The minutes of the **monthly meeting** of the Village of Green Island Industrial Development Agency meeting held on Wednesday, December 20, 2017 at 3:04 p.m. at the Village Office, 2nd Floor Conference Room, 20 Clinton Street, Green Island, NY.

Chairperson Rachel A. Perfetti called the meeting to order.

Present: Chairperson Perfetti, Treasurer Alix and Secretary Koniowka.

Also, in attendance: Sean E. Ward, IDA Chief Executive Officer, John J. McNulty III, Chief Financial Officer; Michele Bourgeois, Assistant to the Chief Financial Officer; Special Counsel – Attorney A. Joseph Scott and Attorney Christopher Canada.

Absent: Attorney Joseph Legnard.

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, to excuse the absentee. All ayes.

Chairperson Perfetti stated that the next item on our agenda is consideration of the minutes from the monthly meeting held on October 18, 2017, the Special Meeting held on November 29, 2017 and Public Hearing held on December 15, 2017.

On a motion by Secretary Koniowka seconded by Treasurer Alix and carried, to approve the minutes of the monthly meeting held on October 18, 2017, the Special Meeting held on November 29, 2017 and the Public Hearing held on December 15, 2017. All ayes.

Chairperson Perfetti then asked for a motion on the monthly financial reports as submitted by the Chief Financial Officer for October and November 2017.

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, to accept the monthly financial reports for October and November 2017 as submitted by the Chief Financial Officer. All ayes.

Chairperson Perfetti stated that the next item is consideration is the Audit of Claims for October 18, 2017 to present.

On a motion by Secretary Koniowka seconded by Treasurer Alix and carried, to approve the audit of claims for October 18, 2017 to present. All ayes.

Chairperson Perfetti stated that the next item is consideration of authorizing the payment of 2018 membership dues to the New York State Economic Development Council in the amount of $750.00.

Sean commented that it is annual fee and he believes it is the same as last year - $750.00.

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, to authorize the payment of the 2018 membership dues to the New York State Economic Development Council in the amount of $750.00. All ayes.

Chairperson Perfetti stated that the next item under Other Business is two (2) resolutions pertaining to the Center Island North Refunding.

Attorney Scott directed Attorney Canada to provide copies to the board members pertaining to Commercial/Retail Findings Resolution and the Bond Resolution for Center Island North, LLC Refunding Project.

Attorney Scott proceeded to give a detailed overview of each resolution.

Further discussion ensued.

On a motion by Secretary Koniowka seconded by Treasurer Alix and carried, to Adopt a RESOLUTION (A) Determining that the proposed Center Island North, LLC Project is a Commercial Project, and (B) Making certain findings required under the General Municipal Law. All ayes.

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, to Adopt a RESOLUTION authorizing the Issuance and Sale by the Village of Green Island Industrial Development Agency of its Housing Revenue Bond (Center Island North Project), Series 2017A and Series 2017B (Federally Taxable) in the aggregate principal amount not to exceed $16,000,000 and the execution of various documents related thereto. All ayes.

Attorney Scott mentioned that after the last meeting we discussed a potential conflict. Secretary/Member Koniowka informed us that he has a relationship with the developer, but it is not a relationship that triggers a conflict. So, we have prepared a letter for Secretary Koniowka for his signature, which he has signed and it will be attached to the minutes of this meeting and also, will be included in the Closing Documents.

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, hereby acknowledging receipt of letter from Secretary/Member Theodore G. Koniowka stating disclosure of a relationship with one of the partners of the Center Island North, LLC project and to include the disclosure with the minutes of this meeting as part of the record. All ayes.

No further business.

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, to adjourn the meeting at 4:00 p.m. All ayes.

The minutes of the **Annual Meeting** of the Village of Green Island Industrial Development Agency held on Wednesday, December 20, 2017 at 4:02 p.m. at the Village Office, 2nd Floor Conference Room, 20 Clinton Street, Green Island, NY.

Chairperson Rachel Perfetti called the meeting to order.

Present: Chairperson Perfetti, Member/Treasurer Alix, Member/Secretary Koniowka.

Also, in attendance: Sean E. Ward, IDA Chief Executive Officer John J. McNulty III, Chief Financial Officer and Michele D. Bourgeois, Assistant to the Chief Financial Officer.

Absent: Attorney Joseph F. Legnard.

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, to excuse the absentee. All ayes.

Chairperson Perfetti stated that the next order of business is the election of officers and appointments.

On a motion by Secretary Koniowka seconded by Treasurer Alix and carried, to approve the election of officers and the following appointments:

**Chairperson** – Rachel A. Perfetti

 **Secretary** – Theodore G. Koniowka

 **Treasurer** – Maggie A. Alix

Let the record reflect that each member abstains for their own appointment.

Chairperson Perfetti continued with the committee appointments and official appointments.

**Audit Committee**: Maggie A. Alix, Chair

 Rachel A. Perfetti, Member

Theodore G. Koniowka, Member

 **Finance Committee** Rachel A. Perfetti, Chair

 Maggie A. Alix, Member

 Theodore G. Koniowka, Member

**Governance Committee**: Theodore G. Koniowka, Chair

Maggie A. Alix, Member

 Rachel A. Perfetti, Member

 **Chief Executive Officer** – Sean E. Ward

 **Recording Secretary** – Anne M. Strizzi

 **Chief Financial Officer** – John J. McNulty III

 **Assistant to the Chief Financial Officer** – Michele D. Bourgeois

 **Director of Community Development** – Vacant

 **Counsel** – Joseph F. Legnard

 **Special Counsel** – A. Joseph Scott

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, to approve the committee appointments and official appointments for 2018. All ayes.

Let the record reflect that each member abstains for their own appointment.

Chairperson Perfetti stated that the next order of business is designation of official depositories for IDA funds.

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, to designate the following depositories for IDA funds:

Pioneer Commercial Bank

Bank of America

 First Niagara Financial Group, Inc.

 Bank of New York Mellon

 M & T Bank

 JP Morgan/Chase

Chairperson Perfetti stated that the next item is setting the official reimbursement rate for mileage while on official business. Chairperson Perfetti recommends that the mileage rate be set at $.54.5 per mile, which is the IRS rate for mileage for 2018.

On a motion by Secretary Koniowka seconded by Treasurer Alix and carried, to set the official reimbursement rate while on official business at 2018 IRS Mileage rate in the amount of $.54.5 per mile. All ayes.

Chairperson Perfetti stated that the next order of business is the designation of The Record Newspaper, Troy, NY as the official newspaper.

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, to designate The Record Newspaper of Troy, NY as the official newspaper. All ayes.

Chairperson Perfetti stated the next item is setting a time, date and place for the regular Green Island Industrial Development Agency meetings. Chairperson Perfetti is proposing 3:00 p.m., the 3rd Wednesday of each month, at the Green Island Village Office, 2nd Floor Conference Room, 20 Clinton Street, Green Island.

On a motion by Treasurer Alix seconded by Secretary Koniowka and carried, to set the regular monthly meeting date for the IDA for 3:00 p.m. on the 3rd Wednesday of each month, at the Green Island Village Offices, 2nd Floor Conference Room, 20 Clinton Street, Green Island. All ayes.

No further business.

On a motion by Secretary Koniowka seconded by Treasurer Alix and carried, to adjourn the meeting at 4:05 p.m. All ayes.

The minutes of the **annual meeting** of the **Audit Committee** of the Village of Green Island Industrial Development Agency held on Wednesday, December 20, 2017 at 4:05 p.m. at the Village Office, 2nd Floor Conference Room, 20 Clinton Street, Green Island.

Chairperson Alix called the meeting to order.

Chairperson Alix, Member Koniowka and Member Perfetti.

Also, in attendance: Sean E. Ward, IDA Chief Executive Officer, John J. McNulty III, Chief Financial Officer and Michele D. Bourgeois, Assistant to the Chief Financial Officer.

Absent: Attorney Joseph F. Legnard.

On a motion by Member Perfetti seconded by Member Koniowka and carried, to excuse the absentee. All ayes.

Chairperson Alix asked for an update on Financial Reports and asked Jack for any comments.

Jack stated that it is basically the same as noted at the regular meeting. We are right on target with the budget. If anyone ever has any questions after the meeting, just give him a call.

Chairperson Alix asked if there was any other business to come before the Committee.

There was no further business to come before the Committee.

Chairperson Alix asked for a motion to adjourn.

On a motion by Member Koniowka seconded by Member Perfetti and carried, to adjourn the meeting at 4:06 p.m. All ayes.

The minutes of the **annual meeting** of the **Finance Committee** of the Village of Green Island Industrial Development Agency held on Wednesday, December 20, 2017 at 4:06 p.m. at the Village Offices, 2nd Floor Conference Room, 20 Clinton Street, Green Island.

Chairperson Perfetti called the meeting to order.

Chairperson Perfetti, Member Alix and Member Koniowka.

Also, in attendance: Sean E. Ward, IDA Chief Executive Officer, John J. McNulty III, Chief Financial Officer and Michele Bourgeois, Assistant to the Chief Financial Officer.

Absent: Attorney Joseph F. Legnard.

On a motion by Member Alix seconded by Member Koniowka and carried, to excuse the absentee. All ayes.

Chairperson Perfetti stated that next is the update of our financial reports.

Jack stated that we are right on target with the budget.

Chairperson Perfetti asked if there was any other business to come before the Committee.

There was no further business to come before the Committee.

Chairperson Perfetti asked for a motion to adjourn.

On a motion by Member Alix seconded by Member Koniowka and carried, to adjourn the meeting at 4:07 p.m. All ayes.

The minutes of the **annual meeting** of the **Governance Committee** of the Village of Green Island Industrial Development Agency held on Wednesday, December 20, 2017 at 4:07 p.m. at the Village Office, 2nd Floor Conference Room, 20 Clinton Street, Green Island, NY.

Chairman Koniowka called the meeting to order.

Chairman Koniowka, Member Alix and Member Perfetti.

Also, in attendance: Sean E. Ward, IDA Chief Executive Officer, John J. McNulty III, Chief Financial Officer and Michele Bourgeois, Assistant to the Chief Financial Officer.

Absent: Attorney Joseph F. Legnard.

On a motion by Member Perfetti seconded by Member Alix and carried, to excuse the absentee. All ayes.

Chairman Koniowka stated that the first item on the agenda is the update regarding training requirements.

Sean Ward stated that all members have received their Public Authority Accountability training. He has provided everyone with a spreadsheet noting each member. The only staff member that has not completed Michele Bourgeois and she is not required to do it, but she has indicated that she would be interested.

Sean noted that the other requirement of the IDA is the filing of the Financial Disclosure forms with the Green Island Board of Ethics and the Albany County Ethics Commission and they were filed by all staff and members on May 11, 2017. The Green Island Board of Ethics met on July 17, 2017 and reviewed and accepted all disclosure forms submitted. The Albany County Ethics Commission met in September of 2017 and accepted all financial disclosure forms.

Sean noted that the last item is the distribution of the Code of Ethics and that actually goes into Item #4 and we can incorporate those together under Policies and Procedures, the IDA Code of Ethics has been distributed and some took the training that Maggie conducted. Some took the training on December 13th and the policies of the Code of Ethics was distributed and all members have signed off on it and the remainder of the members received a copy of the Code of Ethics, except for Attorney Legnard and that will be taken care of in January

On a motion by Member Alix seconded by Member Perfetti and carried, to accept the report of Sean Ward on the training of IDA officers and employees. All ayes.

Chairman Koniowka stated that the next item is our update on Policies and Procedures.

Sean stated that every once in a while, usually annually, we review all of our policies and procedures to make sure that they are in accordance with local, state and Authority Act laws and this past summer, we had our special counsel, Joe Scott review all of our policies and there were some updates made in State law last year and we did make some policy changes in the last few months, which were approved by this board and we are up to date with all of the policies in accordance with State and Local law and they are posted on our website as well.

Chairman Koniowka thanked Sean for his update and asked for a motion to accept Sean’s comments.

On a motion by Member Perfetti seconded by Member Alix and carried, to accept report and update on Policies and Procedures as provided by Sean E. Ward, IDA Chief Executive Officer. All ayes.

There was no further business to come before the Committee.

Chairman Koniowka asked for a motion to adjourn.

On a motion by Member Perfetti seconded by Member Alix and carried, to adjourn the meeting at 4:11 p.m. All ayes.