

**GLEN COVE INDUSTRIAL DEVELOPMENT AGENCY
& LOCAL ECONOMIC ASSISTANCE CORP.
City Hall - 9 Glen Street, Glen Cove, NY 11542**

**Minutes of Meeting
January 24, 2023**

The Glen Cove Industrial Development Agency and Local Economic Assistance Corp. held its annual organizational business meeting at Glen Cove City Hall, 2nd floor conference room, 9 Glen Street, Glen Cove, NY 11542 on Tuesday, January 24, 2023. Chairperson Panzenbeck called the meeting to order at 6:03 p.m., welcoming the members to their 2023 term, and the following members were present:

IDA/LEAC MEMBERS:

Pamela D. Panzenbeck, Chairperson
Vincent Hartley, Vice Chair
James Cappiello
Grady Farnan
John Fielding (late)
Thomas Hopke
Dave Jimenez

Also Present:

Ann Fangmann, Executive Director
Margo Zoldessy, Chief Financial Officer
Camille Byrne, Secretary

MINUTES:

Chairperson Panzenbeck made a motion to adopt the minutes of the IDA/LEAC meeting held November 9, 2022 and asked for a second. The motion was seconded by Vincent Hartley. Motion carried as follows:

IDA/LEAC MEMBERS

Chairperson Panzenbeck
Vice Chair Hartley
James Cappiello
Grady Farnan
John Fielding
Thomas Hopke
Dave Jimenez

VOTING

AYE
AYE
AYE
AYE
Late/not present for vote
AYE
AYE

EXECUTIVE DIRECTOR REPORT:

Ann Fangmann, Executive Director, provided the members with her agency update. Highlights as follows:

- **Garvies Point:** RXR has withdrawn its IDA application for Blocks E&F PILOT. It is my understanding that RXR is now pursuing an alternative plan for the development of Blocks D, E, and F. The IDA and/or Planning Board process for RXR's future request is to be determined. Ms. Fangmann will continue to keep the Board informed as this matter progresses.
- **Janet Lane:** Two of the units in one building located on Dickson Street sustained significant damage from a fire. The attorney for Fair Housing owner of the units has been in preliminary discussion with the Chair, Executive Director, and counsel in regard to next steps. More to come; however, the Board members should be aware that per the IDA sublease, Fair Housing is required to rebuild those units back to original condition. If Fair Housing requests an alternative option, it will require a waiver request. Per the last correspondence received from Fair Housing's attorney, they are still exploring additional quotes for the rebuild before a decision is made.
- **UTEP:** From 2019-2021, the Agency participated in an audit by the NYS Comptroller's Office. The findings report was released last year. One of the State's major findings was that our Unified Tax Exemption Policy (UTEP) is lacking. One result of the Agency's current UTEP (which only cites the PILOT schedule from 485-b of statute), is that the Agency has deviated on all projects in recent history. After performing a cursory review of the UTEPS of the seven (7) other Long Island IDAs, all appear to have a more robust framework for different types of projects that may be undertaken by the Agency. In September, Ms. Fangmann asked for Board members' interest

in joining an ad hoc committee to review our current UTEP and to develop a more comprehensive policy for the Agency. Vincent Hartley and John Fielding expressed interest. The 7 example UTEPs along with my preliminary feedback on such were shared with those members in addition to IDA counsel. Camille Byrne will set-up a February meeting of the committee.

- **The Villas:** In January 2022, the IDA Board granted a consent to the developer to transfer a minority of ownership interest to MATT Glen Cove LLC. Subsequently, the developer returned to the IDA Board in July 2022 to request consent to transfer a minority of ownership interests in the project to MATT Glen Cove LCC and Glen Cove VM Holdings, LCC managed by Manoj Narang. The IDA paperwork related to the transfer to Glen Cove VM Holdings is in-progress. Livingston has approached the IDA Chairperson, IDA Counsel and I with a potential new developer to take over the project. A formal request has not been submitted and IDA Counsel has brought a number of due diligence items to Livingston's attention in order to consider this potential request.
- **Village Square:** In 2022, ground level retail occupancy by a Mexican eatery and smoothie shop, both with anticipated outdoor seating, was approved by the Planning Board. In addition, Trubee Hill (gift shop) opened in Village Square. A boxing studio and pharmacy are also anticipated to open in 2023. The IDA has reviewed and received copies of all executed retail ground leases. According to RXR, all available retail space at the Village Square has been leased.
- **TDG (5 School St):** Owner of the site has been convicted of a federal crime pending sentencing. IDA Counsel is aware of the owner's guilty plea and are working with TDG's counsel to resolve. IDA Board members should expect to review a request to transfer ownership, along with assignment/assumption of the IDA sublease and PILOT soon. .

FINANCE REPORT:

Margo Zoldessy, CFO, provided the members with the finance report for the IDA consisting of January through December 2022, budget to actual. Details as follows:

IDA Budget to Actual (Jan thru Dec'22)

- (1) **Revenue** for the period of **Jan thru Dec'22** as compared to the budget is as follows:
 - Total Revenue of **\$ 201 k** as compared to the annual budget of **\$511 k**
Escrow Revenue included
- (2) **Expenses** for the period of **Jan thru Dec'22** (as compared to the Annual Budgeted Amount) are as follows:
 - **Salaries and benefits** incurred for **\$ 167 k** as compared to the annual budget of **\$162 k**
 - **Professional Expenditures** incurred for **\$ 167 k** compared to the annual budget of **\$343 k**
Note: Prof Fees include Accountant fees, Legal Fees and Escrow Fees
Escrow Expenses included
 - **Other expenses** incurred for the amount of **\$ 4 k** compared to the annual budget of **\$4 k**
Other expenses include Advertising, Publications, and office expense
 - There is a **YTD operating loss** of **\$ 132 k**
Note: Much of the revenue comes from project closings and has the ability to fluctuate throughout the year.

GCLEAC Budget to Actual (Jan thru Dec'22)

- (1) **Revenue** Admin Fees \$47,000 as compared to the annual budget of \$2,000
Escrow Revenue for \$45k incurred for Bond Restructure
- (2) **Expenses** Admin Fee IDA \$2,000 as compared to the annual budget of \$2,000
- (3) **Other Expenses** \$3,500 as compared to annual budget of \$3,000; \$750 was incurred for legal fees
- (4) **Interest Income** \$246 as compared to the annual budget of \$1.5k
 - There is a YTD Loss of \$5.5 k

UNFINISHED BUSINESS:

Chairperson Panzenbeck reminded the members to sign their Oath of Office card, Acknowledgement of Fiduciary Duty, and Oath of Office book for 2023. The members also received Conflict of Interest / Code of Ethics Policy for 2023 and Annual Financial Disclosure Statement pertaining to 2022 activity. These forms may take more time to review and complete; therefore, the members were asked to please complete and return them to the Secretary at earliest convenience, but not later than January 31, 2023.

NEW BUSINESS

1. Chairperson Panzenbeck announced that as this is our annual organizational meeting, tonight’s new business is the appointment of officers of the board, formation of committees, administrative business pertaining to banking, board meeting schedule and record retention. The IDA/LEAC also received a retainer agreement for legal services from the law firm of Phillips Lytle that was included in the board packets.

As there were no further questions, Chairperson Panzenbeck proceeded to the Resolutions.

RESOLUTIONS:

(7a/b) Resolution of the Glen Cove IDA and LEAC for Annual Appointment of Officers as follows:

Chairperson	Pamela D. Panzenbeck
Vice Chairperson/Treasurer/Ethics Officer	Vincent C. Hartley
Executive Director/Contracting Officer	Ann S. Fangmann
Chief Financial Officer/Assistant Secretary	Margo Zoldessy
Board Secretary/Records Management Officer	Camille Byrne

(7c/d) Resolution of the Glen Cove IDA and LEAC authorizing bank signatories for Glen Cove Industrial Development Agency and Local Economic Assistance Corporation bank accounts with American Community Bank as follows:

- Pamela D. Panzenbeck, Chairperson
- Vincent C. Hartley, Treasurer
- Ann S. Fangmann, Executive Director
- Margo Zoldessy, Chief Financial Officer

(7e/f) Resolution of the Glen Cove IDA and LEAC appointing members of the Audit/Finance Committee:

- Vincent C. Hartley, Committee Chairperson
- John Fielding, Committee Member
- Tom Hopke, Committee Member

(7g/h) Resolution of the Glen Cove IDA and LEAC appointing members of the Governance Committee:

- Pamela D. Panzenbeck, Committee Chairperson
- James J. Cappiello, Committee Member
- Grady Farnan, Committee Member

(7i/j) Resolution of the Glen Cove IDA and LEAC appointing members of the Transaction Committee:

- Pamela D. Panzenbeck, IDA/LEAC Chairperson
- Ann S. Fangmann, IDA/LEAC Executive Director
- IDA/LEAC Legal Counsel

(7k/l) Resolution of the Glen Cove IDA and LEAC approving the 2023 IDA/LEAC meeting schedule (attached herein).

(7m/n) Resolution of the Glen Cove IDA and LEAC authorizing continuation of the use of the New York State Archives Retention and Disposition schedule LGS-1 for management of the agency's records.

(7o/p) Resolution of the Glen Cove IDA and LEAC authorizing the Acceptance of fixed fee arrangement for standard general counsel services with Phillips Lytle LLP for IDA/LEAC legal services (as per agreement attached herein).

As there were no questions on IDA/LEAC Resolutions, 7a through 7p, Chairperson Panzenbeck made a motion to adopt resolutions 7a through 7p and asked for a second. Motion seconded by: Vice Chair Hartley. Motion carried as follows:

<u>IDA/LEAC MEMBERS</u>	<u>VOTING</u>
Pamela D. Panzenbeck, Chairperson	AYE
Vincent C. Hartley, Vice Chair	AYE
James Cappiello	AYE
Grady Farnan	AYE
John Fielding	AYE
Thomas Hopke	AYE
David V. Jimenez	AYE

As there was no further business to come before the board, Chairperson Panzenbeck made a motion to adjourn the meeting and asked for a second. The motion to adjourn was seconded by Vice Chair Hartley. Motion carried as follows:

<u>IDA/LEAC MEMBERS</u>	<u>VOTING</u>
Pamela D. Panzenbeck, Chairperson	AYE
Vincent C. Hartley, Vice Chair	AYE
James Cappiello	AYE
Grady Farnan	AYE
John Fielding	AYE
Thomas Hopke	AYE
David V. Jimenez	AYE

The meeting adjourned at 6:23 PM.

Respectfully Submitted,

Camille Byrne, Secretary
Glen Cove IDA/LEAC