

**Frank S. Venezia**  
*Chair*

**Victoria Storrs**  
*Vice Chair*

**Richard Kotlow**  
*Secretary*

**Catherine M. Hedgeman, Esq.**  
*Assistant Secretary*

**Tim Maniccia**  
*Member*

**David Kidera**  
*Member*

**Jared Finke**  
*Member*

**TOWN OF BETHLEHEM**  
*Albany County - New York*  
**INDUSTRIAL DEVELOPMENT AGENCY**

445 DELAWARE AVENUE  
DELMAR, NEW YORK 12054  
Telephone: (518) 439-4955  
Email: [info@bethlehemida.com](mailto:info@bethlehemida.com)  
[www.bethlehemida.com](http://www.bethlehemida.com)

**Regular Meeting Minutes**  
**Friday, May 28, 2021**  
**8:00 AM**  
**Zoom**

**Thomas P. Connolly**  
*Executive Director,  
Assistant Secretary and  
Agency Counsel*  
518-573-2200

**Allen F. Maikels**  
*Treasurer, Chief Financial Officer  
and Contracting Officer*  
518-487-4679

**Vacant**  
*Economic Development  
Coordinator*  
Ext. 1189

**Robin Nagengast**  
*Assistant to the Executive Director  
and Clerk*  
Ext. 1164

**I. Notice**

- **DUE TO THE NOVEL CORONAVIRUS (COVID-19), THE BOARD WILL NOT BE MEETING IN-PERSON. THE MEETINGS TO BE HELD ELECTRONICALLY DUE TO THE NOVEL CORONAVIRUS (COVID-19) THE BOARD WILL NOT BE MEETING IN-PERSON. AN EXECUTIVE ORDER (202.1) ISSUED BY GOVERNOR CUOMO ON 3/12/2020 SUSPENDED THE OPEN MEETINGS LAW. MEMBERS OF THE PUBLIC MAY LISTEN TO AND VIEW THE MEETINGS LIVE BY VISITING WWW.TOWNOFBETHLEHEM.ORG, CLICK THE MEETINGS BUTTON FOUND ON LEFT SIDE OF WEBPAGE AND SELECT THE APPROPRIATE BOARD FROM THE DROPDOWN. AGENDAS, MINUTES, AND VIDEOS ARE AVAILABLE AT THIS SAME LINK. PLEASE CHECK THE TOWN WEBSITE FOR UPDATES.**

**I. Call to Order/Roll Call/Quorum Determination**

A Regular Meeting of the Bethlehem Industrial Development Agency of the Town of Bethlehem was held on the above date at the Zoom, 445 Delaware Ave, Delmar, NY. The Meeting was called to order at 8:00 AM with the presence of a quorum noted.

<b>Attendee Name</b>	<b>Title</b>	<b>Status</b>	<b>Arrived</b>
Frank S. Venezia	Board Member/Chairman	Remote	
Victoria Storrs	Board Member/Vice Chair	Remote	
Richard Kotlow	Board Member/Secretary	Remote	
Catherine Hedgeman	Board Member/Assistant Secretary	Remote	
Tim Maniccia	Board Member	Remote	
David Kidera	Board Member	Remote	
Jared Finke	Board Member	Remote	
Thomas P. Connolly	Executive Director/Agency Counsel	Remote	
Allen F. Maikels	CFO and Contracting Officer	Remote	
Robin Nagengast	Assistant to the Executive Director	Remote	
Robert Leslie	Director of Planning	Remote	
David VanLuven	Town Supervisor	Remote	

### III. Minutes Approval

#### 1. Friday, March 26, 2021

**RESULT:** ACCEPTED [6 TO 0]  
**MOVER:** David Kidera, Board Member  
**SECONDER:** Victoria Storrs, Board Member/Vice Chair  
**AYES:** Venezia, Storrs, Kotlow, Hedgeman, Kidera, Finke  
**ABSTAIN:** Tim Maniccia

### IV. Reports of Committees

- **REPORT OF THE GOVERNANCE COMMITTEE 4/23/2021**

Mr. Kidera reported on the April 23, 2021 Governance Committee.

- **A. 2020 BOARD EVALUATION**

Mr. Kidera reviewed the Full Board Assessment for 2020 and compared it with the 2019 Assessment.

- **B. PROPOSED REVISIONS TO BYLAWS**

Revisions to the Agency bylaws were discussed.

- **I. REVISIONS TO AGENCY BYLAWS ARTICLE II SECTION 3. RESPONSIBILITY OF MEMBERS.**

The Agency approved revisions to the Agency bylaws regarding Responsibilities of Members:

Article II Section 3. RESPONSIBILITY OF MEMBERS. It is the policy of the Agency that board members commit themselves to acting in accordance with accepted principles of good corporate governance. Board members have a duty to be informed, knowledgeable and engaged in the activities of the Agency and to actively exercise oversight of Agency management. This includes regular attendance at board meetings and serving on one or more Agency committees.

If a board member is unable to fulfill these commitments, it is the duty of the board member to resign from the Agency board.

**RESULT:** APPROVED [6 TO 1]  
**MOVER:** David Kidera, Board Member  
**SECONDER:** Richard Kotlow, Board Member/Secretary  
**AYES:** Venezia, Kotlow, Hedgeman, Maniccia, Kidera, Finke  
**NAYS:** Victoria Storrs

- **II. APPROVE REVISIONS TO AGENCY BYLAWS ARTICLE VI SECTION 3. REGULAR MEETINGS.**

The Agency approved revisions to the Agency bylaws regarding Regular Meetings:

Article VI Section 3. REGULAR MEETINGS. Regular meetings of the Agency shall take place at a time and manner approved by the Agency at its annual meeting. Regular meetings may be adjourned to any other place at the will of a majority of the members of the Agency present and voting at such meeting.

**RESULT:** APPROVED [UNANIMOUS]  
**MOVER:** David Kidera, Board Member  
**SECONDER:** Richard Kotlow, Board Member/Secretary  
**AYES:** Venezia, Storrs, Kotlow, Hedgeman, Maniccia, Kidera, Finke

- **III. APPROVE REVISIONS TO AGENCY BYLAWS ARTICLE VI SECTION 4. SPECIAL MEETINGS.**

The Agency approved revisions to the Agency bylaws regarding Special Meetings:

Article VI Section 4. SPECIAL MEETINGS. The Chairman of the Agency may, when he deems it desirable, and shall, upon the formal request of two members of the Agency, call a special meeting of the Agency for the purpose of transacting any business designated in the notice of such meeting. The notice of such meeting shall be served on each member of the Agency by delivery or mail received by each such member at least 24 hours prior to the date of such meeting. Pursuant to Section 94 of the Public Officers Law, notice of such special meeting shall be given to news media at the same time.

**RESULT:** APPROVED [UNANIMOUS]  
**MOVER:** David Kidera, Board Member  
**SECONDER:** Richard Kotlow, Board Member/Secretary  
**AYES:** Venezia, Storrs, Kotlow, Hedgeman, Maniccia, Kidera, Finke

- **IV. APPROVE REVISIONS TO AGENCY BYLAWS ARTICLE V SECTION 8. MANNER OF VOTING.**

The Agency approved revisions to the Agency bylaws regarding Manner of Voting:

Article VI Section 8. MANNER OF VOTING. The voting on all questions coming before the Agency shall be by roll call or the recorded vote of its members, and the yeas and nays shall be entered in the minutes of each meeting, except in the case of appointments when the vote may be by ballot.

**RESULT:** APPROVED [UNANIMOUS]  
**MOVER:** David Kidera, Board Member  
**SECONDER:** Catherine Hedgeman, Board Member/Assistant Secretary  
**AYES:** Venezia, Storrs, Kotlow, Hedgeman, Maniccia, Kidera, Finke

- **C. PERFORMANCE REVIEW EXECUTIVE DIRECTOR TEMPLATE**

The Governance Committee will perform the annual review of the Executive Director with a revised review document.

- **TREASURER**

The discussion of the role of the Treasurer was tabled.

**V. Communications**

- **NONE**

No communications to report.

**VI. Old Business**

- **PLANNING BOARD UPDATE (LESLIE)**

There was no Planning Board report.

- **REPORT OF ED COORDINATOR (LESLIE)**

The Economic Development Coordinator vacancy has been posted on the Town website and the BIDA website. The link is available for sharing.

**VII. New Business**

- **FINANCIAL STATEMENTS 4/30/21 (MAIKELS)**

Mr. Maikels reported on the financial report as of April 30, 2021.

- **BIDA COVID-19 GRANT PROGRAM COMMITTEE RECOMMENDATIONS OF GRANTS (KOTLOW)**

The Grant Committee reviewed and recommended one new complete application submitted to the COVID-19 Small Business State Disaster Emergency Grant Program totaling \$500. No one from the public attended to comment or submitted written comment.

- **E. RESOLUTION APPROVING COVID-19 SMALL BUSINESS GRANT**

**Motion To:** Approve the Grant Application by I Love Books, LLC

<b>RESULT:</b>	<b>APPROVED [UNANIMOUS]</b>
<b>MOVER:</b>	Richard Kotlow, Board Member/Secretary
<b>SECONDER:</b>	Tim Maniccia, Board Member
<b>AYES:</b>	Venezia, Storrs, Kotlow, Hedgeman, Maniccia, Kidera, Finke

WHEREAS, Town of Bethlehem Industrial Development Agency (the Agency) is a public benefit corporation authorized and empowered by the provisions of Chapter 1030 of Laws of 1969 of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the Enabling Act) and Chapter 582 of the 1973 Laws of New York, as amended constituting Section 909-b of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to encourage economic growth in the Town of Bethlehem; and

WHEREAS, the Agency intends to implement New York State Chapter 109 of the Laws of 2020 amending section 858 of the General Municipal Law (State Legislation) which allows the Agency to provide grants to small businesses or not-for-profits for the purpose of purchasing personal protective equipment (PPE) and other fixtures (Fixtures) necessary to prevent the spread of COVID-19;

WHEREAS, the Agency has received an application from I Love Books, Inc. for a grant by the Agency of \$500.00; and

WHEREAS, the applicant:

- a. is physically located in the Town of Bethlehem,
- b. was in operation as of 3/7/2020,
- c. has not more than 50 full-time employees (FTEs) as of 3/7/2020 and as of the
- d. date of the application,
- e. conducts business within the Town,
- f. has been negatively affected by the State disaster emergency,
- g. has been financially viable as of 3/7/2020 and as of the date of the application,
- h. has provided proof satisfactory to the Agency of the purchase of PPE and/or  
installation of PPE and fixtures,
- i. has provided financial statements or internally prepared financial statements for  
the most recent fiscal year,
- j. has provided a list of loans and grants the applicant has received or applied for  
with a similar purpose,

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency approves the grant to the above named applicant for the amount specified above conditioned upon the applicant executing a Grant Agreement with the Agency; and

Section 2. The Agency hereby authorizes the Chairman or the Executive Director to execute the Grant Agreement and to take all steps necessary to implement this Resolution; and

Section 3. This Resolution shall take effect immediately.

#### **VIII. Future Meetings**

- **REGULAR MEETING - WEDNESDAY, JUNE 23, 2021 8:00 A.M. REMOTE**

The June meeting is expected to be held in person at Town Hall.

#### **IX. Adjournment**

**Motion To:** Adjourn

**RESULT:**                   **ADJOURN [UNANIMOUS]**  
**MOVER:**                   David Kidera, Board Member  
**SECONDER:**               Tim Maniccia, Board Member  
**AYES:**                    Venezia, Storrs, Kotlow, Hedgeman, Maniccia, Kidera, Finke