

**DRAFT**  
**CITY OF PEEKSKILL INDUSTRIAL DEVELOPMENT AGENCY**  
**DRAFT MEETING MINUTES**  
**Tuesday, March 28, 2023 at 7:00 P.M.**  
**840 Main Street (2<sup>nd</sup> Floor Council Chambers)**  
**Peekskill, NY 10566**

Members of the public were provided access to listen to a live stream of this meeting via audio broadcast on the Government Access Cablevision Channel 78/Verizon Fios Channel 28, or on the Peekskill website at <https://www.cityofpeekskill.com/home/pages/meeting-video>. A recording will be at the PIDA website.

Board Members Present: Deborah Post, Alan Kravitz, Juliene Bell-Smith, Rohan de Freitas, Drew Claxton and Janice Thompson who was participating to the discussion via Zoom.

Board Members Absent:

Staff Present: Matthew Rudikoff, Executive Director, Jessie Boyd, Kathy Lockwood (via Zoom), Justin Miller, Counsel (via Zoom)

Also Present: Mike Miner MJM Television and Video Productions, Chris Kopf and Albert Corvino, PKF O'Connor Davies, CPAs.

The Chair opened the meetings at 7:13 PM and indicated that the Peekskill Industrial Development Agency (PIDA) meeting, Peekskill Facilities Development Corporation meeting and the Peekskill Local Development Corporation meeting are being opened simultaneously and that pertinent parts of discussion would be included in the respective sets of each Agency's meeting minutes. Ms. Post indicated that for each Agency the PKF O'Connor Davies CPA's will review the FY 2022 Audit Reports.

Mr. Kopf addressed the Board indicating that each member had received a hard copy of the Audit Report for each Agency and that he would start with PIDA whose first 3 pages is the Auditors Opinion" and their findings are that the PIDA received an "Unmodified Clean Opinion" which is the best overall rating. Mr. Kopf reviewed certain operational findings on Page 6 of the Report which is the income and expenses statement which indicates an income of \$ 54,000 including rental income from the Marina and \$24,000 from Liberty Mutual for reimbursement of Legal Expenses in connection with litigation. Expenses were \$72,645 primarily for staff expenses and legal expenses which were down this year because the legal expenses in connection with the litigation were the year before and the reimbursement occurred this year as income. The PIDA has an accumulated cash fund balance of \$1.2. million.

Ms. Post asked Mr. Miller what his opinion is on keeping the PLDC and Mr. Miller answered that it has been kept because if there were a contaminant related transaction the PLDC is a bankruptcy – proof entity and perhaps it isn't required any longer and Ms. Post said the Board could continue to consider its dissolution. Mr. Kopf thanked everyone for their time and said if there are any questions he and Mr. Corvino would be happy to respond.

Ms. Post called the next Agenda Item as the approval of the PIDA minutes of February 28, 2022. There being no comments, Ms. Thompson moved and Mr. Kravitz seconded a motion to approve the minutes. Motion Carried.

Ms. Post then introduced the PIDA Annual Resolution which indicated that the Board has reviewed and is approving the Agency Mission Statement and Performance Measures, Disposition and Investment Policies, the Auditor's Report for the Year ending December 31, 2021, approves the Annual PARIS Report for submission to the Authority Budget Office and will approve the slate of Board Officers including Deborah Post as Chair, Drew Claxton as Vice Chair and Janice Thompson as Secretary and provides for a Finance Committee and Governance Committee and reappoints staff. There being agreement on the Officers proposed and no other questions, Mr. de Freitas moved and Mr. Kravitz seconded a motion to adopt the Annual Resolution. Motion carried.

### **ANNUAL MEETING RESOLUTION**

An annual meeting of the City of Peekskill Industrial Development Agency was convened on March 28, 2023 at 7:00 p.m.

The following resolution was duly offered and seconded, to wit:

#### **Resolution No. 2023 - 02**

ANNUAL MEETING RESOLUTIONS OF THE CITY OF PEEKSKILL INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY"), INCLUDING (i) ACCEPTANCE OF ANNUAL AUDIT; (ii) READOPTING CERTAIN POLICIES, STANDARDS AND PROCEDURES RELATING TO THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED BY CHAPTER 506 OF THE LAWS OF 2009 OF THE STATE OF NEW YORK, (iii) ELECTION OF BOARD OFFICERS; (iii) APPOINTING BOARD COMMITTEE POSITIONS; (iv) APPOINTMENT OF AGENCY STAFF; AND (v) RELATED MATTERS

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 671 of the Laws of 1974 of the State of New York, as amended (hereinafter collectively called the "Act"), the **CITY OF PEEKSKILL INDUSTRIAL DEVELOPMENT AGENCY** (hereinafter called "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping civic, industrial, manufacturing and commercial facilities as authorized by the Act; and

**WHEREAS**, pursuant to the Public Authorities Accountability Act of 2005 ("PAAA"), which was signed into law on January 13, 2006 as Chapter 766 of the Laws of 2005, and Chapter 506 of the Laws of 2009 enacting the Public Authority Reform Act of 2009 ("PARA"), the Agency desires to undertake certain required annual policy reviews and readoption; and

**WHEREAS**, the Agency further desires to review and approve the annual audit of the Agency, along with certain other annual meeting matters.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE CITY OF PEEKSKILL INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. Pursuant to PAAA and PARA, the Agency has reviewed the Mission Statement and Performance Measures and the Agency hereby determines that no changes are required to the Mission Statement and Performance Measures and that the same is hereby approved.

Section 2. Pursuant to PAAA and PARA, the Agency has reviewed the Investment Policy and Disposition of Property Policy and the Agency hereby determines that no changes are required to the Investment Policy and that the same is hereby approved.

Section 3. The Agency has reviewed the Independent Auditor's Report for the fiscal year ended December 31, 2022, as prepared by PKF O'Connor Davies, LLP in the form presented at the meeting, and such audit and related management letter are hereby approved.

Section 4. The Agency hereby authorizes and approves the 2022 Annual Report to be filed with (i) the New York State Authority Budget Office via the Public Authorities Reporting Information System, and (ii) the appropriate local officials.

Section 5. **Annual Officer Election**. Upon motion, second and board roll call vote, the following individuals are duly appointed to serve in the respective Officer Positions in accordance with the By-laws of the Agency for the period January 1, 2023 through December 31, 2023:

Deborah Post, Chair  
Drew Claxton, Vice Chair  
Alan Kravitz, Secretary

All Members of the Agency shall participate in such required annual and continuing training as may be required to remain informed of best practices, regulatory and statutory changes relating to the effective oversight of the management and financial activities of public authorities and to adhere to the highest standards of responsible governance. Further, each Member shall execute (i) a Certification of No Conflict of Interest (ii) an Acknowledgement of Fiduciary Duties and Responsibilities.

Section 6. **Audit and Finance Committee**. Pursuant to subdivision 4 of Section 2824 of the PAL, and in accordance with the By-laws of the Agency, the following Members are nominated and confirmed to serve on the Audit and Finance Committee of the Agency for the period January 1, 2023 through December 31, 2023: Committee of the Whole.

The Audit and Finance Committee shall perform the functions as described in the By-Laws.

Section 7. **Governance Committee**. Pursuant to subdivision 7 of Section 2824 of the PAL, and in accordance with the By-laws of the Agency, the following Members are nominated and confirmed to serve on the Governance Committee of the Agency for the period January 1, 2023 through December 31, 2023: Committee of the Whole. The Governance Committee shall perform the functions as described in the By-Laws as a Committee of the whole.

Section 8. **Appointment of Staff.** Pursuant to and in accordance with the By-laws of the Agency, the Members of the Agency hereby ratify the appointment of the following individuals to serve as at will employees in the following appointed positions:

Matthew Rudikoff, Executive Director  
Kathy Lockwood, Deputy Executive Director  
Jessie Boyd, Chief Financial Officer

The foregoing officers shall enter upon the discharge of their duties as provided in the By-Laws of the Agency. **The Agency further authorizes the provision of staff stipends for the above-listed staff as recommended and approved by the Audit and Finance Committee.** The Board hereby designates the Executive Director as the Agency's FOIL Officer and Contracting Officer. The Chairman shall serve as the FOIL Appeals Officer of the Agency.

Section 9. That the proper officers of the Agency are hereby authorized, empowered and directed to do all things, and acts and to execute all documents as may be necessary, or advisable and proper, to carry on the business of the Agency, for and on behalf of the Agency.

Section 10. This Resolution shall take effect immediately.

The question of the adoption of the foregoing resolutions was duly put to vote on roll call, which resulted as follows:

	Yea	Nea	Absent	Abstain
Alan Kravitz	[ X ]	[ ]	[ ]	[ ]
Drew Claxton	[ X ]	[ ]	[ ]	[ ]
Deborah Post	[ X ]	[ ]	[ ]	[ ]
Janice Thompson	[ X ]	[ ]	[ ]	[ ]
Juliene Bell-Smith	[ X ]	[ ]	[ ]	[ ]
Rohan de Freitas	[ X ]	[ ]	[ ]	[ ]

The Resolution was thereupon duly adopted.

STATE OF NEW YORK )

COUNTY OF WESTCHESTER ) SS:

I, Alan Kravitz, the undersigned Secretary of the City of the City of Peekskill Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the City of Peekskill Industrial Development Agency (the "Agency"), including the resolution contained therein, held on March 28, 2023, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this 28<sup>th</sup> day of March, 2023.

*Alan Kravitz*

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SECRETARY

Ms. Post introduced the DRI Art Project. Mr. Rudikoff indicated the March 21, 2023 correspondence from the DRI Project Sponsor was proposing that the PIDA funding of \$35,000 go to the illuminated sculpture, "Rock Star" which is themed based on commemorating the famous meteorite that fell on a Peekskill car on October 9, 1992 in its driveway at 242 Wells Street; and that in connection with the two (2) internships that will be part of the video documentary being produced; the PFDC funding of \$10,000 will go to internship management and an estimated \$1,500 per intern as a stipend. Mr. Miller added that he is working on the appropriate agreements and conditions and what the SEQR requirements would be. Mr. Rudikoff addressed conditions such as including that City residency is required for the interns, and that the interns take on an obligation to do outreach to fellow students, etc. Mr. de Freitas added that for conditions we would to have a written curriculum and educational objectives or internship plan to identify and select qualified suitable candidates including educational objectives and means of supervision and evaluation. Ms. Post recommended that the Workforce Development Committee be involved in setting the Agreement, conditions and parameters and that reach out to recruit the interns include the Peekskill School District, Youth Bureau and Westchester Community College. Ms. Claxton added in that Doug Brown is the School District's video arts educational curriculum director and should be brought in. Mr. Miller

added in a question about SEQR and that Resolutions will be prepared for the next PIDA and PFDC meetings.

Ms. Post introduced the next order of business as the Peekskill Retail Incubator Emporium. Mr. Rudikoff said that as a result of the PIDA/PFDC letter to the Mayor and the Executive Directors Memorandum, the City had scheduled a Council Committee meeting to discuss the project with the PIDA/PFDC Board on April 3, 2023. It was indicated that Ms. Post and Mr. de Freitas would attend and Mr. Rudikoff added that BID Director Bill Powers was also provided with a copy of the package and that he was in support of the concept and the proposed Peekskill Project.

Ms. Post indicated that the next order of business is the Peekskill Firehouse Kitchen Incubator update and Mr. Rudikoff reported that the required Grant Administrative Plan, Financial Management Plan and Project Schedule was provided to EDA and that the first Quarterly Report and Financial Report is due by the end of April. Mr. Rudikoff also reported that the first Request for Proposals for the civil engineering sub-consultant was submitted to EDA and is under Review and that the RFPs for the mechanical engineering and kitchen sub-consultants had not been submitted pending the EDA approval on the civil engineer RFP so we know the format EDA requires. Additionally, Mr. Rudikoff added that a City lender of joinder is required because the City is still currently the property owner and the PFDC requires that City Approval in order to submit the Planning Commission Site Plan and Special Use Permit Applications.

There was discussion of the building permit fee and the Planning Commission Application fee and City consultant review escrow which would total approximately \$20,000 and Mr. Kravitz requested Board authorization for Mr. Rudikoff to make those payments. In addition to the fees which are grant eligible, there was discussion about payment of the fees to the City. Mr. Kravitz agreed that they should not be waived and Mr. Kravitz agreed that it was better to discuss the larger project budget issues in light of inflation and construction and equipment cost increases. Mr. Kravitz continued that the impact of inflation since the February 2022 EDA grant submission has drastically increased project costs and since the project is "equipment intensive" and for example that stainless steel has increased approximately 50% during that period. Mr. Kravitz continued, stating that, based on internet cost research, there could be a shortfall in the previously estimated project cost of \$600,000, in addition to our current estimate for the non-EDA operational portion of the project of \$400,000 for all moveable equipment, furnishings for the business office, reception area and conference room and cash flow support for the incubator until the anticipated 18 month break even period.

Ms. Post brought up the next item on the Agenda which is the Resolution approving a \$35,000 extension to the Shalinthia Miles Smith Company Contract for PIDA support services and Mr. Rudikoff stated that the work has been of significant value to the PIDA including the work described in the prior PIDA meeting and that Board members agreed and Ms. Claxton moved and Ms. Thompson seconded a motion approving the Resolution. Motion Carried.

**AUTHORIZING RESOLUTION**

**Resolution No. 2023-3**

***(Extended Engagement of Shalinthia Miles-Smith Company)***

A regular meeting of the City of Peekskill Industrial Development Agency was convened on March 28, 2022, at 7:00 p.m.

On motion duly made and seconded, the following resolution was placed before the members of the City of Peekskill Industrial Development Agency:

RESOLUTION OF THE CITY OF PEEKSKILL INDUSTRIAL DEVELOPMENT AGENCY  
AUTHORIZING THE EXTENDED ENGAGEMENT OF SHALINTHIA MILES-SMITH  
COMPANY

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 671 of the Laws of 1974 of the State of New York, as amended (hereinafter collectively called the "Act"), the **CITY OF PEEKSKILL INDUSTRIAL DEVELOPMENT AGENCY** (hereinafter called "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, the Agency desires to extend the engagement of Shalinthia Miles-Smith, d/b/a Shalinthia Miles-Smith Company (Miles-Smith to provide PIDA administrative and project support services for the benefit of the Agency;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE CITY OF PEEKSKILL INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency hereby authorizes the Executive Director to extend the previously approved contract for services with Miles-Smith, and authorizes the appropriation and expenditure of an additional \$35,000.00 toward the personnel services for the contract plus related authorized expenses as set forth in the Contract.

Section 2. The members, officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the

purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.



Section 3. This Resolutions shall take effect immediately upon adoption.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

	<u>Yea</u>	<u>Nea</u>	<u>Absent</u>	<u>Abstain</u>
Alan Kravitz	[ X ]	[ ]	[ ]	[ ]
Rohan DeFreitas	[ X ]	[ ]	[ ]	[ ]
Deborah Post	[ X ]	[ ]	[ ]	[ ]
Janice Thompson	[ X ]	[ ]	[ ]	[ ]
Juliene Bell-Smith	[ X ]	[ ]	[ ]	[ ]
Drew Claxton	[ X ]	[ ]	[ ]	[ ]

The Resolutions were thereupon duly adopted.

STATE OF NEW YORK            )  
COUNTY OF WESTCHESTER    ) ss:

I, the undersigned Secretary of the City of Peekskill Industrial Development Agency, DO  
HEREBY CERTIFY:

That I have compared the foregoing extract of the minutes of the meeting of the  
Wayne County Industrial Development Agency (the “Agency”) including the resolution  
contained therein, held on March 28, 2023, with the original thereof on file in my office, and  
that the same is a true and correct copy of the proceedings of the Agency and of such  
resolution set forth therein and of the whole of said original insofar as the same relates to the  
subject matters therein referred to.

I FURTHER CERTIFY that all members of said Agency had due notice of said meeting,  
that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public  
Officers Law (Open Meetings Law), said meeting was open to the general public, and that  
public notice of the time and place of said meeting was duly given in accordance with Article 7.

I FURTHER CERTIFY that there was a quorum of the members of the Agency present  
throughout said meeting.

I FURTHER CERTIFY that as of the date hereof, the attached resolution is in full force  
and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Agency this 28<sup>th</sup>  
day of March, 2023.

*Alan Kravitz*

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Secretary, PIDA

There being no further business Mr. Kravitz moved and Mr. de Freitas seconded a motion adjourning the  
meeting. Motion Carried