Dutchess County DCida Industrial Development Agency

3 Neptune Road, Suite A21, Poughkeepsie, NY 12601
Tel. # - (845) 463-5400 / Fax # - (845) 463-0100

NOTICE AND CONFIRMATION
BOARD OF DIRECTORS ANNUAL MEETING
Wednesday, January 10, 2024
8:00 AM

DATE: December 21, 2023

TO: Mark Doyle, Vice Chair
Kathleen Bauer, Secretary/Treasurer
Amy Bombardieri
Jamie Piccone II
Don Sagliano
Al Torreggiani

FROM: Tim Dean, Chairman

The Annual Meeting of the Dutchess County Industrial Development Agency [DCIDA] has been scheduled for **Wednesday, January 10, 2024 at 8:00 AM** at 3 Neptune Road, Suite A21, Poughkeepsie, NY 12601

In compliance with NYS Senate Bill S88, signed into law on August 27, 2019 and effective as of January 2020, this meeting will be recorded.

PLEASE TAKE NOTICE that the Dutchess County Industrial Development Agency (the "Agency") Board Meeting scheduled for January 10, 2024 can also be viewed electronically via conference call by the public. Members of the public may listen to the Board meeting by logging into the Zoom Platform at https://us06web.zoom.us/j/86891468102 or calling 1-929-436-2866 Meeting ID: 868 9146 8102. The meeting will be recorded and will be posted to the Agency's website.

Consent Agenda
1. Approval of Minutes
2. Election of Officers for the Year 2024
3. Appointments
4. Renewal of Chief Financial Officer's Bond
5. Renewal of IDA Membership in New York State EDC
6. Authorization for Approval of 2024 Expenses
7. Appointment of Members to Committees
8. Re-Adoption of Policies
9. Designate Law Firm
10. Designate Official Newspaper
11. Designate Depository Bank(s)

Discussion Agenda
12. Old Business
13. New Business

Information Copy		
William F.X. O'Neil, DC Executive A. Gregg Pulver, Chairman, DC Legislators Ronald Hicks, Dutchess County	Sarah Lee, Executive Director Jane Denbaum, CFO Donald Cappillino, Counsel Elizabeth Cappillino, Counsel	B. Hunter, WEOK/WPDH H. Gross, MidHudson News

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BOARD OF DIRECTORS ANNUAL MEETING

Wednesday, January 10, 2024
8:00 AM

AGENDA

1. Roll Call

CONSENT AGENDA*

2. Approval of Minutes
   January 11, 2023

3. Election of Officers for the Year 2024
   - Chairman — Tim Dean
   - Vice Chairman — Mark Doyle
   - Secretary/Treasurer — Kathleen Bauer

4. Appointments
   - Chief Financial Officer — Jane Denbaum
   - Compliance Officer — Jane Denbaum
   - Records Access Officer — Jane Denbaum
   - Records Appeals Officer — Sarah Lee
   - Procurement Officer — Sarah Lee

5. Renewal of Chief Financial Officer's Bond

6. Renewal of IDA Membership in New York State EDC for the body

7. Authorization for Approval of 2024 Expenses Incurred (Reimburse Board Members, Agency Counsel, CFO, Executive Director and County employees 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.

8. Appointment of Members to Committees
   - Audit — Kathleen Bauer, Ronald J. Piccone II, Donald Sagliano
   - Finance — Kathleen Bauer, Ronald J. Piccone II, Donald Sagliano
   - Governance — Comprised of the entire IDA Board

9. Re-Adoption of Policies
   - Committee Charters
   - Disaster Recovery Plan
   - Internal Control Policy
   - Internal Control Assessment Acknowledgement
   - Investment Policy

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- Local Workforce Utilization Policy
- Operations & Accomplishments
- Performance Based Incentives Policy
- Procurement Policy
- Property Disposition Policy
- Real Property Policy
- Recapture and/or Termination of Financial Assistance for Projects without a Real Property PILOT policy
- Whistle-Blower Protection Policy

10. Designate Law Firm
    Cappillino, Rothschild & Egan LLP

11. Designate Official Newspaper
    Poughkeepsie Journal – publication purposes, purposes requiring advertising and notification to the public

12. 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

13. Old Business

14. New Business
    - Uniform Tax Exemption Policy
    - Board Evaluation/Audit & Finance Committee Evaluation Questionnaires
    - Code of Ethics Policy
    - Code of Ethics Acknowledgment
    - Conflict of Interest Questionnaire
    - Financial Disclosure Statement
    - Mission Statement & Performance Measurements Policy
    - Mission Statement & Performance Measurements Acknowledgement

15. Adjournment
    - ✶ **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.**

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