



Theresa Ward  
*Chairperson*

**ACCEPTED BY BOARD  
MEMBERS ON 12/14/17**

**MINUTES**  
**SCEDC REGULAR MEETING**  
**NOVEMBER 16, 2017**

**PRESENT**

Theresa Ward, Chair  
Grant Hendricks, Vice Chair  
Peter Zarcone, Treasurer  
Anthony Giordano, Secretary  
Kevin Harvey, Member  
Gregory T. Casamento, Member

**ABSENT**

Sondra Cochran, Member

**ALSO PRESENT**

Louis Bekofsky, Suffolk County EDC, Executive Director/CEO  
Regina Zara, Suffolk County EDC, Deputy Executive Director/CFO  
Angela Glaser, Suffolk County EDC, Executive Assistant  
Anthony J. Catapano, Suffolk County IDA, Executive Director  
Kelly Morris, Suffolk County IDA, Deputy Executive Director  
John McNally, Suffolk County IDA, Associate Director Marketing & Outreach  
Daryl Leonette, Suffolk County IDA, Executive Assistant  
Regina Halliday, Suffolk County IDA, Bookkeeper  
William Wexler, Corporation Counsel  
Barry Carrigan, Counsel, Nixon Peabody  
Melissa Bennett, Counsel, Barclay Damon  
William Dudine, Partner, Katten Muchin Rosenman LLP  
Andrew Komaromi, Partner, Harris Beach PLLC  
Victor Ocası, Reporter, Newsday  
David Chauvin, Vice President, Zimmerman/Edelson, Inc.  
Greg Moran, Legislative Aide, Legislator Robert Trotta

Christina Delisi, Legislative Aide, Suffolk County Presiding Officer DuWayne Gregory  
DJ Russo, Legislative Aide, Suffolk County Presiding Officer DuWayne Gregory  
Kimberly Scalice, Legislative Aide, Suffolk County Legislator Tom Cilmi  
Seth Lounsbury, Legislative Aide, Legislator William J. Lindsay III  
Dylan Saperman, Counsel, Moritt Hock & Hamroff LLP  
Greg LiCalzi, Jr., EVP/Investment Banking–Public Finance, Gates Capital Corporation

The November 16, 2017 Regular Meeting of the Suffolk County Economic Development Corporation was held at the H. Lee Dennison Building, 100 Veterans Memorial Highway, 3<sup>rd</sup> Floor Conference Room, Hauppauge, NY, and was called to order by Theresa Ward at 12:55 pm.

### **PUBLIC COMMENT**

No comment was received for the Public Comment portion of the Suffolk County Economic Development Corporation.

### **NEW BUSINESS**

Lou Bekofsky stated that there was no new business at this time.

### **OLD BUSINESS**

#### **Family Service League**

Mr. Bekofsky refreshed the Board on the project by stating that FSL was a not-for-profit organization that provides a wide range of mental health counseling and other critical social services. He said this particular project was for construction of a 13,000 sq. ft. health and wellness center in Bay Shore and also included the refinance of previous loans on properties in Port Jefferson and Bay Shore, as well as the renovation of its 36,000 sq. ft. building in Huntington. The total bond request was for \$8.475M. A preliminary inducement was granted on July 27, 2017, and a public hearing was held on September 27, 2017, in which there were no comments. Final approval of the project was first considered on September 28, 2017, and in an effort to avoid potential conflicts relating to the construction of the project, the applicant, FSL, had since submitted a letter dated November 13, 2017, signed by James Petrocelli, the selected vendor for the project, resigning himself as a director of FSL. The applicant requested that the project be put forth again and reconsidered for final approval.

Mr. Bekofsky then gave the floor to Dyan Saperman, counsel for Moritt Hock & Hamroff, attorneys for FSL, and Greg LiCalzi, Jr., investment banker for FSL, to answer any questions from the Board.

Mr. Saperman introduced himself and addressed the Board by saying that Karen Boorshtein, President and CEO of FSL, had pressing matters at the office and, unfortunately, could not be present at the meeting, and Seth Stein, the attorney from Moritt Hock & Hamroff who had attended the previous Board meetings, was out of town on business.

Mr. Saperman continued by thanking the Board for revisiting the issue and stated that, as previously mentioned, Mr. Petrocelli's letter of resignation from FSL's Board was self-effective upon the approval of the bonds, and added that he hoped that it would resolve the conflict of interest so that the project could go forward and close by the end of the year.

Mr. Harvey asked if the FSL Board had accepted Mr. Petrocelli's letter of resignation. Mr. Saperman explained that since it was a self-effective letter, it did not need to go before the Board. He indicated that in addition he had a letter dated November 16, 2017, from his law firm, Moritt Hock & Hamroff, as legal counsel for FSL, acknowledging that upon approval of the bonds, Mr. Petrocelli's resignation would be effective immediately. He stated that no further action by FSL was needed.

Mr. LiCalzi added that the resignation letter from Mr. Petrocelli was unilateral, that FSL didn't have the ability to reject the resignation, and that there was no other conditions or contingencies required to effectuate it.

The resignation letter from Mr. Petrocelli and the acknowledgment letter from Moritt Hock and Hamroff were then passed to the Board for its review, hereto attached as Exhibits A and B, respectively.

Mr. Harvey reiterated the Board's concern regarding the conflict of interest, and stated that, speaking for himself, he wanted to make sure the resignation was fully enacted to prevent any conflict of interest.

Mr. Saperman reassured Mr. Harvey that his firm had gone at length to explain why Mr. Petrocelli's resignation from FSL's Board was necessary.

Mr. Zarcone then asked if it was a full resignation or for the term of the project.

Mr. Saperman responded that it was a full resignation. Mr. Petrocelli would be off the FSL Board if the bonds were approved at the present meeting, effective immediately.

After further discussion and;

Upon a motion by Greg Casamento and seconded by Grant Hendricks, it was:

RESOLVED, to approve final bond resolution to grant Family Service League, Inc. tax-exempt revenue bonds in an amount not to exceed \$10M, currently anticipated to be approximately \$9M.

Unanimously carried 6/0.

## **MINUTES**

Theresa Ward asked for a Motion to approve the Draft Minutes of the September 28 2017 Meeting.

After further discussion and;

Upon a motion by Grant Hendricks seconded by Kevin Harvey, it was:

RESOLVED, to approve the Minutes of the September 28, 2017 SCEDC Board Meeting.

Carried 5/0; 1 abstention.

Ms Ward then asked for a Motion to adjourn the November 16, 2017 SCEDC Board Meeting.

After further discussion and;

Upon a motion by Grant Hendricks seconded by Greg Casamento, it was:

RESOLVED, to adjourn the Regular Meeting of the Suffolk County Economic Development Corporation.

Unanimously carried 6/0.

The Meeting adjourned at 1:10 p.m.

The next Meeting of the Suffolk County Economic Development Corporation is tentatively scheduled for December 14, 2017, at 10:30 a.m.