

MINUTES OF THE MEETING OF THE
VILLAGE OF PORT CHESTER
INDUSTRIAL DEVELOPMENT AGENCY

HELD: April 12, 2010

TIME AND PLACE: 6:30 P.M., Village Hall, Conference Room, 222 Grace Church Street, Port Chester, New York

In attendance were Chairman Neil Pagano, Vice-Chairman Joseph Kenner and members James Taylor II, John Hiensch and Dennis Pilla.

Also in attendance were IDA Secretary, Joan Mancuso, Village Attorney, Anthony Cerreto, IDA Administrative Director, Dwight Douglas and IDA Counsel, Justin Miller of Harris Beach, PLLC.

Absent was member Charles Rosabella and CFO Leonie Douglas

Motion for Executive Session:

The meeting was opened at 6:35 p.m., on motion of Vice Chairman Kenner, seconded by Member Pilla. At 6:35 p.m., Member Pilla motioned to adjourn to an executive session regarding court decision overturning prior urban renewal acquisition award in the matter of Bologna/Didden vs. the Village of Port Chester, Vice-Chairman Kenner seconded the motion. Included in the executive session were Mr. Douglas, Mr. Miller, Ms. Mancuso and Mr. Cerreto.

Ayes: Members Hiensch, Pilla, Taylor, Vice-Chairman Kenner and Chairman Pagano

Nos: None

Absent: Member Rosabella

At 7:50 p.m., Member Pilla made a motion to close the executive session and re-open the public portion of the meeting, Chairman Pagano seconded the motion.

Ayes: Members Hiensch, Pilla, Taylor, Vice-Chairman Kenner and Chairman Pagano

Nos: None

Absent: Member Rosabella

Chairman Pagano asked Mr. Miller to provide a counsel opinion of whether he should recuse himself from any discussion and possible action of the Agency regarding the court decision in the matter of Bologna/Didden vs. the Village of Port Chester because he has real estate interests and family connections with Mr. Didden. Mr. Miller said that due to these interests and in order to avoid any possible appearance of conflict of interest, Mr. Pagano should recuse himself. Chairman Pagano handed over the meeting to Vice-Chairman Kenner.

The members had a discussion regarding directing of IDA staff to participate with the counsel and staff of the Village of Port Chester regarding this matter.

Member Pilla made a motion to direct IDA Counsel, Justin Miller and Administrative Director, Dwight Douglas to work with the Village of Port Chester as appropriate in the matter of Bologna/Didden vs. the Village of Port Chester, Member Hiensch seconded the motion.

Ayes: Members Hiensch, Pilla, Taylor and Vice-Chairman Kenner

Nos: None

Abstain: Chairman Pagano

Absent: Member Rosabella

The members then discussed what is required to be accomplished regarding outstanding items with former IDA counsel Mark Tulis regarding G&S including the court decision of Bologna/Didden.

Member Pilla made a motion to establish a working group of IDA Members Kenner, Pilla and Hiensch to work with Mr. Tulis and G&S, Member Taylor seconded the motion.

Ayes: Members Hiensch, Pilla, Taylor and Vice-Chairman Kenner

Nos: None

Abstain: Chairman Pagano

Absent: Member Rosabella

Vice-Chairman Kenner handed the meeting back to Chairman Pagano.

I. Chairman's remarks:

Chairman Pagano welcomed Administrative Director Dwight Douglas and IDA Counsel Justin Miller of Harris Beach, PLLC to the Agency noting that they have the experience and expertise for everything that is required of the Agency.

II. Administrative Director's remarks:

Mr. Douglas thanked Chairman Pagano for his remarks and the members for retaining him. He said that he has been working with Chairman Pagano, Mr. Miller and IDA CFO Leonie Douglas on the necessary items of the Agency which will be overviewed further in this meeting.

III. Matters for Board Action:

A. Vice-Chairman Kenner said that he had requested that a resolution objecting to the "Cost Recovery Tax" being assessed to all the State's IDAs. He said that this cost recovery tax is 4.7% of the prior year gross revenues of the Agency. Mr. Miller spoke about this tax noting that the New York State Economic Development Council is an organization that is working with public authorities throughout the State on this matter and recommended that the Agency become a member of this organization. It was noted that the Agency did approve at the last meeting payment of this assessment to the State and they noted that they should go forward with the proposed resolution supporting the repealing of this law.

On motion of VICE-CHAIRMAN KENNER, seconded by MEMBER TAYLOR, the following resolution was adopted by the Industrial Development Agency of the Village of Port Chester, New York:

WHEREAS, the 2009-2010 New York State Budget contained a maximum \$5 million statewide “cost recovery” tax on industrial development agencies (IDAs); and

WHEREAS, the Port Chester Industrial Development Agency and other industrial development agencies (IDAs) have been assessed a “cost recovery” tax of 4.7% of their prior year gross revenues; and

WHEREAS, the “cost recovery” tax depletes the Port Chester Industrial Development Agency and others of needed operating capital; and

WHEREAS, the “cost recovery” tax limits an IDA’s ability to be self-sufficient; and

WHEREAS, the “cost recovery” tax does material harm to local economic development efforts by taking resources needed for local job creation initiatives. Now, therefore be it

RESOLVED, that the Port Chester Industrial Development Agency supports the efforts of the New York State Economic Development Council to call for the repeal of the IDA “cost recovery” tax; and be it further

RESOLVED, that the Port Chester Industrial Development Agency Secretary is hereby instructed to send a copy of this resolution to the Honorable Sheldon Silver, John Sampson, Suzi Oppenheimer and George S. Latimer and Brian McMahan, Executive Director New York State Economic Development Council.

Ayes: Members Hiensch, Pilla, Taylor, Vice-Chairman Kenner and Chairman Pagano
Nos: None
Absent: Member Rosabella

B. Mr. Miller reviewed with the members the fiduciary responsibility forms which are required to be executed individually. All the members executed the forms.

C. The minutes of March 17, 2010 were presented for approval. The Secretary noted that the minutes are required to be amended because they are missing the time that Vice-Chairman Kenner had arrived. It was confirmed that Vice-Chairman had arrived at 6:30 p.m.

Vice-Chairman Kenner made a motion to approve the minutes as amended of the March 17, 2010 meeting, Member Taylor seconded the motion.

Ayes: Members Hiensch, Pilla, Taylor, Vice-Chairman Kenner and Chairman Pagano
Nos: None
Absent: Member Rosabella

D. The invoice from the Agency Secretary for the March 17, 2010 meeting was presented.

Member Taylor made a motion to approve the invoice for payment, Vice-Chairman Kenner seconded the motion.

Ayes: Members Hiensch, Pilla, Taylor, Vice-Chairman Kenner and Chairman Pagano
Nos: None
Absent: Member Rosabella

IV. Discussion Items:

A. Mission Statement – a draft Mission Statement was provided to the members, Mr. Douglas asked that the members review the statement and requested input from Mr. Miller. It was noted that the statement is in a standard format for website. There was a brief discussion on the draft mission statement.

B. By-Laws. Mr. Douglas provided the members with a section of the City of Peekskill IDA By-Laws, it was noted that Peekskill’s by-laws speaks about PILOT agreements. Mr. Miller said that he has briefly overviewed this portion which is an added layer of municipal cooperation and there will need to be a uniform tax exemption policy. It was noted that if the Village has an IDA it may not be required due to UTEP. Member Taylor recommended that these items be adopted along with other policies at the Agency’s Annual Meeting to be held in June. Mr. Miller stated that there may be notice requirements before adoption. The members held a discussion with Mr. Douglas and Mr. Miller regarding the by-laws, the mission statement and other policies and that these matters will be scheduled for further discussion at the next meeting.

C. IDA Fee Structure: The members were provided with a draft fee schedule based on the City of New Rochelle. There was discussion about a fee structure based on a sliding scale, attorney fees and other items.

D. Website Information: Mr. Douglas provided the members with a draft Q&A which was based also on the City of New Rochelle. Member Taylor and Mr. Douglas spoke about the current use of the Village’s website versus a stand alone site and what information is required. Mr. Douglas said that the application provided to the members is based on Schuyler County. Mr. Miller and the members had a discussion about a non-refundable application fee. Mr. Douglas asked the members to consider for the next meeting approval of what would be on the website.

V. Office set up, etc:

Mr. Douglas advised the members that the Village has set him up with office space in the Building Department that a phone number will be assigned shortly and requests input for a logo consideration of the IDA seal that could be used for business cards and stationery.

VI. Open Items and items for next or future meeting agendas:

These items were reserved for future meetings.

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The Chairman asked Mr. Miller for guidance to the Agency regarding process when businesses come to the Agency for a deal what compliance is required. Mr. Miller said that he will provide for the next meeting of the Agency.

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The members set the next meeting of the Agency for May 10th at 6:30 p.m.

Ms. Mancuso advised the members that she could not continue as secretary to the Agency due to her workload as Village Clerk. She thanked the members for appointing her to this position and that it has been a pleasure working with all the members, Mr. Douglas and Mr. Miller. Ms. Mancuso said that she would reserve the room for the next meeting and advised Mr. Douglas.

Chairman Pagano said that he understands the workload that Ms. Mancuso is responsible for as Village Clerk. He thanked Ms. Mancuso on behalf of the Agency for her work as secretary and asked her if she could recommend individuals for the position of secretary that would be helpful to them.

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There being no other business on motion of Member Taylor, seconded by Member Pilla the meeting was closed at 8:40 p.m.

Respectfully submitted,

Joan Mancuso

Joan Mancuso
Secretary