

Ulster County Economic Development Alliance
P.O. Box 1800, 244 Fair Street
Kingston, NY 12402-1800
Tel: 845.340.3556



MINUTES

Special Meeting of the Board of Directors

December 21, 2021

A meeting of the Board of Directors of the Ulster County Economic Development Alliance was held at 8:30 P.M. on Tuesday, December 21, 2021 through a Zoom meeting:

<https://us02web.zoom.us/j/89047784662>

Meeting ID: 890 4778 4662

One tap mobile

+16465588656,,89047784662# US (New York)

+13017158592,,89047784662# US (Washington DC)

The following Board Members were present by video conference:

Sarah Haley

Herb Litts (joined meeting at 8:59pm)

Brian Cahill (joined meeting at 8:59pm)

Ashley Knox

Zac Kleinhandler

Todd Diorio

Ward Todd

Also in attendance were:

President:

Tim Weidemann

Director, Ulster County Office of Economic Development

Ulster County Office of Economic Development Staff:

Kathryn Heidecker

Deputy Director, Economic Development

Samantha Liotta

Confidential Secretary, Economic Development

Other Attendees

Lindsay Simonson

Ulster County Attorney's Office

Dante Deleo

Ulster County Attorney's Office

March Gallagher

Ulster County Comptroller's Office

Alicia DeMarco

Ulster County Comptroller's Office

Rose Woodworth

Ulster County IDA

Daniel Torres

Ulster County Executive's Office

This institution is an equal opportunity provider, employer, and lender.

Marc Rider	Ulster County Executive's Office
Pat Ryan	Ulster County Executive
Jared Kasschau	Harris Beach
Michael Curti	Harris Beach
Patricia Doxsey	The Daily Freeman
Todd (last name not provided)	Member of the Public
Richard Hasslehoff	Member of the Public

The meeting was called to order by Chair Sarah Haley at 8:48 P.M.

MINUTES

Motion: Zac Kleinhandler made a motion seconded by Ashley Knox, moved to approve the minutes for December 14, 2021.

Vote: The motion was adopted.

New Business

CARES Act Contracts for NYS Approved Recipients

Discussion: Consistent with the board-approved procedures for the program, the OED team presented 18 contracts for UCEDA board approval. Chair Sarah Haley recommended approving the contracts in a block motion.

Motion: Zac Kleinhandler made a motion, seconded by Todd Diorio, to approve the CARES act contracts for NYS approved recipients noted in item 2A-2R on the agenda.

Vote: The motion was adopted.

Approval of Harris Beach Invoices

Discussion: Due to the delay of the Ulster County Legislature meeting item 7 was moved up in the meeting for discussion. Tim Weidemann explained that the invoices up for approval tonight reflect work done by Harris Beach in the month of November.

Motion: Zac Kleinhandler made a motion, seconded by Todd Diorio, to accept and remit payment to Harris Beach.

Vote: The motion was adopted.

Directors Brian Cahill and Herb Litts joined the meeting at 8:59 pm.

Executive Session to Discuss Real Estate Transaction

- Discussion:** Sarah Haley requested that the UCEDA board go to executive session for the purposes of discussing a potential sale of real estate. An invitation was extended to UCEDA staff and legal counsel to join executive session.
- Motion:** Herb Litts made a motion, seconded by Brian Cahill, to enter executive session for the purposes of discussing a potential sale of real property.
- Discussion:** Comptroller Gallagher requested to be notified when the board concluded executive session, and asked if there are documents related to items on the agenda and whether those could be shared.
- Vote:** The vote was suspended by unanimous consent.

Amendment of Minutes from 12/14/21

- Discussion:** Prior to formally entering executive session, Herb Litts expressed desire to amend the minutes from the previous meeting on December 14.
- Motion:** Brian Cahill made a motion, seconded by Sarah Haley, to amend the minutes to reflect board member Todd's presence and no votes were taken in executive session.
- Vote:** The motion was adopted.

Executive Session to Discuss Real Estate Transaction

- Discussion:** Ward Todd clarified who would be needed in executive session based on previous discussions. Ultimately, an invitation was extended to UCEDA staff, and legal counsel to join executive session.
- Motion:** Brian Cahill made a motion, seconded by Herb Litts, to enter executive session for the purposes of discussing a potential sale of real property at 9:10pm.
- Vote:** The motion was adopted.

The UCEDA board exited executive session at 9:16pm. No decisions were made and no votes were taken in executive session.

Executive Session to Discuss Real Estate Transaction

- Discussion:** Sarah Haley extended an invite to the County Executive to join Executive Session as the sole member of UCEDA. Those invited to the executive session are UCEDA staff, legal counsel, and Ulster County Executive Pat Ryan. Brian Cahill made it clear that as the sole member of UCEDA the County Executive is an ex-officio member of the UCEDA Board.
- Motion:** Ward Todd made a motion, seconded by Brian Cahill, to re-enter executive session at 9:18pm, for the purposes of discussing a potential sale of real property.
- Vote:** The motion was adopted.

The UCEDA board exited executive session at 9:40pm. No decisions were made and no votes were taken in executive session.

Reopening Prior Motions

Discussion: Brian Cahill requested that previous motions voted on earlier in the evening be reopened for discussion and votes.

Motion: Sarah Haley made a motion, seconded by Ward Todd, to reconsider the 2 prior items that were voted on prior to the entire UCEDA board being present – the approval of the CARES contracts and the approval of the November Harris Beach invoices.

Vote: The motion was adopted.

Reconsider CARES Act Contracts for NYS Approved Recipients

Discussion: Herb clarified that all contracts were vetted by County Attorney, which was confirmed by Dante Deleo. Sarah Haley further clarified that the difference between each contract is the amount and their purpose.

Motion: Brian Cahill made a motion, seconded by Todd Diorio, to approve the CARES act contracts for NYS approved recipients noted in item 2A-2V on the agenda.

Vote: The motion was adopted.

Reconsider Approval of Harris Beach Invoices

Discussion: Sarah clarified this reflects item number 7 in the board packet. Total amount due is \$15,698.40.

Motion: Ward Todd made a motion, seconded by Herb Litts, to accept and remit payment to Harris Beach.

Vote: The motion was adopted.

Accept Deeds for Parcels Conveyed by County

Discussion: Tim Weidemann clarified this motion relates to an earlier resolution passed in the December 21, 2021 legislative session.

Motion: Herb Litts made a motion, seconded by Brian Cahill, to accept deed conveyed by County.

Vote: The motion was adopted.

Authorize Execution of Purchase/Sale for iPark71

- Discussion:** Sarah Haley read portions of the following resolution out loud. Todd Diorio asked that labor protections be discussed in the near future during communications with the developer.
- Motion:** To adopt resolution 1 of 2021 (full resolution on file) - a resolution to consider and take action on certain matters pertaining to (i) the approval of the execution and delivery of a certain purchase and sale agreement by and between UCEDA and I.PARK 87 LLC, (ii) the conveyance of certain real property located in the Town of Ulster, Ulster County, New York pursuant to such purchase and sale agreement, (iii) and the performance of the covenants, agreements, obligations and transaction set forth in and contemplated by such purchase and sale agreement.
- Vote:** The resolution was duly moved, seconded, discussed and adopted with the following members voting:

	YEA	NAY	ABSENT	ABSTAIN
Sarah Haley	[X]	[]	[]	[]
Herb Litts	[X]	[]	[]	[]
Ward Todd	[X]	[]	[]	[]
Brian Cahill	[X]	[]	[]	[]
Ashley Knox	[X]	[]	[]	[]
Zac Kleinhandler	[X]	[]	[]	[]
Todd Diorio	[X]	[]	[]	[]

Execution of Contract for Appraisal of Tech City Property

- Discussion:** Sarah Haley directed the board to item number 6 in the board packet. The total of the contract is \$17,500.
- Motion:** Herb Litts made a motion, seconded by Brian Cahill, to enter into a professional service agreement with HilCo Real Estate Appraisals LLC in the amount of \$17,500.
- Vote:** The motion was adopted.

PUBLIC COMMENT

Sarah Haley recognized Comptroller March Gallagher. Comptroller Gallagher expressed a difficult lack of transparency with regard to the Tech City transaction including the meeting time, the notice for the meeting, the lack of access to the documents being considered, including fair market value and purchase and sale agreement. Comptroller Gallagher noted that the order of items is very telling in doing the vote to hire an appraiser after the vote to approve the purchase and sale agreement. Comptroller Gallagher does not see milestones for investment beyond the \$100,000 financing commitment, bar for double dipping for taxpayer dollars for clean up, and what the full justification is for a sale below fair market value if that is the case.

ADJOURNMENT

Motion: Herb Litts made a motion, seconded by Zac Kleinhandler to adjourn the meeting.

Vote: The motion was adopted.

The meeting was adjourned at 10:36pm.