

The Town of Huntington
Economic Development Corporation (TOH EDC)

100 Main Street

Huntington, New York

Combined Board of Directors / Member Meeting

Monday, February 27, 2017

7:00 p.m. Huntington Town Hall Room 304

MINUTES

Meeting of the TOH EDC Audit/Finance Committee (*this business was tabled until draft financials and audit report are completed and available for review by the board*)(Dolores Thompson, Rob Ripp & Peggy Karayianakis) to review the Corporation's Draft 2016 Financial Statements and Independent Auditors' Report for the purpose of recommending its acceptance by the Board of Directors

Meeting of the TOH EDC Governance Committee, *met upon adjournment of regular meeting at 8:05 p.m.* (Jim Kaden, Chair, with Dolores Thompson, & Thomas Glascock) discussed instructions for completing Board Evaluations as required annually pursuant to the Public Authorities Accountability Act of 2005, as amended. The Governance Committee also reviewed the Corporation's various internal controls and determined they were sufficient.

Call meeting to order

- 1. Determine if Quorum present.** Yes. 6 members present: Tom Glascock, Dolores Thompson, Peggy Karayianakis, James Kaden, Lisa Hargrove and Jennifer Casey. 2 members absent: Rob Ripp (with voting proxy from Thomas Glascock) and Ken Christensen (with voting proxy from Jennifer Casey).
- 2. Organizational matters.**
 - a. Resolution 2-27-2017-1 ratifying and confirming the Corporation's Meeting minutes of January 30, 2017, with corrections.
 - b. Annual Review of Corporation's Mission Statement/Measurement Report, and if acceptable, Resolution 2-27-2017-2 to approve its adoption.
 - c. Annual required review of Corporation's Investment Policy, and, if acceptable, Resolution 2-27-2017-3 to approve its re-adoption.

- d. Annual required review the Corporation's Statement of Procurement Policy & Procedures, and, if acceptable, Resolution 2-27-2017-4 to approve its re-adoption.
- e. Annual required review of the Corporation's Property Disposition Policy, and, if acceptable, Resolution 2-27-2017-5 to approve its re-adoption
- f. Review of Corporation's 2016 Operations & Accomplishments Report, and, if acceptable, Resolution 2-27-2017-6 to approve its adoption
- g. Review Corporation's 2016 Draft Financial Statements and Independent Auditors' Report, and, if acceptable, Resolution 2-27-2017-7 to accept (*tabled*)
- h. Resolution 2-27-2017-8 to authorize and approve Peggy Karayianakis as Contracting Officer for the Corporation
- i. Resolution 2-27-2017-9 to confirm to serve on Corporation's Audit/Finance Committee
- j. Resolution 2-27-2017-10 to confirm to serve on the Corporation's Governance Committee
- k. Resolution 2-27-2017-11 that the Executive Director be authorized, until the next combined Board of Directors/Member meeting, to take all such actions as necessary to comply with the Public Authorities Accountability Act of 2005, as amended
- l. Circulate Acknowledgment of Fiduciary Duties and Responsibilities Statements for completion by the Directors, due to Executive Director at board members' earliest convenience
- m. Circulate Board Evaluations for completion by the Directors, due to Executive Director at board members' earliest convenience
- n. Circulate Annual Financial Disclosure statements for completion by the Directors, due to Executive Director at board members' earliest convenience
- o. Reminder that all of the Corporation's Policies, Reports, Budget, Agendas, Minutes, Application for Financial Assistance and Committees are posted at the Town's website

Other Matters.

- 1. Level G Parking Feasibility Study Update
- 2. Huntington Station Update

3. Guest, Christopher Birrer

Adjourn meeting.

Resolution 2-27-2017-1

BE IT RESOLVED:

THAT THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION HEREBY RATIFIES AND CONFIRMS THE JANUARY 30, 2017 MEETING MINUTES, WITH CORRECTIONS.

OFFERED BY: THOMAS GLASCOCK

SECONDED BY: DOLORES THOMPSON

VOTED:

JENNIFER CASEY - AYE

KEN CHRISTENSEN – AYE (via voting proxy from Jennifer Casey)

THOMAS GLASCOCK - AYE

LISA HARGROVE - AYE

JAMES KADEN - AYE

PEGGY KARAYIANAKIS - AYE

ROB RIPP – AYE (via voting proxy from Thomas Glascock)

DOLORES THOMPSON - AYE

Resolution 2-27-2017-2:

BE IT FURTHER RESOLVED:

THAT THE MISSION STATEMENT/MEASUREMENT REPORT IS HEREBY AUTHORIZED, APPROVED AND ADOPTED AS THE MISSION STATEMENT/MEASUREMENT REPORT OF THE TOWN OF HUNTINGTON ECONOMIC DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: JAMES KADEN

SECONDED BY: LISA HARGROVE

VOTED:

JENNIFER CASEY - AYE

KEN CHRISTENSEN – AYE (via voting proxy from Jennifer Casey)

THOMAS GLASCOCK - AYE

LISA HARGROVE - AYE

JAMES KADEN - AYE

PEGGY KARAYIANAKIS - AYE

ROB RIPP – AYE (via voting proxy from Thomas Glascock)

DOLORES THOMPSON - AYE

Resolution 2-27-2017-3

BE IT FURTHER RESOLVED:

THAT THE INVESTMENT POLICY IS HEREBY READOPTED AS THE INVESTMENT POLICY OF THE TOWN OF ECONOMIC LOCAL DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: THOMAS GLASCOCK

SECONDED BY: JAMES KADEN

VOTED:

JENNIFER CASEY - AYE

KEN CHRISTENSEN – AYE (via voting proxy from Jennifer Casey)

THOMAS GLASCOCK - AYE

LISA HARGROVE - AYE

JAMES KADEN - AYE

PEGGY KARAYIANAKIS - AYE

ROB RIPP – AYE (via voting proxy from Thomas Glascock)

DOLORES THOMPSON - AYE

Resolution 2-27-2017-4

BE IT FURTHER RESOLVED:

THAT THE STATEMENT OF PROCUREMENT POLICY & PROCEDURES IS HEREBY READOPTED AS THE STATEMENT OF PROCUREMENT POLICY & PROCEDURES POLICY OF THE TOWN OF HUNTINGTON ECONOMIC DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: THOMAS GLASCOCK

SECONDED BY: JAMES KADEN

VOTED:

JENNIFER CASEY - AYE

KEN CHRISTENSEN –AYE (via voting proxy from Jennifer Casey)

THOMAS GLASCOCK - AYE

LISA HARGROVE - AYE

JAMES KADEN -AYE

PEGGY KARAYIANAKIS - AYE

ROB RIPP – AYE (via voting proxy from Thomas Glascock)

DOLORES THOMPSON - AYE

Resolution 2-27-2017-5:

BE IT FURTHER RESOLVED:

THAT THE PROPERTY DISPOSITION POLICY IS HEREBY READOPTED AS THE PROPERTY DISPOSITION POLICY OF THE TOWN OF HUNTINGTON ECONOMIC DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: THOMAS GLASCOCK

SECONDED BY: JAMES KADEN

VOTED:

JENNIFER CASEY - AYE

KEN CHRISTENSEN – AYE (via voting proxy from Jennifer Casey)

THOMAS GLASCOCK - AYE

LISA HARGROVE - AYE

JAMES KADEN - AYE

PEGGY KARAYIANAKIS - AYE

ROB RIPP – AYE (via voting proxy from Thomas Glascock)

DOLORES THOMPSON - AYE

Resolution 2-27-2017-6:

BE IT FURTHER RESOLVED:

THAT THE OPERATION AND ACCOMPLISHMENTS REPORT IS HEREBY AUTHORIZED, APPROVED AND ADOPTED AS THE 2016 OPERATIONS AND ACCOMPLISHMENTS REPORT OF THE TOWN OF HUNTINGTON ECONOMIC DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: PEGGY KARAYIANAKIS

SECONDED BY: LISA HARGROVE

VOTED:

JENNIFER CASEY - AYE

KEN CHRISTENSEN –AYE (via voting proxy from Jennifer Casey)

THOMAS GLASCOCK - AYE

LISA HARGROVE - AYE

JAMES KADEN -AYE

PEGGY KARAYIANAKIS - AYE

ROB RIPP – AYE (via voting proxy from Thomas Glascock)

DOLORES THOMPSON - AYE

Resolution 2-27-2017-7: (tabled)

BE IT FURTHER RESOLVED:

THAT THE FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT IS HEREBY AUTHORIZED, APPROVED AND ADOPTED AS THE 2016 FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT BY THE TOWN OF HUNTINGTON ECONOMIC DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY:

SECONDED BY:

VOTED TABLED:

JENNIFER CASEY
KEN CHRISTENSEN
THOMAS GLASCOCK
LISA HARGROVE
JAMES KADEN
PEGGY KARAYIANAKIS
ROB RIPP
DOLORES THOMPSON

Resolution 2-27-2017-8

BE IT FURTHER RESOLVED:

THAT PEGGY KARAYIANAKIS BE, AND HEREBY IS, REAPPOINTED AS CONTRACTING OFFICER OF THE TOWN OF HUNTINGTON ECONOMIC DEVELOPMENT CORPORATION.

OFFERED BY: JAMES KADEN

SECONDED BY: DOLORES THOMPSON

VOTED:

JENNIFER CASEY - AYE

KEN CHRISTENSEN – AYE (via voting proxy from Jennifer Casey)

THOMAS GLASCOCK - AYE

LISA HARGROVE - AYE

JAMES KADEN - AYE

PEGGY KARAYIANAKIS - AYE

ROB RIPP – AYE (via voting proxy from Thomas Glascock)

DOLORES THOMPSON - AYE

Resolution 2-27-2017-9:

BE IT FURTHER RESOLVED:

THAT DOLORES THOMPSON, ROB RIPP AND PEGGY KARAYIANAKIS BE,
AND HEREBY ARE, REAPPOINTED AS MEMBERS OF THE
CORPORATION'S AUDIT/FINANCE COMMITTEE.

OFFERED BY: THOMAS GLASCOCK

SECONDED BY: LISA HARGROVE

VOTED:

JENNIFER CASEY - AYE

KEN CHRISTENSEN – AYE (via voting proxy from Jennifer Casey)

THOMAS GLASCOCK - AYE

LISA HARGROVE - AYE

JAMES KADEN - AYE

PEGGY KARAYIANAKIS - AYE

ROB RIPP – AYE (via voting proxy from Thomas Glascock)

DOLORES THOMPSON - AYE

Resolution 2-27-2017-10:

BE IT FURTHER RESOLVED:

THAT JAMES KADEN, DOLORES THOMPSON, KENNETH CHRISTENSEN & THOMAS GLASCOCK BE, AND HEREBY ARE, REAPPOINTED AS MEMBERS OF THE CORPORATION'S GOVERNANCE COMMITTEE.

OFFERED BY: PEGGY KARAYIANAKIS

SECONDED BY: LISA HARGROVE

VOTED:

JENNIFER CASEY - AYE

KEN CHRISTENSEN –AYE (via voting proxy from Jennifer Casey)

THOMAS GLASCOCK - AYE

LISA HARGROVE - AYE

JAMES KADEN -AYE

PEGGY KARAYIANAKIS - AYE

ROB RIPP – AYE (via voting proxy from Thomas Glascock)

DOLORES THOMPSON - AYE

Resolution 2-27-2017-11:

BE IT FURTHER RESOLVED:

THAT THE EXECUTIVE DIRECTOR BE AUTHORIZED, UNTIL THE NEXT COMBINED BOARD OF DIRECTORS/MEMBER MEETING, TO TAKE ALL SUCH ACTIONS AS SHALL BE NECESSARY TO COMPLY WITH THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: THOMAS GLASCOCK

SECONDED BY: DOLORES THOMPSON

VOTED:

JENNIFER CASEY - AYE

KEN CHRISTENSEN – AYE (via voting proxy from Jennifer Casey)

THOMAS GLASCOCK - AYE

LISA HARGROVE - AYE

JAMES KADEN - AYE

PEGGY KARAYIANAKIS - AYE

ROB RIPP – AYE (via voting proxy from Thomas Glascock)

DOLORES THOMPSON – AYE

THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE MEETING, UPON MOTION DULY MADE BY DOLORES THOMPSON, SECONDED BY – JAMES KADEN AND UNANIMOUSLY CARRIED, THE SAME WAS ADJOURNED.

**OUR NEXT MEETING WILL BE HELD ON MONDAY, APRIL 17, 2017
7PM AT HUNTINGTON TOWN HALL, ROOM 304**

THE OFFICIAL CORPORATE RECORDS OF THE TOWN OF HUNTINGTON ECONOMIC DEVELOPMENT CORPORATION ARE HOUSED AND MAINTAINED BY JOAN CERGOL, EXECUTIVE DIRECTOR, TOWN OF HUNTINGTON ECONOMIC DEVELOPMENT CORPORATION, WITHIN THE OFFICES OF THE HUNTINGTON COMMUNITY DEVELOPMENT AGENCY.