meeting.

7. Old Business.

BOA Grant – Report from City Planner & C.T. Male.

Scobie Drive Update: Mr. MacDougall attended an Assessment Grant workshop. The Scobie Drive property could be assessed before going into Land Bank program. There are two grant categories (Petroleum and Hazardous Waste) in the assessment program, each up to \$200,000. Applications are due November 28 and can be site-specific or community-wide. The workshop recommended community-wide applications. Messrs. MacDougall and McIver will prepare the IDA Assessment Grant. The Board discussed the risks or benefits to working jointly with the City. After barrel cache clean-up, the EPA will declare a lesser threat classification, opening up other funding opportunities for City and IDA. Mr. Whyatt: how can the grant be shared to reach a decent assessment? Mr. Bedrosian: would the City prioritize the assessments of the Land Bank properties? Asbestos and Oil Tanks usually constitute residential issues. Mr. McIver advised that the IDA should insist that a funding component be set aside for investigation. Mr. MacDougall recommends approaching the process in a universal context with the two programs to maximize the use of awarded funds.

Mr. MacDougall reported on several meetings with the NCAC. 1) A conference call with NCAC's consultants to comment on the consultant's Phase II report. 2) Meeting with George Tuckel (NCAC's consultant). 3) Meeting with NCAC's Steering Committee. 4) Attended a public hearing on Wednesday, October 10, at which Messrs. MacDougall and McIver vigorously advocated that the three largest stakeholders (DuPont, City and IDA) should be represented on the Application to the State. A Resolution is required for the November Grant. There is a 6-week timeframe to prepare and review prior to submission.

Mr. Penney: Motion to approve a joint approach with the City for the November 28 Environmental Assessment Grant and to proceed ahead if the City chooses not to.

Mr. Curry: Motion Seconded.

Discussion; A letter of support from NCAC would be helpful. Mr. McIver could possibly get a letter of support from Dave Ashton with the State DEC. Mr. Curry: on any joint application, IDA needs an agreed path of how to optimize use of the funds. Mr. McIver: distribution of funds is defined by the nature of the site. He recommends being non-competing. Working jointly with the City, there is a stronger possibility of combining census tracks. A third-party, community-based organization would strengthen the application.

Examples: Patterns for Progress or TSEC. This is an 80/20 grant, in-kind contributions are allowed. Contractors will be paid when the State reimburses, which is 'over time', rather than only at completion. The process is approximately 6-months.

VOTE: Unanimously approved. Board to review before application is submitted.

Pierces Road Clean-up: Mr. Whyatt requested the EPA to either redraw area or redraw the work plan for entering on the IDA property. A draft Access Agreement was reviewed. Mr. McIver will meet EPA engineers on-site this Friday. If the work plan proceeds, the agreement needs an Operating Plan to consider the potential financial consequences. The Operating Plan deals with Hazardous Waste only, so solid waste removal would cost the City or the IDA. Mr. McIver presented his memorandum to the Board.

Mr. Penney: Motion to have a survey done at direction of Counsel with attempt to find original surveyor.

Mr. Curry: Motion Seconded.

Discussion: Mr. Curry asked to amend the resolution to clarify the survey authorization by limiting the survey to the location and mark the boundary between the Agency and City-owned property.

VOTE: Motion with amendment Unanimously approved.

Mr. Penney: Motion to authorize Chairman to execute the Assessment Agreement upon the advice of Counsel.

Mr. Curry: Motion Seconded.

VOTE: Unanimously Approved.

Cell Tower: The tax discussion is related to Crown Castle's request for an extension of the lease. If there are taxes, they should be paid by the sublessees. Ms. Waivada will request Crown to scan lease and any amendments.

Corwin Court Pilot Payments. By signed agreement, they owe \$275,000 in back PILOT payments to the City and \$2000 to IDA for legal expenses. Mr. Whyatt suggests that they have until December 31, 2011 to pay the IDA.

8. New Business

The Executive Director presented three Resolutions:

- a) Resolution 2011-10-17-1, approving a Fee Policy for administrative actions taken by the Agency. It will be posted on the website
- b) Resolution 2011-10-17-2, approving a contract for services by the City of Newburgh Acting Director of Economic Development and City Planner and for use of the City's archive. The contract will also provide for an allocation of in-kind time of the Executive Director, attorney and C.T.Male time spent on City projects.
- c) Resolution 2011-10-17-3, authorizing Messrs. Whyatt and McIver to prepare an RFP to harvest wood on IDA property. Mr. Whyatt: If this is a disposition, an RFP might not be required. Mr. Curry: Language should read "harvestable", not limited to just walnut trees.

Mr. Bedrosian: Motion to approve the three Resolutions simultaneously

Mr. Curry: Motion Seconded.

VOTE: Resolutions 2011-10-17-1, 2011-10-17-2 and 2011-10-17-3 are unanimously adopted. (SEE ATTACHED)

9. Adjournment: Adjournment of Public Meeting to Executive Session.

Mr. Penney: Motion to Adjourn to Executive Session to discuss a matter of settlement of possible litigation on a debt, and to obtain legal advice.

Mr. Bedrosian: Motion seconded.

VOTE: Unanimously approved.

The regular meeting was adjourned at 9:30 pm.

With regard to the settlement of Promissory Note for a loan made to Den Cass on the Broadway Property that the City purchased for development into a new municipal court house:

The Agency came out of Executive Session at 9:50 pm. Mr. Shea made a motion to authorize the Chairman and the Treasurer to negotiate and approve a settlement of a Promissory Note that was executed by the City Council on December 12, 2007. The City proposed settlement in a lump sum for the original loan amount instead of a 30 year annual payout with interest of the loan. The Promissory Note derives from a Council Resolution 80, 2006 which states:

CITY agrees to pay \$493,528.15 to the City of Newburgh Industrial Development Agency (IDA) for IDA's interest, such interest being subject to and in part consisting of a note of \$493,528.15 in favor of IDA, which represents a loan by IDA to DenCass, said note to be assigned to CITY.

10. Next IDA Meeting. The next meeting will take place on Monday, November 21, 2011

No further actions arose from the Executive Committee. The meeting was adjourned.

Respectfully submitted,

C. K. Boyle
Recording Secretary

ATTACHMENT

A

Treasurers Report

10/17/2011

Operating Account
Opening Balance

May Include some estimated figures
9/11/2011 \$ 371,097.73

Check #	Voucher #	Check Date	Invoice	Amount (\$)	Remark	Account	Payee
2623	111001	10/17/2011		\$12,375.00	Legal Services		Oxman, Tullis
2624	111002	10/17/2011		\$375.00	Services Rendered for Consulting		On The Money Bookkeeping, Inc.
2625	111003	10/17/2011		\$3,500.00	Compliance Services		Theresa Walvada
2626	111004	10/17/2011		\$412.84	Services rendered for recording & office supplies		C. Kippy Boyle

\$16,662.84

Deposit List

Payer	Amount
Sprint	\$ -
T-Mobile	\$ -
Metro PCS	\$ -
Com/In Court	\$ 2,000.00
Total	\$2,000.00

Operating Account
Closing Balance

Cheque from prior month	\$ 356,435.00
Balance as of 10/17/11	\$ (25,410.24)
	\$ 331,024.85

LNA Principal 8/31/2011 \$

M Curry
Treasurer
City of Newburgh IDA Board

The City of Newburgh Industrial Development Agency

RESOLUTION NO.: 2011-10-17-1

OF

October 17, 2011

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR IN CONJUNCTION WITH AGENCY COUNSEL AND TREASURER TO INSTITUTE A FEE POLICY FOR ADMINISTRATIVE ACTIONS UNDERTAKEN BY THE AGENCY AT THE REQUEST OF EXISTING PROJECTS OR THEIR AGENTS.

WHEREAS, the City of Newburgh Industrial Development Agency, is often called upon to undertake administrative actions for its projects, such as refinancing, lease extensions, payment in lieu of taxes, disposition, changes to original agreements and similar type actions to existing straight lease and bond project and similar agreement, the Executive Director is hereby authorized to establish a fee policy, permitted under New York State GML Section 18A, to include payment of legal fees by agency counsel, filings, staff costs and non personal costs. The policy will be placed on the City of Newburgh Industrial Development Agency website. All agents requesting an administrative change will be advised of the policy prior to beginning any action.

NOW, THEREFORE, BE IT RESOLVED, that the City of Newburgh Industrial Development Agency hereby authorizes the Executive Director to institute a Fee Policy and undertake all actions to do so and to place the policy on the Agency's Website.

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
Joshua Smith	x			
Richard Bedrosian	x			
Michael Curry	x			
Spencer Gulliver			x	
Jerry Maldonado			x	
Sean O'Shea	x			
John Penney	x			

The resolution was thereupon duly adopted.

Recording Secretary

October 17, 2011

Date

The City of Newburgh Industrial Development Agency

RESOLUTION NO.: 2011-10-17-2

OF

October 17, 2011

Be it resolved, the Executive Director is authorized to negotiate a service contract with the City of Newburgh for a period from January 1, 2012 to December 31, 2012 for the services of the Acting Director of Economic Development/City Planner not to exceed 20% of annual salary, and \$2,500 for archive space in the Armory Building owned by the City of Newburgh. In addition the Agency will provide economic development brownfield coordination by its executive director, counsel and C.T. Male to the City and its Departments on an hourly basis to not exceed \$4,000 in exchange for the value of rent for the Agency's third floor office and non personal services for phone, IT connection service and electronic copying.

The question of the adoption of the foregoing resolution was duly put to vote, which resulted as follows:

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
Joshua Smith	x			
Richard Bedrosian	x			
Michael Curry	x			
Spencer Gulliver			x	
Jerry Maldonado			x	
Sean O'Shea	x			
John Penney	x			

The resolution was thereupon duly adopted.

Recording Secretary

October 17, 2011

Date

The City of Newburgh Industrial Development Agency

RESOLUTION NO.: 2011-10-17-3

OF

October 17, 2011

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR IN CONJUNCTION WITH AGENCY COUNSEL AND ENGINEER TO PREPARE AND ADVERTISE A REQUEST FOR PROPOSAL FOR HARVESTING A WALNUT GROVE ON ITS PROPERTY LOCATED ON SCOBIE DRIVE IN THE CITY OF NEWBURGH..

WHEREAS, the City of Newburgh Industrial Development Agency, is the owner of a fifteen (+-) acre industrially zoned parcel located on Scobie Drive in the City of Newburgh, and said property contains harvestable walnut trees, the Executive Direction is hereby authorized to prepare and advertise a Request for Proposal for the harvesting of the lumber. The Request for Proposal will be prepared with the assistance of Agency Counsel and Consultant Engineer and will require that any actions on the site be undertaken in compliance with all local, state and federal laws applicable.

NOW, THEREFORE, BE IT RESOLVED, that the City of Newburgh Industrial Development Agency hereby authorizes the Executive Director prepare and distribute a Request for Proposal to certified lumber harvesters for review and execution of the members of the City of Newburgh Industrial Development Agency.

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
Joshua Smith	x			
Richard Bedrosian	x			
Michael Curry	x			
Spencer Gulliver			x	
Jerry Maldonado			x	
Sean O'Shea	x			
John Penney	x			

The resolution was thereupon duly adopted.

Recording Secretary

October 17, 2011

Date

The City of Newburgh Industrial Development Agency

**RESOLUTION NO.: 2011-10-17-4
OF
October 17, 2011**

**A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR
TO EXTEND THE CONTRACT FOR ENGINEERING SERVICES
WITH C.T. MALE**

WHEREAS, the continuing services of C.T. Male are essential to the Agency's participation in the NCAC BOA project involving the Agency's Scobie Drive parcel, as well as preparation of an EPA Assessment Grant Application and concluding current negotiations with the Environmental Protection Agency regarding the adjoining Newburgh Landfill Superfund Site.

NOW, THEREFORE, BE IT RESOLVED, that the City of Newburgh Industrial Development Agency hereby waives competitive bidding requirements for the contract inasmuch as C.T. Male constitutes a Sole Source Provider of the required services and any delay in continuing said services would be highly detrimental to the Agency.

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
Joshua Smith	x			
Richard Bedrosian	x			
Michael Curry	x			
Spencer Gulliver			x	
Jerry Maldonado			x	
Sean O'Shea	x			
John Penney	x			

The resolution was thereupon duly adopted.

Recording Secretary

October 17, 2011

Date