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Mary Ellen Rogulski, Chairman • **Edward A. Diana**, Vice Chairman • **James DiSalvo**, Second Vice Chairman
Stephen Brescia, Secretary • **Michael Gaydos**, Assistant Secretary • **Robert J. Schreibeis, Sr.** • **John McCarey**
Laurie Villasuso, Chief Executive Officer • **Vincent Cozzolino**, Managing Director • **Melanie Schouten**, Chief Operating Officer
Kevin Dowd, Attorney • **Russell E. Gaenzle**, Harris Beach • **Joel Kleiman**, Chief Financial Officer

Agenda

Due to the COVID-19 public health crisis, this meeting will be held via video conference.
To watch the livestream, please visit our website: www.ocnyida.com

PLEASE TAKE NOTICE, The Orange County Industrial Development Agency will hold a regularly scheduled meeting on May 14, 2020 at 2:00 p.m. to consider and/or act upon the following:

Order of Business

- **Roll Call**
- **Approval of the minutes**
 - April 9, 2020 Board Meeting
 - April 9, 2020 Governance Committee Meeting
 - April 9, 2020 Audit Committee Meeting
 - March 27, 2020 Audit Committee Meeting
- **Financial Reports and/or Requests for Payments**
- **New and Unfinished Business**
 - Chairman's Report
 - Chief Executive Officer Report
 - IDA Policies
 - Accelerator Report
 - Board Committee Reports (as needed)
 - Audit Committee Report
 - Governance Committee Report
- **Applications/Resolutions**
 - South Gate Flats, LTD
 - Final Resolution
- **Other Board Business**
- **Adjournment**

Dated: May 7, 2020

Stephen Brescia, Secretary

By: Laurie Villasuso, Chief Executive Officer

ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

MINUTES

April 09, 2020

A regular meeting of the Orange County Industrial Development Agency was convened in public session on April 09, 2020 at 2:00P.M. via video conference.

Chairman Rogulski calls to order the regular meeting of the Orange County IDA, April 09, 2020 (Pledge of Allegiance is recited). Board consists of seven members. There is a quorum. Upon roll call, the following were:

PRESENT: Mary Ellen Rogulski, Stephen Brescia, Michael Gaydos, Robert Schreibeis, John McCarey, Edward Diana, James DiSalvo

ABSENT:

ALSO PRESENT: Laurie Villasuso – Chief Executive Officer
Kevin Dowd – IDA Attorney
Joel Kleiman – Chief Financial Officer
Russell Gaenzle – Harris Beach
Vincent Cozzolino – Managing Director
Melanie Schouten – Chief Operating Officer
Dean Brady – The Accelerator
Rob Unger – JGS
RJ Martucci – JGS
Kevin Downs – St. Luke's Attorney
Tom Gibney – St. Luke's
Dan Maughan – St. Luke's
Christopher Vinci – St., Luke's

Minutes

Review of the February 13, 2020 board meeting minutes. Motion to approve the minutes is made by Mr. Brescia, seconded by Mr. Schreibeis. Motion carries with seven board members in favor.

Review of the February 13, 2020 Audit Committee meeting minutes. Motion to approve the minutes is made by Mr. Brescia, seconded by Mr. Schreibeis. Motion carries with all in favor.

Review of the February 13, 2020 Governance Committee meeting minutes. Motion to approve the minutes is made by Mr. Brescia, seconded by Mr. Schreibeis. Mr. McCarey abstains. Motion carries with all in favor.

Review of the March 27, 2020 Audit Committee meeting minutes. Ms. Villasuso stated that the minutes were read and there was one error. It read Legislator and should be Legislature and the timing of the submission of the PARIS report. Ms. Rogulski stated that the first paragraph should be expanded and to get clarity about what the issues were. Mr. DiSalvo concurred with that. Ms. Rogulski stated that the minutes will be tabled.

Financial Reports and/or Requests for Payment

Mr. Kleiman reviews the revised IDA vouchers which were approved by the Audit Committee last month in the amount of \$1,399,920.69. He stated the reason why the vouchers were so high was due to funding The Accelerator for 1st and 2nd Quarter.

Mr. Kleiman reviews the summary of IDA bank accounts, certificate of deposits, and money market accounts that reflect a total of \$6,944,043 as of March 31, 2020.

Mr. Kleiman reviews the income and expense summary, noting that YTD income is \$111,961 and YTD expenses are \$2,369,127 with most of this going to WVLC. Mr. Kleiman brought the board up to date with the \$1.5 million and

\$500k for WVLC. With approval of the vouchers we will exhaust the \$1.5 and have spent \$474,410.04 of the \$500k leaving a balance of \$25,589.96.

Mr. Kleiman reviews the income and expense summary for the Business Accelerator, noting that revenues YTD are \$5,377, and expenses are \$574,054.

Mr. Kleiman reviews the vouchers and payments for April. He stated that we received a closing fee from GAM Property of \$46,801.75 and the total amount of vouchers was \$269,894.32. He noted that the WVLC vouchers were approved earlier in the month by the Audit Committee. He stated that approvals are needed for all payments.

Chairman Rogulski asks for a motion to approve the March and April vouchers and payments. Motion made by Mr. Brescia, seconded by Mr. Schreibeis, that the board accepts the financial reports and authorizes IDA payments and vouchers. Affirmative votes of all members present results in motion carried.

JGS Annual Financial Report

Mr. Unger went over the 2019 Audit Financial Statement and he reported that it was an unmodified or clean opinion. Revenue for the year was about \$393,000 expenses were \$3,312,000 which \$892,000 was spent on projects and fund balances at the end of year was \$1,940,000 as designated and \$9,548,000 as undesignated. Ms. Villasuso asked Mr. Unger to talk a little about the Long-Term Receivables. Mr. Martucci stated that the IDA has large projects and the closing fees several hundred thousand and some into the million-dollar range. Some projects have agreements with the IDA to pay out the closing fee over a period of time. What the IDA plans to collect within the next 12 months is considered current which is about \$913,000. In the long-term portion it is about \$2,100,000 which are items that the IDA plans to collect in 2021 and after. Part of that number is the \$1,500,000 the IDA put up for the Warwick Accelerator Development. He said the WVLC applied for a grant from New York State for the development of this project which they will receive 40% of what was spent. The IDA will receive what they invested up to the \$1,500,000. The IDA spent in 2019 about 1,490,000 which is the amount in the accounts receivable long term. He stated other items in long term are final payments from Merlin Entertainment and what is being collected from SUNY Orange. Ms. Rogulski stated that for the first time this year all the Tax-Exempt Bond projects reported in and she congratulated the people involved. Ms. Villasuso stated that the Audit Committee recommended this Audit Financial Report for Approval on 3-27-20 but the full boards needs to approve it.

Chairman Rogulski asks for a motion to approve the Annual Financial Audit. Motion made by Mr. Schreibeis, seconded by Mr. McCarey. Affirmative votes of all members present results in motion carried.

Annual Report / PARIS Approval

Mr. Kleiman started off by saying the PARIS report is made up of 4 components that are due to New York State March 31st. Since then, New York State has extended the deadline for submission. He stated that the IDA was able to submit 3 of the 4 reports to New York State prior to March 31st and reached out to the ABO to come to the conclusion on the reconciliation of the conduit debt. The ABO was able to supply the IDA with a reconciliation of final numbers for conduit debt for years 2017, 2018 and 2019. This will conclude the reconciliation issue the IDA has been working on the past year. Mr. Kleiman stated the ABO has included a schedule and figures which is found in the packet stating what the ABO would like the entire board to adopt and approve. He stated we will need to supply the ABO the resolution they will endeavor through the Comptrollers Office or themselves to be able to put the numbers into the system going back to 2017, 2018 and 2019. Mr. Kleiman stated that once this is done, he will resubmit for 2018 one part of the report and then conclude with 2019 and file the last report for 2019. Ms. Rogulski asked once this is done will the IDA be up to date, Mr. Kleiman responded yes. Mr. Dowd read the resolution approving the correction of conduit debt balances for years 2017, 2018 and 2019 previously recorded in the Public Authority Recording Information System or PARIS.

Chairman Rogulski asks for a motion to approve the resolution. Motion made by Mr. Schreibeis, seconded by Mr. DiSalvo. Affirmative votes of six members present results in motion carried.

IBM Audit

Ms. Villasuso stated that we have audited IBM for multi years and as per the agreement they have paid us a fee based on their number of employees. Mr. Martucci stated that the final audit that JGS did encompasses 4 years starting June 2013 and ending May 2017. He stated that the years JGS has been engaged to do the IBM audits, they found a balance owed to IBM. IBM has paid in excess of the fees they should have paid. He said that this was an error on

IBM's part in regard to the purchases that were applicable to the fee calculation. The balance owed is about \$570,000. IDA Management and IBM have had communications and have come up with an agreement that the balance would work down in the coming years, so the IDA does not have to expend any dollars on a go forward basis. Ms. Villasuso spoke to Mr. Spinei and agreed that IBM would take the amount as a credit. The Audit Committee was in agreement with that. Ms. Rogulski asked if we have a plan put in place to prevent this from happening in the future. Ms. Villasuso stated that when IBM's STE package came up for renewal the language was corrected in the agreement. She said in terms of an audit, there are no plans to audit IBM since the IDA works with Mr. Spinei and IBM gives the IDA a spreadsheet every year for review.

Chairman Rogulski asks for a motion to accept the IBM Report. Motion made by Mr. Brescia, seconded by Mr. Diana. Affirmative votes of all members present results in motion carried.

UHY, LLP - Resolution

Mr. Dowd stated that this is a new name for the bookkeeping firm that we use. Mr. Dowd reads the resolution authorizing the retention of UHY, LLP (formerly PKHB CPAs, P.C.) to provide General Bookkeeping services to the IDA. Ms. Rogulski asked if this was just for the name change and Mr. Dowd stated yes effective January 1, 2020.

Chairman Rogulski asks for a motion to authorize the retention UHY, LLP. Motion made by Mr. Schreibeis, seconded by Mr. Brescia. Affirmative votes of six members present results in motion carried and one absent due to technical difficulty.

Chairman's Report

Chairman Rogulski passes on giving the Chairman's Report.

Chief Executive Officer Report

Ms. Villasuso gives the Chief Executive Officer's report.

Close on PARIS report. Once the numbers are solidified with the ABO the IDA will be able to submit the 2019 Audit. She stated that even though the deadline has been changed, with the exception of one item, we would have been in a position to submit our PARIS report on March 31st.

Management is working on revising all the IDA policies including the Labor Policy.

The GAM Properties Corp. project closed this month.

Two hotel projects in the Town of New Windsor have been inactive for a year since receiving final approval in 2019. Counsel reached out to them and received a response. Due to a Port Authority issue that is preventing one of them from moving forward and also COVID we will be extending their approval and working with them moving forward.

The 2020 NY EDC IDA Academy was to be held April 21st with most board members attending, but due to the COVID crisis it was postponed. The board will be informed once a new date is set.

IDA Agents are retooling what their plans were in 2020 due to the COVID crisis and refocusing on recovery efforts.

FOIL Request: There are a few that have been received. If it is a digitized FOIL request, we process those like normal, if it is not digitized like one that was received requesting minutes from 2002 – 2006, which these minutes are in storage and with the mandatory work from home order, we are unable to comply at this time but will process as soon as the mandatory work order is lifted. Mr. Brescia asked if Ms. Villasuso was able to say who requested this FOIL. She stated it was Grindstone Research out of Lexington KY. Ms. Rogulski asked what the agency does, Mr. Dowd stated it does research for political agencies and political candidates.

Mr. Dowd spoke about the mechanics Lien filed by a contractor on the USAI project (also know as BBL). Mr. Dowd spoke to the Plaintiff's counsel and also to Mr., Jacobowitz, who represents USAI (BBL). This was filed after the lease agreement was filed. He stated that this is ongoing between the two counsel. Mr. Dowd stated he will keep in touch with both counsels to try and get the IDA off this lawsuit. He will keep everyone informed on this matter.

Sentinel Reality submitted their paperwork and indicated they utilized their STE. Mr. Dowd sent them a letter to confirm they are not using an expired STE. Since this is the second project that has used an expired STE, Ms. Reilly was asked to work with Loewke Brill to bring in STE expiration monitoring into the Labor Policy monitoring to ensure there are no issues with expired STE.

Legoland contacted the IDA to let them know that the opening has been officially delayed until 2021. No discussions about amending any agreements have come up yet.

A few Solar Companies have approached us about our PILOT program. They typically go to the town or school board directly. We have a mature company that came to the IDA, so we have asked Mr. Gaenzle to come up with a potential Solar Policy. Mr. Ganzel explained what the solar policy would look like. He stated that IDA's across the state have been doing solar projects for a number of reasons. They push alternative energy, the unique nature of the facilities makes it very difficult for assessors to figure out their value, confusion surrounding real property tax law section 487. What it does is give the taxing jurisdiction security as to the PILOT payments for whatever period of years agreed upon as well as the developer without having to figure out how to value these facilities. He stated that the per megawatt varies across counties and we would need to see where Orange County would like to be. This is a growing trend across the state. The policy that Mr. Gaenzle shared came from Tompkins County. It is preliminary at this time and not sure how fast the project in Orange County wants to move. Ms. Villasuso stated that Mr. McCarey had an interest in this and would like the IDA to take a look at it. Mr. McCarey stated that it is a smart move for the IDA to move in this direction and come up with a uniform policy to help many local towns out. Mr. Gaydos stated that a lot of towns are putting restrictions on the solar farms and a problem may be that they are going to bring their own people to work on them and there will be no local labor. Mr. Cozzolino stated that they discussed that and feels they may be open minded about local labor now but knows that the install will not be local labor. Mr. Gaydos stated that maybe we should not entertain it due to the labor policy. Ms. Rogulski asked is the reason why IDA's support these solar farms is so they can provide a stable way to do the valuation rather than a financial incentive to build them? She stated they are very profitable to the owners; they don't create jobs and she doesn't see a benefit to us doing it. Ms. Villasuso said that Mr. McCarey experience will be valuable to the whole board due to the county, school districts, towns issues with having uniformity with the way they are billing, how they are charging and who gets the benefit of the Host Community Agreement. Mr. Brescia said that Mr. Gaydos has good points and we are seeing less and less return on investment on the local municipalities on these solar fields. He said that if they are not using local labor, open and close shop, we should not entertain it. Mr. Diana stated a lot of towns don't want solar farms so why would we encourage it. Mr. Diana stated that this will have to be discussed further. Ms. Villasuso stated this is just preliminary conversation to make sure the full board was aware that the IDA had been approached about it. She said we will discuss this further; we didn't want to get an application for this and not be able to react. Ms. Rogulski said that if it is intended to be a conduit to make the collection of taxes easier for the municipalities and to have more consistent valuations, we may have some value added without it being an incentive. Mr. McCarey stated that it is a benefit for local taxing districts and he doesn't think the IDA should give any financial incentives but thinks it could be a source of revenue like application fees and make a uniform policy for towns to make it easier for them to put together the solar projects.

Ms. Villasuso stated with the COVID, staff is working remotely or one at a time coming in the office and feels that we have fully transitioned to a COVID recovery team. She said the IDA has already spent money to assist businesses to get them through this crisis, have had webinars, and walked many companies through the SBA loan process.

Accelerator Committee Report

Mr. Cozzolino spoke about the COVID-19 Business Outreach Response. This program allows any Orange County Company to contact us and help them walk through the Federal Programs that they could apply for and help work and follow the process all the way through. This program was kicked off with 200 companies participating in the Small Business Webinar about the incentives on April 2nd. There will be a second Webinar next Thursday which is a follow up to the first one. The biggest issue are the banks not being able to meet the marketplace demands. He stated that they are working with 90 companies helping them to apply for SBA programs under the CARES Act that was kicked off on March 30th. The companies that are being helped have 1 – 70 employees. The type of companies are service, professional service, manufacturing, retail, construction, development and distribution. Mr. Cozzolino said that every company they are working with could become a potential Accelerator Without Walls client, several being in the manufacturing and fashion world. He stated most companies that they are working with will get support from the SBA. There are several different SBA loans with PPP and EIDO being most popular. Every company is being asked what needs to be done to help and we are receiving a lot of feedback. This is also laying the groundwork for OCFC loans if they are able to give loans. They will continue to walk future companies through the application process and follow up. Mr. Brescia asked if the Webinar is on the IDA website and the response was yes. Mr. Brescia stated that the Webinar was excellent, praised it at the Legislature's meeting and shared it with a few companies.

Accelerator Companies Manufacturing PPE Devices is the next slide. Mr. Cozzolino thanked the board for all the help especially Ms. Rogulski in help of connecting the hospitals for the face shields. These companies are Accelerator or Accelerator Without Walls companies that have contacted the IDA in the beginning of the COVID for help in getting some products manufactured. The lab in Warwick could be used in the future to test for COVID virus. Mr. Cozzolino went on to face shields, Ms. Rogulski connected him to St. Luke's Hospital that was looking for face shields and other PPE devices. He stated there were 2 things that were done, Melo one of our Accelerator companies made 5 prototypes involving the Doctors to see if we could make a face shield they want. They wanted a face shield that could be lifted up and Melo was able to do that. The second thing was the Doctors did not want felt or Velcro materials on the face shield, due to bacteria and germs gathering. That is what made this face shield unique, so the cost was higher about \$3.50 a shield. Orange Packaging an AWOW client is making a less expensive shield for \$1.60 and they are being used at the local medical facilities, Doctors' Offices, etc. Mr. Cozzolino stated that Dairy Queen contacted Melo about the shields that lift up, they are interested in all of their employee's wearing face shields and asked Melo if he could make the face shields available to all Dairy Queen stores. Mr. Cozzolino said that it was nearly impossible to get the plastic to make the face shields, Orange Packaging had a bunch of plastic in stock to use for their own face shields. Their source was contacted but did not have any available so Orange Packaging sold the IDA 500 pounds out of their stock so we could get product out to the hospitals as quick as possible. Orange Packaging was late in making their delivery to enable Melo to make the face shields to the local hospitals. We also purchased a sanitization station and put it in service to sanitize every face shield under the UV light.

Face Masks – FPS an AWOW client is making cloth face masks. They can be purchased in large quantities and come in many designs and some with pockets to insert your own filter.

Addibots a company in the Middletown Accelerator designed the face shields using CAD design and 3D models which turned into production.

Both Melo and Orange Packaging are getting orders from all over the county for both of their models of face shields.

Mr. Cozzolino spoke about the IDA website. There is now a COVID Response Button that has everything that we spoke about, our business outreach, ability to be reached by email, news and information.

The last chart is Well Tech. Our time and attention are focused on COVID response. He said that a number of Accelerator Companies had to shutter their businesses until we get through COVID. We are using this time to do business development. A meeting was held April 2nd with a distributor in Nevada called Well Tech Distributor which is a distributor of personal care products and other healthy living products. Many of the Accelerator companies were able to present the types of products they have and how they may fit into the menu of things Well Tech Distributor will distribute. Since then, Hemp Farms of NY, Farmbody and Melo are in the next stage of negotiation with Well Tech Distributor.

Ms. Villasuso asked Ms. Shouten to bring up the media page. On our website thanks to Mr. Brady a landing page has been created. She stated that by having this COVID page, it is good resource for the business community, to view the webinars, and job postings.

Audit Committee Report

Mr. DeSalvo gives the Audit Committee report.

The Committee received an update on Kraftify and Satin Fine Foods.

Ms. Villasuso stated that one of the things Kraftify came to the Committee for is an extension of their STE. There have been a number of discussions with Kraftify, the status of their project, and the labor policy. Due to the conditions we are living under the Audit Committee is recommending to the board to extend the STE until the end of 2020 so they can complete their project and move forward with their PILOT as planned. Mr. DiSalvo stated that Kraftify has used about half of their STE. Ms. Rogulski asked if the resolution will extend their STE and Mr. Dowd said yes.

Mr. DiSalvo said the second portion was Satin Fine Foods. There was discussion about some correspondence that were misplaced. He stated bottom line was the Board removed the last year of their PILOT due to SFF not complying with the yearly reporting documents. After much conversation and the economic situation, the Audit Committee agreed to rescind the last year of their PILOT. Ms. Rogulski asked if we were just going to forget that SFF didn't comply with the reporting requirements. Mr. DiSalvo said no but there are a number of underlying circumstances that

were addressed in Audit Committee and we did go into Executive Session to discuss some of the issues and thought it was the best way to move forward with rescinding the removal of the last year of PILOT.

Mr. Dowd reads aloud the Kraftify Resolution to extend the STE to December 31, 2020. Motion is made by Mr. Schreibeis, seconded by Mr. Gaydos, accepting resolution. Roll call is taken. Affirmative votes of all board members present results in Resolution Adopted.

Mr. Dowd reads aloud the Satin Fine Food Resolution to rescind the previous motion and reinstate the final year of the PILOT. Motion is made by Mr. Schreibeis, seconded by Mr. Gaydos, accepting resolution. Roll call is taken. Affirmative votes of all board members present results in Resolution Adopted.

Mr. DiSalvo stated that there was a discussion on the IBM Audit and the 2020 Audit, and they were both handled.

Governance Committee Report

Mr. Diana informed the board that they had a discussion of going over the Objectives and Mission Statement. After the Committee read it over, they agreed to bring it to the full Board. Ms. Villasuso stated that it is for the job creation and retention goals for 2019. She stated that they are being adopted retroactively. The Governance Committee is recommending we approve as presented. Mr. DiSalvo asked about the retention numbers changing. Ms. Villasuso stated that was for 2020. She stated for 2019 there were 100 retained and 250 created and for 2020 we are shifting the focus on retention so we will retain 200 and create 150.

Chairman Rogulski asks for a motion to approve the 2019 Objectives and Mission Statement. Motion made by Mr. Schreibeis, seconded by Mr. Gaydos. Affirmative votes of all members present results in motion carried.

Applications/Resolutions

St. Luke's / Cornwall

Resolution

Ms. Villasuso stated that they are doing some restructuring on debt. Mr. Gibney stated that they are refinancing all their outstanding bonds which include the 2001A, 2001B and the 2006 bonds that went through the OCIDA. He is looking for the IDA to vote on the execution and delivery of any and all termination satisfaction or discharge documents in connection with the refinance. The goal is to try and refinance by April 30th although with the 2001 bonds they are public bonds which are subject to a 30-day redemption period. Mr. Downs, attorney for St. Luke's stated that they are working with the proper parties to meet this goal.

Mr. Dowd reads aloud the resolution to Terminate the Agency's Bonds and Related Documents in connection with the Agency's series 2001A, Series 2001B and Series 2006 Bond Issuances issued for the Benefit of St. Luke's. Motion is made by Mr. Brescia, seconded by Mr. Schreibeis. Affirmative votes of six board members and one abstention. Resolution is adopted.

CRH Realty III, LLC (Crystal Run)

Resolution

Ms. Villasuso stated that Crystal Run Realty is doing a sale of their property / transition of ownership. There is a conveyance and the resolution state the IDA needs to consent due to being in the chain of custody. Mr. DiSalvo asked what they were doing, and Ms. Villasuso stated they are selling their Monroe property to Hammes Partners III, L.P. and is subject to a Leaseback. Ms. Villasuso said there is no MTE and no incentive.

Mr. Dowd reads aloud the Resolution authorizing the OCIDA to execute all necessary documents in connection with the conveyance of the project and the project documents to Hammes Partners III, L.P. and consent to the sublease of the facility by Hammes Partners III, L.P. to Crystal Run Healthcare Physicians LLP pursuant to Section 6.3(a) of the Leaseback Agreement. Motion is made by Mr. Schreibeis seconded by Mr. Diana; Roll call is taken. Affirmative votes of all board members present results in resolution adopted.

Adjournment

Meeting called for adjournment, motion made by Mr. Schreibeis, seconded by Mr. Brescia, the time being 3:36p.m.

ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY & ORANGE COUNTY FUNDING CORPORATION

GOVERNANCE COMMITTEE MINUTES

April 9, 2020

Via Zoom / Conference CALL
1:45pm – 2:00pm

PRESENT: Robert Schreibeis, James DiSalvo, Edward Diana

ALSO PRESENT: Laurie Villasuso – Chief Executive Officer
Kevin Dowd – IDA Attorney
Vincent Cozzolino – Managing Director
Melanie Schouten – Chief Operating Officer
Joel Kleiman – Chief Financial Officer

Orange County Industrial Development Agency

Corporate Mission and Goals

Ms. Villasuso states that the Governance Committee is required to review the policy practices as part of PARIS filing every year. Due to an Executive Order the PARIS filing can be delayed. She stated that the Corporate Mission and Goals are actually being adopted for 2019. She stated that this is what we have been working with all year but just never got formerly adopted. It states that we want to retain 100 jobs and create 250 and increase the visibility of The Accelerator.

Motion to approve the 2019 Corporate Mission and Goals made by Mr. Diana, seconded by Mr. DiSalvo, Motion carries with all in favor.

Ms. Villasuso suggested that we adopt the 2020 Mission and Goals in the May meeting. Due to COVID she suggested the retention numbers should be 150 and creation number should be 200 since our focus will be on retaining jobs and not as much on development. Mr. Schreibeis stated he would agree unless we wanted to change it 250 retention and 150 create. He stated that it may be hard to create new jobs. Mr. DiSalvo suggested that we do 200 retain and 150 create. The Committee agreed with Mr. DiSalvo and stated that the numbers can be massaged throughout the month. Ms. Villasuso stated that the Corporate Mission and Goals will be worked on this month with the numbers of 200 retained and 150 created and will bring it back to the Committee in May to be adopted.

ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

AUDIT COMMITTEE MINUTES

April 09, 2020

Via Zoom / Conference CALL

12:35pm- 1:45pm

PRESENT: Michael Gaydos, Edward Diana, James DiSalvo

ALSO PRESENT: Laurie Villasuso - Chief Executive Officer, Joel Kleiman – CFO, Melanie Schouten – Chief Operating Officer, Vincent Cozzolino – Managing Director, Kevin Dowd – Attorney, Cathie Hunter, Kelly Reilly, RJ Martucci – JGS, Kevin Loewke – Loewke Brill, Alan Standish – Satin Fine Foods, Inc., Mike Kraai – Kraftify, LLC., Dean Brady

Discuss of 2020 Audit

Ms. Villasuso stated the Audit Committee met the last week of March to approve and recommend the approval of the 2019 Audit for PARIS submission and adopt it at the full Board Meeting. She stated that one item came up and that is we have been carrying the Breonics and Roadlock items year after year and it was discussed to write it down once and for all. Ms. Villasuso asked Mr. Dowd to give the Committee the last conversations that he had with each company. Mr. Dowd stated the last time he had any contact with Breonics was when they came to a Board Meeting. He had a number of emails and telephone conversations with Ernie Green, got them to come to the Board Meeting with his partner, made a presentation to the Board in Executive Session and that was the last contact he had with them. Mr. Dowd had a conversation with Mr. Kleiman last week, sent them an email and has not received a response. He said as to the other company New Hampton Tech / Roadlock he has never had contact with them at all, doesn't have a file or a contact. The DOT / Port Authority last contact was at a Board Meeting, the Board asked Mr. Dowd to write another letter to Port Authority Officials Ed Harrison or Mike Torelli, the Board at that time said no they will contact them. He was not sure if it was Mr. Armistead or Ms. Villasuso who contacted them. Ms. Villasuso stated that was when Mr. Petro was here, they had a conversation and it was stated there is no money. Ms. Villasuso asked Mr. Kleiman to explain to the Committee what to do with these items for the 2020 Audit. Mr. Kleiman read figures from Note 5 of the Financial Statements which refers to Breonics, he stated the IDA has a note receivable for \$248,083.00 which was offset in the financials years ago by the Auditors. What it means is if we remove the note it has no impact on our financials because they don't reflect, we are receiving the money. He went on to the development cost for Drury Lane the amount of \$161,750.00 and New Hampton Tech / Roadlock in the amount of \$177,692.00. All three was set up with an offset reserve. Mr. Kleiman stated if we don't receive the money there will be no impact. He said if the Board takes an action to remove these three, for fiscal year 2020 the notes will be removed and changed to say they have been written off totally. It does not preclude us if we ever receive the money in the future, the IDA can accept the funds. Mr. Diana stated he thought the numbers were reversed and thought the state was \$250k and from Mr. Green was \$150k. Mr. Kleiman stated he was reading the numbers from the Audit Report. Mr. Diana asked to go back and verify the numbers. Ms. Villasuso stated that once the numbers are verified is the Committee comfortable with writing these down for future audits. The Audit Committee all agreed but want to continue to try and get the funds. Mr. Dowd stated that the \$233k noted in Note 5 is the correct number and he will look it up. He stated on the Airport and Drury Lane and the numbers are noted at \$250k. After a bit of discussion the Committee will motion to write down these projects for the future with the understanding of getting the correct number amounts.

Mr. DiSalvo motioned to accept writing down the numbers for Breonics and Roadlock on future Audits with the understanding of confirming the numbers, Mr. Diana seconded the motion. All were in favor. Motion carried.

Satin Fine Foods, Inc.

Ms. Villasuso stated that last year Satin Fine Foods had failed to comply with the Annual Compliance Documentation Request. The Board took an action to recapture and terminate the final year of their PILOT. Mr. Standish reached out to Ms. Villasuso and Mr. Cozzolino and spoke to him a number of times. Mr. Standish asked that before the paperwork is filed to complete the action could he speak to the Board since

there was confusion with address changes and a history of compliance. Mr. Standish told the Board about Satin Fine Foods and how the company has grown. He said that the company makes cake icing. He stated that with the help from the IDA they

were able to grow the company. Mr. Standish went on to explain what events occurred. He stated that he found out about the recapture from a radio station interview and tried several times to contact the IDA with no response back. Then an article in the TH Record about "Companies Not Cooperating" came out. He stated that SFF had no idea what was happening. He then said they figured out what was going on, they had to file paperwork with the IDA which they have done for 7 years without any issues. Once SFF realized the IDA did not get the paperwork they filed it right away on April 17th. Mr. Standish wanted to let the Committee know why SFF did not submit the paperwork. He stated there was no intent, no motive, it was simply a pattern that happened the last 7 years that was broken. Mr. Standish stated both the IDA and SFF use the same accountant and in the past the accountant would send them the paperwork, it would get filled out and sent back to the accountant. SFF contacted the accountant they told him they have the paperwork that was marked "Sent Back to Sender" due to an old mailing address from 2001. He stated that these documents were being sent the last 7 years from the accountants and not the IDA. SFF found out that there was a change in personnel at the accountant's office, and the new person did not know to send the paperwork to the new address. Mr. Standish stated that they were never able to send the paperwork back by the March deadline due to the fact that SFF never received it. After SFF found out what happened they got the paperwork done quickly. He stated that SFF is a small company, a very good company and donates to many organizations. Mr. Standish asks the Board to understand that there was no malice or intent that the paperwork never got to SFF, it was just an administration error due to an old address. He said that SFF really hopes the Board will reconsider terminating the final year of their PILOT. He said that back in 2012 SFF had 25 employees and now they have 63 and a few thousand dollars helps them grow, support the business and takes care of their employees. Mr. Standish brought up one other point. He said that in the IDA legal documents there is a period where it states, "period to cure". He stated that SFF never were notified of a period to cure or default. He then stated that he hopes the board will reverse their decision and that would be appreciated. He thanked everyone for their time. Ms. Villasuso asked if anyone had any questions. Mr. Gaydos stated that he is sure Ms. Villasuso was communicating well at what she thought was right but said we could look at this. Ms. Villasuso stated that there is a process in place to update and fix an address, that information was not given to us by SFF, but the issue has been resolved and SFF responded timely this year. She said this is a board decision. Mr. Dowd stated that Ms. Hunter tried to contact SFF, left a message and never received a phone call back. Mr. Standish stated that they don't have any record that they were contacted by the IDA, but said it most likely happened since they got a new treasurer. He stated that no one from SFF had been contacted. Ms. Villasuso asked if the Committee had any other questions, Mr. Gaydos stated that the Board will get back to SFF. Ms. Villasuso thanked Mr. Standish and stated that the Board will discuss this, and they will get back to SFF.

Kraftify, LLC

Ms. Villasuso stated the Mr. Mike Kraai and Mr. Kevin Loewke are on the phone. The Audit Committee along with Mr. Loewke audits our projects and one of them is Kraftify which is located in Warwick next to our Accelerators Manor House. She said a number of issues have come along with labor compliance issues. The IDA was notified last month that the Sales and Use Tax had expired 12/31/19 and it was still being used. She said that the escrow fund for labor auditing had been depleted. Mr. Dowd sent out a letter to Mr. Kraai and we received today a check for \$2k which we can now continue labor policy audits. Mr. Kraai is requesting an extension of the STE. Mr., Loewke was asked to bring everyone up to date on the Labor Policy and concerns about denying a waiver. He stated the waiver was submitted for a drywall company JB Installation; the value of the contract was \$12,850.00. The exemption was submitted December 12, 2019. Mr., Loewke stated that they reviewed the 4 physical bids along with a total of 11 companies. Based on what Loewke Brill received from the local bids they determined the waiver to be approved on their end. He let Mr. Kraai know that the waiver would be going for final verification to the Committee for the January 9, 2020 meeting. Mr. Loewke stated that it looked like JB Installation was on site and they were alerted to that. There was material dropped off at the site, so the issue was the company was on site prior to the waiver being approved. Ms. Villasuso asked if any of the Committee members had any questions. Mr. DeSalvo asked Mr. Gaydos if he had any input on this. Mr. Gaydos stated that he spoke to Mr. Loewke and know the material was on site and they were working prior to the waiver being approved. Mr. Loewke stated that photos were sent to Mr. Gaydos that JB Installation was dropping materials off on site prior to the waiver being approved. He stated that this was not the first waiver for this project and the process is clear. Mr. Gaydos stated that the IDA goes out of their way to give funds to people that need them and the least they could do is try and hire local people. Mr. DiSalvo asked Ms. Villasuso what the options are and Ms. Villasuso responded and said that the waiver has already been denied. She said there are two things, Mr. Kraai is on the call, he would like to request an extension of his STE which Ms. Villasuso thinks they should do and then go into Executive Session. Mr. Kraai asked to respond to what Mr. Loewke stated about the drywall company. Mr. Kraai stated that they reached out to companies and builders about finding a sheet rocker. He said that they found 11 companies which took a lot of time. He reached out to Mr. Loewke to get names of local sheet rockers due to many of them not interested in doing the project, he provided 3 names. Based on noninterest and prices being too high, Mr. Kraai stated that Mr. Loewke approved the waiver request, and he did not realize that it did not go to the board. Ms. Villasuso stated that it is always the IDA's decision to approve or deny a waiver. We have worked for several years with Loewke Brill and it has never been expressed to us or anyone else that Loewke Brill was the ultimate decision maker when granting exemptions. She said that the IDA is aware of construction timeline challenges and that the IDA is very aware of the give and take to the Labor Policy and that it is followed. Ms. Villasuso said that this should not be such a surprise since this conversation has been spoken about in the past.

Audit Committee Meeting Minutes 04-09-20

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Mr. Kraai stated that he received a letter from the attorney on February 24, 2020 that the STE had expired on 12/31/19. He said that this is the first correspondence he received. Mr. Kraai is requesting that the STE gets extended and has claimed about \$50k out of the \$100k STE. Without the extension of the STE it will make a massive financial burden on his company. He apologized about missing the date on the STE but ask if the Committee can support him for the extension due to his

project being a brewery and they are all shut down and sales are down by 90% due to the COVID19. He stated that this is a very crucial and important benefit that he received from the IDA and hopes that the Board understands the severity of not having that benefit. He stated that whatever paperwork needs to be filled out he would do it immediately. Ms. Villasuso asked if any Committee Members had any questions and they did not.

Mr. DiSalvo motioned to go into Executive Session to discuss Financial / Credit History of Clients of the IDA Mr. Diana seconded the motion. All were in favor. Motion carried.

Mr. Gaydos motioned to exit the Executive Session Mr. Diana seconded to motion. All were in Favor. Motion carried.

IBM Corp. Audit

Ms. Villasuso asked Mr. Martucci to refresh the Audit Committee members about the IBM Audit, the years we audited them, and the amount that we owe them. Mr. Martucci stated that in November 2019 the Committee and JGS met for the final report which covered 4 years (01-2013 – 05-2017). He stated that there was one year that had a major issue and that was 05-2017 which was the final year. He gave a brief history and stated that in the final year there was an over statement of purchases which tied into the exemption amount and they were still paying fees on top of those purchases. It was determined that they had overpaid by approximately \$570k. Mr. Martucci stated that the IDA is looking into payback structure and it was entered into the books on 12-31-19. Ms. Villasuso stated she spoke to Wayne Spinei at IBM into the different payback structures and IBM is fine with having the \$570k as a credit for future payments.

Mr. DiSalvo motioned to formally recommend and approve the Full Audit to the board and a consensus that the board is ok with the terms of the \$570k, Mr. Gaydos seconded the motion, all were in favor. Motion carried.

Audit Committee Meeting ended

ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

AUDIT COMMITTEE MINUTES

March 27, 2020

Via CONFERENCE CALL

10:10am- 10:58am

PRESENT: Michael Gaydos, Mary Ellen Rogulski, James DiSalvo

ALSO PRESENT: Laurie Villasuso - Chief Executive Officer, Joel Kleiman – CFO, Melanie Schouten – Chief Operating Officer, Vincent Cozzolino – Managing Director, Cathie Hunter, Kelly Reilly, Rob Unger – JGS, RJ Martucci - JGS

JGS Audit Presentation

Ms. Villasuso stated this is the Annual Audit Meeting for 2019. She went over some issues due to the COVID 19 virus and stated the New York Economic Development Council has been in contact with the ABO about delaying the submission of the PARIS reporting. Most agencies, companies and government entities are working remotely and there was an effort to postpone the March 31st deadline for PARIS reporting specifically due to the Federal and State tax deadline being pushed out to July 2020. The ABO did not revise their position. It does not have the authority to revise their position and issued a statement that since there has not been a suspension or extension of the deadline by the Executive or Legislature, IDA's are encouraged to make reasonable effort to submit required reports timely.

Ms. Villasuso stated that there is an ongoing issue with the ABO and Office of State Comptroller about old bonds and they wanted documents going back almost 20 years. Mr. Kleiman resent the final documents on 3/26/20 to the ABO so they can revise and close the 2018 Audit, in order for us to submit our 2019 Audit in a timely manner. She stated that there are a lot of moving parts that are being worked on, and if the Audit Committee approves the Audit, we will submit the report by March 31st as long as the system allows them and we will be in full compliance. In April, the full Board can accept the Audit retroactively and we will have met all the criteria.

Mr. Kleiman stated that there are 7 Financial Documents, 4 for IDA and 3 for OCFC. He stated that JGS will walk us through the documents. Mr. Unger stated that they will go over the IDA Financial Statement that includes OCFC. He stated that on page 1 of the IDA Financial Statement, which is the Independent Auditors Report, is a clean unmodified report with no findings. He then went to page 4 of the IDA Financial Statement which is a brief synopsis of the year 2019 vs 2018. He then went to page 6 which is the Statement of Net Assets. He stated that the IDA still has a very strong cash position which is about \$11.5 million. Mr. Unger went to page 22 which JGS did an examination of the investments and they are in compliance with NYS law. He went on to Accounts Receivable, there is a current and long-term portion with a little over \$3 million with the majority of that from Warwick Valley LDC, Merlin and SUNY Orange. Ms. Rogulski entered the meeting. Mr. Unger went over Prepaid Expenses, Capital Assets, Liabilities and Net Assets, Accounts Payable, Accrued Expenses, Net Assets, Unrestricted Net Assets. He went to page 7 Statement of Activities, Closing Fees, Rental Income, Grant Income, and stated that we did well with the Investment Income as the interest rates were higher, Admin. Fee's and Other Income that comes from Harris Beach. Mr. Unger went to Expenses, Projects, and Special Initiatives most involves the different Accelerator locations (PODS), Contractual Expenses, Payroll Taxes, Payroll Admin are higher due to staff being added, Rent Expenses increased, Management Fees increased, Professional Fee's increased, Advertising has come down, Depreciation Expense increased due to increase in capital assets and designated net assets such as the Youth Bureau. Overall, the IDA, due to the Business Accelerator, has changed in its net assets and have decreased \$2.9 million, the combined Net Assets are just over \$14 million. Mr. DiSalvo made a statement: The only people that need to understand that The Accelerator overspent are the members in the Legislature. Mr. Unger went to page 8 Statement of Cash Flow how funds were provided and what they were used for has a decrease of \$2.6 million. Page 9 -15 are all the footnotes to the Financial Statements with more in depth explanations. Ms. Rogulski asked about Breonics, Inc. under Accounts Receivable. She asked Ms. Villasuso to speak to Mr. Dowd about writing it off as well as Mr. Unger asked about Roadlock since it is the same. Ms. Villasuso stated she will discuss this in the April Audit Committee Meeting. Mr., Unger then went to pages 16 -21 which is the Supplemental Schedule. It shows which confirmations were sent out and who responded. Ms. Hunter stated the audit confirmation process went smoothly this year. All confirmations are back and posted in PARIS. Ms. Rogulski asked if we were going to address the FTE and PTE's and

Martucci stated that what is in the schedule is only for year 2019. Mr. Unger stated there are 3 letters that were issued to the IDA, a Governance Letter, A Management Comment Letter and an Internal Control Letter. He started with the Governance Letter which states what JGS has done for the Audit, the Management Comment Letter states if there were any findings in the Audit. Mr. Unger stated that they had a finding in the current year audit which was not finding out about Warwick Valley LDC. The Internal Control Letter also has the same finding. Ms. Rogulski asked what the comment means and what does the board need to do. Mr. Unger stated that a plan of action is taken and communicated to the accountant, so the books accurately reflect this receivable at year end. Mr. Unger brought up that 5 years ago there was an auditor rotation, and this is Mr. Unger's fifth year, he stated that Mr. Martucci is now a partner in JGS, if we wanted to have an auditor rotation.

Ms. Villasuso and Ms. Rogulski both responded with yes.

Mr. DiSalvo motioned to accept the 2019 Audit Financials; Mr. Gaydos seconded the motion. All were in favor.

IBM Audit

Ms. Villasuso stated we will talk about IBM in April. She stated that the IDA owes IBM \$570K and the Audit Committee requested that Ms. Villasuso speak to IBM and report back before the Committee goes to the board to close out the IBM Audit. Ms. Villasuso spoke to Mr. Spinei who spoke to the Tax Department about the \$570K. IBM is open to the option of having a \$570K credit from the IDA against their future payments to the IDA. Ms. Villasuso asked if the Committee was open to this suggestion and they all said yes. Ms. Villasuso stated that this will be discussed in the April meeting.

Bond Issue

Mr. Kleiman stated that all information the ABO requested was forwarded to them. The ABO has been waiting for this information in order to open up the 2018 PARIS report so Mr. Kleiman can make a correction. He is waiting for their response. Ms. Rogulski asked if this will create a hold up for the 2019 PARIS reporting. Mr. Kleiman responded yes. After discussion Mr. Kleiman will file 3 documents in PARIS, wait until the 2018 correction is done, and memorialize a letter to the ABO stating why we are not filing the 4th document.

Audit Committee Meeting ended

Audit Committee Meeting Minutes 03-27-20

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Orange County IDA

May 2020

Funds Received

Total	\$ -

Vouchers & Payments

UHY Advisors (Bookkeeping Services April 2020)	\$ 337.80
Kevin Dowd (Legal Services April 2020)	\$ 7,948.50
Loewke Brill Consulting Group (April 2020)	\$ 3,515.00
Loewke Brill Consulting Group (April 2020 WVLDC Shovel Ready Project Review)	\$ 4,280.00
Brown & Weinraub, PLLC (Lobbying May 2020)	\$ 5,500.00
McAllister & Quinn, LLC (Lobbying May 2020)	\$ 5,000.00
Judelson, Giordano & Siegel, CPA (Confirmation work for conduit debt)	\$ 1,086.66
Harris Beach (Confirmation work for conduit debt)	\$ 2,193.00
T-SEC (The Strategic Economic Consortium, Inc.) 1st Quarter	\$ 9,273.57
WVLDC - Shovel Ready Program - Hemp/CBD Oil Processing Facility Project Invoices	
WVLDC - Shovel Ready Program - Hemp/CBD Oil Processing Facility Project Invoices - Lab Building	
* Paul Lewis, LLC	\$ 22,568.20
* Liquid Green	\$ 3,021.76
Total	\$ 64,724.49

* Paid

RESOLUTION AUTHORIZING A BUDGET TRANSFER IN THE AMOUNT OF \$14,000 IN RELATION TO ONE OF THE DESIGNATED AGENTS OF THE IDA.

MOTION BY:

SECONDED BY:

WHEREAS, each fiscal this IDA designates certain organizations as Agents of the Agency that assist the Agency in carrying out its corporate mission; and

WHEREAS, this fiscal year the Agency designated the Procurement Technical Assistance Center (PTAC) as an Agent and budgeted \$28,000 for PTAC's services to the Agency in the FY 2020 budget; and

WHEREAS, it has come to the attention of the IDA that PTAC is changing its affiliation with another entity and will not be in the position to expend the full budgeted amount allocated to it in FY 2020; and

WHEREAS, the IDA's management team is recommending that \$14,000 from the Agency Support Costs – PTAC line item be transferred to the Projects/Programs – Research and Support line item; and

WHEREAS, the IDA now wishes to authorize the transfer of \$14,000 in accordance with the recommendations of its executive management.

NOW, THEREFORE, BE IT RESOLVED, that the Agency hereby authorizes a budget transfer of \$14,000 from Agency Support Costs - PTAC line item to the Projects/Programs – Research and Support line item of the FY 2020 budget.

Vote:

Mr. Schreibeis

Mr. Diana

Mr. Brescia

Mr. Di Salvo

Mr. Gaydos

Mr. McCarey

Chairman Rogulski

DATED: May 14, 2020

AYES; NAYS

RESOLUTION:

NEGATIVE DECLARATION
TOWN OF HIGHLANDS/ VILLAGE OF HIGHLAND FALLS
CONSOLIDATED PLANNING BOARD

Thayer Flats at West Point Hotel/ Mixed Use (2019-06)

Determination: Please take notice that, in accordance with the provisions of NYCRR, Part 617.7, The Town of Highlands/ Village of Highland Falls Consolidated Planning Board, as lead agency having considered the criteria for determining significance set for the in Part 617.7 (c) and having reviewed and evaluated an Environmental Assessment Form, Plans, Traffic Reports, Architectural Renderings and other supplemental information, has determined that the action as sited and described below will not have an adverse impact on the environment and the Planning Board has, therefore, adopted a resolution to this effect.

Lead Agency: Town of Highlands/ Village of Highland Falls
Consolidated Planning Board

Contact Person: Mr. Erik Smith, Chairman
Town of Highlands/ Village of Highland Falls
Consolidated Planning Board
254 Main Street
Highland Falls, New York 10928
(845) 446-4280

SEQRA: Type I Action

Location: Main Street / Drew Avenue / Parry Avenue

Tax Map Parcel: Section 103, Block 14, Lots 7, 8, 9, 10, 11.1, 11.2, & 12
Village of Highland Falls, Orange County New York

Project Number: 2019-06

Project Description, Background and Reasons Supporting the Negative Declaration:

The applicant, HF Main Street Real Estate, Inc. proposes a new +/- 113,045 sq. ft. hotel/ mixed use building on tax lots 103-14- 7, 8, 9, 10, 11.1, 11.2, & 12 which are to be consolidated as part of this application. The hotel will consist of 79 rooms with accessory restaurant, office, retail, conference, spa and structured parking.

The project is located on a 29,114 square foot (0.67 acre) parcel of property (combined lot total). The project is located in the Village's B-3 Zoning District. The project will add 79 parking spaces. New storm water management facilities will be constructed to provide for water quantity and quality control. The site is served by existing water and sewer services which will be upgraded as laterals into the site. An existing pedestrian sidewalk is located on Main Street, Drew Avenue and Parry Avenue. The proposed construction will create approximately 26,494 square feet +/- of impervious surface.

Impact on Land – The application proposes to develop a +/- 113,045 sq. ft. hotel/ mixed use use. Combined total parcel size 0.67 acres. The project proposes approximately 26,494 square feet +/- acres of new impervious surface within the site. Soil Erosion and Sediment Control Plans and facilities have been designed and developed for the site despite the area of disturbance identified as below the 1 acre requirement. Landscaping plans have been developed to identify revegetation of areas that are disturbed and are not proposed to be covered with impervious surfaces. Stormwater Planters are proposed for the purposes of stormwater quantity and quality treatment. Erosion and Sediment Control Plans have been developed which will implement best management practices.

Impact on Water – The existing site is served by the Village of Highland Falls municipal water system. Potable and Fire Protection water will be provided by the Village's municipal system. The project site is also served by the Village of Highland Falls' sanitary sewer collection system. Existing drainage from the site is collected and conveyed via a closed pipe drainage system from the parcel. The newly proposed drainage system recreates the existing drainage patterns and provides for both water quantity and quality treatment control through the implementation of engineered best management practices.

Impact on Traffic – The Applicant has provided the Planning Board with a Traffic Study. Based on the traffic study submitted, all access points operate at acceptable levels of service. The study also suggests that the proposed use will not generate significant traffic above the existing/ previous uses at the site(s). Grading modifications to the existing Village Streets will be required to meet the required elevations of the proposed two story parking structure. Parking will be provided via a parking garage located under the proposed hotel, resort and spa; and via a lease with the Village.

Impact on Wildlife, Threatened or Endangered Species – A review of the EAF submitted identifies potential habitat for threatened bat and Sturgeon species. An evaluation of the site identifies that minimal wooded vegetation (4-6 trees) exists on the project site. The lack of wooded vegetation negates impacts to habitat associated with threatened bat species. Furthermore, the applicant is not proposing work within the Hudson River, which could affect the identified Sturgeon species. No other threatened or endangered species or their habitat have been identified on the project site.

Impact on Historic Resources – The proposed project will have no impact on cultural or archeological significant resources. No cultural or archeological resources have been identified on the site. The site has been significantly altered by human activities in the past, including the construction of the existing commercial and residential structures. NYS Parks Recreation and

Historic Preservation did identify the West Point Campus as a potential impact, however the site is located greater than 600' from the Thayer Gate. The Planning Board, in accordance with the Village Code, performed an architectural review of the project and found that the project and architecture is acceptable and in harmony with the neighboring West Point Campus.

Impact on Energy, Noise, Odor and Public Health – With the exception of noise during construction there will be no impact on any of the above identified issues. Although existing residences are located near the site, the applicant has proposed downward facing lighting for fixtures facing said residences. A lighting plan has been proposed to provide lighting levels at or near 0 foot-candles near the property lines. Further, a rooftop pool is proposed with an 8' minimum parapet wall surrounding it to contain light and noise within the site. All rooftop-mounted equipment will be contained within equipment rooms. Further, the applicant has provided a sound study by Cerami Associates which states that the proposed uses of the pool will be “acoustically acceptable”. Construction on the project will be limited to those hours permitted by the Village of Highland Falls code. No odor producing equipment have been identified and no sensitive receptors for odor have been identified within the project area. The proposed building will comply with the New York State Energy code requirements.

Impact on Aesthetic and Community Resources - The Planning Board has reviewed the plan in regard to aesthetic and community resources. The Planning Board has reviewed view-shed materials submitted by the applicant from various points within the Village and from the neighboring Town of Philipstown in Putnam County. Landscaping and landscape/ stormwater planters have been provided. Architectural Review by the Consolidated Planning Board has been undertaken during the Planning Review process. The Planning Board has found that the project is acceptable and in harmony with surrounding structures.

Date of Action: TBD

Date of Mailing: December 24, 2019

Involved Agencies: Town of Highlands/ Village of Highland Falls
Consolidated Planning Board
254 Main Street
Highland Falls, New York 10928
(845) 446-4280

Town of Highlands/ Village of Highland Falls
Consolidated Zoning Board of Appeals
254 Main Street
Highland Falls, New York 10928
(845) 446-4280

Village of Highland Falls Village Board of Trustees
Village Hall- 303 Main Street
Highland Falls, NY 10928

New York State Department of Environmental Conservation
Region 3
21 South Putt Corners Road
New Paltz, NY, 12561

Orange County IDA
4 Crotty Lane – Suite 100
New Windsor NY 12553

Orange County Department of Health
124 Main Street
Goshen, NY 10924

Office of Planning & Development
NYS Department of State
Suite 1010 – One Commerce Place
99 Washington Avenue
Albany NY 12231-0001

Interested Agencies:

Orange County Planning Department
124 Main Street
Goshen, NY 10924

NYS OPRHP
Field Services Bureau – Peebles Island
PO Box 189
Waterford, NY 12188-0189

SEQR Unit
Traffic Engineering & Safety Division
NYS Department of Transportation – Region 8
4 Burnett Boulevard
Poughkeepsie, NY 12603

Town of Philipstown Clerk
PO Box 155
Cold Spring, NY 10516

RESOLUTION

OF

APRIL 15, 2020

RESOLUTION OF SEQR DESIGNATION
AND DETERMINATION

HF MAIN STREET REAL ESTATE, INC.
SITE PLAN AND SPECIAL EXCEPTION USE
FOR 467-481 MAIN STREET

Planning Board Member EDWARD DUNN presented the following resolution which was seconded by Planning Board Member HARVEY GREEN

WHEREAS, an Environmental Assessment Form (the "EAF") was prepared in October, 2019, as revised, for an application for a site plan and special exception use approval for construction of a of a new seventy nine (79) room mixed use hotel at 467-481 Main Street, Highland Falls, New York, and designated on the Tax Map as Section 103, Block 14 Lots 7, 8, 9, 10, 11.1, 11.2 and 12 (the "Action"); and

WHEREAS, the Planning Board has determined that the Action is a Type I action under Part 617 of the General Regulations adopted pursuant to Article 8 of the Environmental Conservation Law and circulated a Notice of Intent to Declare Lead Agency on December 24, 2019; and

WHEREAS, the Planning Board has heretofore designated itself lead agency; and

WHEREAS, the Planning Board has heretofore reviewed the EAF together with any other supporting information and analyzed and considered any relevant areas of environmental concern and the probable environmental impacts of the Action to determine if the Action may have any significant adverse environmental effects.

NOW THEREFORE, BE IT RESOLVED:

1. The Planning Board does determine that the HF Main Street Real Estate, Inc., Site Plan and Special Exception Use permit application, which consists of the construction of a new seventy nine (79) room mixed use hotel at 467-481 Main Street, Highland Falls, New York, is a Type I action under Part 617 of the General Regulations adopted pursuant to Article 8 of the Environmental Conservation Law and the Planning Board did conduct a review of the project as lead agency.

2. The Planning Board does further determine that it did declare itself the lead agency for the purpose of conducting a review of this Action and determines that said ACTION will not have a significant adverse environmental impact and, therefore, does issue a negative declaration.

3. The Planning Board hereby authorizes the Chairman to execute and file the Environmental Assessment Form and Negative Declaration attached hereto in accordance with the applicable provisions of law.

4. The Village Clerk shall maintain the EAF, Negative Declaration and all other SEQR documents and notices pertaining to the Action on file and available to the public during regular business hours.

The question of the adoption of the foregoing resolution was duly put to a vote on roll call, which resulted as follows:

Edward Dunn, Member

voting Aye

Harvey Green, Member

voting Aye

Matthew Johnson, Member

voting Aye

Christopher Dyroff, Member

voting Aye

Erik Smith, Chairperson

voting Aye

The foregoing is a true and complete copy of a resolution duly made, seconded and adopted at a meeting of the Town of Highlands Planning Board on April 15, 2020.


June Patterson, Town Clerk

Kevin T. Dowd, Esq.
46 Daisy Lane
Montgomery, New York 12549

Telephone/Facsimile (845) 778-5442

April 20, 2020

The Sentinel Realty at Port Jervis, LLC
167 Route 304, Suite 101
Bardonia, NY 10954
ATTN: Eric Newhouse, Managing Member

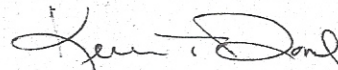
RE: Orange County IDA – Sales Tax Exemption

Dear Mr. Newhouse:

I have been asked by my client, the Orange County Industrial Development Agency, regarding the Sales Tax Exemption your project received in September, 2017. In reviewing your response to the Agency's Annual Audit, it came to our attention that your project appears to have used the Sales Tax Exemption documents in 2019 while the authorization for their use expired as of December 31, 2018. If this is in fact the case, you will be required to repay the New York State Department of Taxation and Finance the savings you realized for using the expired exemption documents.

Please be advised that if your project is not yet complete, you may request an extension of the Sales Tax Exemption from the Orange County IDA although you should continue using the expired documents until such time as your request for an exemption is processed and approved by the Agency. You may contact Ms. Melanie Schouten, the Agency's Chief Operating Officer at 845-234-4449.

Very truly yours,



KEVIN T. DOWD
IDA Local Counsel

cc. IDA Board of Directors
Melanie Schouten
Russell Gaenzle, Esq.
Hillel Kurzman, Esq

From: mschouten@ocnyida.com
To: "Itai Vardi"
Subject: RE: FOIL Request May 4, 2020
Date: Wednesday, May 6, 2020 2:25:39 PM
Attachments: [image003.png](#)
[image004.png](#)
[image005.png](#)
[image006.png](#)

Dear Mr. Vardi:

This email is in response to your request dated Monday, May 4, 2020, made pursuant to the NYS Freedom of Information Law.

Please be advised that your request for all communications to and from (including CCs and BCCs) Orange County IDA CEO Laurie Villasuso, from 4.1.2020 to the date of processing of this request, and which contain any or all of the terms: "20-M-0187," "Multiple Intervenors." is denied as no communication regarding this subject matter has been received to date.

Please be advised you have the right to appeal this determination, in writing, to the attorney for the OCIDA within 30 days of the date of this email.

All the best,

Melanie Schouten

Chief Operating Officer

Records Access Officer

4 Crotty Lane, Suite 100, New Windsor, NY 12553

O: 845.234.4449

F: 845.220.2228

mschouten@ocnyida.com

mschouten@the-accelerator.com



ocnyida.com

chooseorangenyny.com



theaccelerator.business



From: Itai Vardi <itai@energyandpolicy.org>

Sent: Monday, May 4, 2020 10:05 AM

To: mschouten@ocnyida.com

Subject: Re: Question: submitting a FOIL request

Thank you, Melanie. Here's my formal request:

Pursuant to the State of New York's Freedom of Information Law (FOIL), I'm hereby requesting the following records:

Any and all communications to and from (including CCs and BCCs) Orange County IDA CEO Laurie Villasuso, from 4.1.2020 to the date of processing of this request, and which contain any or all of the terms: "20-M-0187," "Multiple Intervenors." Please include all attachments.

I prefer to receive any responsive records in electronic format to this email.

Please contact me with any questions you may have regarding my request.

Thank you,

Itai

On Mon, May 4, 2020 at 9:34 AM <mschouten@ocnyida.com> wrote:

Hi Itai,

You can address your FOIL request to me.

All the best,

Melanie Schouten

Chief Operating Officer

Records Access Officer

4 Crotty Lane, Suite 100, New Windsor, NY 12553

O: 845.234.4449

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https://www.dailyfreeman.com/news/local-news/ulster-county-ida-under-fire-for-not-having-loan-program-for-small-businesses/article_cd93312c-8b1a-11ea-9e23-e3b6bce4f11a.html

Ulster County IDA under fire for not having loan program for small businesses



Ulster County Executive Ryan holds letters from business and community leaders on the Industrial Development Agency during a Facebook livestream video update on Thursday, April 30, 2020

KINGSTON, N.Y. – Ulster County Industrial Development Agency Chairman Randall Leverette said on Thursday that requests from 20 small businesses to establish a loan program due to the [coronavirus](#) pandemic were unrealistic because there isn't enough money in the agency budget.

The response was made during a telephone interview, with Leverette contending that the program would cost too much to operate. He said other means to help businesses recover from the extended pandemic closures are being explored.

“I have been researching ways in which we can help that are within our means and capabilities,” he said.

The letters, which were an apparent coordinated effort to have county officials push the agency into providing assistance, pointed to a recently announced Orange County Industrial Development Agency program that set aside \$500,000 for small business loans.

Leverette said that state law prohibits the agency from providing loans to retail businesses, which would instead have to go through the same board members under the guise of the county Capital Resource Corporation. However, he contends even that would be difficult because there is no program in place and no funding available.

The Capital Resource Corporation finished 2019 with an unrestricted fund balance of \$674,798 at the end of a year when there were only \$10,086 in total expenses. The corporation’s budget for the coming year is proposed at \$20,300 but Leverette contends the fund balance would be wiped out by setting up a loan program.

“It may look like a huge chunk of money but when you look at what it would cost to run just the day-to-day activities” it would leave the agency vulnerable for unexpected future expenses, he said.

Alex and Denise Stier, owners of Home Plate Deli in Kingston and Olives Country Store & Café in Shokan, noted that operating small businesses had already difficult enough before the pandemic. The couple asked that lawmakers consider putting people with empathy on the agency board.

“All we want are serious business people in serious positions,” they wrote. “Many of us work upwards of 80 hours per week and at this unprecedented time ... the small business community are the ones that are donating food and money to keep the economy and our neighbors fed.”

Timely Signs President Paul Beichert in a letter to lawmakers wrote that the agency should be operated by the county Department of Economic Development to promote a “strategically aligned” approach to helping businesses.

“Timely Signs has been part of the Ulster County business landscape for more than 48 years ... (but) these past few weeks have been especially difficult for us as we have had to furlough long-time employees and make other significant adjustments,” he wrote. “This is clearing a time like no other for small businesses. ... Our economy is suffering a terrible loss right now.”

Among business owners pressing for assistance programs is H&H Environmental President Kevin Hinchey. He noted that Orange County has hosted web-based seminars to help businesses apply to programs intended to aid economic recovery.

“Clearly the current leadership of the Ulster county IDA is not interested in mobilizing his organization ... to restore economic security,” he wrote. “

Leverette contends that concerns about other services, such as online forums for small businesses, should be directed to other county agencies.

“I thought that might be the responsibility of the (county) Office for Economic Development,” he said. “This is new for all of us but to thrust that responsibility on the IDA when it isn’t our responsibility perhaps is a little unfair. But it is what it is.”

Ulster County Executive Pat Ryan in an email response to the letters wrote that he was extremely concerned by the tone of the letters.

“As I said earlier this week when I outlined my plan to recover, reopen, and realign our local economy, government must move at the speed of business,” he wrote. “At this critical moment,

we need an IDA that is responsive to the needs of our community and ... agree with (business owners) in calling for reforming our IDA to more closely align with its mandate to, advance the job opportunities, general prosperity and long-term economic vitality of Ulster County residents.”

Small businesses await rescue loans as economic crisis deepens

By Chris McKenna

Times Herald-Record

Posted Apr 12, 2020 at 5:09 PM

NEW WINDSOR - Antonio Frontera got a troubling sign when he called to check on his application for a federal loan to keep his cupcake and specialty cake business afloat: He was number 800 in a line of anxious callers waiting at that moment to speak to the Small Business Administration.

About two and a half hours later, he reached an operator and got his non-answer. His loan application was pending.

“It’s really sad,” said Frontera, whose six-year-old New Windsor business, Antonio’s Cupcake Factory, remains open during the shutdown that has closed most companies. “They say they’re going to do all this stuff for us, but where is it?”

Across the U.S., hundreds of thousands of business owners shattered by the coronavirus shutdown have grasped for the rescue loans offered in the \$2 trillion economic relief package from Washington to carry them through an unprecedented crisis. But Frontera and others have found that the sheer volume of employers reaching for those same lifelines has slowed to a crawl the help they desperately need.

The legislation offered them two types of loans. The \$349 billion Paycheck Protection Program lends money for operating expenses that businesses won’t have to repay if they keep their workers employed. The package also added \$10

billion to the existing Economic Injury Disaster Loan program and offered applicants \$10,000 cash advances that don't have to repay.


Some \$130 billion in paycheck loans had been approved as of Thursday, according to the Small Business Administration. Congress is debating adding another \$250 billion to the program to meet the enormous demand.

The National Federation of Independent Business reported on Thursday that an estimated 70 percent of small businesses in the U.S. had tried so far to apply for paycheck protection loans, and half had applied for disaster loans.

Pamela Resch, owner of the Newburgh restaurant Pamela's On the Hudson, applied for a disaster loan on the first possible day and was told she would hear about her \$10,000 advance in three to five days. But that time passed with no response, and the polite SBA operator she reached in Atlanta on Wednesday told her she might have to wait three weeks for approval.

That loan application itself was easy, but perhaps too easy, she said. No supporting documentation about her business was requested.

By contrast, she had to scan and send TD Bank about 250 pages of payroll records and other information to apply for a paycheck loan. That chore took an agonizing twist on Thursday when her online application crashed and disappeared because of the flood of loan applications, after Resch had spent a couple of hours uploading documents.



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Even if she gets that loan, she wonders how useful it will be. How can she rehire workers for her restaurant and catering business if both operations are closed for the foreseeable future? And why would those employees - as many as 40 at peak times - return to work if they can collect raised unemployment benefits?

Local interest in the loan programs has been intense. More than 200 businesses tuned in for an April 2 webinar by the Orange County Industrial Development Agency to explain the funding procedures. The IDA has since helped companies complete 60 applications for the two programs.

An early beneficiary was Orange Packaging, a Newburgh company that has continued making its food packaging during the shutdown and started making face shields for hospital

workers in the region. Owner Mike Esposito said last week that his application for a paycheck loan went quickly, and he was hoping to get his advance within two weeks.

But a big obstacle for other companies has been that small and regional banks have refused to take the risk of providing paycheck loans, or have limited eligibility to their existing customers.

Orange County's IDA sent a letter last week to federal, state and local lawmakers for this region, urging them to coax reluctant banks into making loans and seek whatever regulatory changes the banks need to participate. "Local banks aren't able to meet the demands of the struggling marketplace," wrote Laurie Villasuso, the agency's CEO.

Frontera applied for both a disaster loan and paycheck loan and has heard nothing in response. He said he is getting by with a skeleton crew and his fiancée, Cynthia Manhard, pitching in, but he has lost the orders for weddings, birthday parties and holidays like Mother's Day that made up the bulk of his business.

"Thank God I have a good loyal base, customers who have been coming for six years," he said.

One agonizing aspect of the crisis is that his store had been successful that he moved it to a bigger location in September.

"We were doing so well until this happened," Frontera said.

Ulster County leaders call for IDA reform

By Mike Randall

Times Herald-Record

Posted May 1, 2020 at 3:31 PM

KINGSTON – Ulster County Executive Patrick Ryan and legislative leaders called this week for reform of the Industrial Development Agency as the county plans its economic recovery from the coronavirus pandemic.

In a joint news release, Ryan, Legislature Chairman Dave Donaldson and Brian Miller, who chairs the legislature’s Economic Development Committee, said the county needs an IDA that will be more closely aligned to its mandate to advance job opportunities, general prosperity and long-term economic vitality.

Ryan said he received letters critical of the IDA after he announced his economic resilience initiative for the county earlier this week.

“I have received dozens of letters from business owners and community leaders that have made it clear they do not have confidence in the current leadership of our IDA,” Ryan said. “At this critical moment, we need an IDA that is responsive to the needs of our community and is ready to work in collaboration to get our economy going again.”

Business owners said they did not see the IDA involved in the county’s economic recovery.

“Clearly the current leadership of the Ulster County IDA is not interested in mobilizing his organization...to restore economic security,” wrote Kevin Hinchey, president of H&H Environmental.

Hinchey said by contrast, Orange County has hosted web-based seminars to help businesses apply to programs that will aid economic recovery.

But Randall Leverette, chairman of the board and CEO of the IDA, said there had been no “failure of leadership” at the agency. He said neither the letter-writers nor county officials contacted the agency first to discuss the matter. And, he noted, the IDA is legally barred from providing loans to many of the letter-writers, who represent retail businesses.

Leverette said anything his agency does must first be discussed by the board.

“I’d like to have it well thought out,” he said.

He also said his agency is relatively small. They and a sister agency, the Capital Resources Corporation, have a combined operating budget of about \$1.5 million, and the IDA already is overseeing 27 or 28 development projects.

“The county has much greater resources (than us),” he said.

mrandall@th-record.com