

**Frank S. Venezia**  
*Chairman*

**Sam Messina**  
*Vice Chairman*

**Robert B. Ward**  
*Secretary*

**Joseph P. Richardson**  
*Assistant Secretary*

**Brian T. Stenson**  
*Treasurer*

**Victoria Stanton Sweeney**  
*Member*

**Sam NeJame**  
*Member*

# TOWN OF BETHLEHEM

*Albany County - New York*

## INDUSTRIAL DEVELOPMENT AGENCY

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**Thomas P. Connolly, Esq.**  
*Assistant Executive Director,  
Assistant Secretary and  
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**Deborah M. Kitchen**  
*Assistant to the Executive  
Director and Clerk*  
Ext. 1159

### MINUTES – REGULAR MEETING

**February 3, 2010**

A regular meeting of the Town of Bethlehem Industrial Development Agency was convened in public session in the Bethlehem Town Hall, 445 Delaware Ave., Delmar, NY at 8:10 a.m., on Wednesday, February 3, 2010.

Attendance was recorded as follows:

<u>Board Members Present</u>	<u>Board Members Absent</u>	<u>Counsel Present</u>	<u>Town Staff Present</u>	<u>Others Present</u>
Frank Venezia Sam Messina Robert Ward Joseph Richardson Brian Stenson Victoria Stanton Sweeney Sam NeJame		Thomas Connolly A. Joseph Scott	Terrence Ritz Suzanne Traylor Deborah Kitchen	Jerry Witkop

Chairman Venezia called the meeting to order.

#### APPROVAL OF MINUTES

A motion was made by Mr. Richardson, seconded by Mr. Messina, and unanimously approved by all members present, to approve the minutes of the Regular Meeting held December 17, 2009, as amended. Mr. Ward, Ms. Sweeney and Mr. NeJame abstained because they were not present for the December 17, 2009 meeting.

#### OLD BUSINESS

##### **24 Power Park Drive - County Route 55, Selkirk, NY - Selkirk Cogen Partners, L.P.**

Mr. Scott reported that the Agency granted approval to modify the PILOT payment schedule to assist the Company in maintaining its debt coverage ratio. The Company agreed to make monthly payments to the Agency instead of making two payments a year -- November 15 & January 15. The modified payment schedule went into effect on January 1, 2010. The first monthly payment was received and the Company also paid closing costs and administrative fees associated with the PILOT modification. The Agency will make monthly payments to the Ravena-Coeymans-Selkirk CSD.

Mr. Scott stated that the Agency was concerned with the transition of the project from tax exempt ownership by the Agency to taxable ownership by the Company on January 1, 2013. The Agency proposed that the Company make a transition payment to the Town for Town and County Taxes on January 1, 2013 in the same amount as the Company will pay in the PILOT payment for Town Taxes on January 1, 2012. The Company declined saying that the 2013 taxes would have to reflect a then current appraised value. It was not possible to obtain agreement regarding the 2013 Taxes within the time limits for completing the 2010 modified payment schedule. Mr. Scott stated that the modified agreement was limited to 2010 with the expectation that the Company and the Agency would negotiate an extension of the modified agreement during 2010. The Town will need to have a current appraisal which will be used to negotiate with the Company.

Mr. Scott has spoken with Supervisor Messina, to make sure he is aware that the Town needs to plan for the transition of this property from an IDA PILOT project to Real Property tax project. Mr. Connolly noted that the Agency staff and counsel should meet with the Town Supervisor, Assessor, Comptroller, Counsel and Commissioner of Public Works, as well as the affected taxing jurisdictions to plan for this transition. Chairman Venezia recommended that staff look at the Agency's other PILOT agreements to see if this situation is present in those agreements.

#### **2010 Service Agreement – Exhibit A**

Ms. Traylor reported that under the 2010 Service Agreement between the Town and the Bethlehem IDA, the Town agrees to provide services to the Agency and the Agency agrees to pay for such services. The Agency's 2010 budget includes a provision of \$50,000 to fund the 2010 Service Agreement based on projected revenues being partially sufficient to fund both the agreement and to maintain the minimum required fund balance. If revenues to the Agency in 2010 exceed the budget projection, then the IDA may amend the budget to authorize additional funding based on available cash, not to exceed \$279,140.

*A motion was made by Mr. Messina, seconded by Mr. Richardson and unanimously approved by all Members present to accept the 2010 Service Agreement – Exhibit A, as amended.*

The 2010 Service Agreement will be submitted to the Town Board and placed on the Town Board Agenda for consideration.

#### **Project Updates**

##### **572 Russell Road, North Bethlehem - Blessings Corner at 572 Russell Road PDD**

The Planning Board held a public hearing for the proposed project on February 2, 2010. The applicant, Russell Road Partners, is seeking a PDD zoning classification for an 11.53+/- acre site located at the northwest corner of Krumkill and Russell Roads to allow for the construction of a Stewart's store and gas station and 44 residential condominium units at the site. The applicant also plans to install a sidewalk along Krumkill Road between Russell and Googas Roads to provide for pedestrian access to the North Bethlehem Town Park and the proposed Stewart's Shop. Mr. Ritz noted that most of the people who attended the public meeting stated that they were opposed to any type of commercial development in the area.

##### **414 Route 9W, Glenmont – Yasemin Fuels, Inc.**

The existing gas station, located at the intersection of Glenmont Road and Route 9W, has submitted an application to the Planning Board to convert the existing building into a convenience store. The Town would like to see the number of existing curb cuts reduced to improve traffic flow.

##### **Feura Bush Road, Glenmont - Kendall Square Hamlet Plan**

The applicant, Rosen Development, is working to redesign a proposed project at the corner of Elsmere Avenue and Feura Bush Road. At present the project includes four commercial buildings and approximately 112 residential apartment units.

##### **LeGrange Road, Slingerlands - Vista Development Group LLC (VDG) – Vista Technology Campus**

At the November 2009 IDA meeting, Mr. Herbert indicated that he had met with the Town's Assessor and was told that the tax assessment on the undeveloped parcels will increase once the access road is constructed. In light of this fact, Mr. Herbert expressed an interest in a PILOT agreement that would help to keep the assessment at its current level until the parcels were developed. In response to this request, the Members indicated that Mr. Herbert would need to provide information to show how significant the change in tax assessment would be before they would be willing to make a decision. Mr. Ritz noted that the Town generated comments on the latest set of plans in January 2010.

### **35 Hamilton Lane, Glenmont - 35 Hamilton of Glenmont LLC (35HG)**

Town staff met with the developer in December 2009 to discuss the proposed project and offer assistance with its design. The project had been inactive since August 2009. Mr. Ritz stated that it would be beneficial for the Agency to withhold assistance on future projects until the project design is considered something more than a concept plan.

### **158 West Yard Road, Selkirk - Selkirk Ventures / World Logistics Group – Rail Assistance**

Mr. Connolly reported the Empire Zone Designation Board approved World Logistics Group's request to be considered a "regionally significant" project in the Albany County Empire Zone - effective January 1, 2008. World Logistics Group is now eligible to apply for Empire Zone certification on the land it currently occupies which is outside of the district and separate contiguous areas as identified and approved by the Empire Zone Designation Board. Installation of rail siding and expansion of the building was contingent upon the certification as well as the tenant's commitment to occupy the building. It is not likely that this project will advance because the tenant has reduced the number of employees and the amount of square footage it occupies at the warehouse.

### **2010 IDA Report**

Mr. Ritz indicated that the IDA Report is near completion and will be ready for circulation in the Spring. A message from Supervisor Messina is forthcoming. The financial report will be generated in March. Members and staff will gather for an updated group photo.

## **NEW BUSINESS**

### **Quarterly Financial Report**

Ms. Traylor stated that the Quarterly Financial Report for December 2009 will not be presented until after the audit has been completed.

### **Audit Committee Update**

Chairman Venezia reported that the Audit Committee met with Katharine Doran & Sarah Lawyer, representatives of the auditing firm Teal, Becker & Chiaramonte, at 7:20 a.m. this morning. He stated that Ms. Traylor and Mr. Connolly were also present at the meeting while the Committee Members discussed the scope of the 2009 audit and a variety of other things, including the PAAA requirement to complete the audit and post it on the Agency's website by March 31, 2010. Chairman Venezia also stated that the Audit Committee met in executive session with the auditors, without Ms. Traylor and Mr. Connolly present.

The auditors are scheduled to meet with the Audit Committee on Friday, March 12, 2010 to review the results of the audit. The Agency will meet on Monday, March 22, 2010 at 8:00 a.m. to review and approve the audit so that it can be filed with the Authority Budget Office by March 31st.

### **Governance Committee Update**

Mr. Ward reported that the Governance Committee is scheduled to meet at 9:00 a.m. today.

### **Finance Committee Update**

A Finance Committee was established at the Annual Meeting held at 8:00 a.m. today. A Finance Committee Charter will be created for the Committee and included in the IDA Manual on the Agency's website.

### **Annual Financial Disclosure for Calendar Year 2009 – PAAA Requirement**

Mr. Connolly reported that the Authority Budget Office issued guidelines regarding financial disclosure. The guidelines state that if the appointing municipality does not have to file financial disclosure, the Agency does not have to file. The Town of Bethlehem does not file financial disclosure; therefore, the Agency does not have to. Chairman Venezia stated that the Members will no longer be required to file financial disclosure statements.

### **Amendments to the Public Authority Accountability Act of 2005**

Mr. Scott stated that his partner George Cregg provided a memo which outlines the changes in the PAAA legislation. He noted that many of the concepts associated with best practices can be viewed as moving targets.

Specific items brought to the Agency's attention are listed below:

- Page 2 Authorities Budget Office - independent entity in the Dept of State
- Page 3 Powers of the Authorities Budget Office
- Page 4 Affiliate Defined - broader definition
- Page 4 Annual Reports - 2009 reports are not subject to additional requirements
- Page 8 Filing of Annual Budget
- Page 8 Annual Independent Audit - filing requirements
- Page 13 Removal of Board Members – breach of fiduciary duty
- Page 14 Role and Responsibilities of Board Members – signing an oath card
- Page 17 Duties of the Governance Committee – review Charter
- Page 17 Appointment of Audit Committee – qualifications
- Page 18 Appointment of Finance Committee – need Charter
- Page 19 Less than Fair Market Price for Disposition of Property

**Engagement Letter - Hodgson Russ LLP**

The engagement letter of Hodgson Russ LLP was reviewed and signed by Frank Venezia.

**NON-AGENDA ITEMS**

**New Member**

It is anticipated that a new member will be appointed at the February 10, 2010 Town Board meeting.

**Staff Training**

Mr. Connolly attended the NYS Economic Development Council's IDA Section Conference & PAAA Certified Training on January 19-20, 2010.

**Member Training**

Ms. Sweeney and Mr. NeJame are scheduled to attend CUNY PAAA Training on March 26, 2010.

**UPCOMING MEETINGS TO BE HELD AT TOWN HALL**

03/12/2010			Audit Committee Meeting
03/22/2010	8:00 a.m.	Room 101	Regular Meeting
04/21/2010	8:00 a.m.	Room 101	Regular Meeting
04/21/2010	9:00 a.m.	Room 101	Governance Committee Meeting

**MOTION TO ADJOURN**

A motion to adjourn was made by Mr. Stenson, seconded by Mr. Richardson and unanimously approved by all Members present.

*Respectfully submitted: Deborah M. Kitchen*