

CITY OF NEWBURGH  
INDUSTRIAL DEVELOPMENT AGENCY (IDA)  
MINUTES OF MEETING  
October 20, 2014

Present

Board Members: Joshua Smith, Chairman  
Richard Bedrosian, Mike Curry, Austin DuBois, Jimmy Mera,  
John Penney, Nancy Thomas

Absent:  
Counsel: Thomas Whyatt  
CFO: Craig Skelly  
Staff: Theresa Waivada, Executive Director  
Audience: Ellen Fillo, Grants Coordinator, City of Newburgh

1. **Roll Call**: Chairman Smith called the meeting to order at 7:04 pm. A quorum is present.

2. **Proof of Notice of Meeting**: Accepted.

3. **Approval of the September 15, 2014 Minutes**

Mr. Penney: Motion to approve the September 15, 2014 minutes as presented  
Mr. DuBois: Motion seconded.  
Discussion: No discussion.  
VOTE: Unanimously passed.

4. **Request for Communications**

Executive Director Teri Waivada advised that there were no communications to share at this time. Any relevant emails were received and forwarded to the board for their information and action, if needed.

At this point the Chair welcomed Ellen Fillo, Grants Coordinator, for the City and thanked her for attending the meeting.

5. **Request for Bills; Treasurer's Report**

Treasurer Michael Curry presented the Treasurer's Report as of October 20, 2014.

The Operating Account opening balance is \$862,776.52; drafted five (5) checks, numbered 2180-2184, for a total of \$11,517.78; deposits were \$8,371.48; with a closing balance of \$859,630.22.

The Applicant Funds Account opening balance is \$30,014.71, additional interest of 49 cents, for a closing balance of \$30,015.20.

The Tenant Security (Lessor Deposit) Account has \$6,000., with no changes.

Mr. Penney: Motion to pay checks numbered 2180-2184 as presented  
Ms. Thomas: Motion seconded.  
Discussion: No discussion.  
VOTE: Unanimously carried.

A question was raised by Counsel Tom Whyatt as to whether Sprint/Nextel has stopped paying.

They were due to stop paying for cell tower rental in August and then after that, there should be a three-month, one-time payment to end the lease agreement. Counsel asked CFO Craig Skelly if he could receive an accounting of Sprint/Nextel's payments for the year to follow up with this issue. If required, the Treasurer would invoice the company.

At this time, the Treasurer asked the Chairman if he could speak the board about his concerns that the Community Land Bank's compliance with NYS Authorities Budget Office. The Chair said yes.

Mr. Curry recently attended a meeting of the Land Bank. He noted that the required procedures and mandated procedures have not yet been fully in place by the organization. He noted his concerns on operation of meetings and the method for formal board actions and resolutions. As a result, he emailed his suggestions to the Executive Director of the Land Bank. He offered his assistance to the Land Bank in an effort to facilitate compliance and transparency to avoid possible negative citations by the Authorities Budget Office for noncompliance. He appraised the Land Bank that in the past, the Agency and the Newburgh Local Development Corporation were cited for noncompliance and were de-certified. His goal is to avoid any embarrassment to the City as the Land Bank is supported by the City. The members of the Agency agreed.

Depository Transition: Treasurer Mike Curry updated the board on how the transition from Key Bank to TD Bank is progressing. Will be handling the transfer of funds shortly as we now have accounts numbers and the routing number. Monies will be kept in the Key Bank accounts while the transition takes place to ensure adequate financial coverage of the agency.

Treasurer Mike Curry asked the board to review Resolution #2014-10-20-1, the Budget & Financial Plan and the Proposed Budget for 2015. A question was asked and answered concerning the fees from the inclusion of a portion of the Foundry's settlement. There being no further discussion the resolution was voted on.

Mr. Penney: Motion to approve Resolution #2014-10-20-1  
Mr. Bedrosian: Motion seconded  
Discussion: None  
**VOTE: Motion carries, resolution approved.**

## 6. 5 Scobie Drive LLC

The Chairman called on IDA Counsel Tom Whyatt to explain the two resolutions on the Agenda. Mr. Whyatt gave the board Exhibit A, which visually detailed the changes addressed in both resolutions.

Resolution No. 2014-10-20-2, Amending Real Property Exchange Agreement with the City of Newburgh.

This resolution is to amend the 'land swap' agreement with the City of Newburgh by eliminating the reference to a land swap and provide for easement agreements as follows: (a) a temporary easement permitting the IDA to undertake grading of a portion of (adjacent) City DPW land, as provided by the approval of a U.S. Economic Development Administration public works grant; and (b) a permanent easement permitting the City to construct and maintain a storm water detention facility on a portion of the IDA parcel, and drain storm water into it.. The detention basin is being built by the city using EDA funds, on the western side of the IDA property. Counsel advised the Chair to not sign the agreement until the other entities have done so first.

Mr. DuBois: Motion to approve Resolution #2014-10-20-2  
Mr. Penney: Motion seconded  
Discussion: None  
**VOTE: Motion carries, resolution approved.**

Resolution No. 2014-10-20-3, Authorizing the Chairman to Execute an Agreement to Amend an Agreement with 5 Scobie Partners, LLC for Sale of Land

This resolution is to amend the purchase agreement with 5 Scobie Drive LLC to include (a) the grading easement over adjacent city land and (b) the City easement to construct and maintain the detention basin on IDA property.

Mr. Penney: Motion to approve Resolution #2014-10-20-3  
Mr. Bedrosian: Motion seconded  
Discussion: None  
**VOTE: Motion carries, resolution approved.**

Counsel advised that he has written to Sprint/Nextel advising our disagreement with the unilateral termination of the ground lease agreement. He will advise once an answer is received.

7. **Report from the Executive Director**

Executive Director Teri Waivada informed the board that the Foundry and Foundry Condo Association have exchanged suggested changes. The Agency will continue to monitor actions that have to be undertaken to comply with requirement of the mortgage banker. .

Board members received the invitation to the groundbreaking for Hudson Valley Lighting.

Staff is reviewing files from Stewart Glenn. They date back to the 1980's when the Agency and may no longer be relevant.

The Annual meeting will be held in December.

The Governance Committee is asked to begin review of policies and bylaws for revision and adoption to meet PARIS requirements.

Chair asked John Penney to serve as Chair of the Nominating Committee.

The Audit of the 2014 will begin in December. The CFO Craig Skelly will ready the financial records to the end of November for Audit to begin.

Mr. Penny suggested that the agency obtain copies of Robert's Rules of Order for the new members of the board. It Agency concurred. . Some discussion took place on putting out an RFP for auditing services. Treasurer Curry sees no useful purpose to send out RFP for audit services as BST has consistently been the low bidder, and the IDA is satisfied with their services. The current agreement the IDA has with BST is for two years.

8. **Report from Chairman**

IDA Chair Joshua Smith has nothing to report at this time except he is going out Friday night riding patrol in a police car.

9. **Committee Reports**

Audit Committee: Committee did not meet.  
Governance Committee: Committee did not meet.

10. **Old Business**

No old business to discuss.

11. **New Business**

No new business to discuss.

12. **Adjourn**

There being no further business to come before the board, on a motion made by Mr. Penney and seconded by Ms. Thomas, the board unanimously agreed to adjourn the meeting at 8:13 p.m.

**The next meeting of the agency is tentatively scheduled for November 17<sup>th</sup>.**

CITY OF NEWBURGH  
INDUSTRIAL DEVELOPMENT AGENCY

RESOLUTION NO. 2014-10-20-1

The City of Newburgh Industrial Development Agency (the "Agency") is organized and existing under Article 18-A and Section 925 L of the General Municipal Law of the State of New York, as amended; and

**WHEREAS**, New York State's Public Authorities Accountability Act of 2005 ("PAAA") promulgates certain procedures and rules which the Agency must implement and follow in connection with the preparation and submission of a 5-year Budget and Financial Plan annually,

**Therefore, be it:**

Resolved to approve the 2015 Budget and Financial Plan for period ending December 31, 2018, and authorize its submission to the Authorities Budget Office PARIS reporting system.

Motion made by: John Penney

Seconded by: Austin DuBois

7 Yeas 0 Nays

CERTIFIED to be a true and correct copy of the resolutions adopted on October 20, 2014 at a meeting duly called and held by the Board of the City of Newburgh Industrial Development Agency.

John Penney  
John F. Penney, Secretary

Oct 20 2014  
Date

[Link to Budget Report](#)  
Budget Report Submittal

Budget &amp; Financial Plan

Newburgh Industrial Development Agency (0459)  
Fiscal Year End Date: 12/31/2015  
Status: Unsubmitted

## BUDGET &amp; FINANCIAL PLAN

## BUDGETED REVENUES, EXPENDITURES, AND CHANGES IN CURRENT NET ASSETS

	Last Year (Actual) 2013	Current Year (Estimated) 2014	Next Year (Adopted) 2015	Proposed 2016	Proposed 2017	Proposed 2018
<b>REVENUE &amp; FINANCIAL SOURCES</b>						
<b>Operating Revenues</b>						
Charges for services	\$0.00	\$3,133.00	\$20,000.00	\$5,000.00	\$4,000.00	\$4,000.00
Rental & financing income	117,520.00	214,000.00	80,000.00	90,000.00	91,000.00	92,000.00
Other operating revenues	0.00	0.00	0.00	0.00	0.00	0.00
<b>Nonoperating Revenues</b>						
Investment earnings	715.00	140.00	150.00	170.00	180.00	170.00
State subsidies/grants	0.00	0.00	0.00	0.00	0.00	0.00
Federal subsidies/grants	0.00	0.00	0.00	0.00	0.00	0.00
Municipal subsidies/grants	0.00	0.00	0.00	0.00	0.00	0.00
Public authority subsidies	0.00	0.00	0.00	0.00	0.00	0.00
Other nonoperating revenues	60,500.00	0.00	0.00	0.00	0.00	0.00
Proceeds from the issuance of debt	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<b>Total Revenues &amp; Financing Sources</b>	<b>\$178,735.00</b>	<b>\$217,273.00</b>	<b>\$100,150.00</b>	<b>\$95,170.00</b>	<b>\$95,180.00</b>	<b>\$96,170.00</b>
<b>EXPENDITURES</b>						
<b>Operating Expenditures</b>						
Salaries and wages	52,383.00	44,000.00	45,000.00	32,000.00	32,000.00	30,000.00
Other employee benefits	0.00	0.00	0.00	0.00	0.00	0.00
Professional services contracts	54,644.00	44,750.00	55,000.00	35,000.00	33,000.00	30,000.00
Supplies and materials	0.00	0.00	0.00	0.00	0.00	0.00
Other operating expenditures	209,012.00	14,487.00	9,425.00	8,000.00	8,000.00	8,500.00
<b>Nonoperating Expenditures</b>						
Payment of principal on bonds and financing arrangements	0.00	0.00	0.00	0.00	0.00	0.00
Interest and other financing charges	0.00	0.00	0.00	0.00	0.00	0.00
Subsidies to other public authorities	0.00	0.00	0.00	0.00	0.00	0.00
Capital asset outlay	0.00	0.00	0.00	0.00	0.00	0.00
Grants and donations	0.00	0.00	0.00	0.00	0.00	0.00
Other nonoperating expenditures	2,815.00	0.00	0.00	0.00	0.00	0.00
<b>Total Expenditures</b>	<b>\$309,854.00</b>	<b>\$103,237.00</b>	<b>\$109,425.00</b>	<b>\$75,000.00</b>	<b>\$73,000.00</b>	<b>\$68,500.00</b>
<b>Capital Contributions</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>Excess (deficiency) of revenues and capital contributions over expenditures</b>	<b>\$(131,119.00)</b>	<b>\$114,036.00</b>	<b>\$(9,275.00)</b>	<b>\$20,170.00</b>	<b>\$22,180.00</b>	<b>\$27,670.00</b>

	A	C	F	G
1	City of Newburgh IDA			
2	Proposed Budget 2015			
3	Estimated Budget to 12/31/14			
4				
5		Adopted	Estimated To	Proposed
6	<b>REVENUE</b>	<b>2014 Budget</b>	<b>December 2014</b>	<b>2015 Budget</b>
7				
8	Fees from projects	10,000	3,133	15,000
9	Fees and rent	75,000	212,000	80,000
10	HVL Reimbursement	5,000		
11	Foundry Escrow Account	10,000	2,000	5,000
12	Contracts/grants	0	0	0
13	<b>Sub-total</b>	<b>100,000</b>	<b>217,133</b>	<b>100,000</b>
14				
15	Interest	500	140	150
16	<b>Total revenues</b>	<b>100,500</b>	<b>217,273</b>	<b>100,150</b>
17				
18	<b>EXPENSES</b>			
19				
20	Personnel - Staff	45,000.00	44,000.00	45,000.00
21				
22	Professional Services			
23	Audit	10,000	9,750	10,000
24	Legal	40,000	35,000	45,000
25	Professional Services sub-total	50,000	44,750	55,000
26				
27	<b>Operating Costs:</b>			
28				
29	City of Newburgh 2013 reimbursement		7,000	
30	IT, archives and communication			3,500
31	Office supplies	300	600	500
32	NYS EDC annual membership	250	375	475
33	Wireless telecommunication	550	710	700
34	Postage	50	30	100
35	Travel and development	250	30	600
36	Collateral materials for retention & attraction	100	3,000	500
37	Equipment (IT)	0	220	200
38				
39	<i>Property Management and Insurance</i>			
40	Insurance Property and Office Liability/D&O	3,800	2,522	2,600
41	Title searches/survey	500		
42	Property maintenance/contractual	250		250
43	<b>Operating Costs sub-total</b>	<b>6,050</b>	<b>14,487</b>	<b>9,425</b>
44				
45	<b>TOTAL EXPENSES</b>	<b>101,050</b>	<b>103,237</b>	<b>109,425</b>
46	<b>TOTAL REVENUE</b>	<b>100,500</b>	<b>217,273</b>	<b>100,150</b>
47				
48	Surplus/Deficit	(550)	114,036	(9,275)
49				
50				

CITY OF NEWBURGH  
INDUSTRIAL DEVELOPMENT AGENCY

**RESOLUTION NO. 2014-10-20-2**

**AMENDING REAL PROPERTY EXCHANGE  
AGREEMENT WITH THE CITY OF NEWBURGH**

**WHEREAS:**

By Resolution 2012-12-17-1, adopted December 17, 2012, the City of Newburgh Industrial Development Agency ("IDA") authorized the Chairman to execute a Land Disposition and Access Agreement ("Agreement") with the City of Newburgh (the "City") in connection with a Brownfields Clean-up Program ("BCP") to be undertaken by the IDA and Hudson Valley Lighting, Inc. ("HVL") to secure the remediation and improvement of a parcel of land owned by the IDA and located at 5 Scobie Drive for the purposes of industrial development and creation of jobs in the City of Newburgh.

The Agreement was entered into by the City and the IDA on January 29, 2013.

After meeting subsequently with representatives of the New York State Department of Environmental Conservation regarding the BCP, the parties wish to amend the Agreement so as to enable HVL to acquire, principally for storm water management purposes, and thereby to enhance HVL's capacity to expend its activities on the property in the future, a portion of the 5 Scobie Drive property that the IDA had previously intended to transfer to the City of Newburgh as part of the Agreement entered into on January 29, 2013; instead, the City of Newburgh would be granted an easement of access to construct, maintain, and drain storm water from its property into, a storm water retention facility to be located on that portion of the IDA.

On March 24, 2014 the IDA authorized the Executive Director to apply for a grant from the United States Commerce Department Economic Development Agency (EDA) for infrastructure improvements associated with the improvement of the IDA's 5 Scobie Drive property. In subsequent discussions with the EDA, the IDA and HVL determined that proper improvement of 5 Scobie Drive required re-grading and maintenance of a portion of an adjoining parcel owned by the City of Newburgh (the "DPW parcel"), and the parties thus also wish to amend the Agreement so as to include a temporary easement for re-grading a portion of the DPW parcel that adjoins 5 Scobie Drive.

**NOW THEREFORE BE IT RESOLVED:**

1. The actions contemplated by the Agreement include (a) access by IDA and its agents and assignees to a portion of the DPW parcel for the purposes of an environmental investigation in connection with an application to participate in the NYS Department of Environmental Conservation's Brownfields Clean-up Program (BCP); (b) access by the IDA and its agents and assignees to a portion of the DPW parcel to re-grade and maintain the regarding; and to secure for the City of Newburgh certain storm water drainage rights into the IDA parcel;



CITY OF NEWBURGH INDUSTRIAL  
DEVELOPMENT AGENCY

**RESOLUTION NO. 2014-10-20-3**

AUTHORIZING THE CHAIRMAN TO EXECUTE  
AN AGREEMENT TO AMEND AN  
AGREEMENT WITH 5 SCOBIE PARTNERS,  
LLC FOR SALE OF LAND

WHEREAS:

The City of Newburgh Industrial Development Agency ("IDA") desires to stimulate industrial development in the City of Newburgh in order to create new jobs, expand the tax base and redevelop certain areas of the City of Newburgh in accordance with IDA's purposes;

For such purposes, the IDA on January 29, 2013 entered into an agreement with 5 Scobie Partners, LLC for the sale of IDA property located at 5 Scobie Drive in the City of Newburgh;

On March 24, 2014 the IDA authorized the Executive Director to apply for a grant from the United States Commerce Department Economic Development Agency (EDA) for infrastructure improvements associated with the improvement of the IDA's 5 Scobie Drive property.

To conform to the requirements of the EDA grant, certain modifications of the Agreement with 5 Scobie Partners were authorized by Resolution dated September 15, 2014 so as to defer the closing date under the Agreement.

Subsequently the parties determined that the improvements proposed for the 5 Scobie Drive property would require: (a) temporary access by the IDA to a small portion of neighboring land owned by the City of Newburgh (the "DPW Parcel") to regrade that portion of the DPW property that adjoined 5 Scobie Drive; and (b) access by the City of Newburgh to a portion of the IDA property to construct, maintain, and discharge stormwater into a portion of the IDA property.

NOW THEREFORE BE IT RESOLVED:

1. The actions contemplated by the Amendment entail regrading a portion of the DPW property; and establishment of a stormwater facility on the IDA property..
2. Any regarding and stormwater construction to be done would be carried out as part of a site plan that would be reviewed and approved by the City of Newburgh, including full SEQRA review.

3. The Chairman is hereby authorized to execute an Amendment to Contract of Sale with 5 Scobie Partners, LLC in substantially the form attached, upon the request of the Executive Director and subject to minor modifications as may be required by Counsel or the Executive Director.


4. This Agreement will be entered into and made effective only upon entry by the IDA into a comparable Agreement to be considered this date with the City of Newburgh incorporating the easements granted herein.

The foregoing resolution Number 2014-10-20-3 was duly put to vote, which resulted as follows:

Yeas 7  
Nays --  
Abstain --  
Absent --

The resolution was thereupon duly adopted.

The above is hereby certified to be an accurate copy of Resolution No. 2014-10-20-3, duly adopted by the City of Newburgh Industrial Development Agency at its regularly scheduled meeting held October 20, 2014.

  
\_\_\_\_\_  
John Penney, Secretary  
October 20, 2014