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ASSISTANT SECRETARY  
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Rachel Silverman, Esq.

**BOARD MEMBERS**

Lynn Archer  
Dr. Diane Eynon  
Michael J. Ham  
Steven L. Kelley, FACHE  
Rachel Silverman, Esq.  
Rashida Tyler  
Kaustubh Wahal

**GOVERNANCE COMMITTEE**

August 4, 2022 – 9:00 A.M.

Legislative Chambers  
County Office Building, 6th Floor,  
244 Fair Street, Kingston, NY 12401

**MEETING AGENDA**

1. Call to order
2. Pledge of Allegiance
3. Roll call **(page 2)**
4. Approval of minutes of the March 31, 2022 meeting **(page 3)**
5. Public comment on agenda items only
6. Executive Session
7. Old Business (N/A)
8. New Business
  - a. Discussion regarding extension of Housing Project Moratorium **(page 7)**
  - b. Discussion regarding Administrative Staff structure
9. Adjournment

The mission of the Ulster County Industrial Development Agency is to advance the job opportunities, general prosperity, and long-term economic vitality of Ulster County residents by targeting tax incentives, bonding and other assistance to foster creation and attraction of new business and the retention and expansion of existing business.

# Item 2.

## Roll Call

	<u>Present</u>	<u>Absent</u>
Michael J. Ham, Committee Chairman	_____	_____
Lynn Archer	_____	_____
Kaustubh Wahal	_____	_____

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Ulster County Industrial Development Agency

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ULSTER COUNTY INDUSTRIAL DEVELOPMENT  
AGENCY  
GOVERNANCE COMMITTEE  
MINUTES  
March 31, 2022

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A regular monthly meeting of the Governance Committee of the Ulster County Industrial Development Agency was held on Thursday, March 31, 2022 at 2:00 P.M. via Zoom.

The following committee members were present:

Michael J. Ham                      Committee Chairman  
Diane Eynon

The following Agency members were absent with notice:

Richard O. Jones

The following additional Agency members were present:

James Malcolm

Additional Attendees:

Rose Woodworth                      Chief Executive Officer  
A. Joseph Scott, III, Esq.              Agency Counsel

The meeting was called to order at 2:07 P.M. by Chairman Michael J. Ham.

**PLEDGE OF ALLEGIANCE**

The members of the Committee participated in the Pledge of Allegiance to the flag.

### **ROLL CALL**

Roll was called, and it was noted that a quorum was present.

### **APPROVAL OF MINUTES**

**Motion:** Diane Eynon, seconded by Michael J. Ham, moved to approve the minutes of the January 12, 2022 Governance Committee meeting as presented.

**Vote:** The motion was adopted (2-0).

### **PUBLIC COMMENT**

No public comment to be reported.

### **EXECUTIVE SESSION**

**Motion:** Diane Eynon, seconded by Michael J. Ham, made a motion to enter Executive Session for personnel matters regarding financial history and personal qualifications.

**Vote:** The motion was adopted (2-0).

The Board entered Executive Session at 2:09 P.M.

The Board came out of Executive Session at [2:56 P.M.].

No action was taken during Executive Session.

### **OLD BUSINESS**

#### **Mentoring Program Update**

The Committee spoke about updates to the pamphlet, including the addition of the County Seal. The Chief Executive Officer printed 25 copies of the pamphlet and suggested dropping some off at the Office of Economic Development for informational purposes rather than marketing purposes. The Chief Executive Officer noted that it would be good for applicants to have the information available to them before contacting the Agency. James Malcolm noted that the purpose of this kind of information is to work hand-in-hand with the County. Chairman Michael J. Ham noted that he approved of the pamphlet.

## **POLICIES TO BE AMENDED**

### **Labor Policy**

The Chief Executive Officer noted that at the previous meeting, the Committee approved resolutions to amend the administrative portions of the Labor Policy to bring it in line with the Agency's matrix. The Chief Executive Officer noted that the Committee was scheduled to discuss whether they would like to add a drug screening requirement to the Labor Policy. Chairman Michael J. Ham noted that he is working with Agency Counsel to clarify some legal questions related to including that portion of the Labor Policy.

### **Housing Policy**

Chairman Michael J. Ham noted that the Committee put together working groups to research the housing crisis in Ulster County and report information back on how the Agency can best assist with the housing crisis. Chairman Michael J. Ham noted that the Agency currently has a moratorium on completing Housing Projects, but that the moratorium was scheduled to end on April 15, 2022. Chairman Michael J. Ham noted that the Committee is still collecting data and that he wanted to continue to research how the Agency could best assist with the crisis. Chairman Michael J. Ham requested to return to the policy at the next meeting. Chairman Michael J. Ham and Diane Eynon noted that they are working individually with others to gather information and that they would circulate their notes to each other.

### **UTEP AND Matrix**

Chairman Michael J. Ham noted that there were some changes made to the Matrix, but that the Agency Board would have a public meeting or hearing to review any changes to the UTEP before making the changes. The Chief Executive Officer reviewed the changes to the Matrix and noted that at the September Meeting of the Governance Committee, the Committee made a motion to recommend the changes to the Agency Board. The motions included:

1. Removing the public transportation number requirement;
2. Adding community involvement criteria of three, five, or eight services from local vendors or providers in order to gain 1, 2, or 3 points (respectively); and
3. Amending the community involvement requirement to remain in place for the life of the PILOT.

The Chief Executive Officer noted that at the January meeting, the Committee had discussions regarding amending the Matrix grant community investment points if the Project was going to use a contractor or subcontractor that used an active and approved New York State apprenticeship program.

## **NEW BUSINESS**

### **Review of Administrative Staff Contract**

Chairman Michael J. Ham noted that the contract was related to the Chief Executive Officer's

services and that the current contract would expire on June 30, 2022. The Chief Executive Officer noted that there were no changes in the contract since it was considered and approved by the full board at the last meeting of the Agency. The Chief Executive Officer noted that there was some discussion among the Agency Board related to amending the language to include a description of the administrative work conducting by the staff at the Chief Executive Officer's office. The Chief Executive Officer noted that they could present any changes to the Agency board at the next scheduled meeting. Chairman Michael J. Ham and Diane Eynon noted that there were not any other changes requested by the Governance Committee. Chairman Michael J. Ham suggested recommending the contract to the full board of the Agency and asked Agency Counsel whether they could recommend extending the contract for two years. Agency Chair James Malcolm noted that the recommendation is up to the Governance Committee and also noted that the contract already includes a 60-day termination clause. Agency Chair James Malcolm suggested that the Governance Committee consider scheduling time with the Chief Executive Officer or other staff throughout the year to review the status of the work. The Chief Executive Officer spoke with Agency Counsel and confirmed that the Agency could extend a contract for more than one year, but that the contract should still be reviewed annually, or more frequently as needed. Agency Chair James Malcolm noted that the contract review process should be conducted with all vendors and that the Agency could utilize the Vice-Chair and the Committee Chairs to complete these reviews. Agency Counsel noted that as part of the Agency's housekeeping resolution, the Agency would review all vendor appointments also, and that there are still termination clauses to protect the Agency. Agency Chair James Malcolm noted that the Governance Committee did well reviewing the Chief Executive Officer's contract already and that the contract is ready for the full board of the Agency to review and take action on.

#### **ADJOURNMENT**

**Motion:** Diane Eynon, seconded by Michael J. Ham, moved to adjourn the meeting.

**Vote:** The motion was adopted (2-0).

The meeting was adjourned at 3:09 P.M.

Respectfully submitted,

Michael J. Ham, Committee Chair

## HOUSING PROJECTS POLICY

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### **SECTION 1. PURPOSE AND AUTHORITY.**

The purpose of this Part is to describe the policy of the Ulster County Industrial Development Agency (the “Agency”) with respect to providing “financial assistance” (as defined under the Act) to housing projects. Pursuant to Section 923 of the General Municipal Law and Title One of Article 18-A of the General Municipal Law (collectively, the “Act”), the Agency was created for the purpose of promoting, developing, encouraging and assisting in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration.

### **SECTION 2. HOUSING PROJECTS.**

(A) The Agency will only consider the granting of any “financial assistance” (as defined under the Act) for following projects that provide housing:

(1) a project that satisfies the definition of a continuing care retirement community project under Section 859-b of the Act; or

(2) a project by an industrial, manufacturing, warehousing, commercial, research and recreation facility (as defined in the Act) that provides workforce housing for its employees.

(B) For purposes of determining whether a particular proposed housing project qualifies for “financial assistance” by the Agency under the policy, the local or New York State zoning designation of the proposed project or the project site shall not be taken into account.<sup>1</sup>

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<sup>1</sup> For example, if a proposed housing project is designated as a “commercial” facility under the local municipality’s zoning code, such designation shall not be considered by the Agency, nor shall it be dispositive, in its determination of the qualification of the proposed project for “financial assistance” under this policy.

(C) The Agency will not consider low income, senior housing, student housing (including, but not limited to dormitories), market rate or any other type of housing project that does not otherwise satisfy the conditions described in (A) above, as determined by the Agency.

(D) Any housing project that satisfies the requirements of subsection (A) above must also satisfy the other eligibility requirements and restrictions contained in the Act.

(E) Notwithstanding anything herein to the contrary, the Agency may consider granting “financial assistance” to any housing project, or any mixed-use project that includes a housing or residential component, that has received the prior approval from the governing board of Ulster County, and of each town, village, city and school district in which the housing project is located.

(F) As described in (E) above, the Agency will attempt to obtain the prior approval of each town, village, city and school district in which the housing project is located. In the event that the Agency is not able to obtain the approvals of all such entities, the Agency may consider the granting of “financial assistance” to such housing project without such approvals.



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Re- affirmed: January 19, 2022