

**Orange County Industrial Development Agency**  
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New Windsor, NY 12553  
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Governance Committee Minutes  
Wednesday, January 4, 2023

**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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**Committee Members Present:** Michael Torelli, Dean Tamburri, Dr. Vincent Odock

**Committee Members Absent:** Mr. Giovanni Palladino

**Staff Present:** Bill Fioravanti, Sue Katzoff, Legal Counsel (via Zoom), Dennis Brady, AV (via Zoom)

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**I. Call Meeting to Order**

Chairman Torelli called the meeting to order at 5:36 pm.

**II. Pledge of Allegiance**

**III. Roll Call**

Mr. Fioravanti acknowledged the Committee members present and noted the absence of Mr. Palladino.

**IV. Review Current Policies**

**Recapture Policy**

Chairman Torelli noted an amendment to the agenda that would include reviewing the Project Approval Policy as well which are inserted as part of the OCIDA's UTEP policy. Mr. Fioravanti stated that after reviewing with General Counsel and with a full Board, the policies should be reviewed, and the Recapture and Project Approval policies should be pulled out of the UTEP policy, re-written, and listed as stand-alone policies. The Chairman clarified the Assignment procedure and Counsel added that the company for whom the PILOT was initially granted would have to return to the OCIDA for permission to transfer the project to a new owner. Mr. Fioravanti clarified the New York State portion of the Sales and Use Tax and stated we are required to recoup the State's portion of the sales and use tax. Mr. Fioravanti explained the Recapture component of the policy and reporting and lien processes.

**A MOTION TO ACCEPT THE UPDATED RECAPTURE POLICY AND PRESENT IT TO THE FULL FOR CONSIDERATION WAS MADE BY DR. ODOCK, SECONDED BY MR. TAMBURRI, AND PASSED UNANIMOUSLY.**

**Project Approval Policy**

Counsel requested permission to pull the Project Approval policy from the UTEP policy and post it as a separate document so that she and Mr. Fioravanti can review and bring back to the committee if there are any proposed changes with time enough to give every taxing jurisdiction in Orange County, notice of any changes to the UTEP policy.

**A MOTION TO ACCEPT THE SEPARATION OF THE “PROJECT APPROVAL” PORTION FROM THE UTEP POLICY AND POST IT AS A SEPARATE DOCUMENT TO BE PRESENTED TO THE FULL BOARD FOR CONSIDERATION WAS MADE BY CHAIRMAN TORELLI, SECONDED BY DR. ODOCK, AND PASSED UNANIMOUSLY.**

**Fee Structure**

Mr. Fioravanti presented a graph and reviewed the fee structures of regional IDAs which included pricing based on the project sector and other various fees billed throughout the course of the project.

**By-Laws**

Mr. Fioravanti shared a copy of the by-laws and noted that it lists titles that are no-longer applicable. He and Counsel will review and come back to the Committee with recommendations.

**UTEP**

Counsel confirmed that any changes made to the UTEP policy requires notice to every taxing jurisdiction in Orange County and a Public Hearing. She will work with Mr. Fioravanti to review the policy and make recommendations at the Governance Committee meeting.

**V. Executive Session**

**A MOTION TO GO INTO EXECUTIVE SESSION TO DISCUSS POTENTIAL LITIGATION WAS MADE BY CHAIRMAN TORELLI, SECONDED BY MR. TAMBURRI, AND PASSED UNANIMOUSLY.**

**VI. Adjournment**

**A MOTION TO ADJOURN THE MEETING WAS MADE BY MR. TAMBURRI, SECONDED BY DR. ODOCK, AND PASSED UNANIMOUSLY.**

**THE MEETING CLOSED AT 7:15 PM.**