



Theresa Ward  
*Chairperson*

**ACCEPTED BY BOARD  
MEMBERS ON 04/27/17**

**MINUTES**  
**SCEDC ANNUAL/REGULAR MEETING**  
**FEBRUARY 28, 2017**

**PRESENT**

Grant Hendricks, Vice Chairman  
Peter Zarcone, Treasurer  
Anthony Giordano, Secretary  
Sondra Cochran, Member  
Kevin Harvey, Member  
Theresa Ward, Member

**ABSENT**

Gregory Casamento, Member

**ALSO PRESENT**

Anthony 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, Agency Counsel  
William Weir, Nixon Peabody  
William Dudine, Winston & Strawn LLP  
Melissa Bennett, Associate, Barclay Damon  
Andrew Komaromi, Harris Beach PLLC  
James Madore, Reporter, Newsday  
David Chauvin, Vice President, Zimmerman/Edelson, Inc.  
Louis Bekofsky, Suffolk County Department of Economic Development and Planning  
Regina Zara, Suffolk County Department of Economic Development and Planning  
Angela Glaser, Suffolk County Department of Economic Development and Planning  
Lisa Broughton, Suffolk County Department of Economic Development and Planning

Robert Trotta, Suffolk County Legislator  
Christina Delisi, Legislative Aide, Suffolk County Presiding Officer DuWayne Gregory  
Stephen Disador, Legislative Aide, Suffolk County Legislator William Lindsay

The February 28, 2017, Board Meeting of the Suffolk County Economic Development Corporation was held in Media Room #184 in the Lower Level of the H. Lee Dennison Building, 100 Veterans Memorial Highway, Hauppauge, NY, and was called to order by Grant Hendricks at 1:10 p.m.

Mr. Hendricks opened the meeting by asking if there was any public comment.

### **Public Comment**

No comments were received for the Public Comment portion of the Suffolk County Economic Development Corporation.

Mr. Hendricks then directed the Board's attention to the Suffolk County Economic Development Corporation's February 28, 2017 Board Meeting Agenda of annual corporate resolutions.

#### **A. Election of Officers**

Upon motion made by Grant Hendricks, and seconded by Sondra Cochran, it was:

RESOLVED, that the slate of Officers and Board Members should be as follows:

Chair	Theresa Ward
Vice Chair	Grant Hendricks
Treasurer	Peter Zarcone
Secretary	Anthony Giordano
Member	Gregory Casamento
Member	Sondra Cochran
Member	Kevin Harvey

Unanimously carried 6/0.

Theresa Ward continued the meeting as the newly elected Chair of the Suffolk County Economic Development Corporation and proposed the following annual resolutions for adoption:

## **B. Staff Appointments**

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

RESOLVED, to accept the proposed Staff Appointments as follows:

Chief Executive Officer	Louis Bekofksy
Chief Financial Officer	Regina Zara

## **C. Committee Assignments**

### a. Audit Committee

Upon motion made by Peter Zarcone, and seconded by Theresa Ward, it was:

RESOLVED, to accept the proposed Audit Committee assignments as follows:

Grant Hendricks, Chair  
Peter Zarcone  
Anthony Giordano  
Theresa Ward

Unanimously carried 6/0.

### b. Finance Committee

Upon motion made by Sondra Cochran, and seconded by Kevin Harvey, it was:

RESOLVED, to accept the proposed Finance Committee assignments as follows:

Grant Hendricks, Chair  
Peter Zarcone  
Anthony Giordano  
Theresa Ward

Unanimously carried 6/0.

### c. Governance Committee

Upon motion made by Theresa Ward, and seconded by Grant Hendricks, it was:

RESOLVED, to accept the proposed Governance Committee assignments as follows:

Kevin Harvey, Chair  
Gregory Casamento  
Sondra Cochran  
Theresa Ward

Unanimously carried 6/0.

d. Establishment of Retail Loan Committee

Theresa Ward proposed that the following members of the Board be assigned to the Retail Loan Committee, and;

Upon motion made by Sondra Cochran, and seconded by Grant Hendricks, it was:

RESOLVED, that the Officers and Board Members of the Retail Loan Committee be:

Chair	Theresa Ward
Vice Chair	Grant Hendricks
Treasurer	Peter Zarcone
Member	Kevin Harvey
Member	Gregory Casamento

Unanimously carried 6/0.

**D. Signatories on Corporation Accounts**

Upon motion made by Peter Zarcone, and seconded by Kevin Harvey, it was:

RESOLVED, that the following officers be signatories on the Corporation's accounts:

Chair	Theresa Ward
Vice Chair	Grant Hendricks
Secretary	Anthony Giordano
Treasurer	Peter Zarcone

Unanimously carried 6/0.

**E. Corporation Counsel**

Upon motion made by Grant Hendricks, and seconded by Peter Zarcone, it was:

RESOLVED, to continue to retain William Wexler, Esq. as Corporation Counsel for the Suffolk County Economic Development Corporation for 2017.

Unanimously carried 6/0.

**F. Bond/Transaction Counsels**

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

RESOLVED, to redesignate the following law firms as the Suffolk County Economic Development Corporation's Bond and Transaction Counsels for 2017:

Barclay Damon LLP  
Harris Beach PLLC  
Katten Muchin Rosenman LLP  
Nixon Peabody LLP

Unanimously carried 6/0.

**G. Accountants**

Upon motion made by Kevin Harvey, and seconded by Theresa Ward, it was:

RESOLVED, to continue to retain the Fuoco Group as the Suffolk County Economic Development Corporation's Certified Public Accountants for 2017.

Unanimously carried 6/0.

**H. Adoption of Committee Charters**

Theresa Ward then proposed that the Committee Charters be adopted.

Upon motion made by Kevin Harvey, and seconded by Sondra Cochran, it was:

RESOLVED, to accept the Audit Committee Charter, Finance Committee Charter, and Governance Committee.

Unanimously carried 6/0.

**I. Review and Readoption of Corporation Policies**

Ms. Ward proposed that the Corporation's present policies be readopted.

Upon motion made by Sondra Cochran, and seconded by Grant Hendricks, it was:

RESOLVED, to readopt the following policies:

- a. Compensation, Reimbursement and Attendance Policy
- b. Defense & Indemnification Policy
- c. Investment Policy
- d. Policies Procedures and Guidelines for Procurement
- e. Travel Policy
- f. Disposition of Property Guidelines
- g. Code of Ethics

Unanimously carried 6/0.

Ms. Ward then point out that the next item of business was the document processing for the First Generation Transit Oriented Development Retail Revolving Loan Fund. She reminded everyone that the Board had approved the creation of the program, referred to as the TOD Retail RLF, back in August of 2016, that the program was budgeted for an allocation of \$300,000, and that the proposed Policies and Procedures, Application and supported documentation were being presented for approval in order for the Corporation to release the program and begin accepting applications.

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

RESOLVED, to approve the following TOD Retail RLF documentation:

- a. Policies and Procedures
- b. TOD Retail RLF Application
- c. Promissory Note
- d. Security Agreement
- e. Guaranty
- f. Certification of [Borrower]
- g. Form of Company Resolution
- h. Closing Checklist

Unanimously carried 6/0.

## **MINUTES**

The Minutes of the January 26, 2017 Board Meeting were reviewed and;

Upon motion made by Grant Hendricks, and seconded by Theresa Ward, it was:

RESOLVED, to accept the Minutes of the January 26, 2017 Board Meeting.

Unanimously carried 6/0.

Theresa Ward then moved to adjourn the meeting. There being no further business, it was unanimously:

RESOLVED, to adjourn the February 28, 2017, Suffolk County Economic Development Corporation Board Meeting.

Unanimously carried 6/0.

The Meeting adjourned at 1:24 p.m.

The next Meeting of the Suffolk County Economic Development Corporation is tentatively scheduled for March 23, 2017.