

## MINUTES

### DUTCHESS COUNTY INDUSTRIAL DEVELOPMENT AGENCY

3 Neptune Road, Poughkeepsie, NY 12601  
Tel. # - (845) 463-5400 / Fax # - (845) 463-5401

### BOARD OF DIRECTORS ANNUAL MEETING

Tuesday, February 10, 2015

**PRESENT:** Charles Daniels III  
Tim Dean  
Mark Doyle  
Angela Flesland  
Edward Summers

**ABSENT:** Phyllis DiStasi Keenan  
Alfred Torreggiani

**ALSO PRESENT:** Catherine Maloney, DCIDA Chief Executive Officer  
Don Cappillino, DCIDA Counsel (*via video*)  
Lynn Heuermann, DCIDA Chief Financial Officer  
Jasmin Haylett, DCEDC Office Administrator  
Corinne LaRocca, DCEDC Compliance Coordinator  
Sarah Lee, DCEDC Director of Business Development  
Don Minichino, DCEDC Director of Business Attraction  
Ron Hicks, Dutchess County

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On Tuesday, February 10, 2015 Dutchess County Industrial Development Agency [DCIDA] Annual Meeting was called to order by Chairman Daniels at 9:14 a.m. Present were: Charles Daniels III, Tim Dean, Mark Doyle, Angela Flesland and Edward Summers. Absent were: Phyllis DiStasi Keenan and Alfred Torreggiani.

### **REVIEW AND DISCUSSION OF MISSION STATEMENT AND PERFORMANCE MEASUREMENTS**

Mr. Doyle suggested that for the last sentence of the first bullet under "List of performance goals and measurements metrics" the words "*in property and sales tax*" be changed to "*in revenues*" and therefore should read as:

To attract, retain, and expand businesses and employment in Dutchess County by providing financing and tax incentives as authorized by New York State Law. Measurement metrics will be value of bonds issued, value of capital investment, number of jobs created, and increase *in revenues*.

A motion was made by Mr. Doyle, duly seconded by Mr. Dean to amend the Mission Statement and Performance Measurements to reflect this change. All voted in favor. Motion carried.

**CONSENT AGENDA** \*

A motion was made by Ms. Flesland, duly seconded by Mr. Summers to approve the following consent agenda items. All voted in favor. Motion carried.

1. Approval of Minutes  
January 14, 2014
2. Election of Officers for the Year 2015
  - Chairman Charles Daniels
  - Vice Chairman Tim Dean
  - Secretary/Treasurer Phyllis DiStasi Keenan
3. Appointments
  - Chief Financial Officer Lynn Heuermann
  - Compliance Officer Lynn Heuermann
  - Contracting Officer Lynn Heuermann
  - Records Access Officer Lynn Heuermann
4. Renewal of Chief Financial Officer's Bond
5. Renewal of IDA Membership in New York State EDC for the body
6. Authorization for Approval of 2015 Expenses Incurred (Reimburse Board Members, Agency Counsel, CFO and Executive Director for reasonable travel mileage expense at the federal rate level, and other reasonable travel expenses incurred at actual cost for business specifically related to the Agency.
7. Appointment of Members to Committees
  - Audit Phyllis DiStasi Keenan  
Mark Doyle  
Angela Flesland  
Edward Summers
  - Finance Phyllis DiStasi Keenan  
Mark Doyle  
Angela Flesland  
Edward Summers
  - Governance Comprised of the entire IDA Board
8. Re-Adoption of Policies
  - Code of Ethics
  - Committee Charters
  - Freedom of Information Policy
  - Internal Control Assessment
  - Investment Policy
  - Performance Based Incentives Policy

- Procurement Policy
  - Property Disposition Policy
  - Real Property Policy
  - Uniform Tax Exemption Policy
9. Designate Law Firm  
Cappillino & Rothschild LLP
10. Designate Official Newspaper  
Poughkeepsie Journal – publication purposes, purposes requiring advertising and notification to the public
11. Designate Depository Bank(s)  
Designate any commercial bank in Dutchess County as a depository for the IDA funds, with no savings banks, just commercial banks, and that any funds deposited over and above the federal maximum of \$250,000 for FDIC protection are fully collateralized with securities for the full amount above \$250,000.

**DISCUSSION AGENDA**

12. New Business

Board was asked to sign the following items:

- Conflict of Interest Questionnaire
- Financial Disclosure Statement
- Code of Ethics Acknowledgement
- Mission Statement & Performance Measurements Acknowledgement

★ **Unless a Board Member requests that an item be removed from the Consent Agenda, all items on the Consent Agenda will be approved by a single vote. There is no discussion of the items on the Consent Agenda. However, any Board Member may request that an item be removed from the Consent Agenda. It would then be discussed and voted upon separately.**

**ADJOURNMENT**

There being no further business to discuss, a motion was made by Ms. Flesland to adjourn the meeting. All voted in favor. Motion carried. Meeting adjourned at 9:07 a.m.

Respectfully submitted,

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Phyllis DiStasi Keenan, Secretary

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Date

**Meeting**            02-10-15  
**Approved**        01-19-16  
**Certified**         01-19-16