

Victoria Storrs
Chair

Catherine M. Hedgeman, Esq.
Vice Chair/ Assistant Secretary

Tim Maniccia
Secretary

Richard Kotlow
Treasurer

David Kidera
Member

Jared Finke
Member

Vacant
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
www.bethlehemida.com

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

Allen F. Maikels
*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*

**Regular Meeting Agenda
Wednesday, July 28, 2021
8:00 AM
Town Hall Auditorium**

- I. Call to Order/Roll Call/Quorum Approval**
- II. Minutes Approval**
 1. Bethlehem Industrial Development Agency - Regular Meeting - May 28, 2021 8:00 AM
- III. Discussion: Election of Chair & Vice Chair (Connolly)**
 1. Election of the new IDA Chair
 2. Election of the new IDA Vice Chair
- IV. Reports of Committees**
 1. Governance Committee: Tabled - Role of Treasurer (Kidera)
 - a. Proposed Revisions to Bylaws Article III and Article V
 - b. Resignation of Mr. Maikels as Treasurer
 - c. Resignation of Mr. Kotlow as Secretary and as Member of the Audit Committee
 - d. Election of Richard Kotlow as Treasurer
 - f. Election of Timothy Maniccia as Secretary
 - f. Appointment of Messrs. Kidera and Finke to the Audit Committee
 - g. Appointment of Mr. Kotlow to the Finance Committee
 - h. Resolution: Revising Bylaws; Electing Treasurer and Secretary; Appointments to Committees
 - i. Draft Executive Director Evaluation
- V. Communications**
 1. None

Meeting of Wednesday, July 28, 2021

VI. Old Business

1. Planning Board Update (Leslie)
2. Report of ED Coordinator (Leslie)

VII. New Business

1. Financial Statements 6/30/21 (Maikels)
2. Thank You to Chair Frank Venezia

VIII. Future Meetings

1. Regular Meeting - Wednesday, August 25, 2021 8:00 a.m.

IX. Adjournment

Adjourn

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

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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

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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.

Attendee Name	Title	Status	Arrived
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	

Minutes Acceptance: Minutes of May 28, 2021 8:00 AM (Minutes Approval)

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)**

Minutes Acceptance: Minutes of May 28, 2021 8:00 AM (Minutes Approval)

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

- RESULT:** APPROVED [UNANIMOUS]
- MOVER:** Richard Kotlow, Board Member/Secretary
- SECONDER:** Tim Maniccia, Board Member
- AYES:** 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:

Minutes Acceptance: Minutes of May 28, 2021 8:00 AM (Minutes Approval)

- 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

Minutes Acceptance: Minutes of May 28, 2021 8:00 AM (Minutes Approval)

Resolution: Revising Bylaws; Electing Treasurer and Secretary; Appointments to Committees

WHEREAS, the Governance Committee has recommended certain revisions to Article III and IV of the bylaws set forth below;

Now, therefore, be it resolved by the members of the Town of Bethlehem Industrial Development Agency, as follows:

Section 1. That the bylaws should be revised as follows:

ARTICLE III

OFFICERS

Section 1. OFFICERS. The officers of the Agency shall be a Chair, Vice-Chair, Treasurer, Secretary, Assistant Secretary (each of whom shall be members) and such other officers as it may determine, who shall have such duties, powers and functions as hereinafter provided, all of whom shall be elected by the members of the Agency. Such officers shall be elected at the annual meeting of the Agency in each fiscal year.

ARTICLE V

DUTIES OF OFFICERS

Section 1. CHAIR. ...

Section 2. SECRETARY. ...

Section 3. TREASURER. The treasurer shall oversee the financial management procedures and systems implemented by the Agency. This includes coordinating the financial reporting and the budgeting process with the Agency's management, committees, and the Members.

Section 4. ADDITIONAL DUTIES. ...

Section 2. That Richard Kotlow has resigned as Secretary; that Allen Maikels has resigned as Treasurer; that the Members elect Richard Kotlow as Treasurer and Tim Maniccia as Secretary until the next annual meeting;

Section 3. That the Members appoint David Kidera and Jared Finke to the Audit Committee and Richard Kotlow to the Finance Committee. Mr. Kotlow has resigned from the Audit Committee.

BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY
STATEMENT OF NET ASSETS
June 30, 2021

ASSETS	<u>June 30, 2021</u>
Current Assets	
Checking/Savings	
200.04 Cash-M&T Bank Agency Account	445,866.23
Total Checking/Savings	<u>445,866.23</u>
Other Current Assets	
380 Fee Receivable	0.00
480 Prepaid Expense	2,297.54
Total Other Current Assets	<u>2,297.54</u>
Total Current Assets	<u>448,163.77</u>
TOTAL ASSETS	<u><u>448,163.77</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
601 Accrued Expenses	28,431.33
Total Current Liabilities	<u>28,431.33</u>
Total Liabilities	<u>28,431.33</u>
Equity	
924 Net Assets	
924.3 Net Assets-Unassigned	419,732.44
Total 924 Net Assets	<u>419,732.44</u>
Total Equity	<u>419,732.44</u>
TOTAL LIABILITIES & EQUITY	<u><u>448,163.77</u></u>

Attachment: Monthly Financial Statements 6-30-2021 (7087 : Financials)

BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY
STATEMENT OF REVENUE AND EXPENSES
June 30, 2021

ORDINARY INCOME/EXPENSE

Income

2116 FEE INCOME		16,743.35
2116.1 PSEG ENERGY REIMB		39,723.83
Total Income		56,467.18

Expenses

6460.1 Salaries and Wages		24,284.04
6460.4 Contractual Expenses		36,783.42
6460.8 Employee Benefits		4,057.50
Total Expenses		65,124.96

NET ORDINARY INCOME

-8,657.78

Other Income/Expense

Other Income

2401 Interest Income		54.46
6460.8 Grants for Economic Dev		-500.00
Total Other Income		-445.54

NET INCOME

-9,103.32

BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY
BUDGET VS ACTUAL
June 30, 2021

Ordinary Income/Expense	Jun-21	YTD Budget	Variance	Annual Budget
Income				
2116 Fee Income	16,743.35	26,372.00	-9,628.65	52,744.00
2106.1 PSEG Energy Reimb	39,723.83	19,000.01	20,723.82	38,000.00
Total Income	56,467.18	45,372.01	11,095.17	90,744.00
Expenses				
6460.1 Salaries and Wages	24,284.04	24,284.00	0.04	48,568.00
6460.4 Contractual Expenses	36,783.42	37,550.00	-766.58	75,100.00
6460.8 Employee Benefits	4,057.50	4,057.50	0.00	8,115.00
Total Expenses	65,124.96	65,891.50	-766.54	131,783.00
Net Ordinary Income	-8,657.78	-20,519.49	11,861.71	-41,039.00
Other Income/Expense				
2401 Interest Income	54.46	600.00	-545.54	1,200.00
6460.8 Grants for Economic Dev	-500.00	9,750.00	-9,250.00	19,500.00
Total Other Income	-445.54	-9,150.00	8,704.46	-18,300.00
Net Income	-9,103.32	-29,669.49	20,566.17	-59,339.00