

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY
83 Broadway, Newburgh, NY 12550
(845) 569-7369 ida@cityofnewburgh-ny.gov

BOARD MEETING

6:00 p.m., Monday, April 18, 2022
83 Broadway 3rd Floor, Newburgh NY

AGENDA

1. Roll Call
2. Proof of Notice of Meeting
3. New Board Member Introductions: Yanyiah Pearson and Theresa Priester
4. Reading and approval of minutes of the previous meeting
March 15 meeting minutes
5. Report of the Treasurer
Approval of Treasurer's Report for March 2022
Approval of payment of bills for March 2022
6. Chairman's Report
7. Counsel's Report
8. Executive Director's Report
9. New Business
Committee Nominations
Resolution #2022-04-18-01 - New 120 Grand Street
191 Washington Street
10. Old Business
Resolution # 2022-04-18-02 - Re-adoption of 2021 Audit
11. Adjournment

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY (IDA)
MINUTES OF BOARD MEETING
March 15, 2022
DRAFT

Present

Board Members: Marlon Ramos, Chairman
Michael Kelly, Vice Chair
Christina Amato, 2nd Vice Chair
Adam Pollick, Treasurer
Gregory Nato, Secretary

Excused: New Board Members
Yaniyah Pearson
Theresa Priester

Staff: Cherisse Vickers, Executive Director
Counsel: Robert McLaughlin, Whiteman Osterman & Hanna LLP

Guests: None

1. **Roll Call**: 2nd Vice Chair Christina Amato called the meeting to order.
2. **Proof of Meeting Notice**: Accepted.
3. **Executive Session**: On a motion made by Michael Kelly and seconded by Marlon Ramos, the board voted unanimously to go into Executive Session to discuss matters relating to board appointments.

On a motion made by Michael Kelly and seconded by Marlon Ramos, the board voted unanimously to leave Executive Session and return to the regular board meeting.

No decisions were made during Executive Session.

4. **Reorganization of IDA Board of Directors**: The following changes were proposed for the reorganization: Marlon Ramos, Chairman; Michael Kelly, Vice Chair; Christina Amato, 2nd Vice Chair; Adam Pollick, Treasurer; Gregory Nato; Secretary.

Mr. Nato: Motion to approve restructure
Mr. Kelly: Motion seconded
VOTE: Unanimously adopted

5. **Reading and Approval of Minutes of the Previous Meeting**

Minutes from the regular board meeting of February 16, 2022 were distributed to the board via e-mail.

Motion to approve the minutes as presented:

Mr. Kelly:	Motion to approve the minutes
Ms. Amato:	Motion seconded
Discussion:	None.
VOTE:	Unanimously adopted.

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

Chairman/Former Treasurer Marlon Ramos presented the February 2022 Treasurer's Report to the board.

On a motion made by Christina Amato and seconded by Michael Kelly, the board unanimously approved the February 2022 Treasurer's Report.

On a motion made by Michael Kelly and seconded by Gregory Nato, payment of the February 2022 bills as presented (check numbers 1018-1034) was unanimously approved.

On a motion made by Michael Kelly and seconded by Gregory Nato the 2021 Audit Recommendation was unanimously approved.

7. **Chairman's Report**

None

8. **Counsel's Report**

NYSEDC Update – latest news on Prevailing Wage

5 Scobie Drive update: Contracts need to be amended to update the project timeline.

104 Washington St update: Applicant still in the process of closing.

FSH Newburgh Hotel: Looking for a closing in May.

Foundry: City Attorney feels language in PILOT agreement could be clearer for the Assessor as to when the PILOT takes effect.

9. **Executive Director's Report**

None

10. **New Business**

Resolution 22-03-15-01 Annual Housekeeping Resolution

Approval and Confirmation of Agency Policies and Procedures for Calendar Year 2022

Appointment of Executive Director and Staff to the Agency

Appointment of Accounting Firm of the Agency

Appointment of Agency Counsel and Bond Counsel to the Agency

Ms. Amato: Motion to adopt Housekeeping Resolution

Mr. Kelly: Motion seconded

Discussion: None

VOTE: Unanimously adopted.

Resolution 22-03-15-02 Resolution Authorizing the Agency to Employ a Bookkeeper

Mr. Kelly: Motion to approve employment agreement

Mr. Nato: Motion seconded

Discussion: None

VOTE: Unanimously adopted

Resolution 22-03-15-03 Amendment of Local Labor Policy

Four exhibits added to the policy:

Exhibit A: Certificates of Authorization and Insurance Requirements

Exhibit B: Mandated Safety Training and Drug Screening

Exhibit C: Certified Payroll Records and Monitoring Requirements

Exhibit D: Apprenticeship Program

Mr. Kelly: Motion to adopt resolution

Ms. Amato: Motion seconded

Discussion: None

VOTE: Unanimously adopted

Resolution 22-03-15-04 Authorization of RFP for Project Auditing Services for Local Labor

Project monitoring of local labor policy requirements. The Hotel project would be the first project subject to these monitoring requirements.

Mr. Kelly: Motion to authorize Auditing Services RFP

Mr. Nato: Motion seconded

Discussion: None

VOTE: Unanimously adopted

New 120 Grand Street – New application was received for sales tax exemption. More information will be available by next month's meeting.

11. **Old Business**

None

12. **Adjournment**

As there is no further business to come before the board, a motion to adjourn was made by Christina Amato and seconded by Gregory Nato; unanimously passed.

CITY OF NEWBURGH INDUSTRIAL DEVELOPMENT AGENCY
Treasurer's Report for the April 18, 2022 Meeting

OPERATING Account

Opening Balance As of March 1, 2022 **\$377,567.25**
from Quickbooks

Deposits	Payor	Amount	Remarks
	3/1/2022 AT&T	3,657.55	Cell tower
	3/2/2022 Central Hudson	2,091.56	Cell tower
	3/8/2022 T-Mobile	4,914.83	Cell tower
	3/8/2022 T-Mobile	2,139.33	Cell tower
	3/17/2022 New 120 Grand LLC	750.00	New application
	3/17/2022 New 120 Grand LLC	<u>250.00</u>	New application
	TOTAL	<u>\$13,803.27</u>	

Disbursements

Check

Number	Check Date	Payee	Amount	Remarks	
EFT	3/25/2022	Harland Clarke (new deposit slips)	13.30	Bank Ordered	X
1035	3/3/2022	Whiteman, Osterman, Hanna, LLP	371.00	Inv. #553381	X
1036	3/15/2022	Michele Gruber	1,050.00	Inv. #03-15-22	X
1037	3/15/2022	Salvick Corp.	3,216.21	Inv. #188	X
1038	3/00/2022	VOID	0.00		
1039	3/31/2022	Jacobwitz & Gubits, LLP	585.00	Inv. #298646	

1040	3/0/2022 VOID	0.00	Inv #
1041	3/31/2022 Salvick Corp.	3,200.00	Inv #189
1042	3/31/2022 USPS	364.00	
1043	3/31/2022 Whiteman, Osterman, & Hanna, LLP	1,438.52	Inv #557833
1044	3/31/2022 Jacobwitz & Gubits, LLP	2,331.92	Inv #298647
1045	3/31/2022 Michele Gruber	810.00	Inv #3-31-22
	TOTAL	<u>\$13,379.95</u>	

Closing Balance	As of March 31, 2022	<u>\$377,990.57</u>
from Quickbooks		

CITY OF NEWBURGH INDUSTRIAL DEVELOPMENT AGENCY
Treasurer's Report for the April 18, 2022 Meeting

APPLICATIONS FUND Account

Opening Balance	As of March 1, 2022	\$14,137.50
Closing Balance	As of March 31, 2022	\$14,137.50

LESSOR/TENANT Account

Opening Balance	As of March 1, 2022	\$2,400.00
Closing Balance	As of March 31, 2022	\$2,400.00

MONEY MARKET Account

Opening Balance	As of March 1, 2022	\$750,830.21
Interest credit		63.77
Closing Balance	As of March 31, 2022	\$750,893.98

City of Newburgh Industrial Development Agency (IDA) Board of Directors, April 2022

Name	Date Appointed	Office Held	Member Audit/Finance Committee	Member Governance Committee
Ramos, Marlon	5/9/2017	Chairman of the Board	Chair	
Amato, Christina	3/1/2019	Vice Chair	Yes	
Pollick, Adam	5/9/2017	Treasurer	Yes	
Nato, Gregory	11/9/2020	Secretary		
Kelly, Michael	3/1/2019	Board Member		Yes
Pearson, R. Yanyiah	3/14/2022	Board Member		
Priester, Theresa	3/14/2022	Board Member		

Term of Office- At The Pleasure of the City Council

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY
Resolution No. 2022-4-18-01

RESOLUTION AUTHORIZING THE CHAIR OR ANY VICE CHAIR OR ANY OFFICER OF THE CITY OF NEWBURGH INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING REGARDING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF THE GENESIS GLOBAL HOLDINGS, LLC.

A regular meeting of City of Newburgh Industrial Development Agency (the “Agency”) was convened in public session at City Hall, 83 Broadway, Newburgh, New York on April 18, 2022, at 6:00 o'clock p.m., local time.

Each of the members present participated in the meeting either in person or remotely pursuant to the provisions of Chapter 417 of the Laws of 2021, as amended on January 14, 2022. The meeting was called to order by the Chair of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

Marlon Ramos	Chairperson
Christina Amato	First Vice Chairperson
Michael Kelly	Second Vice Chairperson
Adam Pollick	Treasurer
Gregory Nato	Secretary
Theresa Priester	Member
Robin Yanyiah Pearson	Member

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers	Executive Director
Robert J. McLaughlin, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

WHEREAS, the City of Newburgh Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act” or the “Act”) and Chapter 577 of the 1982 Laws of New York, as amended, constituting Section 913 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, on March 7, 2022, Genesis Global Holdings, LLC, a New York limited liability company (the “Company”) or such other person(s) or entities as may be designated by the Company and agreed upon by the Agency (collectively, the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) the license of an approximately 10,500 square foot parcel of real property located at 120 Grand Street, Newburgh, New York (the “Land”), (2) the rehabilitation and improvement of the existing structure on the Land to consist of a restaurant space and offices (the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment hereinafter collectively referred to as the “Project Facility”), (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to Section 859-a of the Act, prior to the Agency providing any “financial assistance” (as defined in the Act) of more than \$100,000 to any project, the Agency, among other things, must hold a public hearing pursuant to Section 859-a of the Act with respect to said project; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 859-a of the Act with respect to the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE CITY OF NEWBURGH INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby authorizes the Chair, any Vice Chair or Officer of the Agency, after consultation with the members of the Agency and Agency Counsel, (A) to establish the time, date and place for a public hearing of the Agency to hear all persons interested in the Project (the “Public Hearing”); (B) to cause the Public Hearing to be held in a city, town or village where the Project Facility is or is to be located, and to cause notice of such Public Hearing to be given to the public by publishing a notice or notices of such Public Hearing in a newspaper of general circulation available to the residents of the governmental units where the Project Facility is or is to be located, such notice or notices to comply with the requirements of Section 859-a of the Act; (C) to cause notice of the Public Hearing to be given to the chief executive officer of the county and of each city, town, village and school district in which the Project Facility is or is to be located to comply with the requirements of Section 859-a of the Act; (D) to conduct or cause the holding of such Public Hearing; (E) to cause a report of the Public Hearing fairly summarizing the views presented at such Public Hearing (the “Report”) to be prepared; and (F) to cause a copy of the Report to be made available to the members of the Agency.

Section 2. The Chair, any Vice Chair and/or Officer of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 3. All action taken by the Chair, any Vice Chair and/or Officer of the Agency in connection with the Public Hearing with respect to the Project prior to the date of this Resolution is hereby ratified and confirmed.

Section 4. This Resolution shall take effect immediately.

DRAFT

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

Marlon Ramos	VOTING	_____
Christina Amato	VOTING	_____
Michael Kelly	VOTING	_____
Adam Pollack	VOTING	_____
Gregory Nato	VOTING	_____
Theresa Priester	VOTING	_____
Robin Yanyiah Pearson	VOTING	_____

The foregoing resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF ORANGE)

I, the undersigned Secretary of City of Newburgh Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on April 18, 2022 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this ____ day of April, 2022.

Secretary

(SEAL)

**CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY
Resolution No. 2022-4-18-02**

RESOLUTION CONFIRMING AMENDED 2021 CERTIFIED ANNUAL AUDIT

A regular meeting of City of Newburgh Industrial Development Agency (the “Agency”) was convened in public session at City Hall, 83 Broadway, Newburgh, New York on April 18, 2022, at 6:00 o'clock p.m., local time.

Each of the members present participated in the meeting either in person or remotely pursuant to the provisions of Chapter 417 of the Laws of 2021, as amended on January 14, 2022. The meeting was called to order by the Chair of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

Marlon Ramos	Chairperson
Christina Amato	First Vice Chairperson
Michael Kelly	Second Vice Chairperson
Adam Pollick	Treasurer
Gregory Nato	Secretary
Theresa Priester	Member
Robin Yanyiah Pearson	Member

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers	Executive Director
Robert J. McLaughlin, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

WHEREAS, the City of Newburgh Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act” or the “Act”) and Chapter 577 of the 1982 Laws of New York, as amended, constituting Section 913 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, and research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance

the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration ; and

WHEREAS, under Section 858 of the Act, the Agency has the power to approve certain administrative matters; and

WHEREAS, on March 15, 2020, the Agency passed Resolution No. 2022-3-15-01 approving and confirming the 2021 Certified Annual Audit of the Agency (the “2021 Audit”); and

WHEREAS, the Agency thereafter identified an inaccuracy in the Audit; and

WHEREAS, the Agency now desires to approve and confirm the amended 2021 Audit to correct that inaccuracy.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE CITY OF NEWBURGH INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby approves and confirms the 2021 Audit, as amended.

Section 2. The Chair, any Vice Chair and/or Officer of the Agency is hereby authorized and directed to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 3. This Resolution shall take effect immediately.

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

Marlon Ramos	VOTING	_____
Christina Amato	VOTING	_____
Michael Kelly	VOTING	_____
Adam Pollick	VOTING	_____
Gregory Nato	VOTING	_____
Theresa Priester	VOTING	_____
Robin Yanyiah Pearson	VOTING	_____

The foregoing resolution was thereupon declared duly adopted.

[illegible]

I, the undersigned Secretary of City of Newburgh Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on April 18, 2022 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this ____ day of April, 2022.

Secretary

(SEAL)