

**DRAFT**  
**CITY OF PEEKSKILL FACILITIES DEVELOPMENT CORPORATION**  
**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, and Janice Thompson who was participating 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 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 indicated that with the PFDC received an "Unmodified Clean Opinion," which is the best overall rating. Mr. Kopf reviewed the income statement, which indicates an income of \$205,607 from the Main Street Program and \$70,000 from the 1 Park Place Project, intended to be used for workforce programming. Expenses were \$194,000 including program and legal expenses. Income includes funding of certain administrative expenses, such as environmental reviews. The PFDC has an accumulated cash fund balance of \$123,000.

Ms. Post called the next Agenda Item as the approval of the PFDC minutes of February 28, 2023. There being no comments, Ms. Bell Smith moved and Mr. de Fruits seconded a motion to approve the minutes. Motion Carried.

Ms. Post then introduced the PFDC 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, 2022, approves the Annual PARIS Report for submission to the Authority Budget Office and may approve the slate of Board Officers including Deborah Post as Chair, Alan Kravitz 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, Ms. Bell-Smith moved and Mr. de Freitas seconded a motion to adopt the Annual Resolution. Motion carried.

## **ANNUAL MEETING RESOLUTIONS**

An annual meeting of the Peekskill Facilities Development Corporation 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 PEEKSKILL FACILITIES DEVELOPMENT CORPORATION (THE "CORPORATION"), INCLUDING (i) ACCEPTANCE OF ANNUAL AUDIT; (ii) RE-ADOPTING 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 CORPORATION STAFF; AND (v) RELATED MATTERS

**WHEREAS**, pursuant to Sections 402 and 1411 of the Not-For-Profit Corporation Law ("N-PCL") of the State of New York, the Peekskill Facilities Development Corporation (the "Corporation") was established as a domestic, not-for-profit local development corporation pursuant to a Certificate of Incorporation (the "Certificate") to undertake certain charitable and public purposes, among other things, including relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, carrying on scientific research for the purpose of aiding the City of Peekskill, New York (the "City") by attracting new industry to the City or by encouraging the development of, or retention of, an industry in the City, and lessening the burdens of government and acting in the public interest; 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 Corporation desires to undertake certain required annual policy reviews and re-adoption; and

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

NOW, THEREFORE, BE IT RESOLVED BY THE DIRECTORS OF THE PEEKSKILL FACILITIES DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. Pursuant to PAAA and PARA, the Corporation has reviewed the Mission

Statement and Performance Measures and the Corporation 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 Corporation has reviewed the Investment Policy and Disposition of Property Policy and the Corporation hereby determines that no changes are required to the Investment Policy and that the same is hereby approved.

Section 3. The Corporation 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 Corporation 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 Corporation for the period January 1, 2023 through December 31, 2023:

Deborah Post, Chair  
Alan Kravitz, Vice Chair  
Janice Thompson, Secretary

All Directors of the Corporation 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 (me) 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 Corporation, the following Directors are nominated and confirmed to serve on the Audit and Finance Committee of the Corporation 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 Corporation, the following Directors are nominated and confirmed to serve on the Governance Committee of the Corporation 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.

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 Corporation. **The Corporation 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 Corporation's FOIL Officer and Contracting Officer. The Chairman shall serve as the FOIL Appeals Officer of the Corporation.

Section 9. That the proper officers of the Corporation 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 Corporation, for and on behalf of the Corporation.

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 ]	[ ]	[ ]	[ ]
Deborah Post	[ X ]	[ ]	[ ]	[ ]
Janice Thompson	[ X ]	[ ]	[ ]	[ ]
Julienne Bell-Smith	[ X ]	[ ]	[ ]	[ ]
Rohan Defreitas	[ X ]	[ ]	[ ]	[ ]

The Resolution was thereupon duly adopted.

STATE OF NEW YORK

(COUNTY OF WESTCHESTER) SS:

I, Janice Thompson, the undersigned Secretary of the Peekskill Facilities Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Peekskill Facilities Development Corporation (the "Corporation"), 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 Corporation 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 Directors of said Corporation 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 Directors of the Corporation 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 Corporation this 28<sup>th</sup> day of March, 2023.

Janice Thompson

Janice Thompson, 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 a written curriculum and educational objectives or an internship plan to identify and select qualified suitable candidates, including educational objectives and means of supervision and evaluation, is needed. Ms. Post recommended that the Workforce Development Committee be involved in setting the Agreement, conditions and parameters and that outreach to recruit the interns should include the Peekskill School District, Youth Bureau and Westchester Community College. Ms. Claxton added that Doug Brown is the School District's video arts educational curriculum director, and he should be consulted with. 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 were 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 the format EDA requires is known. Additionally, Mr. Rudikoff added that a City's Letter of Joinder is required because the City is still currently the property owner, and the PFDC requires City approval in order to submit the Planning Commission Site Plan and Special Use Permit Applications.

There was discussion of the building permit and Planning Board Application and City consultant review escrow, which would total \$20,000. Mr. Kravitz requested Board authorization for Mr. Rudikoff to make those payments. In addition to the fees, which are grant eligible, there was discussion whether City fees should 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, 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.

There being no further PFDC business, Mr. de Freitas moved and Ms. Bell-Smith seconded a motion to adjourn. Motion carried.