

**MINUTES OF ANNUAL MEETING
RIVERHEAD IDA ECONOMIC JOB DEVELOPMENT CORPORATION
March 28, 2022**

The meeting was called to order by Chairman James Farley at 5:56 p.m.

Present: James Farley
Lori Ann Pipeczynski
Lee Mendelson
Anthony (Tony) Barresi

Absent: Thomas Cruso

Signifying a quorum.

Others in Attendance: Tracy Stark-James, Executive Director IDA
William Weir, IDA Agency Counsel (Virtually)
Bob Kern, Town Board Liaison

By motion of Anthony Barresi and second by Lori Ann Pipeczynski the proposed agenda was adopted.

MINUTES

Adoption of **RESOLUTION #01-21 APPROVES MINUTES OF THE MEETING**
December 6, 2021

The members moved to dispense with the reading of and voted on the meeting minutes.

Anthony Barresi offered the following resolution, which was seconded by Lee Mendelson.

RESOLVED, the minutes of the meetings of December 6, 2021 as prepared and e-mailed be and are hereby approved, and

BE IT FURTHER RESOLVED, that copies of said minutes be maintained in the files of the Riverhead IDA Economic Job Development Corporation and become a part of the record of the Corporation.

Vote: 4 Yes
1 Absent

ORGANIZATIONAL RESOLUTIONS:

Anthony Barresi motioned to authorize the organizational resolutions in one omnibus vote. Lee Mendelson seconded. The following resolutions were adopted.

#02-22 RESOLUTION DESIGNATES OFFICERS OF THE RIVERHEAD IDA ECONOMIC JOB DEVELOPMENT CORPORATION FOR THE ORGANIZATIONAL YEAR 2022

WHEREAS, in accordance with the By-Laws of the Riverhead IDA Economic Job Development Corporation, it is necessary to make appointment of the officers of the Agency at the annual meeting of the Corporation.

NOW, THEREFORE, BE IT RESOLVED, that the officers of the Riverhead IDA Economic Job Development Corporation be and are hereby appointed as follows:

James B. Farley	Chairman
Lori Ann Pipeczynski	Vice Chairman
Anthony Barresi	Secretary
Lee Mendelson	Treasurer
Thomas Cruso	Asst. Treasurer
Lee Mendelson	Asst. Secretary

Vote: 4 Yes
1 Absent

#03-21 RESOLUTION ESTABLISHES MEMBERSHIP OF 2022 COMMITTEES FOR THE RIVERHEAD IDA ECONOMIC JOB DEVELOPMENT CORPORATION

RESOLVED, that the following is the membership of the Board committees:

Audit Committee – **Chair James Farley**, Thomas Cruso, Anthony Barresi
Governance Committee – **Chair Lori Pipeczynski**, James Farley, Anthony Barresi
Finance Committee – **Chair Lee Mendelson**, James Farley, Thomas Cruso

Vote: 4 Yes
1 Absent

#04-22 RESOLUTION APPOINTING COUNSEL TO THE CORPORATION, BOND COUNSEL AND THE CHIEF FINANCIAL OFFICER

WHEREAS, the members of the corporation have received and reviewed letters of engagement for legal counsel, bond counsel and certified financial officer.

RESOLVED, that Nixon Peabody, LLP be and is hereby appointed as general legal and bond counsel to the RIDA Economic Job Development Corporation for 2022 to be paid upon presentation of an itemized statement.

RESOLVED, that Denise M. Cooper, be and is hereby appointed as Chief Financial Officer and Contracting Officer to the Riverhead IDA Economic Job Development Corporation to be paid upon presentation of an itemized statement.

Vote: 4 Yes
1 Absent

#05-22 RESOLUTION AUTHORIZING ENDORSMENT FOR DEPOSITORY ACCOUNTS

WHEREAS there has been a change to the membership of the corporation for the Riverhead IDA Economic Job Development Corporation, and

WHEREAS it is necessary to amend the current endorsements and authorized representatives to sign and otherwise act on behalf of the Agency,

NOW THEREFORE BE IT RESOLVED, that James Farley as Chairman, Lee Mendelson as Treasurer, Lori Ann Pipeczynski as Vice Chair and Denise Cooper, Chief Fiscal Officer be and are hereby designated as the official authorized representatives to sign and otherwise act on behalf of the Riverhead IDA Economic Job Development Corporation with respect to accounts, banking transactions or services for the RIDA Economic Job Development Corporation as assigned to Peoples United Bank, and

BE IT FURTHER RESOLVED, that the corporation authorizes each of these designees to countersign checks of \$3000 or more that require dual signatures.

Vote: 4 Yes
1 Absent

#06-22 RESOLUTION RATIFIES DESIGNATION JONES, LITTLE & CO, LLP AS OFFICIAL AUDITING FIRM FOR THE RIVERHEAD IDA ECONOMIC JOB DEVELOPMENT CORPORATION

RESOLVED, that the Chairman is hereby authorized to execute a contract with Jones, Little & Co, LLP as the official auditing firm of this Corporation for calendar year 2021 and that said books are to be audited annually with a copy of said audit to be provided to the Corporation and become part of the record of such Corporation.

Vote: 4 Yes
1 Absent

COMMITTEE REPORTS

Audit Committee – James Farley reported that the Audit Committee met virtually on March 17th. He, Anthony Barresi, Counsel, representatives from the auditing firm, the Executive Director of the IDA and the CFO were all present.

He noted that the auditors reviewed the audit and issued 3 clean opinions with no findings. The committee voted to recommend to the board that all the annual reports, the audit and the reviewed policies be authorized by the board.

Governance Committee – Lori Ann Pipczynski reported that the Governance Committee met on March 24, 2022 to review the PARIS report prior to its submission to NYS by the end of the month. Minor revisions were suggested for clarity and consistency.

The Committee completed its annual review of agency policies, including those for procurement, time and attendance, salary and compensation, and defense and indemnification, along with the statement of board responsibilities, the code of ethics, by-laws, mission statement, and report on operations. No changes to the policies or reports were proposed and the Committee voted to recommend their approval by the full board.

The Committee then discussed the annual board evaluation and no recommendations were made for further action.

Finance Committee- None

OLD BUSINESS

**#07-22 RESOLUTION RATIFIES AMENDMENT TO RESOLUTION #19-21
AUTHORIZES PUBLICATION OF NOTICE OF MEETING**

Lori Ann Pipczynski offered the following resolution, which was seconded by Anthony Barresi.

WHEREAS, Resolution #19-21 AUTHORIZES PUBLICATION OF NOTICE OF MEETING was approved during the December 6, 2021 meeting, and

WHEREAS, there were subsequent changes to the meeting dates prior to publishing, and

NOW THEREFORE BE IT RESOLVED, that RESOLUTION #19-21 be rescinded and the following Notice of Meeting be published once in The Riverhead News Review:

PUBLIC NOTICE

PLEASE TAKE NOTICE, that the meetings of the Riverhead Industrial Development Agency and the Riverhead IDA Economic Job Development Corporation shall take place on

the first Monday of each month at 5:00pm at the Riverhead Town Hall, 200 Howell Avenue, Riverhead, New York. The annual meetings will take place in January of the calendar year. If a legal holiday should occur on the first Monday of a month then the meeting will be held on the second Monday of that month, unless otherwise amended by this Board. One additional meeting is scheduled at the end of March and only held as necessary to meet NYS deadlines.

BY ORDER OF THE BOARD OF DIRECTORS
RIVERHEAD IDA ECONOMIC JOB
DEVELOPMENT CORP
Anthony Barresi, Secretary

2022 Meeting Schedule

February 7, 2022

March 7, 2022

March 28, 2022 Annual

April 4, 2022

May 2, 2022

June 6, 2022

July 11, 2022

August 1, 2022

September 12, 2022

October 3, 2022

November 7, 2022

December 5, 2022

Vote: 4 Yes
1 Absent

NEW BUSINESS

#08-22 A RESOLUTION ADOPTING, RATIFYING AND CONFIRMING BOARD POLICIES AND ANNUAL REPORTS

The following resolution was offered by Anthony Barresi

And seconded by Lee Mendelson.

WHEREAS, in accordance with the Public Authorities Law, it is a recommendation of the Audit Committee of the Riverhead IDA Economic Job Development Corporation that the following policies be reviewed, adopted, ratified and confirmed, and

WHEREAS, the following policies and reports recommended by the Audit committee to the Board of Directors include the 2021 Audit and Financials, Assessment of Internal Controls, Investment Guidelines and Report, and

WHEREAS, in accordance with the Public Authorities Law, it is a recommendation of the Governance Committee of the Riverhead IDA Economic Job Development Corporation that the following reports be reviewed, adopted, ratified and confirmed, and

WHEREAS, the following policy and reports have been reviewed and recommended by the Governance Committee including the Mission Statement and Measurement Report, Report on Operations, Disposition of Real Property Report, Salary and Compensation, Defense and Indemnification, Time and Attendance, Procurement Policy and Report, Whistleblower and Statement of Board Duties, and

WHEREAS, after discussion, the Board of Directors of the Riverhead IDA Economic Job Development Corporation wishes to adopt the above mentioned and attached policies and reports.

NOW, THEREFORE, BE IT RESOLVED, that the attached policies and reports be and hereby are adopted, ratified and confirmed.

(see attached policies)

Vote: 4 Yes
1 Absent

#09-22 A RESOLUTION RATIFYING, AFFIRMING AND AUTHORIZING SUBMISSION OF THE 2021 PARIS REPORT FOR THE RIVERHEAD IDA ECONOMIC JOB DEVELOPMENT CORPORATION

The following resolution was offered by Anthony Barresi
And seconded by Lee Mendelson.

WHEREAS, Public Authorities Law, as amended in 2005 by the Public Authorities Accountability Act, requires state and local authorities to file specific financial and budgetary information with the ABO and Public authorities have been submitting these reports through the Public Authorities Reporting Information System (PARIS), and

WHEREAS, in accordance with the Public Authorities Law, the information must be submitted to the State 90 days after the fiscal year end date which is March 31st, and

WHEREAS, the PARIS report has been presented in substantial form to the board for review and authorization for final submission and certification, and


NOW, THEREFORE, BE IT RESOLVE, the Board of Directors of the Riverhead IDA Economic Job Development Corporation ratifies, affirms and authorizes the final submission of the PARIS report for 2021.

(see attached report)

Vote: 4 Yes
1 Absent

Seeing no further business, Lori Ann Pipeczynski motioned to adjourn the meeting. Anthony Barresi seconded. The meeting adjourned at 6:01pm

9/21/2022
Date


Secretary/Asst.