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TOWN OF BROOKHAVEN
INDUSTRIAL DEVELOPMENT AGENCY

- - - - -x

BOARD MEETING
HELD VIA ZOOM VIDEOCONFERENCE

- - - - -x

January 12, 2022
9:05 a.m.

TRANSCRIPT OF PROCEEDINGS

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A P P E A R A N C E S :

MEMBERS :

FREDERICK C. BRAUN, III
MARTIN G. CALLAHAN
FELIX J. GRUCCI, JR.
LENORE PAPROCKY
GARY POLLAKUSKY
ANN-MARIE SCHEIDT
FRANK C. TROTTA

ALSO PRESENT :

LISA M.G. MULLIGAN, CHIEF EXECUTIVE OFFICER
LORI J. LaPONTE, CHIEF FINANCIAL OFFICER
JOCELYN LINSE, EXECUTIVE ASSISTANT
TERRI ALKON, ADMINISTRATIVE ASSISTANT
AMY ILLARDO, ADMINISTRATIVE ASSISTANT
ANNETTE EADERESTO, ESQ., AGENCY COUNSEL
WILLIAM F. WEIR, ESQ., NIXON PEABODY
HOWARD R. GROSS, ESQ.,
WEINBERG GROSS & PERGAMENT, LLP

* * *

1

2

MR. BRAUN: All right, it is 9:05.

3

It's Wednesday, January 12th. This is the

4

meeting of the Town of Brookhaven Industrial

5

Development Agency. Following board members

6

are here: Mr. Callahan, Mr. Grucci,

7

Ms. Paprocky, Mr. Pollakusky, Ms. Scheidt and

8

Mr. Trotta. A quorum is present.

9

Lisa.

10

MS. MULLIGAN: Today's meeting has been

11

convened in accordance with Chapter 417 of the

12

laws of 2021 effective September 2, 2021

13

through January 15, 2022 permitting local

14

governments to hold public meetings by

15

telephone and videoconference.

16

MR. BRAUN: Bill, have you heard

17

anything about that being extended?

18

MR. WEIR: Yeah. There were three

19

different bills or four different bills

20

circulating last week, we commented on those

21

through Ryan Silva. He expects something to

22

get passed hopefully this week before the

23

current law expires.

24

MR. BRAUN: Thank you.

25

The minutes of four previous

1

2

meetings -- October 20th, November 17th,

3

December 8th and December 16th -- have been

4

circulated to everyone.

5

Can I have a motion to accept?

6

MR. GRUCCI: So moved.

7

MS. SCHEIDT: Second to Felix.

8

MR. BRAUN: Any questions or

9

clarifications?

10

(No response.)

11

MR. BRAUN: I have just one on the

12

minutes of October 20th.

13

As we were talking about a Northville

14

related project, the word Northwell crept into

15

the minutes, whether it was transcription or I

16

mispronounced, doesn't matter, but in any

17

event, it's Northville. Northwell is into a

18

lot of things, but as far as I am aware,

19

they're not into renewable energies, so

20

there's a motion on the -- and it's been

21

seconded.

22

On the vote, Mr. Callahan?

23

MR. CALLAHAN: Yes.

24

MR. BRAUN: Mr. Grucci?

25

MR. GRUCCI: Yes.

1

2

MR. BRAUN: Ms. Paprocky?

3

MS. PAPROCKY: Yes.

4

MR. BRAUN: Mr. Pollakusky?

5

MR. POLLAKUSKY: Yes.

6

MR. BRAUN: Ms. Scheidt?

7

MS. SCHEIDT: Yes.

8

MR. BRAUN: Mr. Trotta?

9

MR. TROTTA: Yes.

10

MR. BRAUN: Minutes are approved.

11

I'll now entertain a motion to go into

12

executive session.

13

MS. MULLIGAN: To discuss personnel

14

issues.

15

MR. CALLAHAN: So moved.

16

MS. SCHEIDT: So moved.

17

MR. BRAUN: Is there a second?

18

On the vote --

19

MS. MULLIGAN: Bill, you're on mute.

20

MR. BRAUN: -- Mr. Callahan?

21

MR. CALLAHAN: Yes.

22

MR. BRAUN: Mr. Grucci?

23

MR. GRUCCI: Yes.

24

MR. BRAUN: Ms. Paprocky?

25

MS. PAPROCKY: Yes.

1

2

MR. BRAUN: Mr. Pollakusky?

3

MS. PAPROCKY: Yes.

4

5

MS. MULLIGAN: I think Bill has something he wants to add, but he's on mute.

6

You're still on mute, Bill.

7

MR. WEIR: Sorry.

8

9

The other reason the board is going into executive session is to discuss a litigation matter.

10

11

MS. MULLIGAN: Yes. Thank you, Bill.

12

13

MR. BRAUN: On the rest of the vote, Ms. Scheidt?

14

MS. SCHEIDT: Yes.

15

MR. BRAUN: Mr. Trotta?

16

MR. TROTTA: Yes.

17

MR. BRAUN: Mr. Braun votes yes.

18

We are headed into executive session.

19

20

MS. MULLIGAN: Joce just sent the link, so we will -- and Joce, leave this open, please.

21

22

(Short recess taken.)

23

MR. BRAUN: Are we missing anyone?

24

25

MS. MULLIGAN: Other than Howard and he's coming back in shortly.

1

2

MR. WEIR: Do we have any guests waiting?

3

4

MS. MULLIGAN: Yes. I think we should take a couple of items out of order so that our guests can go about their day.

5

6

7

MS. EADERESTO: Why don't we start?

8

MS. MULLIGAN: Okay.

9

10

MR. BRAUN: It is now 10:19. I'll entertain a motion to come out of executive session.

11

12

MR. POLLAKUSKY: So moved.

13

MR. BRAUN: Second?

14

(No response.)

15

MR. BRAUN: Is that Marty, thank you.

16

On the vote, Mr. Callahan?

17

MR. CALLAHAN: Yes.

18

MR. BRAUN: Mr. Grucci?

19

MR. GRUCCI: Yes.

20

MR. BRAUN: Ms. Paprocky?

21

MS. PAPROCKY: Yes.

22

MR. BRAUN: Mr. Pollakusky?

23

MR. POLLAKUSKY: Yes.

24

MR. BRAUN: Ms. Scheidt?

25

MS. SCHEIDT: Yes.

1

2

MR. BRAUN: Mr. Trotta?

3

MR. TROTTA: Yes.

4

MR. BRAUN: Mr. Braun votes yes.

5

We are back.

6

MS. MULLIGAN: Okay.

7

I'm going to suggest that we take a

8

couple of things out of order since we have

9

some guests.

10

So on your agenda is Macedo

11

Construction, Inc./Meso Holding.

12

Howard, do you want to give the board

13

an overview?

14

(No response.)

15

MS. MULLIGAN: You're muted.

16

Howard, you're muted.

17

MR. GROSS: Okay. I hope you can hear

18

me now.

19

MS. MULLIGAN: Yes.

20

MR. GROSS: If you recall, we had a

21

difficulty because we didn't receive all

22

insurance certificates from the company and

23

the sublessee for five, five, six months and

24

as a consequence, we defaulted them and we

25

elected to terminate their arrangements with

1

2

us.

3

4

5

6

7

They appealed to Lisa and to me and explained that, in fact, they did have all the insurance coverages that was required, it was all in place, it was a question of not having gotten to us the certificates.

8

9

10

11

12

13

14

15

16

I had spoken with their insurance representatives at Sterling who explained it was essentially their fault that it wasn't sent to us and they confirmed in a letter to the board that the coverages were in place from the dates they were supposed to be. When the old policies expired, the new ones were right in place and there was no gaps in the coverages.

17

18

MS. MULLIGAN: And that letter is in your packets.

19

20

21

22

MR. GROSS: Yes.

So they have requested that we rescind our election to terminate their arrangements and allow them to reinstate it.

23

24

25

My recommendation is that you do so and that it -- but that they should pay for the costs the agency has incurred for the time of

1

2

Lisa and other people in the office, Amy and
for the legal fees that were incurred.

3

4

MS. MULLIGAN: Howard, I see that their
counsel is in the attendees room; would you
like me to bring her in?

5

6

7

MR. GROSS: Yes, if they would like to
speak, I guess so, yes.

8

9

MS. MULLIGAN: Joce, will you bring her
in, Michele Messina? You got it.

10

11

MS. LINSE: It's just very slow today.

12

MR. CALLAHAN: Yeah.

13

She's muted.

14

MS. MESSINA: Hello?

15

MR. CALLAHAN: Hello.

16

MS. MESSINA: Hello. Good, I think
it's morning, yes, it's good morning, good
morning, I'm waving back to you, I don't know
if you can see me. No, you're saying no.
Okay. I don't know if I'm on, I don't know --

17

18

19

20

21

MS. MULLIGAN: That's okay, you're on,
we can hear you.

22

23

MS. MESSINA: Okay, you can hear me.

24

Okay. Good morning everybody and

25

Howard, good morning, I finally get to put a

1

2 face to the voice.

3

I join in in Howard's application.

4

There was definitely a misunderstanding in the

5

past, I know my clients were dealing with

6

Amy -- Amy, nice to meet you -- and also with

7

Terri in the past, who I understand is no

8

longer with the IDA.

9

MS. MULLIGAN: No, she's right there.

10

MS. MESSINA: Oh, hi, Terri. Nice to

11

meet you as well.

12

So my clients were very distraught over

13

this. In the past, Terri was right on top of

14

it. They sent me a long chain of emails going

15

back to 2019, '20 with the certificates and at

16

that point in the past, it was really Terri

17

and Amy working with -- directly with the

18

insurance company.

19

Unbeknownst to my clients, which is not

20

a defense, she just anticipated that

21

everything was in order and that the insurance

22

agent was, in fact, dealing directly with

23

Terri and Amy and that all was in order.

24

You know, life got crazy in this last

25

year, I know we can all agree to that,

1

2 upside-down with COVID, we don't know what
3 days it is during the week, everything --
4 because everybody's life is in turmoil.

5 MS. MULLIGAN: Michele, may I just
6 interrupt you for one moment?

7 I just want to make sure that my board
8 is aware that Amy reached out repeatedly and
9 did not receive responses.

10 MS. EADERESTO: You know, it's obvious,
11 it's not our responsibility to remind you --

12 MS. MULLIGAN: That was the other
13 piece.

14 MS. MESSINA: Yes, Annette.

15 MS. EADERESTO: This is Annette
16 Eaderesto, I'm counsel to the IDA.

17 It's your client's responsibility to
18 give us everything we need, okay --

19 MS. MESSINA: Yes, Annette.

20 MS. EADERESTO: -- so and also -- is
21 this Michele?

22 MS. MESSINA: Yes, it is.

23 MS. EADERESTO: Hi, how are you?

24 MS. MESSINA: I'm well, Annette.

25 MS. EADERESTO: You should give me a

1

2 call because your client has, although he took
3 a very impacted environmentally messed up
4 property and turned it into something nice,
5 he's now encroached onto the neighboring A 1
6 property and has all kinds of equipment he
7 cleared illegally and he's going to be getting
8 tickets, so to fend that off and the next
9 problem with this, give me a call, you know,
10 sometime after this meeting.

11 MS. MESSINA: Okay and I will let you
12 know we're actually in contract and will be
13 closing on that parcel.

14 MS. EADERESTO: Yeah, but it's zoned A
15 1, you can't use it.

16 MS. MESSINA: Yes. Well, I'll call you
17 separately, Annette, okay?

18 MS. EADERESTO: Yes, sounds good. You
19 need a change of zone, you need to get
20 everything off it and things like that, but
21 yeah, give me a call, let's work it out before
22 it goes to court.

23 MS. MESSINA: All right, Annette, you
24 have my word on that.

25 I just came into the picture on this, I

1

2

spoke with Howard directly maybe a week ago,

3

so I tried to get myself up to speed as best I

4

could. I reviewed the chain of documents they

5

sent me and you know, we're just, again, not

6

to rehash everything that transpired and yes,

7

they were at fault, absolutely, Annette, it

8

was their responsibility. They did send a

9

lovely letter that I have a copy of to the

10

Town confirming that and as we know, you know,

11

we all have responsibilities when we sign

12

documents; unfortunately, when we tend to

13

leave them to others and assume things, things

14

like this happen.

15

I can tell you to be rest assured that

16

moving forward, this will never happen again

17

and again, I join in Howard's application, I

18

think that under the circumstances, no lapse

19

in insurance coverage.

20

I apologize on behalf of my client for

21

Amy and Terri for having to reach out and your

22

time and Howard's time and I think that they

23

will accept the expense of covering the time

24

of the IDA as well as Howard.

25

MR. BRAUN: Bill, I think the board --

1

2

and I'll accept a motion in a minute -- the

3

board is prepared to rescind our resolution on

4

the prior meeting to terminate the project.

5

Is there a motion to that effect?

6

MR. CALLAHAN: So moved.

7

MS. SCHEIDT: So moved.

8

MR. BRAUN: Second?

9

MS. SCHEIDT: Second.

10

MR. BRAUN: Second.

11

On the vote, Mr. Callahan?

12

MR. CALLAHAN: Yes.

13

MR. BRAUN: Mr. Grucci?

14

MR. GRUCCI: Yes.

15

MR. BRAUN: Ms. Paprocky?

16

MS. PAPROCKY: Yes.

17

MR. BRAUN: Mr. Pollakusky?

18

MR. POLLAKUSKY: Yes.

19

MR. BRAUN: Ms. Scheidt?

20

MS. SCHEIDT: Yes.

21

MR. BRAUN: Mr. Trotta?

22

MR. TROTTA: Yes.

23

MR. BRAUN: Mr. Braun votes yes.

24

The motion is carried. The previous

25

resolution has been rescinded.

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MR. TROTTA: Mr. Chairman, can I just
make a comment?

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4

MR. BRAUN: Absolutely.

5

MR. TROTTA: Okay.

6

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16

Counselor, Michele, you certainly are
representing your client well, but I would
appreciate if you would notify them that the
IDA is not a baby-sitting service. The staff
works very hard, it has a lot to do and you've
ignored the correspondence that the IDA has
sent and it's not appreciated and while we're
giving you a pass on this right now, I would
let them know that it is a severe situation
and they should be responsive when the staff
reminds them of their responsibility.

17

18

MS. MESSINA: Frank, I agree with you
wholeheartedly and I will convey the message.

19

MR. TROTTA: Thank you.

20

21

22

23

MS. MESSINA: And thank you, ladies and
gentlemen, I appreciate the decision and I
will convey it to my client. Annette, I will
reach out to you and let's have a great year.

24

MS. EADERESTO: Thanks, Michele.

25

MS. MULLIGAN: Thank you.

1

2 MR. BRAUN: Thank you.

3 MR. CALLAHAN: Thank you.

4 MS. MESSINA: Thank you, Howard.

5 Bye-bye.

6 MS. MULLIGAN: Peter Curry is also on,
7 so I think we can start back in regular order
8 of the agenda.9 Bill, Peter's here for Brookhaven
10 Venture, right?

11 MR. CALLAHAN: That's the one. No?

12 MR. GRUCCI: Did we accept the minutes
13 yet?

14 MR. BRAUN: Yes.

15 MR. TROTTA: No.

16 MR. BRAUN: Yes, we did.

17 MR. TROTTA: Oh, we did?

18 MS. MULLIGAN: Yeah.

19 MR. BRAUN: Before we went into
20 executive session.

21 MR. GRUCCI: Okay.

22 MR. TROTTA: That was so long ago.

23 MS. LINSE: I put him into chat, but
24 he's here to listen.

25 MS. MULLIGAN: He's just here to

1

2 participate, okay. I mean just to listen.

3

Okay.

4

MR. CALLAHAN: Okay.

5

6

MS. MULLIGAN: Okay, I got confused about which project he was here for and that's why because he's not here for a project.

7

8

Okay.

9

10

So if we go back into the order of the agenda, the next item is Brookhaven

11

Venture/Blackrock.

12

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14

15

We did -- to remind everybody, this is the proposed -- actually this is one of the projects that we closed at the end of December, I think December 28th actually.

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The proposed housing project in Farmingville, it was the former Mike Kelly project, Kelly Developers and then it was Brookhaven Venture, so we did a public hearing after we closed the project, there were no comments and the public -- what they did was they came back to us before we closed and requested that we authorize a change in the controlling interest to Blackrock and they also alerted us that they would be creating a

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new LLC.

3

Bill, do you want to add anything?

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MR. WEIR: So what happened was the lenders came in and not unsurprisingly said they want the project to be in a brand new special purposed entity LLC and it's going to have equity investors in it that were putting in a lot of equity in the project, so it would be a mix of equity as well as lending, but we have -- so they're basically, in order to accomplish that and this came up very late in December, so we closed with the original entity and now we're coming in with the new entity, so that there will be an assignment of assumption of lease agreement and they'll just amend the documents to reflect the name of the new company.

Had the lenders and the equity investors raised this issue even two weeks earlier, it would have been -- we would have had time to have a public hearing and -- a new public hearing and approved it at the second December board meeting and close the name of the new entity. It's just the way the timing

1

2

worked and with the prevailing wage law, we
3 thought it was best to do this in two steps as
4 opposed to waiting all the way till January,
5 so it really, you know, it's for the equity
6 investors and the lenders who are requiring a
7 new special purposed entity that has no other
8 potential liability out there, so that's why
9 we're doing this.

10

MR. CALLAHAN: Lis.

11

12

13

14

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MS. MULLIGAN: So just it's come to my
attention that Lou Fiore is here in the
attendees, but he's -- he chatted that he's
here, but for some reason we don't see him in
the list to bring him in, so I don't know if
this is a Zoom . . . Lou, I apologize, I don't
see you to bring you over.

18

19

20

MR. WEIR: Do you want to have Joce
resend him the link so he can try to join
again?

21

22

MR. CALLAHAN: He's talking at the
bottom.

23

24

MS. MULLIGAN: He just said -- that's
okay.

25

MR. CALLAHAN: So I have a question,

1

2

Lis, though.

3

MS. MULLIGAN: Go ahead, Marty.

4

MR. CALLAHAN: Does Mike Kelly have any interest in this project anymore?

6

MR. BRAUN: Yes.

7

MS. MULLIGAN: No.

8

MR. BRAUN: Not as an owner, no.

9

MR. CALLAHAN: So I'm only asking because my son is employed by him. All right.

11

I'm just --

12

MR. WEIR: No (inaudible).

13

(Inaudible comments.)

14

MS. EADERESTO: Is Mike going to built it? Is Mike still going to build it?

16

MS. MULLIGAN: He's the GC.

17

MR. BRAUN: Marty, you abstained last month.

19

MS. EADERESTO: Marty, recuse.

20

MR. CALLAHAN: I recuse myself. Okay, that's fair. Yup.

22

MS. MULLIGAN: Thank you, Lou.

23

MR. CALLAHAN: Thanks, Annette.

24

MS. EADERESTO: You're welcome.

25

(Inaudible comments.)

1

2

MR. BRAUN: If there are no questions,
no further questions, a resolution, please.

3

4

MR. TROTTA: I make a motion.

5

MR. BRAUN: Thank you, Frank.

6

(Ms. Scheidt waving.)

7

MR. BRAUN: Second Ann-Marie.

8

Mr. Callahan?

9

MR. CALLAHAN: Recuse myself.

10

MR. BRAUN: Mr. Grucci?

11

MR. GRUCCI: Yes.

12

MR. BRAUN: Ms. Paprocky?

13

MS. PAPROCKY: Yes.

14

MR. BRAUN: Mr. Pollakusky?

15

MR. POLLAKUSKY: Yes.

16

MR. BRAUN: Ms. Scheidt?

17

MS. SCHEIDT: Yes.

18

MR. BRAUN: Mr. Trotta?

19

MR. TROTTA: Yes.

20

MR. BRAUN: Mr. Braun votes yes.

21

The motion is carried.

22

MS. MULLIGAN: Thank you.

23

The next item on the agenda is an

24

application that we received for the Four L

25

project. It's an application for a sublease

1

2 from Heritage Landscape Supply Group, Inc.
3 That was included in your packet as was the
4 Brookhaven Venture application and
5 information.

6 So basically we had already previously
7 approved the North Shore Sprinkler Company to
8 have space in the Four L building and to
9 remind everybody, that's a multi-tenant
10 facility in Holtsville. We actually drove
11 past it in our visit, we went around the
12 building through the parking lot.

13 I think there's four, I think it's four
14 separate units and the North Shore Sprinkler
15 Company was purchased by a larger company and
16 so they came back to us after to try and
17 straighten it out.

18 Howard, do you want to add anything?

19 MR. GROSS: Yeah. Essentially they're
20 doing it after the fact. They should have
21 come to us in advance. Everybody involved did
22 not understand that, so now asked our
23 permission to assign the lease to the new --
24 the purchaser of the business.

25 MR. BRAUN: So all we're doing is

1

2

accepting the application.

3

May I have a motion, please?

4

MR. POLLAKUSKY: So moved.

5

MR. BRAUN: Thank you, Gary.

6

(Ms. Scheidt waving.)

7

MR. BRAUN: Ann-Marie seconded it.

8

Mr. Callahan?

9

MR. CALLAHAN: Yes.

10

MR. BRAUN: Mr. Grucci?

11

MR. GRUCCI: Yes.

12

MR. BRAUN: Ms. Paprocky?

13

MS. PAPROCKY: Yes.

14

MR. BRAUN: Mr. Pollakusky?

15

MR. POLLAKUSKY: Yes.

16

MR. BRAUN: Ms. Scheidt?

17

MS. SCHEIDT: Yes.

18

MR. BRAUN: Mr. Trotta?

19

MR. TROTTA: Yes.

20

MR. BRAUN: Mr. Braun votes yes.

21

That motion carries as well.

22

MS. MULLIGAN: Thank you.

23

The next item on the agenda . . . I'm

24

going to just take them out of order a little

25

bit, skip over the organizational resolutions

1

2 for one second. We did the Brookhaven Venture
3 and we did Four L.

4

5 The next item on the agenda is United
6 Meat products. This is just a little bit of
housekeeping, a little cleanup.

7

8

So, Howard, do you want to go over
this?

9

MR. GROSS: Sure.

10

11

12

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25

My understanding is that United Meat
Products has encountered problems with their
project, so they needed to extend their
completion date and also the dates by which
they're going to meet their employment
obligations. As I said, they -- Lisa, I think
you know more about it than I do, but
unfortunately they've run into these problems
where they had some vandalism at one point and
COVID created some problems for them, so they
haven't been able to complete the building,
itself, all the improvements they have to
make, so we're accommodating them and pushing
back the dates by which they'll complete the
project and the dates by which they will hire
the people.

1

2

They're not asking for any sales tax additional, additional or extensions, their sales tax expired a while ago and those aren't being resurrected.

3

4

5

6

MS. MULLIGAN: Does anyone have any questions?

7

8

(No response.)

9

MR. BRAUN: Resolution, please.

10

MR. TROTTA: Motion.

11

MR. GRUCCI: So moved.

12

MR. BRAUN: Thank you.

13

Mr. Callahan?

14

MR. CALLAHAN: Yes.

15

MR. BRAUN: Mr. Grucci?

16

MR. GRUCCI: Did you just call me,

17

Fred?

18

MR. BRAUN: I did, on the vote.

19

MR. GRUCCI: Yes. I'm sorry.

20

MS. MULLIGAN: Ms. Paprocky?

21

MS. PAPROCKY: Yes.

22

MR. BRAUN: Mr. Pollakusky?

23

MR. POLLAKUSKY: Yes.

24

MR. BRAUN: Ms. Scheidt?

25

MS. SCHEIDT: Yes.

1

2

MR. BRAUN: Mr. Trotta?

3

MR. TROTTA: Yes.

4

MR. BRAUN: Mr. Braun votes yes.

5

Did I miss anyone?

6

(No response.)

7

MR. BRAUN: Motion carries.

8

Thank you.

9

MS. MULLIGAN: Okay. The next item on the agenda is -- I guess we should go into the organizational resolutions. Okay.

11

12

MR. BRAUN: All right.

13

14

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16

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22

23

As I indicated while we were in executive session, we'll do this in groups of five as we have in the past. So we'll jump in with any -- and there is one new one, I think -- with any changes, but specifically before we get to the groups of five, appointment of CEO/Executive Director is Lisa Mulligan, Chief Financial Officer is Lori LaPonte, Executive Assistant is Jocelyn Linse and the two administrative assistants are Terri Alkon and Amy Illardo.

24

May I have a motion on those, please?

25

MR. POLLAKUSKY: So moved.

1

2

MR. BRAUN: Second?

3

MR. GRUCCI: Second.

4

MR. BRAUN: Any questions?

5

(No response.)

6

MR. BRAUN: On the vote, Mr. Callahan?

7

MR. CALLAHAN: Yes.

8

MR. BRAUN: Mr. Grucci?

9

MR. GRUCCI: Yes.

10

MR. BRAUN: Ms. Paprocky?

11

MS. PAPROCKY: Yes.

12

MR. BRAUN: Mr. Pollakusky?

13

MR. POLLAKUSKY: Yes.

14

MR. BRAUN: Ms. Schmidt (sic)?

15

(No response.)

16

MR. BRAUN: Ms. Scheidt?

17

MS. SCHEIDT: As long as you don't call

18

me late to breakfast. Yes, sir.

19

MR. BRAUN: Mr. Trotta?

20

MR. TROTTA: Yes.

21

MR. BRAUN: Mr. Braun votes yes.

22

The next group, appointment of legal

23

counsel as we know is Annette.

24

Appointment of the insurance broker,

25

that has not changed.

1

2

The slate of IDA officers will remain the same as they were in 2021.

3

4

Adoption of committee charters and establishment and appointing of Governance, Finance and Audit committees; unless somebody wants to discuss or recommend any change, we'll leave those as is.

5

6

7

8

9

Lisa, did you have a question?

10

11

12

MS. MULLIGAN: It just -- we always appoint Annette; should we be appointing Howard and Bill, also?

13

14

15

16

MS. EADERESTO: Well, no, we just have a list of -- we don't appoint them, we just have a list of preferred attorneys that we've always had.

17

18

19

MS. MULLIGAN: The thought just crossed my mind, so I just wanted to ask. Okay, I'm fine.

20

21

22

23

24

25

MR. BRAUN: Number ten is new, it's an adoption of fee schedule. This hasn't been in there in the past, but when the comptroller initiated the audit of the LDC, they thought as a best practice should be in there. By the way, we do not have their draft, their

1

2

findings yet a year later, but that is a new
3 fee schedule and it just reflects what is the
4 current -- what are the current fees for the
5 IDA, no change.

6

So I'll take a motion for resolutions
7 six through ten, please.

8

MS. SCHEIDT: So moved.

9

MR. POLLAKUSKY: Second.

10

MR. BRAUN: Thank you.

11

Mr. Callahan?

12

MR. CALLAHAN: Yes.

13

MR. BRAUN: Mr. Grucci?

14

MR. GRUCCI: Yes.

15

MR. BRAUN: Ms. Paprocky?

16

MS. PAPROCKY: Yes.

17

MR. BRAUN: Mr. Pollakusky?

18

MR. POLLAKUSKY: Yes.

19

MR. BRAUN: Ms. Scheidt?

20

MS. SCHEIDT: Yes.

21

MR. BRAUN: Mr. Trotta?

22

MR. TROTTA: Yes.

23

MR. BRAUN: Mr. Braun votes yes.

24

The motion carries.

25

Number 11, office rental at the Town of

1

2

Brookhaven.

3

Number 12 is the hourly requirement.

4

Number 13 is our meeting schedule.

5

Number 14 is appointment of website

6

design and maintenance and Lisa, you may have

7

a comment on that one.

8

MS. MULLIGAN: I do.

9

I added some language into that to

10

recognize the fact that we've been paying them

11

an annual fee to keep our website ADA

12

compliant.

13

MR. BRAUN: And number 15 is our

14

banking and investment with no change there.

15

A resolution, please, for --

16

MR. POLLAKUSKY: So moved.

17

MR. BRAUN: A motion for resolutions 11

18

through 15.

19

MR. POLLAKUSKY: So moved.

20

MR. BRAUN: Thank you.

21

Mr. Grucci?

22

MS. MULLIGAN: Who was the second?

23

MR. GRUCCI: Yes.

24

MR. BRAUN: Mr. Callahan?

25

MR. CALLAHAN: Yes.

1

2

MS. MULLIGAN: Who was the second?

3

4

MR. GRUCCI: I'll be the second if we
don't have one.

5

MS. MULLIGAN: Thank you, Felix.

6

MR. BRAUN: Ms. Paprocky?

7

MS. PAPROCKY: Yes.

8

MR. BRAUN: Mr. Pollakusky?

9

MR. POLLAKUSKY: Yes.

10

MR. BRAUN: Ms. Schmidt -- Scheidt.

11

That's twice, I apologize.

12

Are you changing your name?

13

MS. SCHEIDT: Is this a hint? Yes.

14

MR. BRAUN: Mr. Trotta?

15

MR. TROTTA: Yes.

16

MR. BRAUN: Mr. Braun votes yes.

17

Motion carries.

18

We'll start with number 16, adoption of

19

mission statement and measurement report.

20

Lisa.

21

MS. MULLIGAN: Okay.

22

Annually we are required to review our

23

mission statement and to go through this

24

exercise, so basically we have this report

25

that we have to post on our website and our

1

2

mission statement is:

3

4

5

6

7

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20

Does anybody have any changes or issues with that?

21

MR. TROTTA: No.

22

MR. CALLAHAN: Nope.

23

MS. MULLIGAN: Okay.

24

25

And then we also have to put together measurements for 2022 and we've kept these

1

2

pretty consistent over the past few years,

3

we've put secure capital investment

4

commitments from new and existing IDA

5

projects, secured job creation commitments and

6

promote and market the IDA and then we go on

7

to say that we acknowledge that the authority

8

stakeholders are the Town of Brookhaven Town

9

Council and both corporate and individual

10

residents of the Town of Brookhaven, the

11

authority beneficiaries are the residents and

12

taxing jurisdictions of the Town of

13

Brookhaven, the customers are the business

14

community of the Town of Brookhaven and that

15

you will do self-evaluations prior to -- for

16

the prior year performance and those are

17

due -- they're related to the 2021 performance

18

and they're due by March 31st and then you

19

acknowledge that you have read and understand

20

the mission statement, you have the power to

21

appoint management of the authority, the Town

22

of Brookhaven IDA Board of Directors has the

23

power to appoint management.

24

If the board appoints management, that

25

you do have a policy you follow when

1

2

appointing management of the authority and the

3

role of your -- of the board and the role of

4

management and then we have a statement.

5

The role of the board regarding the

6

implementation of the public authority's

7

mission is to provide strategic input,

8

guidance, oversight, mission authorization,

9

policy setting and validation of the

10

authority's mission, measurements and results.

11

The role of management is to collaborate with

12

the board in strategy development, strategy

13

authorization and to implement established

14

programs, processes, activities and policies

15

to achieve the public authority's mission and

16

then the last thing is have you read and

17

understand the responses to each of these

18

questions. Yes.

19

MR. CALLAHAN: Yes.

20

MS. MULLIGAN: So this is an exercise

21

that we're required to partake annually.

22

MR. BRAUN: Number 17 is our ethics

23

policy procurement, which I think needs to be

24

updated, Lisa, but you're not doing that

25

today, are you?

1

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3

4

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MS. MULLIGAN: No, I actually made a couple -- I did, I updated the ethics policy just to add -- there was a paragraph at the end of it that said that when board members were hired, appointed, when board members were -- hold on, hold on, I have it right here, let me just say it correctly, not from memory.

It said . . . it says directors and employees are prohibited from appearing or practicing before the agency for two years following employment with the agency.

So we added in appointment because board members are not employed, so that covered -- it was just the language was just a little bit off and we also added another item on there that says annually directors and employees may be required to complete an ethics questionnaire. We do that every year, so . . . it's just cleaning up some loose ends.

MR. BRAUN: Number 18 is adopting Uniform Tax Exempt Policy. This needs to be updated, but Lisa and counsel are working on

1

2

it particularly as it relates to benefits

3

conferred to projects that are in the

4

renewable energy field.

5

Number 19 is adopting compensation

6

policy. I was probably remiss when we looked

7

at the first four resolutions.

8

MS. MULLIGAN: Five.

9

MR. BRAUN: Well, sort of five.

10

MS. MULLIGAN: Five. Yeah.

11

MR. BRAUN: That we need to approve

12

here the compensation and specific incentive

13

compensation, cost of living adjustments that

14

were discussed in executive session.

15

And number 20 is adopting a policy

16

concerning board member and employee loans, of

17

which there are none and cannot be done.

18

So I would entertain a motion for

19

resolutions 16, 17, 18, 19 and 20.

20

MS. SCHEIDT: So moved.

21

MR. TROTTA: Motion.

22

MR. BRAUN: Thank you.

23

MS. MULLIGAN: Who was the second, was

24

that Felix -- I mean, sorry, Frank?

25

MR. TROTTA: Frank, yes.

1

2

MR. BRAUN: Let's go in reverse order

3

then.

4

Mr. Trotta?

5

MR. TROTTA: Yes.

6

MR. BRAUN: Ms. Scheidt?

7

MS. SCHEIDT: Yes.

8

MR. BRAUN: Mr. Pollakusky?

9

MR. POLLAKUSKY: Yes.

10

MR. BRAUN: Ms. Paprocky?

11

MS. PAPROCKY: Yes.

12

MR. BRAUN: Mr. Grucci?

13

MR. GRUCCI: Yes.

14

MR. BRAUN: Mr. Callahan?

15

MR. CALLAHAN: Yes.

16

MR. BRAUN: Mr. Braun votes yes.

17

Motion carries.

18

Number 21 is adopting a prevailing wage

19

policy. There'll probably be some changes

20

during 2022 depending on what Albany does, but

21

for now, we'll approve it the way it is.

22

Twenty-two is adopting adaptive reuse

23

policy.

24

Twenty-three is delegating and

25

authorizing execution of IDA documents.

1

2

And number 25 is longevity.

3

4

We will defer on number 24 till our
February meeting.

5

6

So a motion, please, for resolutions 21
through 25 with the exception of 24.

7

MS. PAPROCKY: So moved.

8

MR. CALLAHAN: Second.

9

MR. BRAUN: Mr. Trotta?

10

MR. TROTTA: Yes.

11

MR. BRAUN: Ms. Scheidt?

12

MS. SCHEIDT: Yes.

13

MR. BRAUN: Mr. Pollakusky?

14

MR. POLLAKUSKY: Yes.

15

MR. BRAUN: Ms. Paprocky?

16

MS. PAPROCKY: Yes.

17

MR. BRAUN: Mr. Grucci?

18

MR. GRUCCI: Yes.

19

MR. BRAUN: Mr. Callahan?

20

MR. CALLAHAN: Yes.

21

MR. BRAUN: Mr. Braun votes yes.

22

That motion carries.

23

Twenty-six, the adoption of deferred
compensation program policy.

24

Twenty-seven is a holiday schedule,

1

2

which follows the Town.

3

4

Adopting a travel and discretionary funds policy; there was an amendment there,

5

Lisa?

6

MS. MULLIGAN: Yes.

7

8

So we adopted a few years ago the blanket statement that was sort of put out and just sort of passed around and as I was looking through it, I realized that there was some things that don't really fit with what our common practices are, so I made some adjustments to that, I ran it past Annette, she said they were all fine and so I just streamlined it a little bit.

9

10

11

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16

MR. BRAUN: Number 29 is an accrual policy for full-time management employees.

17

18

19

20

21

22

23

24

25

MS. MULLIGAN: I just want to just -- about that one and the next one, which is accrual policy for full-time non-management employees, as I'm working on the HR policy -- I'm sorry, the HR handbook with the HR firm that we hired, I'm realizing that there's some things in here and also, the fact that we had -- Jim separated employment, there's some

1

2

things that I realize aren't as clear as

3

perhaps you thought they were, so I think I'm

4

going to clean these up and bring them back,

5

but I just want to finish the process with the

6

HR consultants so we're not doing it three

7

times, so I just wanted to mention that.

8

MR. BRAUN: So on the motion for

9

resolutions 26 through 30, a motion?

10

MS. SCHEIDT: So moved.

11

MS. PAPROCKY: Second.

12

MR. BRAUN: Mr. Callahan?

13

MR. CALLAHAN: Yes.

14

MR. BRAUN: Mr. Grucci?

15

MR. GRUCCI: Yes.

16

MR. BRAUN: Ms. Paprocky?

17

MS. PAPROCKY: Yes.

18

MR. BRAUN: Mr. Pollakusky?

19

MR. POLLAKUSKY: Yes.

20

MR. BRAUN: Ms. Scheidt?

21

MS. SCHEIDT: Yes.

22

MR. BRAUN: Mr. Trotta?

23

MR. TROTTA: Yes.

24

MR. BRAUN: Mr. Braun votes yes.

25

That group of resolutions are passed.

1

2

Number 31 is the audit/financial report services. We paid PKF, who used to be AVZ \$23,500 for 2021 or 2022?

3

4

5

MS. MULLIGAN: That is Lori's estimate of what we think they're going to charge us for 2022. We haven't gotten a firm estimate from them yet because they're still in process with the audit currently, so that was just what we are estimating. We can always come back and reevaluate it, but we think that that's a good number.

6

7

8

9

10

11

12

13

MR. BRAUN: And Jones Little for the little that they do, no pun intended, is \$1,450.

14

15

16

Thirty-two is a bereavement policy, which follows the Town.

17

18

Thirty-three is a conflict of interest policy.

19

20

Thirty-four is our insurance risk manager.

21

22

MS. MULLIGAN: I made a slight change to that.

23

24

We've had a couple of situations where a project goes over what we made the cap of

25

1

2

her costs, the number of hours that she has to

3

go to. She's come to me in advance on most of

4

those; there -- it hasn't been a hundred

5

percent perfect, but it's been pretty good and

6

I've allowed her, given her the authority to

7

go above and beyond because we need to get the

8

insurance straightened out, so we had just

9

said that there was a cap in there. I put a

10

caveat that said unless she comes to me and I

11

authorize her to pierce that cap, so I just

12

wanted to make sure that you were aware of

13

that.

14

MR. BRAUN: And number 35 is approval

15

of unlawful harassment and unlawful sexual

16

harassment prohibition policy.

17

A resolution, please, for resolutions

18

31 through 35.

19

MR. CALLAHAN: So moved.

20

MS. SCHEIDT: So move or second to

21

Marty.

22

MS. MULLIGAN: Okay. So Marty and

23

Ann-Marie, thank you.

24

MR. BRAUN: Again, we'll go out of

25

order.

1

2

Mr. Braun votes yes.

3

Mr. Trotta?

4

MR. TROTTA: Yes.

5

MR. BRAUN: Ms. Scheidt?

6

MS. SCHEIDT: Yes.

7

MR. BRAUN: Mr. Pollakusky?

8

MR. POLLAKUSKY: Yes.

9

MR. BRAUN: Ms. Paprocky?

10

MS. PAPROCKY: Yes.

11

MR. BRAUN: Mr. Grucci?

12

MR. GRUCCI: Yes.

13

MR. BRAUN: Mr. Callahan?

14

MR. CALLAHAN: Yes.

15

MR. BRAUN: Number 36, approval of

16

incentive compensation for 2021, which we've

17

done in executive session.

18

Thirty-seven is jury duty.

19

Number 38 is employee health insurance.

20

Number 39 is cancer screening.

21

Number 40 is appointment of a public

22

relations firm.

23

Those are resolutions 36 through 40;

24

may I have a motion?

25

MR. TROTTA: Motion.

1

2

MS. SCHEIDT: Second to Frank.

3

MS. MULLIGAN: That was Frank and

4

Ann-Marie?

5

MR. TROTTA: Yes.

6

MS. MULLIGAN: Thank you.

7

MR. BRAUN: Mr. Grucci?

8

MR. GRUCCI: Yes.

9

MR. BRAUN: Ms. Paprocky?

10

MS. PAPROCKY: Yes.

11

MR. BRAUN: Mr. Callahan?

12

MR. CALLAHAN: Yes.

13

MR. BRAUN: Mr. Pollakusky?

14

MR. POLLAKUSKY: Yes.

15

MR. BRAUN: Ms. Scheidt?

16

MS. SCHEIDT: Yes.

17

MR. BRAUN: Mr. Trotta?

18

MR. TROTTA: Yes.

19

MR. BRAUN: Mr. Braun votes yes.

20

Those resolutions are approved and the

21

last two, supplemental benefits insurance and

22

last and new one is number 42, shared service

23

agreement.

24

Lisa.

25

MS. MULLIGAN: Just to remind

1

2

everybody, to remind everybody, we last year

3

approved a shared services agreement between

4

the IDA and the LDC and I just thought

5

probably something we should re-up annually,

6

so I added it in as a new resolution. We

7

haven't changed anything in the agreement, but

8

I just figured we should reaffirm it annually.

9

MR. BRAUN: A resolution for the last

10

two, please.

11

MR. GRUCCI: So moved.

12

MR. TROTTA: Motion.

13

MS. MULLIGAN: Frank and Felix, is that

14

what I heard?

15

MR. GRUCCI: Yes.

16

MR. TROTTA: Yes.

17

MS. MULLIGAN: Okay.

18

MR. BRAUN: Mr. Callahan?

19

MR. CALLAHAN: Yes.

20

MR. BRAUN: Mr. Grucci?

21

MR. GRUCCI: Yes.

22

MR. BRAUN: Ms. Paprocky?

23

MS. PAPROCKY: Yes.

24

MR. BRAUN: Mr. Pollakusky?

25

MR. POLLAKUSKY: Yes.

1

2

MR. BRAUN: Ms. Scheidt?

3

MS. SCHEIDT: Yes.

4

MR. BRAUN: Mr. Trotta?

5

MR. TROTTA: Yes.

6

MR. BRAUN: Mr. Braun votes yes.

7

Those resolutions 41 and 42 are

8

approved.

9

Lisa or counsel, anything else to be

10

brought up?

11

MS. MULLIGAN: Yes. We have a few more

12

items on the agenda. Thank you everyone.

13

MR. GRUCCI: Lisa, could I just

14

interrupt a second, I just have a question for

15

Fred?

16

Fred, those resolutions that we all

17

voted on and approved that mentioned actions

18

taken in executive session, should we have

19

been more specific with what was those actions

20

since we are now in the public section of the

21

meeting?

22

MR. BRAUN: Counsel?

23

MS. EADERESTO: Yeah, you could just,

24

you could state the actions we're taking.

25

MS. MULLIGAN: Well, Fred said the

1

2 appointments to each of the positions --

3 MS. EADERESTO: Right.

4 MS. MULLIGAN: -- and then --

5 MS. EADERESTO: I thought you were
6 talking about of the other things. No. The
7 resolutions are fine because they state for
8 themselves and they're on the record. I
9 thought you were talking about, you know, if
10 we go into like (inaudible.)

11 MS. MULLIGAN: I'm going into the
12 next -- I have some more of the agenda to
13 handle.

14 MS. EADERESTO: We're good so far
15 everybody.

16 MR. GRUCCI: Thank you.

17 MS. MULLIGAN: Thank you, Annette.

18 So then the next item on the agenda is
19 Ronkonkoma Hub, the Ronk Hub project.

20 I'm going to suggest that we plan to
21 hold the next condemnation hearing in April
22 and we can plan on picking a date for that at
23 our March 23rd board meeting.

24 MR. TROTTA: Sounds good.

25 MS. MULLIGAN: Does that sound good?

1

2

I think I just need consensus on that,
I don't think it's a resolution.

3

4

(No response.)

5

6

MS. MULLIGAN: Okay, I see a lot of
nodding, so that --

7

MR. TROTTA: Yes.

8

9

10

11

MS. MULLIGAN: And then the only other
thing that I have for the IDA is that we got
our bond allocation for the year and it's
roughly \$8.9 million.

12

13

14

15

16

We have not had an IDA bond project in
quite a few years, we've given the allocation
back, but we have it and it's available to us,
so we'll see if something comes up this year
that warrants using it.

17

18

19

20

21

22

MR. BRAUN: Lenore, we used to do a lot
more of these; as Lisa said, the last couple
of years have not . . . Bill, I'm not sure
that's because the bank rates have been so
cheap or for other reasons, but it's been
quiet.

23

24

25

MR. WEIR: Well, really, you know, from
the IDA's side, we were doing either small
issue manufacturing transactions; we haven't

1

2

done one of those in a long time.

3

4

5

6

7

8

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11

12

13

14

15

16

Originally American Organic Energy was going to be tax-exempt bonds and they're going (inaudible) now and then the other ones, the other project that could be used for tax-exempt bonds traditionally were low income affordable housing projects and the ones that we've done recently, they've gone with either tax credits and bank loans and not tax-exempt bonds, so doesn't mean it won't come back, but right now I think with interest rates where they were, the differential between bank loans and tax-exempt bonds are so small, it wasn't worth the extra expense for a lot of the companies to do tax-exempt bonds.

17

MR. BRAUN: Thank you.

18

Lisa, anything?

19

20

MS. MULLIGAN: I don't have anything else for this meeting.

21

22

We have the LDC, I think we need a motion to close this meeting.

23

24

25

MS. EADERESTO: I'm just going to say good-bye to everybody because I have another meeting at 11 that is with senior staff, so

1

everybody I'll see you in February.

2

(Inaudible comments.)

3

4

MR. GROSS: Lisa, I just want to confirm, we passed the resolutions for United Meat and for Four L sublease?

5

6

MS. MULLIGAN: Yes.

7

8

You know what, let's just belt and suspenders it real quick just in case we didn't vote appropriately, but -- so we accepted the application for the Heritage Landscape Supply Group, the sublease for 4 L and then we did a resolution approving that sublease, so just let's do it again.

9

10

11

12

13

14

Howard, anything else that needs to be in there?

15

16

17

MR. GROSS: Not that I know of. I think that will cover it. I didn't think we did the sublease. I wasn't sure, I think we did United Meat, but I don't think we did the sublease.

18

19

20

21

22

MR. BRAUN: Whether you're right or not, we'll do it again.

23

24

MR. GROSS: Okay.

25

MR. GRUCCI: I'll call for the motion.

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MS. SCHEIDT: I see Lenore seconding
the motion.

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MS. PAPROCKY: Yes, of course, that's
it.

5

6

MR. BRAUN: Mr. Callahan?

7

(No response.)

8

MR. BRAUN: Mr. Grucci?

9

MR. GRUCCI: Yes.

10

MR. BRAUN: Ms. Paprocky?

11

MS. PAPROCKY: Yes.

12

MR. BRAUN: Mr. Pollakusky?

13

MR. POLLAKUSKY: Yes.

14

MR. BRAUN: Ms. Scheidt?

15

MS. SCHEIDT: Yes.

16

MR. BRAUN: Mr. Trotta?

17

MR. TROTTA: Yes.

18

MR. BRAUN: Mr. Callahan?

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MR. CALLAHAN: Yes. Sorry, I was
muted.

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MR. BRAUN: Mr. Braun votes yes.

22

It is approved for the second time, if
necessary.

23

24

If there is no further business to be
brought before the Industrial Development

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Agency, I'll entertain a motion to adjourn.

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MR. CALLAHAN: Yes.

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MR. BRAUN: Second?

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MS. SCHEIDT: Yes.

6

MR. BRAUN: Mr. Callahan?

7

MR. CALLAHAN: Yes.

8

MR. BRAUN: Mr. Grucci?

9

MR. GRUCCI: Yes.

10

MR. BRAUN: Ms. Paprocky?

11

MS. PAPROCKY: Yes.

12

MR. BRAUN: Mr. Pollakusky?

13

MR. POLLAKUSKY: Yes.

14

MR. BRAUN: Ms. Scheidt?

15

MS. SCHEIDT: Yes.

16

MR. BRAUN: Mr. Trotta?

17

MR. TROTTA: Yes.

18

MR. BRAUN: Mr. Braun votes yes.

19

We are adjourned. It is 10:59.

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(Time noted: 10:59 a.m.)

21

I, JOANN O'LOUGHLIN, a Notary Public

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for and within the State of New York, do hereby

23

certify that the above is a correct transcription

24

of my stenographic notes.

25

JOANN O'LOUGHLIN