

Town of Colonie Industrial Development Agency

Board Minutes
February 23, 2015 Meeting

Meeting called to order by Chairman Kearney at 6:40 pm.

Members in attendance:

John Kearney, Chairman
Eric Phillips
Benjamin Syden

David DeLuca
Gary Rinaldi

Members absent

David Hernandez

Sharon Bright Holub

Agency Counsel: Connie Cahill, from Hiscock & Barclay
Chief Executive Officer: Joseph LaCivita

Guests: Robert Tengeler, Town of Colonie Local Development Corporation Chairperson
Craig Blair, Town Comptroller
Christopher Kelsey, Town Accounting Supervisor

Presentation/Actions:

None

Approval of the Minutes

Mr. LaCivita indicated the Agency needed to approve certain minutes that had been tabled at prior meetings due to not having a quorum of the members who were in attendance at those meetings:

MOTION: To accept the August 4, 2014 minutes as provided. Motion offered by Eric Phillips, seconded by Benjamin Syden, and approved by all members in attendance, other than David DeLuca and Gary Rinaldi who were not at the August meeting and recused themselves from the vote.

MOTION: To accept the October 20, 2014 minutes as provided. Motion offered by David DeLuca, seconded by Benjamin Syden, and approved by all members in attendance.

MOTION: To accept the December 2, 2014 minutes as provided. Motion offered by Gary Rinaldi, seconded by Eric Phillips, and approved by all members in attendance, other than Benjamin Syden who was not at the December meeting and recused himself from the vote.

MOTION: To accept the January 12, 2015 minutes as provided. Motion offered by Benjamin Syden, seconded by David DeLuca, and approved by all members in attendance, other than Gary Rinaldi who was not at the January meeting and recused himself from the vote.

Committee Reports

Governance – Mr. Syden indicated there was a Governance meeting held this evening at 6:00 to discuss the Agency’s various policies, board member evaluations, and direction of economic development within the Town of Colonie.

The Governance Committee members will be reporting on policy recommendations and the results of the board members’ evaluations at the March 16, 2015 regularly scheduled meeting.

Additionally, the Governance Committee is recommending the Chairman reach out to the Town Supervisor to schedule a meeting to discuss the direction of economic development within the Town of Colonie.

Mr. Rinaldi asked the Committee to provide some background on the proposed recommendation and additional discussion on the Board’s perspective on its role as a participant in the Town’s broader economic development objectives.

MOTION: For the Agency Chairman to schedule a meeting between the Town of Colonie Supervisor, Agency Chairman and members of the Governance Committee to facilitate discussion between the two entities on the direction of economic development within the Town of Colonie. Motion offered by Benjamin Syden, seconded by Eric Phillips, and approved by all members in attendance.

Audit – Mr. DeLuca indicated the members of the committee will meet with representatives of SaxBST to discuss the annual audit of the Agency at 6:00 on March 16, 2015.

Finance – Mr. DeLuca indicated that the annual investment report was adopted at the last Agency meeting and the investment policy will be reviewed quarterly going forward.

Executive Director Report –

Mr. LaCivita

- i) Gave an update on the meetings Ms. Cahill, Chris Kelsey, and he have been having with representatives from the Authorities Budget Office (ABO) over the last month. The ABO representatives have been extremely helpful and the 2013 PARIS report has been reopened and he has a list of what needs to be updated within the report.
- ii) Indicated that the ABO had recommended the Agency Board formally document when the Agency will not be taking final action on a project that has either made a presentation to the Agency or submitted an application to the. The Agency will not be taking final action and will not be providing “financial assistance” to the following projects:
 - a) Hilton Home2 Suites
 - b) Staybridge Suites
 - c) Golden Gate Associates, LLC for TransTech Systems, Inc.
 - d) Zookeeper, LLC for The Spotted Zebra Learning Center,/Bizzy Beez Activity Center
 - e) M&G Duravent, Inc.
 - f) Turnkey Internet

Old Business

- i) Albany-Colonie Regional Chamber Small Business Entrepreneurial Loan (SBEL) Program – Mr. LaCivita indicated the year end summary for the SBEL was included in the Board packages this evening for the Board to review. He also noted that there has been a change in employees handling the fund at the Chamber, and that he would like to be able to accommodate the SBEL in house and have the Agency be more actively involved in the SBEL program.

MOTION: Delegate the Chief Executive Officer to explore options for taking the administration of the SBEL program back from the Chamber. Motion offered by David DeLuca, seconded by Gary Rinaldi, and approved by all members in attendance.

- ii) Purchase of Equipment – Mr. LaCivita indicated that several years back the Agency Board passed a resolution approving the purchase of a laptop computer and air card for Agency use. Such purchases have never been completed. Mr. LaCivita requested a new resolution be passed authorizing him to make the purchases.

MOTION: Authorizing the Chief Executive Officer to coordinate the purchase of a laptop computer and air card for the Agency’s use. Motion offered by Benjamin Syden, seconded by David DeLuca, and approved by all members in attendance.

New Business

- i) Ms. Cahill indicated the Agency needed to act on a resolution executing the contracts with the State of New York related to the Lincoln Avenue Brownfield Opportunities Grant, phase 2.

RESOLUTION 2015-001: Authorizing the Execution and Delivery of a State of New York Master Contract for Grants with Respect to the Lincoln Avenue – Step 2 Project. Resolution offered by Benjamin Syden, seconded by Gary Rinaldi, and approved by all members in attendance. (See attached resolution 2015-001)

- ii) Ms. Cahill also addressed the need for an acting secretary related to execution of documents when the Board Secretary was absent.

MOTION: Appointing Eric Phillips as Acting Secretary for the Agency. Motion offered by Benjamin Syden, seconded by Gary Rinaldi, and approved by all members in attendance.

Meeting adjourned at 7:49 pm.

Next meeting will be March 16, 2015 at 6:30 pm at 347 Old Niskayuna Road, Latham, NY 12110.

RESOLUTION 2015-001

**AUTHORIZING THE EXECUTION AND DELIVERY OF A STATE OF NEW YORK
MASTER CONTRACT FOR GRANTS WITH RESPECT TO THE LINCOLN AVENUE
– STEP 2 PROJECT.**

WHEREAS, the Town of Colonie Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of Laws of 1969 of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 594 of the Laws of 1980 of New York, as amended, constituting Section 911-d of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, renovating, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research, and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, the Agency has been awarded a grant (the “Grant”) in the amount of \$266,400 from the Brownfield Opportunity Areas Program administered by the New York State Secretary of State for the Lincoln Avenue – Step 2 Project (the “Project”); and

WHEREAS, in order to receive the Grant the Agency is required to enter into a contract entitled “State of New York Master Contract For Grants” (the “Contract”), a copy of which was available at this meeting; and

WHEREAS, the Contract sets forth the detailed conditions to the receipt by the Agency of the Grant; and

WHEREAS, the members of the Agency desire to approve the execution and delivery of the Contract;

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE TOWN OF
COLONIE INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:**

Section 1. The Agency hereby finds and determines that it is in the best interest of the Agency to enter into the Contract.

Section 2. The Chairman, Vice Chairman or Executive Director (each an “Authorized Person”) is each hereby authorized to execute and deliver the Contract, substantially in the form thereof presented to this meeting with such changes, variation, omissions and insertions as the Authorized Person shall approve, the execution thereof by the Authorized Person to constitute conclusive evidence of such approval.

Section 3. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Contract, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Contract binding upon the Agency.

Section 4. This Resolution shall take effect immediately.