

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY (IDA)
MINUTES OF THE BOARD MEETING
February 26, 2018

Present

Board Members: Joshua Smith, Chairman
Austin DuBois, John Penney, Adam Pollick, and Nancy Thomas

Excused: Michael Curry, Marlon Ramos

GUESTS: John Buckley, Oxman Law Group
Noa Simons, Community Composting Company

1. **Roll Call**: Chairman Smith called the meeting to order at 7:22 pm. A quorum is present.
2. **Proof of Notice of Meeting**: Accepted.
3. **Reading and Approval of minutes of the previous meeting**

Approval of the February 15, 2018 Special Board Meeting minutes:

Mr. Penney: Motion to approve the February 15, 2018 minutes as presented

Ms. Thomas: Motion seconded.

Discussion: None.

VOTE: Adopted with two abstentions (DuBois and Pollick) as they were not at the Feb 15 meeting.

Approval of the January 23, 2018 Board Meeting minutes:

Mr. Penney: Motion to approve the January 23, 2018 minutes as presented

Mr. Pollick: Motion seconded.

Discussion: None.

VOTE: Unanimously adopted.

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

CFO Craig Skelly presented the Treasurer's Report (see Attachment 1) in the Treasurer's absence.

A motion to approve the Treasurer's Report and approve payment of bills (Check Numbers 702-709) as presented was made by Jack Penney, seconded by Austin DuBois, and unanimously approved.

As the Treasurer is out of the country and the IDA audit will need to be signed, there is a need to appoint an Acting Treasurer. The Chairman opened the floor for nominations. Austin DuBois nominated Adam Pollick but later withdrew that nomination. Austin DuBois then nominated Jack Penney, which was seconded by Nancy Thomas, and unanimously passed.

5. **Retainer Agreement, IDA Legal Services**

Each board member has in their meeting packet a copy of the proposed legal services agreement from Oxman Law Group, PLLC. The Chairman asked all present to please read the agreement.

A motion to accept the Retainer Agreement, IDA Legal Services, was made by Jack Penney and seconded by Austin DuBois. The Chair asked if there were any questions and the attorney who would represent us, was present. There being no questions, the motion was unanimously approved.

6. Adoption of 2018 Mission Statement

Each board member has in their meeting packet a copy of the proposed 2018 Mission Statement for the IDA. The Chairman asked all present to read the document. On a motion made by Austin DuBois and seconded by Jack Penney, the motion unanimously passed. Mention was made that the mission statement comes from the ABO so no changes are needed.

The Chairman mentioned a news article concerning OC Partnership. That four of their board members have resigned due to a squabble with ABO on whether the partnership is a county agency or a separate not-for-profit. Austin DuBois said that a decision was made a long time ago and no appeal was ever made on that decision. There has been a law suit filed and we will watch for the determination.

7. New Business

Confidential Board Evaluation - the Chair distributed to each board member present a Confidential Board Evaluation and asked them to fill it out and send it back to the office. The information needs to go to the ABO by the end of March.

Review of 2018 Measurements & Operations Draft Report – this item was discussed and tabled for the next meeting for approval and posting to web site.

At this time, Austin DuBois asked if there could be a change in the agenda and discuss the Memorandum of Understanding from CCC so that Noa Simmons would not have to sit through the rest of the board meeting.

8. Unfinished Business

Memorandum of Understanding (MOU) from Community Composting - each board member has in their meeting packet a copy of the proposed Memorandum of Understanding (MOU) from Community Composting. The board requested this Memorandum in order to move forward in good faith with the composting project that has been proposed for 5 Scobie Drive. The memorandum has raised several questions—seems to be the same document that has been received previously, not a memorandum of understanding; not specific in terms of money commitment and not specific in terms of purchasing or leasing the land.

Discussion also ensued about whether the cutting of the trees was for the IDA's benefit or a project's benefit.

Austin DuBois moved to accept A.W. Coon's bid and award them the tree cutting bid. Austin then amended his motion to award the bid subject to IDA Counsel review of A.W. Coon's contract, standard provisions, and insurance coverages to ensure the agency's interests. Jack Penney seconded the amended motion. A roll call vote ensued.

Michael Curry
Jack Penney

Absent;
Aye;

Nancy Thomas
Adam Pollick

Aye
Aye

Austin DuBois
Joshua Smith

Aye;
Aye

Marlon Ramos

Absent

As there are five ayes, the motion passed, and A.W. Coon will be awarded the bid.

Jack noted that the proposed new web site needs to be put on hold due to monies being spent on Scobie Drive.

Austin mentioned the board having another retreat.

9. **Adjournment**

On a motion made by Jack Penney and seconded by Adam Pollick, the board meeting was adjourned.