

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY (IDA)
MINUTES OF MEETING
November 19, 2018

Present

Board Members: Joshua Smith, Chairman
Austin DuBois, John Penney, Marlon Ramos, and Nancy Thomas
Excused Members: Michael Curry, Adam Pollick
Staff: Cher Vickers, Executive Director
GUEST(S): Paul Curran, BQ Energy

1. **Roll Call**: Chairman Smith called the meeting to order at 6:04 pm. A quorum is present. Michael Curry and Adam Pollick are excused from the meeting.

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

3. **Reading and Approval of minutes of the previous meeting**

The Chairman allowed time for board members to read the minutes from the previous meeting if they had not already done so.

Approval of the October 15, 2018 board meeting minutes:

Mr. Penney: Motion to approve the October 15, 2018 minutes as presented
Ms. Thomas: Motion seconded.
Discussion: None.
VOTE: Adopted with five aye votes.

4. **Report of the Treasurer; Approval of Payment of Bills**

Treasurer Marlon Ramos presented the Treasurer's Report to the board and discussed the activities in the accounts. As there is a transition in officers, for this meeting both Jack and Josh will sign the checks. Marlon informed the board that the IDA will be using the same auditing firm for this year's audit.

On a motion made by Jack Penney and seconded by Austin DuBois, the Treasurer's Report was accepted and payment of bills (Check Nos. 752-754) was approved.

5. **Communications**

An invitation to attend the Orange County Partnership's (December 4, Anthony's Pier 9, Newburgh) 2018 Annual Event was received and shared with board members.

6. **Chairman's Report**

Governance Committee - The Chair of the Governance Committee, Joshua Smith, informed the board that the Governance Committee met prior to the board meeting to review policies under the committee's purview. The committee unanimously offers the recommendation to the full board to adopt and re-affirm, with no recommended changes, the following policies for the year

2019: Code of Ethics, Conflict of Interest, Internal Control, Procurement, Property Disposition, Recapture, Uniform Tax Exempt, and Whistleblower Protection.

On a motion made by Austin DuBois, and seconded by Jack Penney, the board accepts the recommendation of the Audit Committee and re-affirms all said policies.

The chairman also discussed using the services of the former Executive Director Teri Waivada. He believes that the agreement the agency has with Teri is still current. Josh would like Teri to take the lead, along with bond counsel and/or legal counsel, to assist with several items that have come up of late to finish them and close them out. The two projects currently are: a) GEMMA bond issue, and b) Corwin Court PILOT close-out.

Executive Director Cher sent a letter to Corwin stating they were paid and the deed was transferred to them; they are requesting more written language concerning the PILOT being paid in full.

Board member Austin DuBois made a motion to use the former Executive Director's services for these projects, motion seconded by Marlon Ramos, and unanimously passed.

7. Executive Director's Report

Resignations – Executive Director Cher confirmed two resignations (Joshua Smith and Jack Penney) from the last board meeting and asked for copies of their letter of resignation. Jack clarified that his resignation is pending at this time. It was agreed to post to the IDA's web site the board vacancy posting that was used the last time, noting the resignations and pending resignation.

Thornwillow Makers Village – at this time there is no assistance that the IDA can give to this project; however, the city may be able to assist them with a tax incentive.

8. Old Business

BQ Energy – the board members were e-mailed the site options agreement. Now is the time to ask any questions about the agreement. Cher informed Paul that there has been another show of interest in the site for a similar use. She also let him know that the board would probably not vote on the site options agreement tonight. Jack Penney discussed how much space they would require and potential other users simultaneously on the site. IDA Counsel John Buckley has not yet responded to Cher's request for reviewing of the site options agreement and any issues that the IDA needs to know about and consider.

Other discussion topics included lease term, potential carrying load of energy lines, permanency of solar panels, willingness to meet with other potential site users, etc.

On a similar note, another solar company has expressed interest in the site. They have been sent the engineering report for the site. As two similar entities have expressed interest in the site, the question of the need for an RFP process has been brought up.

The next step in this process is to speak with IDA's counsel to determine if an RFP process is needed. Once that determination is made, that will guide the next steps. On a motion made by Jack Penney, and seconded by Austin DuBois, the board approved the director to speak with IDA Counsel John Buckley concerning his opinion, guidance, and next steps concerning the need for an RFP for the 5 Scobie Drive site, due to two similar entities' interest in the site.

The board needs to discuss their vision for the site and how to go about achieving that.

Community Composting Company (CCC) – a proposal was received from CCC. After much discussion about several aspects of this project, the board unanimously agreed to send a letter to CCC thanking them for their interest in 5 Scobie Drive and the City of Newburgh but at this time, the IDA is not able to endorse that use for the 5 Scobie Drive site.

On a motion made by Austin DuBois, and seconded by Nancy Thomas, this topic was tabled until the next board meeting, pending IDA Counsel's opinion regarding the legal necessity of an RFP process for the 5 Scobie Drive site.

96 Lower Broadway project – the two lots have been merged, and there is a resolution supporting an Amended PILOT Agreement for this project before the board.

Board Member Austin DuBois mentioned that there is a typographical error on the first page of the resolution, 95 instead of 96.

Motion to approve Resolution No. 2018-11-19-01 pending correction of typographical error was made by Austin DuBois, seconded by Marlon Ramos, and unanimously approved. As this is a roll call resolution, the results of that roll call are on the resolution (attached).

9. New Business

As a reiteration of a general consensus from the last board meeting, future board meeting time will be at 6 p.m., unless otherwise notified differently.

Also, the board meeting for December is on the 10th, having been moved forward from the 17th.

The meeting dates for the year 2019 were distributed to the board in the meeting packet.


10. Adjournment

The board meeting adjourned on a motion made by Jack Penney, seconded by Nancy Thomas, and unanimously passed.

City of Newburgh Industrial Development Agency (IDA)

BOARD MEETING GUEST SIGN-IN SHEET

November 19, 2018

NAME	AFFILIATION	TELEPHONE NUMBER	E-MAIL ADDRESS
 BQ ENERGY, LLC <small>www.bqenergy.com</small>			
Paul F Curran, PE Managing Director			
BQ Energy 400 Market Street Industrial Park Suite 32 Wappingers Falls, New York 12590 USA		1 (845) 473 0300 (o) 1 (914) 844 0894 (m) 1 914 729 1039 (f)	paul.curran@bqenergy.com

CITY OF NEWBURGH INDUSTRIAL DEVELOPMENT AGENCY

Treasurer's Report as of November 19, 2018

OPERATING Account

Opening Balance As of October 15, 2018 \$ 229,234.91

Disbursements

Check Number	Check Date	Payee	Amount	Remarks
752	11/19/2018	Oxman Law Group	\$ 10,585.00	Inv. #17494
753	11/19/2018	Salvick Corp (Cvickers)	1,977.50	Inv. # 108
754	11/19/2018	Diana Hesse	<u>700.00</u>	Inv. # 2018-11-19
TOTAL			\$ 13,262.50	

Deposits

	Payor	Amount	
10/18/2018	Central Hudson	1,195.21	Cell Tower
10/18/2018	AT & T	2,796.49	Cell Tower
10/18/2018	T-Mobile	3,854.59	Cell Tower
11/6/2018	AT & T	550.69	Cell Tower
11/6/2018	T-Mobile	3,924.07	Cell Tower
11/6/2018	Sprint	1,900.77	Cell Tower
11/19/2018	AT & T	<u>2,796.49</u>	Cell Tower
TOTAL		\$ 17,018.31	

Closing Balance As of November 19, 2018 \$ 232,990.72

APPLICATIONS FUND Account

Opening Balance As of October 1, 2018 \$ 14,137.50

Closing Balance As of October 31, 2018 \$ 14,137.50

LESSOR/TENANT Account

Opening Balance As of October 1, 2018 \$ 2,400.00

Closing Balance As of October 31, 2018 \$ 2,400.00

MONEY MARKET Account

Opening Balance As of October 1, 2018 \$ 739,321.60

Interest credit 565.13

Closing Balance As of October 31, 2018 \$ 739,886.73



INVITATION ONLY: 2018 Annual Event

December 4 @ 5:00 pm
Anthony's Pier 9

Save the date for the Orange County Partnership's Invitation Only, Annual Event, the most popular networking event in the Hudson Valley. With over 700 guests, you don't want to miss this one!

2018 Award Winners:

Spirit of Innovation - Supervisor George Green & Town of New Windsor

Quality of Life - Bon Secours Community Hospital

Golden Shovel - LEGOLAND-New York

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