

CITY OF HUDSON INDUSTRIAL DEVELOPMENT AGENCY NOTICE OF PUBLIC MEETING

Please take notice that there will be an annual meeting of the City of Hudson IDA and it's Audit Committee on March 12, 2019 at 1:00pm at the Columbia County Chamber of Commerce offices at 1 North Front Street, Hudson, NY 12534 for the purpose of discussing any matters that may be presented to Agency for consideration.

Dated: March 5, 2019
Justin Maxwell, Secretary
City of Hudson Industrial Development Agency

HIDA Board of Members Agenda

Members:

Tiffany Garriga	Rick Rector
Walter Chatham	Justin Maxwell
Heather S. Campbell	Dominic Merante

1. Minutes, January 8, 2019*
2. Audit Committee Report
 - 2018 Audited Financials and Required Correspondence*
 - Internal Controls Statement 2018*
3. 2018 PARIS Report (Draft)*
4. New York State Economic Development Council Update
5. ABO Update
6. Vacant Seat
7. Public Comment

Attachments:

Draft January 8, 2019 minutes
Internal Controls Statement 2018

*Requires Approval

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**CITY OF HUDSON
INDUSTRIAL DEVELOPMENT AGENCY**

**MINUTES
CITY OF HUDSON
INDUSTRIAL DEVELOPMENT AGENCY
Board Meeting
Tuesday, January 8, 2019
1 North Front Street
Hudson, New York**

The regular meeting of the City of Hudson Industrial Development Agency was held at the offices of the Columbia County Chamber of Commerce, located at 1 North Front Street, Hudson, NY 12534 on January 8, 2019. The meetings were called to order at 1:10 pm by Eileen Halloran, Chair.

HIDA Members	Title	Present	Absent
Outgoing Minority Leader Eileen Halloran	Chair	x	
Majority Leader Tiffany Garriga	Vice Chair	x	
Treasurer Heather Campbell	Treasurer	x	
Assessor Justin Maxwell	Secretary	x	
Planning Board Chair Walter Chatham	Member	x	
Mayor Rick Rector	Member	x	
Incoming Minority Leader Dominic Merante	Member	x	

ALSO PRESENT:

Tom DePietro	President, Common Council
Linda Mussmann	4 th Ward Supervisor, City of Hudson
F. Michael Tucker	Columbia Economic Development Corp.
Lisa Drahushuk	Columbia Economic Development Corp.
Kayla Duntz	Columbia Economic Development Corp.

Chair Halloran noted that she was no longer Minority Leader and therefore would no longer be a member of the HIDA. She informed the attendees, Dominic Merante had been installed as Minority Leader and would be replacing her on the HIDA Board. The Board expressed their thanks for her service.

Committee Appointments:

Acting Chairman Garriga called for a motion to appoint the Audit Committee consisting of Mr. Merante, Mr. Chatham and Mr. Maxwell. *Mr. Chatham made a motion, seconded by Mr. Rector to approve the appointments. All present voted in favor.*

Mr. Rector made a motion, seconded by Mr. Chatham to appoint the Finance Committee consisting of Ms. Campbell, Mr. Chatham and Mr. Rector. All present voted in favor.

Mr. Rector made a motion, seconded by Mr. Chatham to appoint the Governance Committee consisting of Ms. Garriga, Mr. Maxwell, Mr. Merante and Mr. Rector. All present voted in favor.

Election of Officers:

Mr. Chatham made a motion seconded by Ms. Campbell to elect Ms. Garriga HIDA Chair. All present voted in favor.

Ms. Campbell made a motion, seconded by Mr. Rector to elect Mr. Chatham Vice-Chair. All present voted in favor.

Mr. Rector made a motion, seconded by Ms. Campbell to elect Mr. Maxwell Secretary. All present voted in favor.

Mr. Chatham made a motion, seconded by Mr. Rector to elect Ms. Campbell Treasurer. All present voted in favor.

Designation of official newspaper:

Mr. Chatham made a motion, seconded by Mr. Maxwell to designate the Register Star as the official newspaper of the HIDA. All present voted in favor.

Designation of Meeting Date:

Mr. Chatham made a motion, seconded by Ms. Campbell to designate the second Tuesday of each month at 1:00pm as the regular meeting date for 2019. All present voted in favor.

Annual Housekeeping Resolution:

Mr. Tucker explained the Annual Housekeeping Resolution allowed the Board to approve the Administrative Director and staff, appoint the Independent Auditor, Agency Counsel, Banks and accounts and approve policies and documents listed in Schedule A. It also appointed the Ethics officer and the Contracting/Procurement officer. *Mr. Chatham made a motion seconded by Ms. Campbell to approve the 2019 Annual Housekeeping Resolution with the correction of adding Mr. Merante and removing Ms. Halloran. All present voted in favor.*

Minutes:

Mayor Rector made a motion, seconded by Mr. Chatham to approve the minutes from the November 13, 2018 meeting. The motion was approved with all present voting in favor.

2018 Operations and Accomplishments, 2018 Performance Measures Report: 2019 Mission Statement and Performance Goals:

Mrs. Drahushuk explained the reports were required by the Authority Budget Office annually. She explained the difference between the 2018 Performance Measures Report and the 2019 Mission Statement and Performance Goals as well as the purpose of the Operations and Accomplishments report. *Ms. Campbell made a motion, seconded by Mr. Rector to approve and affirm the documents as presented. All present voted in favor.*

Confidential Board Evaluation:

Mr. Rector made a motion, seconded by Ms. Campbell to approve the 2018 Confidential Board Evaluation Summary and to forward the document to the Authority Budget Office. All present voted in favor.

Finance Committee Report:

Mr. Tucker stated the year end Treasurer's Report would be presented at the next meeting. *Ms. Campbell made a motion, seconded by Mr. Chatham to approve the Committee Report as presented. All present voted in favor.*

Audit Committee Report:

Ms. Campbell stated no engagement letter had been received from Sickler, Torchia Allen & Churchill. *Mr. Chatham made a motion, seconded by Mr. Maxwell to approve the Committee Report as presented. All present voted in favor.*

Governance Committee Report:

Mr. Maxwell made a motion, seconded by Mr. Chatham to approve the Committee Report as presented. All present voted in favor.

Administrative Director's Annual Report:

Mr. Tucker informed the Board he had contacted the Authority Budget office regarding the consolidation of the Audit and Finance Committees. They responded that the committee duties were different and the committees could not be combined. He noted one seat on the Board remained open and would be discussed at the next meeting. He asked Ms. Halloran to update the Board at that time.

Mr. Tucker stated he had received a number of inquiries from projects interested in proceeding with projects through the HIDA. He reminded the Board, costs would limit the number of projects the HIDA could attract. He noted as the City moved through the DRI process, private sector projects may present themselves.

Mr. Tucker stated CEDC had been asked to participate in the County housing study, which had begun to identify areas of immediate need, noting there were significant pockets of need for low-income housing in the hamlets and the City. He stated he had been asked by the City of Hudson to participate with their housing study/inventory of available sites in the City limits.

Mr. Tucker stated CEDC would again be sponsoring the bi-yearly job fair in partnership with Columbia-Greene Media. He informed the Board that James Lapenn of the CEDC board had recently been appointed to the Workforce Board as the CEDC representative, replacing Tony Jones who was stepping down at the end of January.

With no public comments or other business, Chair Garriga called for a motion to adjourn the meeting. *Mr. Rector made a motion, seconded by Ms. Campbell to adjourn the meeting. All Members present voted in favor.* The meeting adjourned at 1:56 pm.

Respectfully submitted by Lisa Drahushuk

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SCHEDULE A

1. Appointment of Administrative Officer and Staff to the Agency – The Columbia Economic Development Corporation shall act as staff to the Agency pursuant to Agreement between the parties, and the Chief Executive Officer of Columbia Economic Development Corporation shall carry out the functions of the administrative director for the Agency.
2. Appointment of Accounting Firm of the Agency – Sickler, Torchia, Allen & Churchill, CPA P.C. shall be the accounting firm of the Agency.
3. Appointment of Agency Counsel – Rodenhausen Chale LLP shall serve as agency counsel.
4. Appointment of Bank of the Agency and Accounts - The agency is hereby authorized to continue to maintain and utilize all of its current accounts in The Bank of Greene County.
5. Approval and Confirmation of Agency Documents and Policies - The agency is hereby authorized to continue the existing policies which it has previously adopted for:

Policy Name	Date Adopted
Uniform Project Application	September 25, 2017
Code of Ethics	April 24, 2017
Conflict of Interest	March 27, 2017
Defense and Indemnification of Officers and Employees	March 27, 2017
Discretionary Funds	March 27, 2017
Equal Employment Opportunities	March 27, 2017
Investment	March 27, 2017
Minority and Women's Business Enterprise	March 27, 2017
Policy for the Appointment of an Ethics Officer	March 27, 2017
Policy for the Assessment of Internal Controls	March 27, 2017
Policy for the Mission and Performance Measurements	March 27, 2017
Procurement	March 27, 2017
Property Disposition	March 27, 2017
Real Property Acquisition	December 12, 2017
Recapture of Project Benefits	September 25, 2017
Travel Policy	March 27, 2017
Uniform Agency Project Agreement	September 25, 2017
Uniform Criteria for the Evaluation of Projects	September 25, 2017
Uniform Tax Exempt Policy	March 17, 2003
Whistleblower	March 27, 2017

pursuant to the Public Authorities Accountability Act as well as New York State Not-For-Profit Law.

6. Appointment of Ethics Officer – The Ethics Officer shall be the Chair of the Governance Committee.
7. Appointment of a Contracting/Procurement Officer – The Contracting/Procurement Officer shall be the Treasurer of the City of Hudson.

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CITY OF HUDSON INDUSTRIAL DEVELOPMENT AGENCY
2018 STATEMENT OF THE EFFECTIVENESS OF INTERNAL CONTROLS

This Statement of the Effectiveness of Internal Controls was adopted by the Board of Directors of the City of Hudson Industrial Development Agency, (the "Agency"), a public benefit corporation established under the laws of the State of New York, on this _____.

Purpose

To satisfy the requirement of Section 2800 (1)(a)(9) and Section 2800 (2)(a)(9) of Public Authorities Law, the Agency has prepared the following statement:

Statement of the Effectiveness of Internal Controls

This statement certifies that the City of Hudson Industrial Development Agency followed a process that assessed and documented the adequacy of its internal control structure and policies for the year ending December 31, 2018.

To the extent that deficiencies were identified, the Agency has developed corrective action plans to reduce any corresponding risk.