

MINUTES

Dutchess County  Industrial Development Agency

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BOARD OF DIRECTORS REGULAR MEETING

Wednesday, January 11, 2023

Present: Tim Dean, Chairman
Mark Doyle, Vice Chairman
Kathleen Bauer, Secretary/Treasurer
Amy Bombardieri
Jamie Piccone II
Don Sagliano (via zoom)
Al Torreggiani

Also Present: Sarah Lee, Executive Director
Jane Denbaum, CFO
Jasmin Haylett, Office Administrator
Amanda Gomes, Marketing & Development Manager
Don Cappillino (Counsel)
Todd Erling, HVADC
Melaine Rottkamp, Dutchess Tourism
Doreen Tignanelli & Jim Beretta (Members from the public)

On Wednesday, January 11, 2023, the Dutchess County Industrial Development Agency [DCIDA] Board of Directors regular meeting was called to order by Chairman Dean at 8:21 AM. Present was: Tim Dean, Kathleen Bauer, Mark Doyle, Amy Bombardieri, Jamie Piccone II, Don Sagliano (via zoom) and Al Torreggiani. Quorum was established with (6) in-person and (1) via zoom.

CONFLICT OF INTEREST DISCLOSURES

Chairman Dean asked board members if they had any potential conflicts with any items on the agenda. Mr. Doyle noted he has a conflict with Item B on the agenda because he is Chair of the board of directors for HVADC.

PROOF OF MEETING NOTICE

Meeting notice was published on January 5, 2023.

BILLS AND COMMUNICATIONS

None

APPROVAL OF MINUTES

December 14, 2022

A motion was made by Ms. Bauer, duly seconded by Mr. Piccone to approve the DCIDA Board of Directors meeting minutes for December 14, 2022. Roll call vote was taken. All voted in favor and the motion was carried.

REPORT OF THE TREASURER

Ms. Lee noted there is no report of the treasurer this month because they are in the process of doing the end of year audit.

REPORTS OF COMMITTEES

None

UNFINISHED BUSINESS

None

NEW BUSINESS

- A. 2022 Review of Activities by Hudson Valley Agribusiness Development Corporation
Chairman Dean introduced Todd Erling who proceeded to give an overview of the 2022 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 a three year Agreement with Hudson Valley Agribusiness Development Corporation.

Mr. Doyle left the room for this item due the conflict he noted above.

Ms. Lee noted the following:

- The IDA has a three-year contract with HVADC in which HVADC provides services to Dutchess County
- The contract is \$25,000 per year
- HVADC is paid once the year-end presentation is given
- The board does have the authority to modify that payment
- Ms. Lee believes HVADC is a valuable resource for Dutchess County Agribusinesses

Discussion, questions, responses and comments ensued about considering increasing the annual amount.

Chairman Dean noted that upon briefly speaking with Ms. Lee, she feels that an increase is possible and suggests tabling approval of this contract until Ms. Lee and Mr. Erling had a discussion about what type of impact an increase would have on HVADC and a potential increase amount.

- C. 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:

- Typically the contract is renewed once the year-end presentation has been made
- In this case, Tourism's year-end report is not complete because they are still waiting on information from other data sources
- However, Tourism is requesting authorization of this contract ahead of the year-end report to assist Tourism to prevent cash flow issues.
- The amount of the contract is for \$425,000; \$100, 000 is allocated to Mid-Hudson Arts and \$25,000 to Hudson Valley Film

Ms. Rottkamp proceeded to give a brief update of how Dutchess Tourism utilizes the funds it receives from the IDA.

Questions, responses and comments ensued.

A motion was made by Mr. Torreggiani, duly seconded by Mr. Piccone 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.


- D. Authorization for approval for check signing as of January 11, 2023 are Tim Dean, Chairman; Mark Doyle, Vice Chair; Kathleen Bauer, Secretary & Treasurer; Sarah Lee, Executive Director; and Jane Denbaum, CFO

A motion was made by Mr. Torreggiani, duly seconded by Mr. Doyle to authorization, as of January 11, 2023, the following individuals to sign checks: 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

ADIJOURNMENT

There being no further business on the agenda to discuss, the meeting was adjourned by Chairman Dean at 8:55 AM.

Respectfully submitted,


Kathleen M. Bauer, Secretary/Treasurer

2/8/23
Date

Meeting	<u>01-11-2023</u>
Approved	<u>02-08-2023</u>
Certified	<u>02-08-2023</u>