

RIDA Governance Committee Meeting
Minutes: 1-21-25
Town Hall

Attendance: Lori Ann Pipczynski, James Farley, Lee Mendelson, and Tracy James-ED

The Governance Committee met on January 21st. Lori Ann Pipczynski opened the meeting at 6:01pm and motioned to amend the order of business, placing the executive session after the regular committee meeting.

ABO Website Review -The committee reviewed some of the remaining open items from the review. They were briefed on the cost of a new website and steered to take a look at a couple other agency's websites. The ED showed them the draft dashboard and requested input on the format. Among other details, the members remarked that they want a user-friendly website.

The director presented a draft acquisition policy for consideration by the committee. Despite the policy not being a legal requirement and the Agency's lack of interest or resources to acquire real property, the committee approved a recommendation to the full board to adopt such a policy should circumstances change in the future. Lee Mendelson motioned to recommend the Acquisition Policy to the full board for adoption. James Farley seconded. Motion carried with 3 affirmative votes.

Committee Meetings – The committee then discussed the requirements outlined in the ABO correspondence related to public committee meetings. Members sought to strike a balance between minimizing the impact on agency staff and board members while still accommodating public attendance as recommended by the ABO. This will require additional coordination with town hall and the website administrator.

The ED noted that the posting obligation does not require a legal notice, but simply a notification. The ED will consult with counsel and the town to see what needs to be coordinated.

The committee also discussed who should be appointed as Procurement/Contracting Officer. It was agreed to continue with the Agency CFO.

Policy review – The ED distributed the updated statute which includes a new consideration for an agency when analyzing a project for benefits. The statute requires IDA's to consider if a project will be providing onsite child daycare facilities. To meet the requirement, the ED recommended incorporating it into the list of determinants within the Uniform Project Evaluation Criteria Policy vs the Uniform Tax Exempt Policy. The committee agreed.

James Farley motioned to include “the extent to which a project will provided onsite child daycare facilities” as one of the criteria for consideration listed within the Uniform Project Evaluation Criteria Policy. Lee Mendelson seconded. The motion carried with 3 affirmative votes.

The committee then reviewed the list of other policies that are required to be reviewed annually and determined there was no need to amend any of the following policies at this time:

- Fee Schedule
- Disposition of Real Property Policy

- Procurement Policy
- Statement of Board Responsibilities
- Code of Ethics
- Whistleblower
- Bylaws
- Time and Attendance Policy
- Equal Opportunity and Non Discrimination Policy
- Salary and Compensation
- Defense and Indemnification
- Mission Statement and Measurement Report

James Farley motioned to recommend the policies for authorization to the full board without any amendments. Lee Mendelson seconded the motion. Motion carried with 3 affirmative votes.

Project Updates – The ED distributed internal draft computations on the benefit package provided to Island Water Park when it was first authorized. She noted the amended application is pretty much completed. She pointed out the amount of benefit used and the significant difference between the sales tax exemption awarded and used, leaving \$1 million dollars unused. She noted it is typical that projects do not use all the sales tax exemption authorized since they are estimates. She projected the remaining benefits going forward, should the board decide to consider accepting the amended application. It reflects a decrease in benefits by \$1.3 million dollars from the original package provided. The committee inquired about the current PILOT payment, but the ED did not have confirmation on payment. She reminded the board that the company is still an active project and must submit to all obligations. Compliance reports are due back in February. The committee questioned where the reduction in employment was coming from and desires to seek guidance from counsel as to how to handle the default as the agency processes the amended application.

Review of recent Comptroller Audits from other Agencies – Chairwoman Lori Pipczynski frequently reviews other audits to ensure our Agency is in compliance. The Committee discussed the knowledge that can be gleaned from the comptroller's audits of other agencies and made note that the auditors suggested obtaining invoices from construction projects. Due to the limited resources of the Agency, it was suggested that requiring the applicant to share final expense reports required of financial institutions and spot-checking projects could be a practice that the Agency adopts. Further discussion on the issue was tabled for future meetings.

James Farley motioned to adjourn the meeting. Lee Mendelson seconded. The meeting was adjourned at 6:57 pm.

Executive Session

The Chairwoman moved to open the session at 7:10pm. The Committee discussed the personnel review and contract. No action was taken during the meeting.

James Farley moved to adjourn the executive session. Lee Mendelson seconded. Executive Session of the Governance Committee adjourned at 8pm.

**TOWN OF RIVERHEAD
INDUSTRIAL DEVELOPMENT AGENCY
ACQUISITION OF REAL PROPERTY POLICY**

I. Introduction

The following policy sets forth for the Town of Riverhead Industrial Development Agency (the “Agency) its operative policy and instruction regarding its acquisition of real property. This policy is not intended to be applicable to the Agency’s acquisition of real property in conjunction with a straight-lease or bond financing transaction as defined under the New York State General Municipal Law.

II. Acquisitions

Real property may be purchased, leased, or otherwise acquired by the Agency for purposes of use, resale, lease, or otherwise as long as such acquisition and accompanying purposes shall be in furtherance of this Agency’s purposes as set forth under Article 18-A of the New York State General Municipal Law, as may be amended from time to time, and the Agency’s mission, policies, and goals. The Contracting Officer for all property acquisition shall be determined by the Agency Board of Directors.

III. Approvals

The Contracting Officer shall first make a determination that a particular real property acquisition is in the furtherance of the Agency’s purposes or is otherwise important and necessary to the Agency. The Contracting Officer shall approve the initial terms and conditions of the real property acquisition, which terms and conditions shall be expressly subject to the approval of the Agency Board of Directors and, if necessary, a satisfactory real property appraisal as set forth below. The Contracting Officer shall put forth the proposed real property acquisition, and the terms and conditions thereof to the Agency Board of Directors for their consideration and approval. All acquisition thereof real property must be approved by a vote by the Agency Board of Directors.

IV. Appraisals

For all real property acquisition with a purchase price of \$100,000.00 or more, following the approval of the Agency Board of Directors to such real property acquisition as described herein, the Agency shall obtain an appraisal of the real property to be acquired from a real estate appraiser duly licensed in the State of New York and with experience appraising the particular type of real property being acquired by the Agency. In the event the purchase price for the real property exceeds the appraised value by more than 20% the Agency must either:

- a) Not acquire the real property; or,
- b) Renegotiate the purchase price to an amount within 20% of the appraised value and acquire the real property; or,
- c) During the subsequent Board meeting make a determination that, notwithstanding the appraised value, the Agency will proceed with the real property acquisition at the stated price as such acquisition is vitally important to the Agency’s purpose and is otherwise important and necessary.