

DRAFT
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, January 19, 2016

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

ABSENT: Phyllis DiStasi Keenan

ALSO PRESENT: Sarah Lee, Executive Director
Lynn Heuermann, CFO
Marilyn Yerks, CFO
Don Minichino, Director of Business Attraction
Jasmin Haylett, Office Administrator
Don Cappillino, Counsel
Ron Hicks, Dutchess County

On Tuesday, January 19, 2016 Dutchess County Industrial Development Agency [DCIDA] Annual Meeting was called to order by Chairman Daniels at 9:01 a.m. Present were: Charles Daniels III, Tim Dean, Mark Doyle, Angela Flesland, Edward Summers and Alfred Torreggiani. Absent was: Phyllis DiStasi Keenan

REVIEW AND DISCUSSION OF MISSION STATEMENT AND PERFORMANCE MEASUREMENTS

Chairman Daniels reviewed the question and answers for this policy with the board.

Ms. Flesland suggested that the words "*is scheduled to meet*" be added to the answer for question #4. The sentence should read:

The DCIDA Board is scheduled to meet at least monthly with contracted staff to ensure the agency adheres to our mission and implements our performance goals.

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 Mr. Dean, duly seconded by Mr. Torreggiani to approve the following consent agenda items. All voted in favor. Motion carried.

1. Approval of Minutes
February 10, 2015
2. Election of Officers for the Year 2016
 - Chairman Charles Daniels
 - Vice Chairman Tim Dean
 - Secretary/Treasurer Phyllis DiStasi Keenan
3. Appointments
 - Chief Financial Officer Marilyn Yerks
 - Compliance Officer Sarah Lee
 - Records Access Officer Sarah Lee
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 2016 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

- 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,

Phyllis DiStasi Keenan, Secretary

Date

Meeting 01-19-16
Approved _____
Certified _____