

**Orange County Industrial Development Agency**  
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Board of Directors Meeting Minutes  
Wednesday, August 17, 2022

**Due to the declaration of a public health emergency and the social distancing requirements imposed at the Federal, State and local level, this meeting was held in accordance with Executive Order 202.1 by video/telephone conference that was made available to the public.**

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**Board Members Present:** Michael Torelli, Dean Tamburri, Dr. Vincent Odock, James Rinaldi, Susan Walski

**Staff Present:** Bill Fioravanti, Kelly Reilly, Dennis Brady, Susan Katzoff, General Counsel

**Others Present:** Connor Eckart (OC Partnership), Martin Hoffman, Roy Makinen, John Capella, Dave Higgins, Mike Higgins (Mack Bros., Ltd.), Sheldon Gisenberg, Jonathan Gross, Steve Esposito (Royal Wine)

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**I. Call Meeting to Order**

The Chairman called the meeting to order at 5:40 p.m.

**II. Roll Call**

Mr. Fioravanti acknowledged all Board members were present.

**III. Proof of Notice**

Mr. Fioravanti acknowledged that notice of the meeting had been timely and properly provided.

**IV. Minutes**

Approval of minutes from the June 15, 2022, Board of Directors meeting. **A MOTION TO APPROVE THE MINUTES FROM THE JUNE 15<sup>TH</sup>, 2022, OCIDA BOARD MEETING WAS MADE BY MR. TAMBURRI, SECONDED BY DR. ODOCK, AND PASSED UNANIMOUSLY.**

**V. Committee Meetings**

Finance Committee Report

Mr. Rinaldi reviewed the report which included cash flow projections, the CD and Money Market investments, and the collection options for past due funds. Mr. Fioravanti stated that payroll expenses will be reflected in the next payables report and that approval for two new Board members will take place on Thursday, September 1<sup>st</sup>, 2022.

#### Governance Committee Report

Mr. Fioravanti noted that the RFPs for Bond Counsel, Shovel Ready, Audit, and Marketing and PR were discussed.

Sheldon Ginsberg of Royal Wine entered the meeting.

Chairman Torelli asked staff to work with the two new Board members to share contact information, revisit Committee Assignments, and draft a new Committee meetings schedule.

#### **VI. New Business**

Chairman Torelli noted that detailed information on new projects and RFPs would be discussed and would include roll calls. He reminded Board members that they could request more information, if necessary, as well recuse themselves if they saw any conflicts of interest. He opened the floor for discussion.

Counsel asked for clarification on whether the Finance Committee made a recommendation to the full Board to accept the Financial and Payables reports. Chairman Torelli confirmed that they had and noted that the same was true for the Governance Committee. He stated that each line item on the payables report was addressed and would be presented to the full Board in an abbreviated version unless a Board member has a specific question.

#### Royal Wine – Goshen Developer JV, LLC.

Mr. Fioravanti introduced Mr. Ginsberg and Mr. Gross of Royal Wine and noted the Public Hearing and Transcript. Counsel reviewed the Final Resolution, the details of the project, the SEQRA review, the financial assistance award, the tax exemptions, the 15-year PILOT agreement as per the IDA's UTEP, and the execution and delivery of all necessary lease documents. Counsel addressed the highlighted language that appeared in the Public Hearing notice that was dropped from the Resolution but assured the Board that it did not change anything about the information she provided. She reviewed the phases in which the project would develop and asked the Board to consider the Resolution.

Steve Esposito of Royal Wine entered the meeting.

Mr. Fioravanti referenced the Public Hearing and several concerns raised by Goshen residents who attended. He noted the improvements made to the IDA website to highlight calendar events on the homepage making the events easier to see. He summarized Royal Wine's incentives request and the payments that would be made over the term of the PILOT. The Chairman asked what the project was being paid currently. Counsel explained the PILOT program and noted that the applicant continues to pay 100% of the Real Property taxes they are currently paying and the only thing the applicant will get an abatement on are the improvements they make over a period. Mr. Fioravanti reviewed the current taxes on the property, the number of new full and part-time construction jobs, estimated earnings on new jobs and other economic benefits and noted that the Village and Town of Goshen are both in support of the project but asked that the OCIDA re-levy

unpaid water and sewage charges. Counsel reviewed the normal protocol if projects go into default and what the recapture process entails. The Chairman commented on influence and the process the OCIDA uses to decide what projects to approve and noted that he is full support of the project. All Board members voiced their support of the project. **A MOTION TO ACCEPT THE ROYAL WINE - GOSHEN DEVELOPER JV, LLC RESOLUTION AS WRITTEN WAS MADE BY CHAIRMAN TORELLI, SECONDED BY MS. WALSKI, AND PASSED BY A UNANIMOUS ROLL CALL.**

Mack Bros., Ltd./Milmar Food Group II, LLC.

Mr. Fioravanti reviewed the Resolution to authorize a Public Hearing and provided details of the project and the incentives they requested. Mr. Capella gave an overview of the company and expansion plans, and Mr. Higgins reviewed the location and construction plans. Counsel asked about the location being demolished, the structures being built, and the number of new jobs being realized. Mr. Higgins confirmed that multiple, separate buildings would be constructed and that 50 new jobs would be realized over three years. **A MOTION TO APPROVE THE RESOLUTION TO AUTHORIZE A PUBLIC HEARING WAS MADE BY MR. TAMBURRI, SECONDED BY MR. RINALDI, AND PASSED BY A UNANIMOUS ROLL CALL.**

Authorization for Audit RFP

Mr. Fioravanti stated that he worked with the CFO-for-hire to draft the RFP and open it to local firms for 2022-2023 and that he is looking for approval prior to the next Audit Committee meeting. Counsel advised that the authorization could come from either committee, Audit or Governance. **A MOTION TO AUTHOROZE STAFF TO ISSUE THE AUDIT RFP WAS MADE BY MS. WALSKI, SECONDED BY DR. ODOCK, AND PASSED BY A UNANIMOUS ROLL CALL.**

Authorization for Marketing RFP

Mr. Firoavanti gave an overview of the OCIDA's current needs and goals for communications on new and existing projects and stated that he would work with OC Partnership and the OC Chamber to assist in promoting the RFP. **A MOTION TO AUTHORIZE STAFF TO ISSUE THE MARKETING RFP WAS MADE BY MR. TAMBURRI, SECONDED BY CHAIRMAN TORELLI, AND PASSED BY A UNANIMOUS ROLL CALL.**

Authorization for Shovel Ready RFP

Chairman Torelli recused himself from this portion of the meeting due to potential conflict of interest with his duties as an employee of the Port Authority of NY and NJ.

Mr. Fioravanti reviewed the goals of economic development and the opportunities to realize different projects. He noted plans to develop an inventory of available sites and sites that are ready to be developed that can be accessed online by partners as well as the public. Mr. Fioravanti recommended Delaware Engineering and noted that the RFQ did not include a proposal but that upon the Board's decision, he would ask Delaware Engineering to come back to present with a complete plan and budget. **A MOTION TO AUTHORIZE MR. FIORAVANTI TO MOVE FORWARD WITH DELAWARE ENGINEERING AND WORK WITH THEM TO DEVELOP A PLAN AND BUDGET WAS MADE BY MR. TAMBURRI, SECONDED BY MS. WALSKI, AND PASSED BY A UNANIMOUS ROLL CALL.**

Chairman Torelli re-enters the meeting.

Approval of Administrative Assistant selection

Mr. Fioravanti reviewed the selection and interview process that allowed for the selected candidate and noted the financial impact. **A MOTION TO APPROVE THE ADMINISTRATIVE ASSISTANT SELECTION WAS MADE BY MR. TAMBURRI, SECONDED BY MS. WALSKI, AND PASSED BY A UNANIMOUS ROLL CALL.**

**VII. Finance**

June/July 2022 Financial reports

Mr. Firoavanti reviewed the corrected and updated June/July 2022 Financial reports, cash on hand, investment accounts, and the June, July, and part of August 2022 payables and opened the floor for discussion. The Chairman confirmed that the Finance Committee had approved the corrected version of the reports and requested that payroll be reflected on the payables as well. **A MOTION TO APPROVE THE JUNE/JULY 2022 FINANCIAL REPORTS WAS MADE BY MS. WALSKI, SECONDED BY MR. RINALDI, AND PASSED UNANIMOUSLY.**

June/July, August Payables Report

**A MOTION TO APPROVE THE JUNE, JULY, AND PART OF AUGUST 2022 PAYABLES REPORT WAS MADE BY MS. WALKSI, SECONDED BY MR. TAMBURRI, AND PASSED UNANIMOUSLY.**

Maturing CD Investment

Mr. Fioravanti reviewed the current investment at Orange Bank and Trust and the proposed rates and terms if the investment dollar amount increased. Mr. Rinaldi suggested that because it would be maturing on the following day, it should be left as is until the new Board member is elected and can make recommendations on how to move forward. Chairman Torelli suggested re-investing. After further discussion on allowable investment limits per the investment policy, **A MOTION TO INVEST THE FULL AMOUNT OF THE MATURING CD PLUS THE INTEREST IN A 9-MONTH CD AT 2% AT LAKELAND BANK WAS MADE BY MR. TAMBURRI, SECONDED BY MS. WALSKI, AND PASSED UNANIMOUSLY.**

**VIII. Chairman's Report**

The Chairman briefly discussed the new Board members and asked staff to reach out to share contact information. He noted that he visited the Warwick Accelerator to attend the Scripted Fragrance open-house and sale. He asked that staff and the Board begin thinking about ways to assist these companies in transitioning to the point where they are operating independently. He asked staff to begin to work on site selection for a new office location, asked Counsel to assist with Board development, and stated that he wanted to start budgeting for the following year.

**XI. CEO's Report**

Mr. Fioravanti discussed the two new Board members: Giovanni Paladino, an architect from New York City and Mr. Mark Greene from Cuddebackville, New York, and noted that the full Legislative session for the official vote would take place on September 1<sup>st</sup>, 2022. He noted that former Accelerator clients have vacated the New Windsor locations and that one former client

has failed to make final payments. He shared the Notice to Vacate letters for the Middletown clients and stated that after November, the only Accelerator clients will be the Warwick clients for which the IDA does not financially assist. He discussed the already-approved Local Labor RFP in which LAN Associates of Goshen and Fellenzer Engineering of Middletown were selected, he addressed the project that is slated to close, new applications received from prospective projects, and details on a project that did not come to fruition. He discussed prevailing wage law effective January 1<sup>st</sup>, 2022, and the loss of a project that might have triggered that law. He stated that he continues to present for the Education and Economic Development Committee and the Legislature. He stated that there have been no new developments regarding West Point. Mr. Tamburri noted the referendum on water infrastructure and possible sewer improvements.

Bond Counsel RFP

**A MOTION TO APPROVE HODGSON RUSS AS THE NEW BOND COUNSEL WAS MADE BY MS. WALSKI, SECONDED BY MR. TAMBURRI, AND PASSED BY A UNANIMOUS ROLL CALL.**

**IX. Executive Session**

**A MOTION TO GO INTO EXECUTIVE SESSION AT 7:52 PM WAS MADE BY CHAIRMAN TORELLI, SECONDED BY MR. TAMBURRI, AND PASSED UNANIMOUSLY.**

**At 8:09 pm, the Board returned from Executive Session**

**X. Adjournment**

**There being no further business to discuss, A MOTION TO ADJOURN THE MEETING WAS MADE BY MR. TAMBURRI, SECONDED BY MR. RINALDI, AND PASSED UNANIMOUSLY. THE MEETING CLOSED AT 8:09PM.**