

MINUTES

Dutchess County  Industrial Development Agency

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BOARD OF DIRECTORS REGULAR MEETING

Wednesday, January 12, 2022

Present: Tim Dean, Chairman
Mark Doyle, Vice Chairman
Kathleen Bauer, Secretary/Treasurer
Amy Bombardieri
Jamie Piccone II
Don Sagliano

Unable to Attend: Al Torreggiani

Also Present: Sarah Lee, Executive Director
Jane Denbaum, CFO
Jasmin Haylett, Office Administrator
Don Cappillino & Elizabeth Cappillino, Counsel
Rachel Welch, Communications Coordinator
Todd Erling, HV Agribusiness
Jim Beretta & Doreen Tignanelli, Members from the public

On Wednesday, January 12, 2022, the Dutchess County Industrial Development Agency [DCIDA] Board of Directors Meeting was called to order by Chairman Dean at 8:30 a.m. Present was: Tim Dean, Mark Doyle, Kathleen Bauer, Amy Bombardieri, Jamie Piccone II and Don Sagliano. Unable to attend was Al Torreggiani. Quorum was established.

CONFLICT OF INTEREST DISCLOSURES

Chairman Dean asked board members if they had any potential conflicts with any items on the agenda. No potential conflicts of interest was noted. Mr. Doyle noted he might have a potential conflict because he is the Chairman of the board for HVADC. Chairman Dean noted that there is no need for Mr. Doyle to be recused from item #A under new business because only an updated report is being given. Nothing needs to be voted on.

PROOF OF MEETING NOTICE

Meeting notice was published on January 6, 2022.

BILLS AND COMMUNICATIONS

None

APPROVAL OF MINUTES

December 16, 2021

December 23, 2021

Chairman Dean asked for a motion to approve the December 16, 2021 and December 23, 2021 minutes of the Dutchess County Industrial Development Agency.

A motion was made by Mr. Doyle, duly seconded by Mr. Piccone to approve the DCIDA Board of Directors meeting minutes for December 16, 2021 and December 23, 2021. Roll call vote was taken. All voted in favor and the motion was carried.

REPORT OF THE TREASURER

Ms. Denbaum noted there is no report due to the year-end audit.

REPORTS OF COMMITTEES

None

UNFINISHED BUSINESS

None

NEW BUSINESS

A. 2021 Review of Activities by Hudson Valley Agribusiness Development Corporation

Ms. Lee introduced Mr. Erling and noted the following:

- Todd Erling is the CEO and President of the Hudson Valley Agribusiness Development Corporation (HVADC)
- The IDA has a contract with HVADC and as part of the contract Mr. Erling is to give a year-end presentation

Mr. Erling who proceeded to give an overview of the 2021 activities of HVADC.

Questions, responses and comments ensued.

B. Consideration and Approval of a Resolution Authorizing the Executive Director of the IDA to enter into an Agreement with Dutchess Tourism for Professional Services

Ms. Lee noted the following:

- The IDA has a professional services contract with Tourism on an annual basis
- It has been the practice of the IDA, on the request of Dutchess Tourism to approve the annual contract prior to the presentation of the prior year's outcomes
- The reason being that Dutchess Tourism receives public funds which are required to be spent in the prior year, for example, funds from 2021 need to be spent in 2021
- Tourism does not have a fund balance to carry them until a future meeting where they can make a presentation to the IDA board
- Tourism is requesting that the board consider approving the 2022 contract in advance of the presentation for the 2021 outcomes

Questions, responses and comments ensued.

A motion was made by Mr. Doyle, duly seconded by Mr. Sagliano to approve the Resolution Authorizing the Executive Director of the IDA to enter into an Agreement with Dutchess Tourism for Professional Services. Roll call vote was taken. All voted in favor and the motion was carried.

- C. Authorization for approval for check signing as of January 12, 2022 are Tim Dean, Chairman; Mark Doyle, Vice Chair; Kathleen Bauer, Secretary & Treasurer; Sarah Lee, Executive Director; and Jane Denbaum, CFO

Ms. Denbaum noted that checks over \$10,000 is requires two signatures and checks under \$10,000 requires one signature.

Questions, responses and comments ensued.

A motion was made by Mr. Piccone, duly seconded by Mr. Sagliano to approve check signing as of January 12, 2022 for the following: Tim Dean, Chairman; Mark Doyle, Vice Chair; Kathleen Bauer, Secretary & Treasurer; Sarah Lee, Executive Director; and Jane Denbaum, CFO. Roll call vote was taken. All voted in favor and the motion was carried.

ADJOURNMENT

There being no further business to discuss on the agenda, the meeting was adjourned by Chairman Dean at 9:10 a.m.

Respectfully submitted,



Kathleen M. Bauer, Secretary/Treasurer

2/16/2022
Date

Meeting	<u>01-12-2022</u>
Approved	<u>02-16-2022</u>
Certified	<u>02-16-2022</u>