

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

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DELMAR, NEW YORK 12054
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Regular Meeting Minutes
Wednesday, July 28, 2021
8:00 AM
Town Hall Auditorium

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

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 Town Hall Auditorium, 445 Delaware Avenue, Delmar, NY. The Meeting was called to order at 8:00 AM with the presence of a quorum noted.

Attendee Name	Title	Status	Arrived
Victoria Storrs	Chair	Present	
Catherine Hedgeman	Vice Chair/Asst Secretary	Present	
Tim Maniccia	Secretary	Present	
Richard Kotlow	Treasurer	Present	
David Kidera	Board Member	Present	
Jared Finke	Board Member	Absent	
Thomas P. Connolly	Executive Director/Agency Counsel	Present	
Joe Scott	Bond Counsel	Present	
Robin Nagengast	Assistant to the Executive Director	Present	
David VanLuven	Town Supervisor	Present	

II. Minutes Approval

1. Friday, May 28, 2021

RESULT: ACCEPTED AS AMENDED [UNANIMOUS]
MOVER: Richard Kotlow, Treasurer
SECONDER: David Kidera, Board Member
AYES: Storrs, Hedgeman, Maniccia, Kotlow, Kidera
ABSENT: Jared Finke

III. Discussion: Election of Chair & Vice Chair (Connolly)

After 25 years of service, Chair Frank Venezia resigned from the IDA effective July 28, 2021. Vice Chair Storrs noted members have the responsibility to elect officers. Ms. Storrs would like to be elected Chair and leave a vacancy for Vice Chair. Ms. Hedgeman

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

would like to be elected Vice Chair. Both stated their qualifications and the floor was opened for discussion by members.

- **ELECTION OF THE NEW IDA CHAIR**

Upon motion by Mr. Kotlow, seconded by Mr. Maniccia, the Agency elected Ms. Storrs as Chair of the Bethlehem IDA. As the subject of the vote, Ms. Storrs abstained.

RESULT: APPROVED [4 TO 0]
MOVER: Richard Kotlow, Treasurer
SECONDER: Tim Maniccia, Secretary
AYES: Catherine Hedgeman, Tim Maniccia, Richard Kotlow, David Kidera
ABSTAIN: Victoria Storrs
ABSENT: Jared Finke

- **ELECTION OF THE NEW IDA VICE CHAIR**

Upon motion by Mr. Kotlow, seconded by Mr. Maniccia, the Agency elected Ms. Hedgeman as Vice Chair of the Bethlehem IDA. As the subject of the vote, Ms. Hedgeman abstained.

RESULT: APPROVED [4 TO 0]
MOVER: Richard Kotlow, Treasurer
SECONDER: Tim Maniccia, Secretary
AYES: Victoria Storrs, Tim Maniccia, Richard Kotlow, David Kidera
ABSTAIN: Catherine Hedgeman
ABSENT: Jared Finke

IV. Reports of Committees

- **GOVERNANCE COMMITTEE: TABLED - ROLE OF TREASURER (KIDERA)**

- **A. PROPOSED REVISIONS TO BYLAWS ARTICLE III AND ARTICLE V**

Mr. Kidera resumed the discussion of the Treasurer role tabled at the May Regular Meeting. Members agree the Treasurer should be a member of the Agency, reflected in the proposed changes to the Bylaws.

- **B. RESIGNATION OF MR. MAIKELS AS TREASURER**

Mr. Maikels resigned as the Treasurer in order to leave a vacancy for Mr. Kotlow as a member of the Agency to be appointed.

- **C. RESIGNATION OF MR. KOTLOW AS SECRETARY AND AS MEMBER OF THE AUDIT COMMITTEE**

Mr. Kotlow resigned as the Secretary of the Agency to assume the position of Treasurer.

- **D. ELECTION OF RICHARD KOTLOW AS TREASURER**

Upon motion by Chair Storrs, seconded by Ms. Hedgeman, and unanimously approved by members present, the Agency elected Mr. Kotlow as Treasurer of the Bethlehem IDA.

RESULT: APPROVED [UNANIMOUS]
MOVER: Victoria Storrs, Chair
SECONDER: Catherine Hedgeman, Vice Chair/Asst Secretary
AYES: Storrs, Hedgeman, Maniccia, Kotlow, Kidera

- **F. ELECTION OF TIMOTHY MANICCIA AS SECRETARY**

Upon motion by Chair Storrs, seconded by Ms. Hedgeman, and unanimously approved by members present, the Agency elected Mr. Maniccia as Secretary of the Bethlehem IDA.

RESULT: APPROVED [UNANIMOUS]
MOVER: Victoria Storrs, Chair
SECONDER: Catherine Hedgeman, Vice Chair/Asst Secretary
AYES: Storrs, Hedgeman, Maniccia, Kotlow, Kidera

- **F. APPOINTMENT OF MESSRS. KIDERA AND FINKE TO THE AUDIT COMMITTEE**

In order to fill a vacancy due to the resignation of Mr. Venezia, Mr. Kidera and Mr. Finke were appointed to the Audit Committee.

- **G. APPOINTMENT OF MR. KOTLOW TO THE FINANCE COMMITTEE**

In order to fill a vacancy due to the resignation of Mr. Venezia, Mr. Kotlow was appointed to the Finance Committee.

- **H. RESOLUTION: REVISING BYLAWS; ELECTING TREASURER AND SECRETARY; APPOINTMENTS TO COMMITTEES**

Mr. Kidera reviewed the resolution to adopt amended bylaws. After discussion by members, changes were made to the language regarding the Assistant Secretary, who doesn't have to be an officer of the Agency.

Consideration of how to fill the assistant secretary position was deferred.

Upon motion by Mr. Kotlow, seconded by Mr. Maniccia, and unanimously approved by all members present, the Agency approved the following resolution:

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 (each of whom shall be members), Assistant Secretary 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. ...

RESULT:	APPROVED AS AMENDED [UNANIMOUS]
MOVER:	Richard Kotlow, Treasurer
SECONDER:	Tim Maniccia, Secretary
AYES:	Storrs, Hedgeman, Maniccia, Kotlow, Kidera

• **I. DRAFT EXECUTIVE DIRECTOR EVALUATION**

Mr. Kidera presented the Executive Director Evaluation form. The form will be completed by members and submitted confidentially to the Governance Committee. The form can be amended as appropriate. The Agency agrees the form will be effective for assessing the performance of the Executive Director.

V. Communications

- **NONE**

No communications.

VI. Old Business

- **PLANNING BOARD UPDATE (LESLIE)**

Nothing to report from Planning Board.

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

The Economic Development Coordinator has been reposted. The Town was awarded another round of Microenterprise Grant funding.

VII. New Business

- **FINANCIAL STATEMENTS 6/30/21 (MAIKELS)**

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

Mr. Kotlow reported the financial statement as of June 30, 2021, noting that it's positive that the Agency is running ahead of budget.

- **THANK YOU TO CHAIR FRANK VENEZIA**

Chair Storrs acknowledged Frank Venezia's quarter century of service to the Bethlehem IDA and invited members to sign on to a letter of appreciation to Mr. Venezia to be entered into the record as follows:

On behalf of the members and staff of the Town of Bethlehem Industrial Development Agency, I thank you for your extraordinary contributions to the Agency over twenty-five years. We are indebted to you for leading the Agency year in and year out through projects big and small, through difficult problems and cutting edge issues always balancing the need for economic growth with the needs of our community.

The Agency is also indebted to you for helping the Agency to successfully navigate the regulatory oversight of the past fifteen years.

We will miss you and wish you the best.

VIII. Future Meetings

- **REGULAR MEETING - WEDNESDAY, AUGUST 25, 2021 8:00 A.M.**

The August Regular Meeting is scheduled for Wednesday, August 25 at 8am in the Auditorium. Agenda items to include further discussion of the assistant secretary position and discussion of the election, succession, and plans going forward.

IX. Adjournment

Motion To: Adjourn

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