

**CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY (“IDA”)
MINUTES OF MEETING
April 15, 2013**

Present

Board Members:	Joshua Smith, Chair John Penney Richard Bedrosian Nancy Thomas Sean O’Shea
Excused Absence:	Michael Curry Jerry Maldonado
Counsel:	Thomas Whyatt, Esq., Counsel
Staff:	Theresa Waivada, Executive Director Craig Skelly, CFO

1. **Roll Call** Mr. Smith called the meeting to order at 7:30pm. A quorum was present.

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

3. **Approval of Minutes of March 27th Meetings**

Mr. Penney: Motion to Approve the March 27th Minutes.

Ms. Thomas: Motion Seconded.

VOTE: Unanimously approved.

4. **Communications (as part of the Executive Director’s Report)**

- Notice was received from Metro PCS regarding the merger with T-Mobile. Mr. Whyatt will review it to ensure that the payment processes continues smoothly, since the current direct deposit payments from Metro PCS will be combined with physical checks from T-Mobile.
- The Orange County Partnership will host major brokers and Northeast Association of Realtors to the May 9th Commercial Real Estate Summit at the Newburgh Brewing Company. Newburgh will be featured in a 15-minute presentation by the Mayor and City Manager. The City and IDA will have a table to highlight available city-owned and large privately owned properties. Ms. Waivada is assisting the marketing effort.
- Ms. Waivada is working with the Community Development Block Grant Program on a ‘slums and blight’ designation. This meets with a goal established by the Agency facilitate projects that address deteriorated and abandoned buildings. Projects that enable the IDA to rental housing and retailers apply for benefits. Changes in IDA law are now more restrictive, but retail projects can be undertaken in impacted census tracts.
- She met with the City Manager regarding the contract for services and space.
- Ms. Waivada has asked the CFO to prepare a report on the contracts between the City and IDA dating from the appointment of the current board to 2012
- A meeting is planned with Mill Street Partners (mid-Broadway project developer) to discuss bonding of the housing component, and straight lease assistance for the retail component.
- No update yet on the possible refurbishment project for Robinson Ave. /Broadway by Mr. Pappaleo.

- Ms. Waivada will review the 5 Scobie Drive Partners' application for funding Empire State Development.

Mr. Smith asked about the status of the LDC. As of today, its board is made up of the 7 IDA members, and the entire City Council. The City Manager is asking PACE to research the LDC; Ms. Waivada agreed that a third party review is a good idea. Mr. Whyatt will review the report with John Nolan (PACE) when completed. There was a discussion on the pros and cons of dissolution. It was noted that files on the LDC were last seen in archives located in a bus station in New Paltz. Mr. Whyatt noted that by State law, the LDC is required to turn over any profits to a state agency (such as IDA). Ms. Waivada said that a LDC can be a useful tool for financing for not for profit organizations undertaking large capital project or consolidating debt.

5. Bills and Treasurer's Report. Mr. Skelley presented the Treasurer's report (ending balance of \$669,486.99 and requested a motion to approve payment of 6 invoices as presented.

Mr. Penney: Motion to approve six checks as presented.

Ms. Thomas: Motion Seconded.

Discussion: The new Key Bank Applications account is opened. Mr. Skelley reported that Key Bank didn't charge fees in the March report.

VOTE: Unanimously approved.

(Mr. Maldonado conferenced in at this time.)

6. Report from the Chair. Community college reimbursement formula has been modified by the State to promote job training in high-tech areas. Since there's training money, Mr. Smith will talk with OCCC to see if they're interested in educating students to work in hi tech areas such as lighting. High-tech approach to distribution is suitable for the Newburgh workforce. Mr. Smith mentioned Corning Community College's program as a successful example.

Mr. Penney: Motion to adjourn to executive session to discuss the Foundry Litigation with possible action which would require reconvening

Ms. Thomas: Motion Seconded.

VOTE: Unanimously approved.

The regular meeting was adjourned at 7:50pm. The Board went into Executive Session to discuss The Foundry Group litigation.

The Meeting was reconvened at 8:20pm.

Mr. Curry, on the subject of the settlement with the Foundry Development Group litigation, made a motion to authorize the Chairman to execute the agreement subject to matters discussed in the Executive Session, and following final review and approval by the Executive Director and Counsel.

Motion Seconded by Mr. Penney

Vote: Unanimously approved.

Mr. Curry asked Mr. Whyatt to reiterate and affirm a portion of the contract which stated:

"Notwithstanding the foregoing, the obligation of FTG to proceed in accordance with the Construction Segments set forth above is not contingent on it securing financing and/or borrowing any portion of the

costs to complete the required work.” Mr. Wyatt affirmed that this meant FDG was obligated to comply with the construction schedule whether or not it obtained outside financing.

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Mr. O’Shea left the meeting at this point.

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7. Report from the Executive Director. (SEE ‘COMMUNICATIONS’ ABOVE).

8. Reports of Committees.

Audit Committee: The Agency will issue an RPF for audit services for the 2013 and 2014 audit.

Governance Committee: There was no report. .

9. Old Business. See Executive Director’s report.

10. New Business: There was no new business.

Mr. Penney: Motion to Adjourn
Ms. Thomas: Motion Seconded.
VOTE: Unanimously Passed.

The Meeting was adjourned at 8:33pm.

The next meeting is set for May 20th.

Respectfully submitted,

C. K. Boyle
Recording Secretary
April 15, 2013