Dutchess County Local Development Corporation

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

NOTICE AND CONFIRMATION
BOARD OF DIRECTORS REGULAR MEETING
Wednesday, October 11, 2023
8:10 AM

DATE: October 5, 2023

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

FROM: Tim Dean, Chairman

A regular meeting of the Dutchess County Local Development Corporation [DCLDC] has been scheduled for **Wednesday, October 11, 2023 at 8:10 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 Local Development Corporation (the "Corporation") Board Meeting scheduled for October 11, 2023 can also be viewed electronically via conference for the public. Members of the public may listen to the Board meeting by logging into the Zoom Platform at https://us06web.zoom.us/j/87206841328 or calling 1-929-436-2866 Meeting ID: 872 0684 1328. The meeting will be recorded and will be posted to the Corporation's website.

The purpose of the meeting is to consider the following:

1. Conflict of Interest Disclosures
2. Proof of Meeting Notice
3. Bills and Communications
4. Approval of Minutes
   September 13, 2023
5. Report of the Treasurer
   A. Financial Report
6. Reports of Committees
   A. For Consideration and Approval of Auditing Firm
   B. For Consideration and Approval of 2024 Budget and submission to PARIS
7. Unfinished Business
8. 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, Mid-Hudson News

Dutchess County Local Development Corporation

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BOARD OF DIRECTORS REGULAR MEETING

Wednesday, October 11, 2023
8:10 AM

AGENDA

1. Roll Call
2. Conflict of Interest Disclosures
3. Proof of Meeting Notice
4. Bills and Communications
5. Approval of Minutes
   September 13, 2023
6. Report of the Treasurer
   A. Financial Report
7. Reports of Committees
   A. For Consideration and Approval of Auditing Firm
   B. For Consideration and Approval of 2024 Budget and submission to PARIS
8. Unfinished Business
9. New Business
10. Adjournment

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.

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MINUTES

Dutchess County Local Development Corporation
3 Neptune Road, Poughkeepsie, NY 12601
Tel. # - (845) 463-5400 / Fax # - (845) 463-0100

BOARD OF DIRECTORS REGULAR MEETING
Wednesday, September 13, 2023

Present: Mark Doyle, Vice Chairman
Kathleen Bauer, Secretary/Treasurer
Jamie Piccone II
Don Sagliano
Alfred Torreggiani

Unable to Attend: Tim Dean, Chairman
Amy Bombardieri

Also Present: Sarah Lee, CEO
Jane Denbaum, CFO
Jasmin Haylett, Office Administrator
Amanda Gomes, Marketing & Dev. Manager
Elizabeth Cappillino & Don Cappillino (Counsel)
Bryan Swarthout (Vassar College)
Jim Beretta & Doreen Tignanelli (Members from the public)

On Wednesday, September 13, 2023, the Dutchess County Local Development Corporation [DCLDC] Board of Directors regular meeting was called to order by Vice Chairman Doyle at 9:01 AM. Present was Mark Doyle, Kathleen Bauer, Jamie Piccone II, Don Sagliano and Al Torreggiani. Unable to attend was Tim Dean and Amy Bombardieri. Quorum was established with (5) members in-person.

CONFLICT OF INTEREST DISCLOSURES
Vice Chairman Doyle asked board members if they had any potential conflicts with any items on the agenda. No potential conflict was noted.

PROOF OF MEETING NOTICE
The meeting notice was published on September 8, 2023.

BILLS AND COMMUNICATIONS
None

APPROVAL OF MINUTES
August 25, 2023

Vice Chairman Doyle asked for a motion to approve the August 25, 2023 meeting minutes of the Dutchess County Local Development Corporation.

A motion was made by Ms. Bauer, duly seconded by Mr. Sagliano to approve the DCLDC Board of Directors meeting minutes for August 25, 2023. Roll call vote was taken, all voted in favor except Mr. Torreggiani who abstained, and the motion was carried.

REPORT OF THE TREASURER
None

REPORTS OF COMMITTEES
None

UNFINISHED BUSINESS
None

NEW BUSINESS

A. For Consideration and Approval of a resolution for Vassar College authorizing the Chief Executive Officer to consent to the extension of the Completion Date as defined in the Loan Agreement between Vassar College and the Issuer dated as of April 1, 2020.

Ms. Lee noted the following:
- Brian Swarthout, Vice President of finance from Vassar College is present to answer questions
- The funds from the 2020 bond were to be used for general campus improvements and to install energy efficient systems throughout campus, but Vassar experienced delays due to COVID
- In the original project agreement, the project completion date was March 31, 2023
- They are asking that the completion date be extended to March 31, 2024 which would have no real substantial bearing on the project itself
- This is an administrative change which requires board approval

Discussion ensued with questions, responses, and comments.

Vice Chairman Doyle asked for a motion to approve the extension of the completion date from March 31, 2023 to March 31, 2024.

A motion was made by Mr. Piccone, duly seconded by Ms. Bauer to approve the resolution for Vassar College authorizing the Chief Executive Officer to consent to the extension of the Completion Date as defined in the Loan Agreement between Vassar College and the Issuer dated as of April 1, 2020. Roll call vote was taken, all voted in favor and the motion was carried.

B. For Consideration and Approval to establish a policy review committee to address new and existing policies of the LDC.

Mr. Cappillino noted the following:
- While the policy review committee is reviewing the other policies, they also have the authority to investigate and make recommendations concerning the other policies that are adopted in January
- The committee will make recommendations that the whole board will vote on
- The members of the policy review committee will be Jamie Piccone, who will chair the committee, Al Torreggiani and Amy Bombardieri.

Discussion ensued with questions, responses, and comments.

Vice Chairman Doyle asked for a motion to establish a policy review committee for the LDC.

A motion was made by Ms. Bauer, duly seconded by Mr. Sagliano to approve the establishment of a Policy Review Committee for the LDC. Roll call vote was taken, all voted in favor and the motion was carried.

C. Consideration and Approval for reimbursement for 2nd quarter reimbursement
D. Consideration and Approval for 2nd quarter ARPA reimbursement
Ms. Lee noted the following:
- The 2nd quarter reimbursement request is for services with the County for the 2nd quarter and the other reimbursement request is for funds under the ARPA

Vice Chairman Doyle asked for a motion to approve both reimbursements.

A motion was made by Mr. Piccone, duly seconded by Mr. Torreggiani to approve both the 2nd quarter County reimbursement and the 2nd quarter ARPA reimbursement. Roll call vote was taken, all voted in favor and the motion was carried.

ADJOURNMENT
There being no further business on the agenda to discuss, the meeting was adjourned by Vice Chairman Doyle at 9:12 AM.

Respectfully submitted,

Kathleen M. Bauer, Secretary/Treasurer Date

Meeting 09-13-2023
Approved _____
Certified _____

Audit Committee Meeting

DCLDC

October 4, 2023

We sent out six requests for proposals and three firms submitted proposals. The three firms are RBT CPAs (our current auditors), PKF O'Connor Davies, and PragerMetis. All three firms have experience working with government entities, however, RBT and PKF O'Connor have experience with working with IDAs and LDCs.

For your information, we have put together a history of our audit cost. The highlighted section show the current bids.

	2020	**2021**	**2022**	**2023**	**2024**	**2025**
RBT	$12,500	$12,700	$12,900	$12,900	$12,900	$12,900
PKF O'Connor				$12,000	$12,500	$13,000
Prager Metis				$28,000	$28,000	$28,000

Dutchess County Local Development Corporation

	LDC	2022 Audit	2023 Budget	2023 Estimate EOY	2024 Budget Proposed
	Revenues:				
1	Administration Fees	264,035	215,000	608,711	200,000
2	Application Fees	1,000	1,000	3,000	1,000
3	Compliance Fee	1,000	1,500	1,500	3,500
4	Dutchess County	609,644	450,000	502,190	450,000
5	DCIDA	150,000	150,000	150,000	200,000
6	Private Sector	96,091	70,000	70,000	70,000
7	WIB	29,100	28,928	28,928	30,868
8	Other	10,000	0	0	0
9	Interest	21,795	10,000	50,000	40,000
	Total Revenue	**1,182,664**	**926,428**	**1,414,329**	**995,368**
	Expenditures:				
10	Audit	12,995	13,300	13,600	12,900
11	Board & Committee	0	1,000	0	1,000
12	Computer Consulting	12,322	14,100	12,900	14,000
13	Dues, pub, sub	45,407	50,000	48,000	50,000
14	Education/Training	2,765	4,000	2,500	4,000
15	Equipment	836	2,000	2,000	2,000
16	Events - TD produced	90,403	50,000	80,000	60,000
17	Insurance	4,223	4,500	4,424	4,500
18	Marketing	154,020	100,000	50,000	50,000
19	Misc/Other/Depr	4,143	2,000	1,500	2,000
20	Office Supplies	4,032	5,000	4,000	4,500
21	Payroll	439,194	475,531	475,531	544,797
22	Payroll tax	44,361	43,535	43,535	49,698
23	Payroll Fringe	101,639	144,000	144,000	168,000
24	Phone	6,945	6,500	6,800	6,500
25	Postage	281	500	500	500
26	Printing	410	500	500	500
27	Professional Fees	8,841	10,000	8,000	10,000
28	Professional Service Contracts	189,000	215,000	215,000	215,000
29	Rent	87,489	91,997	91,997	96,253
30	Trade Show	5,075	15,000	7,000	10,000
31	Travel & Meeting	16,521	25,000	20,000	20,000
	Total Expense	**1,230,903**	**1,273,463**	**1,231,787**	**1,326,148**
	Excess Income /Expense	(48,239)	(347,035)	182,542	(330,780)

29	Professional Service Contracts	2022 Audit	2023 Budget	2023 Estimate	2024 Proposed
	Marketing	174,000	200,000	200,000	200,000
	WEDC	15,000	15,000	15,000	15,000
		189,000	215,000	215,000	215,000

Dutchess County Local Development Corporation
2023 End of Year Estimate Budget Narrative

Revenues:

1. *Administrative Fees* income is based on the Marist 2023, Tompkins Terrace and Bard bond issuance fees
2. *Application Fees* income is based on three applications received
3. Compliance Fees from three projects
4. The Service Contract between the County and DCLDC reflects the $450,000 from the annual service contract and $42,190 as part of the American Relief Plan service contract. In addition, the County amended our contract to incorporate printing of a business survey.
5. The Dutchess County IDA professional service contract for administrative services $150,000.
6. Private Sector income is a result of the sponsor and ticket revenue from Connect Hudson Valley and the Business Excellence Awards.
7. *WIB (Workforce Investment Board)* – income from the contract for professional services which includes rent, equipment and any additional service fees as a result of the co-location
8. In 2022 we received a grant from Pursuit, however the program was discontinued in 2023.
9. Interest income from DCLDC investments.

Expenditures:

10. *Audit* costs of $12,900 is based on the contract with RBT, LLP
11. *Board & Committee* is lowered to $0.
12. *Computer Consulting* spending is expected to be at $12,900.
13. *Dues, Publications and Subscriptions* - The estimated amount of $48,000 is expected to be close to budget.
14. *Education/Training* spending is projected to be less than budgeted.
15. *Equipment costs* is expected to be close to budget..
16. *Events* –In 2023, we will have produced two in person events which will be higher than budgeted however, the County approved the extension of the ARP fund which will fund the Business Resource fair for small businesses.
17. Insurance includes Crime Bond and General Liability
18. The Marketing spending was reduced in 2023.
18. *Misc/Other/Depr* does not reflect the costs as a result of depreciation which will be determined in the 2023 Audit.
19. *Offices Supplies* is based on current and projected usage at $4,000.

20. *Payroll* is expected to be on budget
21. *Payroll Taxes* reflect the associated taxes including SUTA & FUTA
22. *Payroll Fringe* reflect the benefit package amount of $24,000 per employee
23. *Phones* - The projected $6,800 is slightly over budget due to the installation of security software for the phone system.
24. *Postage* spending reflects projected usage.
25. *Printing cost* is reduced to reflect estimated usage.
26. *Professional Fees* reflect the services provided by Staff-Line, Cappillino & Rothschild, LLP, and fees related to the video recording requirement of meetings and public hearings.
27. *Professional Service Contracts* is on track as budgeted at $215,000 and reflects the costs incurred by service contracts with other economic development service organizations and marketing contract.
28. In 2022 GASB rules have changed how rent is presented in the AFS. Interest Expense and Lease Amortization Expense will be determined in the 2023 Audit. Presented in the rent expense line is the actual cash payment for leased property and storage unit.
29. *Trade Show* spending is slightly reduced
30. *Travel and Meeting* is based on current and projected travel for the remainder of the year

Dutchess County Local Development Corporation
2024 Budget Narrative
Proposed

Revenues:

1. *Administrative Fees* income is based on a projected income from 1 project. Based on increased interest rates and few existing projects eligible for refunding their bonds it is expected that bond projects will be decrease compared to past years.
2. *Application Fees* income is based on 1 project.
3. 3 projects will be subject to the new compliance fee.
4. We have requested an increase to $500,000 for FY2024. However, to be conservative we have kept it at our current contract value of $450,000. We will not have confirmation of our contract amount until December.
5. It has been requested the Dutchess County IDA professional service contract for administrative services will be increased to $200,000 as a result of increase complexity of projects and new regulatory rules.
6. The projection for *Private Sector* contributions is a conservative estimated income from Think Dutchess events and programs. In-person event attendance is still lagging from pre-pandemic times, therefore we estimate the willingness of organizations to sponsor in person events to remain conservative.
7. *WIB (Workforce Investment Board)* – income from the contract for professional services which include rent, equipment and any additional service fees as a result of the co-location.
8. At this time, DCLDC does not expect to apply for grants in 2024
9. Due to the uncertainty of the economy, interest expectations were lowered.

Expenditures:

10. *$12,900 Audit* costs is based on the past contract with RBT, LLP
11. *$1,000 Board & Committee* to provide supplies and pay for training.
12. *$14,100 Computer Consulting* are expected to increase as a result of increased service support costs and the implementation of additional security measures.
13. *$50,000 in Dues, Publications and Subscriptions,* the budgeted amount includes the annual dues, publication and subscription costs and the subscription to a CRM system, cost-benefit program and business intelligence programs.
14. *$4,000 in Education/Training* for staff training.
15. *$2,000 in Equipment costs*.
16. *$60,000* for planned events
17. *$4,500 Insurance* includes the crime bond and general liability.
18. *$50,000 for Marketing* expenses

19. *The $2,000 in Misc/Other/Depr* historically does not include depreciation which will be determined in the 2023 Audit.
20. *$4,500 budget in Offices Supplies* is based on past usage
21. *$544,797 in Payroll* – represents a 3 % increase from 2023 and the hiring of a full-time Compliance Officer.
22. *$49,698 Payroll Taxes* align with the proposed salary increases and include State and Federal Unemployment Tax (SUTA & FUTA), Disability, Workers Comp and Social Security (FICA).
23. *$168,000 Payroll Fringe* are calculated based on full time staff at the maximum benefit package worth $24,000 per employee.
24. *$6,500* for service, maintenance and support for the phone system.
25. *$500 in Postage* includes mailing, postage of marketing materials and other documents.
26. *$500 in Printing* includes printing of marketing collateral and other office materials.
27. *$10,000 in Professional Fees* reflect the services provided by Staff-Line, Cappillino & Rothschild, LLP, and estimated fees related to the video recording requirement of meetings and public hearings.
28. *$215,000 in Professional Service Contracts* reflect the costs incurred through a service contracts with the Women's Enterprise Development Center and the marketing contract.
29. In 2022 GASB rules have changed how rent is presented in the AFS. Interest Expense and Lease Amortization Expense will be determined in the 2023 Audit. Presented in the rent expense line is the actual cash payment expected for leased property and storage unit.
30. *$10,000 Trade Show* - Attendance at industry trade shows are a pivotal part of the Business Attraction program.
31. *$20,000 Travel and Meeting* is an estimate based on planned travel and meeting activity by staff.

Dutchess County
Local Development Corporation
2024 Budget
DRAFT - Proposed

Operating Revenues:	
Charges for services	204,500
Other Operating Revenue	750,868
	955,368
Operating Revenues:	
Investment Earnings	40,000
Other Non-Operating Revenue	0
Total Revenue	**995,368**
Operating Expenditures:	
Salary and Wages	594,495
Other Employee Benefits	168,000
Professional Services Contracts	237,900
Other	321,253
Supplies	4,500
	1,326,148
Non-Operating Expenditures:	
Other Non-Operating Expenditures	0
Total Expense	**1,326,148**
Excess Income /Expense	(330,780)

Dutchess County Local Development Corporation

Paris 5 Year Budget filing

Year: 2024

	Audit **2022**	Estimated EOY **2023**	Proposed **2024**	Proposed **2025**	Proposed **2026**	Proposed **2027**
Operating Revenues:						
Admininstrative and Closing Fees	266,035	613,211	204,500	250,000	300,000	300,000
Program Revenue	96,091	70,000	70,000	100,000	100,000	100,000
Service Contract Revenue	798,743	681,118	680,868	632,000	632,000	632,000
Nonoperating Revenues:						
Investment earnings	21,795	50,000	40,000	5,000	5,000	5,000
Other Non-Operating Revenues	0	0	0	0	0	0
Total Revenue	**1,182,664**	**1,414,329**	**995,368**	**987,000**	**1,037,000**	**1,037,000**
Operating Expenditures:						
Salaries and Wages	483,555	519,066	594,495	612,330	630,700	649,621
Other Employee Benefits	101,639	144,000	168,000	168,000	168,000	168,000
Professional Services Contracts	210,836	236,600	237,900	300,000	300,000	300,000
Other	429,874	328,121	320,753	330,376	340,287	350,496
Supplies	5,000	4,000	5,000	5,500	5,500	5,500
Nonoperating Expenditures:						
Other Non-Operating Expenditures	0	0	0	0	0	0
Total Expense	**1,230,903**	**1,231,787**	**1,326,148**	**1,416,205**	**1,444,487**	**1,473,615**
Excess Income /Expense	(48,239)	182,542	(330,780)	(429,205)	(407,487)	(436,615)