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TOWN OF BROOKHAVEN
INDUSTRIAL DEVELOPMENT AGENCY

- - - - -x

BOARD MEETING
HELD BY CONFERENCE CALL

- - - - -x

May 13, 2020
12:23 p.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 CALLAHAN
SCOTT MIDDLETON
GARY POLLAKUSKY
ANN-MARIE SCHEIDT
FRANK C. TROTTA

ALSO PRESENT :

LISA M.G. MULLIGAN, CHIEF EXECUTIVE OFFICER
LORI LaPONTE, CHIEF FINANCIAL OFFICER
JAMES M. TULLO, DEPUTY DIRECTOR
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

* * *

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MR. BRAUN: We'll move on to the
Industrial Development Agency.

3

4

Lisa, do you want to just list the
members that are on the call again for the
purpose of the Industrial Development Agency?

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6

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MS. MULLIGAN: Sure.

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13

So present at this meeting we have Fred
Braun, Marty Callahan, Frank Trotta, Ann-Marie
Scheidt, Gary Pollakusky, Scott Middleton,
Annette Eaderesto, Terri Alkon, Lori LaPonte,
Bill Weir, Howard Gross, Amy Illardo, Jim
Tullo and Jocelyn Linse.

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15

MR. BRAUN: Therefore, a quorum is
present.

16

MS. MULLIGAN: Thank you.

17

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19

MR. BRAUN: The minutes have been
circulated previously, I'll entertain a motion
to accept.

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MR. POLLAKUSKY: So moved.

21

MR. BRAUN: Second?

22

MS. SCHEIDT: Second.

23

MR. BRAUN: Just two minor corrections.

24

25

On page nine, lines 23 and 24 and on
page ten, line 12, I think the Store Company

1

2

should be capitalized so that when we look

3

back at this three years from now, we'll know

4

it's part of the chain of ownership of the

5

corporation.

6

Are there any other changes or

7

corrections?

8

(No response.)

9

MR. BRAUN: Hearing none, Mr. Braun

10

votes yes.

11

Ms. Scheidt?

12

MS. SCHEIDT: Yes.

13

MR. BRAUN: Mr. Callahan?

14

MR. CALLAHAN: Yes.

15

MR. BRAUN: Mr. Middleton?

16

MR. MIDDLETON: Yes.

17

MR. BRAUN: Mr. Pollakusky?

18

MR. POLLAKUSKY: Yes.

19

MR. BRAUN: Mr. Trotta?

20

MR. TROTTA: Yes.

21

MR. BRAUN: Motion carries, thank you.

22

Lori LaPonte, would you please give the

23

CFO's report?

24

MS. LaPONTE: Okay.

25

Included in the package is the results

1

2

actual versus budget January through

3

April 2020. During the month of April, we had

4

three refinances. Also, I did want to point

5

out other than the recurring expenditures, we

6

did get a notification from our bank that they

7

dropped our interest rate again from 40 basis

8

points to 30 basis points on our investment

9

account. It's still five basis points on the

10

operating account.

11

The accept of the changes in the rates

12

will have some effect on the budget,

13

preliminary estimates was maybe 10,000 lower

14

than we projected as far as that goes.

15

Also, I did want to mention that all

16

checks have been disbursed for payroll taxes

17

and any other requirement payments during the

18

month.

19

MR. BRAUN: Are there questions?

20

(No response.)

21

MR. BRAUN: Hearing none, a motion to

22

accept the CFO's report?

23

MR. POLLAKUSKY: So moved.

24

MS. SCHEIDT: Second.

25

MR. BRAUN: The motion by

1

2

Mr. Pollakusky, second by Ms. Scheidt.

3

Mr. Braun votes yes.

4

Ms. Scheidt?

5

MS. SCHEIDT: Yes.

6

MR. BRAUN: Mr. Callahan?

7

MR. CALLAHAN: Yes.

8

MR. BRAUN: Mr. Middleton?

9

MR. MIDDLETON: Yes.

10

MR. BRAUN: Mr. Pollakusky?

11

MR. POLLAKUSKY: Yes.

12

MR. BRAUN: Mr. Trotta?

13

MR. TROTTA: Yes.

14

MR. BRAUN: Motion carries.

15

Lisa?

16

MS. MULLIGAN: Yes.

17

MS. LaPONTE: This is Lori.

18

I just wanted to mention quickly to

19

everyone that we documented a COVID process

20

for disbursements for the IDA and just a brief

21

overview of what it is, all the bills are

22

scanned, Jocelyn sends the bill to Lisa for

23

approval, Lisa sends the electronic approval

24

to me with the bill, I disburse the check,

25

keep a copy of everything, send it to Lisa to

1

2

be signed and mailed and also I note this on

3

the bill copies.

4

MR. BRAUN: Thank you.

5

Any other questions for Lori?

6

(No response.)

7

MR. BRAUN: I'll turn it over to Lisa.

8

MS. MULLIGAN: Okay.

9

So we're going to take some things out

10

of order. We're going to skip over the 14

11

Glover, LLC resolution for right now.

12

The AVR Meadows at Yaphank resolution.

13

To remind the members, this is the Meadows at

14

Yaphank project on the northwest corner of

15

William Floyd and the expressway. This is a

16

housing project. Well, there's been a number

17

of phases of it. There's a housing portion of

18

it, there's an assisted living, a hotel and

19

additional housing and so they came to us;

20

Bill, do you want to explain what they're

21

doing with the roads?

22

MR. WEIR: Yes.

23

So now the one part of this project

24

that we did not finance was the Walmart

25

Superstore. That's ready to come in and in

1
2 connection with the roadways that they're
3 putting in to service all of the facilities
4 including the Walmart Superstore, we need
5 to -- they basically are reconveying the
6 roadways to the different parcels to
7 accommodate Walmart, so it's kind of more of
8 just a ministerial cleanup, but it's a bit
9 challenging because of all the different
10 leases and lease and project agreements and
11 PILOT agreements that we have in effect here
12 as well as all the mortgages, the legal
13 descriptions on all of those documents need to
14 be amended to reflect the roadway that's now
15 being ready to be I guess dedicated and put
16 into effect. It's not being dedicated to the
17 Town, they own it, but it's just cleaning up
18 so the road can be used by everybody is the
19 best way to do it and they're doing it this
20 way instead of an easement, not quite sure
21 why, but this is I guess what the title
22 company recommended, so it's been just
23 ministerial cleanups of the legal descriptions
24 for all of the AVR projects on the site.

25 MR. BRAUN: May I have a motion for

1

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that resolution?

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MR. POLLAKUSKY: So moved.

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MR. BRAUN: Second?

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MS. SCHEIDT: Second.

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MR. BRAUN: Thank you.

7

Mr. Braun votes yes.

8

Ms. Scheidt?

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MS. SCHEIDT: Yes.

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MR. BRAUN: Mr. Callahan?

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MR. CALLAHAN: Yes.

12

MR. BRAUN: Mr. Middleton?

13

MR. MIDDLETON: Yes.

14

MR. BRAUN: Mr. Pollakusky?

15

MR. POLLAKUSKY: Yes.

16

MR. BRAUN: Mr. Trotta?

17

MR. TROTTA: Yes.

18

MR. BRAUN: Motion carries. Thank you.

19

Lisa, back to you.

20

MS. MULLIGAN: Okay.

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The next item on the agenda is an

22

application for WinField Solutions. It's a

23

subtenant for the Holtsville Industrial

24

project. So this is the third subtenant and

25

actually this subtenant will mean that their

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project is fully rented. They're related to
Land O' Lakes. They warehouse, crop and plant
nutrients, grain protectants, seed care,
fertilizers and weed killers.

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We've reached out to our insurance rep
to find out if we need additional insurance
and I also reached out to the fire marshal
just to see if there's any issues with that.
I haven't heard back yet, but we'll make sure
that if anything additionally needs to be
done, we will.

13

14

15

16

They're taking about 29,000 square
feet. Like I said, it's warehousing space and
they're planning to create ten employees and
this is a subtenant for Holtsville Industrial.

17

18

Does anyone have any questions; we're
asking for you to accept the application?

19

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MR. BRAUN: We need a motion to accept
the application.

21

MR. TROTTA: So moved.

22

MR. BRAUN: Mr. Trotta made the motion.

23

Who seconded it?

24

MR. POLLAKUSKY: Gary Pollakusky.

25

MR. BRAUN: Thank you, Gary.

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Lisa, just one question.

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MS. MULLIGAN: Sure.

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MR. BRAUN: This is fully leased now within the framework of what we set out, I mean from a timetable standpoint?

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MS. MULLIGAN: Yeah, I'm pretty sure that they are within what we asked. I think they already were because I think they were -- whatever the threshold we put, I don't remember if it was 50 percent, but it was something like that, I think they had already met it, so I think we're good.

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MR. TULLO: I think you gave 50 percent within the first two years and this is a hundred percent, so I think . . .

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MR. BRAUN: Thank you, Jim.

Any other questions?

(No response.)

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MR. BRAUN: There's a motion on the table.

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Mr. Braun votes yes.

23

Ms. Scheidt?

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MS. SCHEIDT: Yes.

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MR. BRAUN: Mr. Callahan?

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MR. CALLAHAN: Yes.

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MR. BRAUN: Mr. Middleton?

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MR. MIDDLETON: Yes.

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MR. BRAUN: Mr. Pollakusky?

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MR. POLLAKUSKY: Yes.

7

MR. BRAUN: Mr. Trotta?

8

MR. TROTТА: Yes.

9

MR. BRAUN: Motion carries.

10

MS. MULLIGAN: The next item on the

11

agenda is an application we received also in

12

your packets for Jefferson Ferry. As Bill

13

mentioned in our LDC meeting, we would be

14

discussing this in the IDA.

15

Jefferson Ferry is the assisted living

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and senior housing project on 347 in Setauket.

17

This is an approximately \$120 million project

18

and they have about 350 employees and this

19

project is going to help them increase those

20

numbers. They're coming through the LDC, but

21

part of their facility is for profit, part of

22

it is not for profit, so the for profit

23

portion of it, they're requesting a PILOT and

24

that's what the application in front of you

25

reflects.

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Bill, did you have anything you wanted
to add?

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MR. WEIR: Yeah.

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6

For historical record, when this
project was originally financed through the
Suffolk County IDA, was created, as a
continuing care retirement community, there's
really three components to a continuing care
retirement community.

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The first component are the independent
living units and the second one is assisted
living and the third is skilled nursing and
the idea is you pay an entrance fee when you
move in and then as you go from independent
living units and then from independent living
units, you get a whole range of services other
than your apartment including meals and
transportation and medical care and so forth
with the idea that you can age in place where
you can go from independent living to assisted
living to skilled nursing and never have to
leave the facility and this is one of I would
say the best run CCR's not only in New York
State, but in the country.

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At the time we did this, Suffolk County IDA did not want to put a PILOT on this project and that really had more to do with the fact that when they did the project out in Greenport, Peconic Landing, they did not do a PILOT and that was because the independent living units there were apartments like you have in New York City and the IDA did not finance them, so for whatever reason, the Suffolk IDA did not want to put a PILOT on this project.

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When the project was first completed, the assessor had basically made the entire project exempt for the first couple of years; the State thought it was all skilled nursing or not-for-profit owned property. After a couple of years they came back and assessed almost the entire project, they went overboard and so for the last 18 years, they've been trying to resolve this through the assessor's office. Under the Real Property Tax Law, property that's owned by a not-for-profit is generally exempt from real property taxes; however, independent living units owned by an

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not-for-profit like here are subject to real property taxes, so that's been -- we're trying to split out the skilled nursing, the assisted living and the other not-for-profit owned property on here has been say a frustrating exercise through the assessor's office over the years going back several assessors, so in going forward and they've had tax certs and other claims trying to resolve it and they're still ongoing.

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What we have been talking to them about is they're going to lease all of the independent living units to a brand new LLC that they created, who's the applicant here. The sole member of that LLC is the not-for-profit corporation, which is called Active Retirement Community, Inc. and then Jefferson Ferry is just a d/b/a, doing business as, name.

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So the existing independent living units will be leased by Active Retirement to the new LLC and then the new independent living units as they're completed and constructed will also be leased to the LLC.

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2

The LLC will enter into a lease and project

3

agreement with the IDA for the independent

4

living units and then we can impose a PILOT on

5

those independent living units and then

6

everything will be leased back to the LLC and

7

it will be operated by the not-for-profit

8

because the sole member of the LLC is the

9

not-for-profit. This does not have any impact

10

on the taxes and bonds and it's allowed under

11

the current bond documents.

12

Lisa, do you want to explain the PILOT

13

or do you want me to explain what we were

14

thinking about --

15

MS. MULLIGAN: Go ahead, you can

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explain what we've been playing with.

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MR. WEIR: What we thought we would do

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is whatever they're paying currently taxes on

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the independent living units will be for those

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the base PILOT payments going forward, so no

21

taxing jurisdictions will be losing tax

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payments and then there will be incremental

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increases over the next, you know, the term of

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probably the bonds and then the new

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independent living units as they come on, they

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will be phased in over the term of the PILOT

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and they've requested a PILOT to be

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coterminous with the bonds.

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So at the end of the day, we're really

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just trying to clarify and then the rest of

7

the project then should be tax exempt and then

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so that the correct taxes will be paid on the

9

independent living units, we're not trying to

10

take away any tax revenues from the taxing

11

jurisdiction, we're just trying to have things

12

from both the Town and the school district and

13

the County as well as the applicant have

14

certainty of payment over the next however

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many years the PILOT goes out. That's what

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they've requested and proposed and that's what

17

will be before the IDA board for final

18

approval after we hold the public hearing.

19

Anybody have any questions on that; did

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I go too quickly?

21

MR. POLLAKUSKY: No, it makes sense.

22

MR. BRAUN: Mr. Weir, we don't need to

23

establish and approve a PILOT today, that will

24

be done after the public hearing; is that

25

correct?

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MR. WEIR: Well, it will be done in conjunction with the public hearing, so . . .

3

4

MR. BRAUN: Okay.

5

6

MR. WEIR: Lisa's been crunching the numbers and working on it and talking to the assessor, so she will have something that we will have before we hold the public hearing.

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MR. CALLAHAN: That is strictly for accepting the application?

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MS. MULLIGAN: And setting the public hearing.

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MR. CALLAHAN: And the public hearing, correct.

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MR. WEIR: Before the public hearing, Lisa can circulate to the board members the proposed PILOT.

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MS. MULLIGAN: Yeah. If you guys want to see it, definitely and it's always posted on our website prior to the public hearing; is that right what I just said, is that factual, I think so?

23

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MR. WEIR: Yes. Yes, you will have it on the website.

25

MR. CALLAHAN: It looks like the new

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building's pretty big.

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MR. WEIR: The new building's going to be very big.

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MR. CALLAHAN: Yeah, 169,000 square feet, wow.

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MR. WEIR: Lisa has the very good schematic drawing where it shows the existing building and where they're building additions to it and renovating, so a lot of the existing space will be renovated and repurposed. It's really going to be . . . you know, they're taking what's a very nice facility and making it more user friendly for basically the next generation. This is now a generation old and so they've learned a lot in their years of operation and they've also gotten a lot of feedback from the residents of what people want and to be honest with you, it's another generation coming in, you know, before it was the greatest generation and now it's more baby boomers moving in there and what people want for these facilities is changing, so it's going to make this thing process for Jefferson Ferry, as I said and I know Jefferson Ferry

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2

extremely well because even though they didn't

3

start there in the independent living units,

4

my mother was in the assisted living facility

5

and my father was in the skilled nursing, so I

6

have a lot of firsthand knowledge about how

7

well run this agency is and also understand

8

what they're doing and why and I think it's

9

going to be very positive for this community

10

that you're lucky to have in the Town of

11

Brookhaven.

12

MR. BRAUN: If there are no further

13

questions, I'll entertain a motion to accept

14

the application.

15

MR. POLLAKUSKY: So moved.

16

MR. BRAUN: Is there a second?

17

MR. TROTTA: Second.

18

MR. BRAUN: Thank you.

19

Mr. Braun votes yes.

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Ms. Scheidt?

21

(No response.)

22

MR. BRAUN: Ms. Scheidt?

23

(No response.)

24

MR. BRAUN: Mr. Callahan?

25

MR. CALLAHAN: Yes.

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MR. BRAUN: Mr. Middleton?

3

MR. MIDDLETON: Yes.

4

MR. BRAUN: Mr. Pollakusky?

5

MR. POLLAKUSKY: Yes.

6

MR. BRAUN: Mr. Trotta?

7

MR. TROTTA: Yes.

8

MR. BRAUN: We'll circle back.

9

Ms. Scheidt?

10

MS. SCHEIDT: Yes. I got a phone call

11

in the middle of that and I couldn't figure

12

out how to get back to it.

13

MR. BRAUN: Thank you and the motion

14

carries.

15

MS. MULLIGAN: The next item on the

16

agenda under the application section is

17

Interstate Mechanical Services/William Realty

18

Holdings Group LLC.

19

This application was included in your

20

packets along with their cover letter and this

21

is an application for an existing building at

22

355 Sills Road. It's been vacant for a few

23

years now, I would say probably close to five,

24

but that's a guess on my part. It's an

25

approximately 58,000 square foot building,

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2

it's a \$4.5 million project. They manufacture

3

pipe, piping materials. They are proposing to

4

leave leased space in Maspeth and they own a

5

site in New Jersey that they'll be retaining

6

and they told us that they may rent a portion

7

of 355 Sills to a third party, they're aware

8

that the subtenant would have to apply,

9

they're aware of our policies. They currently

10

have three employees and will add three more.

11

Now that's what will be in this

12

building. What they have in their entire

13

company is larger, but that's what would come

14

here.

15

Howard, did you have anything you

16

wanted to add?

17

MR. GROSS: No, I was just going to say

18

that in addition to piping, they also

19

fabricate mechanical systems, steel supports

20

and things of that nature.

21

MR. BRAUN: This qualifies under the

22

adaptive reuse policy?

23

MS. MULLIGAN: Yes.

24

MR. BRAUN: Thank you.

25

Questions?

1

2

(No response.)

3

4

MR. BRAUN: Once again, I'll ask for a
motion to accept the application.

5

MR. POLLAKUSKY: So moved.

6

MR. BRAUN: Second?

7

MR. CALLAHAN: Second.

8

MR. BRAUN: Thank you.

9

Mr. Braun votes yes.

10

Ms. Scheidt?

11

MS. SCHEIDT: Yes.

12

MR. BRAUN: Mr. Callahan?

13

MR. CALLAHAN: Yes.

14

MR. BRAUN: Mr. Middleton?

15

MR. MIDDLETON: Yes.

16

MR. BRAUN: Mr. Pollakusky?

17

MR. POLLAKUSKY: Yes.

18

MR. BRAUN: And Mr. Trotta?

19

MR. TROTТА: Yes.

20

MR. BRAUN: Thank you.

21

Motion carries.

22

23

MS. MULLIGAN: The next item on the
agenda is EB and HSRE-EB Mount Sinai's
recaptures.

24

25

So to remind everybody, this is the

1

2

project under construction in Mount Sinai on

3

the south side of 25A just east of 83.

4

They're two separate projects, but they're

5

both owned by Bristol, the EB, Engel Burman

6

company.

7

One is an assisted living and one is a

8

senior housing project and I apologize, I mix

9

them up sometimes. I'm pretty sure that

10

HSRE-EB Mount Sinai is the senior housing.

11

Both of these projects made mistakes on their

12

sales tax exemption. They either went over

13

their allocation or they made purchases before

14

or after the allocation, before they had the

15

allocation or after it had expired and it's

16

not just the HSRE-EB company. They decided to

17

name a large number of their subs as agents

18

and so their subs made mistakes. For HSRE-EB

19

Mount Sinai it was roughly \$19,000 of sales

20

tax that needed to be repaid. We managed

21

this, but it's really State and County money,

22

so we had to recapture \$19,000. The agency

23

doesn't keep any of this money and interest,

24

there's interest and penalties as well, but

25

it's not a huge number as far as the interest

1

2

and penalties is concerned, so we have to recapture this money, disburse it to the State and then the State disburses it to the County and anybody else that gets a piece of it; I think it's just the County.

7

8

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15

So that, we sent them a demand letter, they paid us back. We did put in an invoice for the agency because this was a large -- it was a heavy lift to get this all organized and it's in all honesty not yet totally finalized because they're still sending us reports for some of the outstanding subs that, Terri, correct me if I'm mistaken, they were due January 31st?

16

MS. ALKON: Originally January 15th.

17

MS. MULLIGAN: January 15th.

18

19

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So they were due January 15th and it's now May 13th and we're still trying to get these forms straightened out. Some of it is that they just didn't fill it out right and so we're going back to them to try to have the subs correct them. Some of them, what they provided is just unacceptable. It doesn't tell us what they actually did, so we are

1

2 still working on that and we're coming up
3 pretty soon to the next --

4

MR. POLLAKUSKY: Do we have an
5 administrative fee schedule for heavy lifts
6 like this?

7

MS. MULLIGAN: Yes. It's \$250 per hour
8 with a minimum of an hour honestly. We
9 charged them I think \$2,000 on the HSRE-EB
10 Mount Sinai and that was extremely generous.

11

MR. POLLAKUSKY: Right. Okay. I'm
12 glad we're recapturing this, good.

13

MS. MULLIGAN: So like I was saying,
14 there's still additional documents that need
15 to be sent in and corrected for the January
16 required date and Terri, June 15th is the next
17 or is it July 15th?

18

MS. ALKON: Due to us July 15th.

19

MS. MULLIGAN: So July 15th they have
20 to give us the next set of documents. They
21 haven't figured out the first set or the last
22 set yet, so I'm a little bit uncomfortable
23 with this, but we have a conference call
24 scheduled for tomorrow to go over all of these
25 details to try and straighten this out. Terri

1

2 has been working really hard to try and keep
3 this organized. Terri and I have had a number
4 of conference calls and meetings with them to
5 try to get them straightened out and Lori had
6 to do, it was like a forensic accounting
7 nightmare to figure out what it was that they
8 actually owed, so we got that. The \$19,000,
9 once that check clears, we'll disburse that to
10 the State as required, there's forms we had to
11 fill out, but then EB Mount Sinai, for that
12 one, they have approximately \$106,000 of sales
13 tax that per our calculations is still owed.
14 They disagree with us on our calculations, so
15 that's part of what we are going to meet with
16 them on tomorrow afternoon about, so hopefully
17 we'll get that straightened out and get that
18 check to the State soon, also.

19 The issue remains, though, they still
20 have not finalized the information they were
21 supposed to send to us in January and now
22 we're coming up on the July requirement. I'm
23 just afraid that it's going to continue to
24 fall out of control.

25 If we can't figure this out, I'm going

1

2 to come back to and -- well, maybe I should
3 ask just now, can we get a vote for the
4 authorization to send a default letter if our
5 meeting tomorrow doesn't go well?

6 MR. POLLAKUSKY: I think we should push
7 for a date. I think we should push for a
8 drop-dead date.

9 MS. MULLIGAN: Well, Gary, I didn't say
10 that, but our demand letter said that the
11 money was due to us yesterday.

12 MR. POLLAKUSKY: Okay.

13 MS. MULLIGAN: For HSRE-EB Mount Sinai,
14 they sent the money. For the other one, they
15 sent a portion of the money, what they think
16 they actually owe. So we didn't deposit it,
17 we're waiting, we're going to have this
18 meeting tomorrow afternoon, but we did give
19 them a hard deadline and I think that a
20 default letter, if they're unable to get all
21 of the stuff that was due in January to us, we
22 could say you have a week, get it to us or
23 whatever we can work out with them. I think
24 after that, a default letter certainly will
25 have a you must cure this in 30 days or

1

2

whatever the documents say.

3

4

5

6

7

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12

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14

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16

17

Thoughts from anyone else?

18

19

20

21

MR. POLLAKUSKY: I would agree to that.

Lisa, is your request to the board to support a default letter with a time stamp in mind?

22

23

24

25

MS. MULLIGAN: My request to the board was just that if it doesn't go well tomorrow, do we have to wait for let's say May 27th or June 15th, whenever our June meeting is, to

1

2

actually send the default letter or can I get

3

a if this doesn't rectify, go ahead and send

4

the default letter, but we can wait, too; I

5

mean it's been since January that we've been

6

trying to get them to straighten this stuff

7

out.

8

MR. POLLAKUSKY: I mean I don't have a

9

problem waiting through the May 27th date, see

10

how that goes.

11

MS. MULLIGAN: Bill, do you have

12

thoughts on this?

13

MR. WEIR: Yeah.

14

I think after our call tomorrow, we'll

15

have a better understanding of where we're

16

going with this and I think, I'm hoping that

17

by the end of that call tomorrow, we can have

18

this resolved, so I'm kind of anticipating

19

that we're not going to a default, so I think

20

maybe it would make more sense after our call

21

tomorrow, we will recap and Lisa, you can even

22

send out an email to the board letting

23

everybody know how that call went and the

24

resolution of some of these outstanding

25

issues. So again, I'm cautiously optimistic

1

2

we can get it on the right track during our
call tomorrow.

3

4

MS. MULLIGAN: Okay. So I'll send an
overview to the board after our meeting and
just outline next steps and what we're
expecting.

5

6

7

8

MR. WEIR: That's right. And if for
some reason we're complete loggerheads, we'll
let everybody know that as well.

9

10

11

MS. MULLIGAN: Yes.

12

I think that Fred's point about them
having another project coming up is a good
one. They don't want to be at odds with us.

13

14

15

MR. WEIR: No and you know, we've done
a lot of projects with them, they've also done
them with every other IDA and this is the
first time in 20 years working with Engel
Burman I've ever seen issues like this, so and
when I've talked to their counsel, Peter
Curry, he also was very optimistic that this
will get resolved and I know from what he told
me, that the principals of Engel Burman are
very concerned about it and they want to make
sure it's resolved, so I'm very optimistic

16

17

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19

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21

22

23

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25

1

2

that tomorrow's call will hopefully resolve most of these issues.

3

4

MS. MULLIGAN: Okay.

5

6

So the next item on the agenda is our UTEP and I'm actually going to turn this over to Bill for Bill to do an overview.

7

8

MR. WEIR: Sure.

9

10

11

12

13

14

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21

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24

25

You know, this kind of took a bit of a -- we stepped back for a minute because one of the concerns I had was in the previous draft of the UTEP was that we were only going to give PILOTS if they were in certain areas that were in need of redevelopment or distressed areas and you know, so forth and the concern I had was that the PILOT, while trying to help redevelop those areas that needed redevelopment in the Town, this is PILOTS for housing, was that we would be violating either the federal or state fair housing acts where it's -- people are familiar with what happened in the City of Yonkers where their zoning rules and code at the time, all affordable housing projects had to be located in a certain part of the town that had

1

2

the effect of concentrating minority

3

populations in those areas and was considered

4

discriminatory and the federal government

5

basically put huge sanctions on the City of

6

Yonkers and federal courts put a monitor in

7

that basically replaced the planning

8

department for all planning in the City of

9

Yonkers and it's still in effect today.

10

We also received comments from at least

11

one entity that thought we were doing the

12

opposite, that we were identifying those areas

13

which could have also have a disparate impact.

14

There's a number of cases that have

15

gone to the U.S. Supreme Court on both sides

16

of that argument and basically where it comes

17

down is you need to be fairly neutral as to

18

where you're trying to direct this type of

19

housing, both market rate and affordable

20

housing, so I've been working with one of my

21

partners who's a national expert on this area

22

and we've come up with we think a good

23

solution and part of it, too, was in the UTEP,

24

all the housing, whether it was affordable

25

housing or market rate housing, was kind of

1

2

all jumbled into one section and it was a

3

little hard to enunciate it.

4

5

So the first thing we did, we actually

6

defined affordable housing and before we had

7

affordable housing defined only under projects

8

that could receive taxes and bond financing or

9

low income housing credits, a fairly

10

restrictive definition of affordable housing;

11

again, working with my partner, we came up

12

with a more experienced view of affordable

13

housing to include other HUD programs and

14

other programs including state and local

15

programs that define affordable housing more

16

broadly than if it was just eligible for tax

17

exempt financing.

18

I also realized, even though we've

19

talked about it over the years, we did not

20

have assisted living in there, so we defined

21

assisted living and then basically said the

22

definition of market rate housing was market

23

rate housing was all housing other than

24

assisted living or affordable housing, so we

25

kind of defined, instead of trying to define

market rate housing, everything except those

1
2 two and then there's new paragraphs in the
3 UTEP for market rate housing, expanded what we
4 had and talking with Lisa and Fred, we said
5 market rate housing could receive a PILOT of
6 five to seven years, so we have a shorter
7 term -- again, this is reflecting comments we
8 received from taxing jurisdictions and some of
9 the board members -- that the market rate
10 housing would have a term of five to seven
11 years starting at the current taxes on the
12 property including land and any existing
13 structures or improvements and then ramping up
14 over the life of the PILOT and the term,
15 again, we made it clear that the term of the
16 PILOT was five to seven years and the six
17 PILOT payments would be in the sole discretion
18 of the IDA and then we had said that if the
19 market rate housing was going to be in one of
20 those specially designated areas that we
21 talked about previously in the UTEP, which
22 would have been a blighted area, a downtown,
23 just in downtown, areas that were part of an
24 urban renewal plan or areas that were
25 designated by the town or village for

1

2

development and then as well as a highly

3

distressed area as defined in the IDA act or

4

we also included an opportunity zone or former

5

Empire zone, then they may be, I wouldn't say

6

that they'd be granted, but they may be

7

eligible for an enhanced PILOT, which could be

8

for 13 to 15 years, which is kind of

9

consistent with what we were doing before we

10

imposed our moratorium and again, the idea

11

would be in those areas in need of

12

redevelopment, those special areas, that they

13

could get three to five years of frozen taxes

14

at the land only, which is, again, what we

15

were doing previously and then the remaining

16

ten years would be phased in at equivalent to

17

like a double 45 day and that would be for

18

market rate housing.

19

So market rate housing could be done

20

anywhere in the Town, but if it's not in one

21

of these areas in need of redevelopment, it

22

would be a much shorter PILOT and then

23

affordable housing could be done anywhere, get

24

more expansive affordable housing and again,

25

this is where we're really sensitive to the

1

2

federal Fair Housing Act and then basically

3

saying what we had before would be two

4

different type of PILOTS that we could

5

generate, one would be a shelter rent PILOT,

6

which for some affordable housing makes sense

7

and that would be ten percent of gross

8

revenues of the project minus utilities and

9

that's a provision that's actually in the New

10

York Multifamily Housing Law, to have that

11

type of PILOT that there is discretion for

12

that or if they request, we could do fixed

13

PILOT payments and give them that option.

14

We said that the PILOTS for those would

15

typically be 15-year PILOTS; however, if the

16

project was financed with tax exempt bonds or

17

low income housing tax credits or a federal or

18

state entity was financing it and they put a

19

tax regulatory agreement on the property that

20

restricted the incomes for people who could

21

live there and/or rents that could be charged,

22

then the PILOT could go out for the term of

23

that (inaudible) agreement or the financing

24

agreement, like if you do a HUD financed

25

agreement, HUD will say we'll impose in the

1

2

loan agreement those income and rent

3

restrictions that we'd say so long as that

4

agreement was in effect, the PILOT would be

5

longer and that's, again, consistent with what

6

we've done on other true, you know, affordable

7

housing projects.

8

And then the last component which we

9

added was assisted living facilities and we

10

said assisted living facilities would

11

typically have a 15-year PILOT with fixed

12

PILOT payments to be determined by the IDA and

13

that, however, if the assisted living facility

14

was financed with tax-exempt bonds and we've

15

done that for say Engel Burman deals and also

16

we'll have that for Jefferson Ferry, then the

17

PILOT could be, but not required to be, could

18

be, coterminous with the bond term.

19

And that was that and I just cleaned up

20

a few other typos and mistakes in the UTEP.

21

But that was really the provisions that we've

22

done and accepted, Lisa and Fred on coming up

23

with that and then if you have any questions,

24

Lisa can distribute the draft of the PILOT,

25

consider the UTEP for your review and

1

2

consideration and then the idea would be we

3

would adopt it at the June meeting or whatever

4

the next board meeting.

5

Again, looking at . . . we took what

6

was distributed to all the taxing

7

jurisdictions last year and we took into

8

account all the comments that were received

9

from tax jurisdictions, developers, their

10

counsel as well as the public and so at this

11

point, I don't think we need to resend it out

12

to anybody because I think what we're actually

13

adopting now is more restrictive than the UTEP

14

that was originally sent out last year as part

15

of the public hearing that we held.

16

MR. BRAUN: I would just ask the board

17

members to review this very carefully.

18

Any questions you have, get them back

19

to Lisa and she'll forward them on to Bill if

20

necessary and the intent is whether it's at

21

the May 27th or the June 17th meeting, we will

22

adopt this.

23

MS. MULLIGAN: I'll send that around as

24

soon as we're done with the meeting.

25

MR. WEIR: Again, it was a bit of a

1

2

balancing act to try to take all the

3

wide-ranging comments we had on the PILOT

4

particularly with respect to housing and then

5

make them not violate federal and state fair

6

housing laws. The last thing we wanted to do

7

was inadvertently wind up in a court case and

8

then if it is, if the UTEP is adopted at the

9

next board meeting, then the moratorium on

10

accepting new housing applications could be

11

lifted.

12

MS. MULLIGAN: Any questions?

13

(No response.)

14

MS. MULLIGAN: Okay.

15

The next item on the agenda is a letter

16

that we received from Global Tissue Group. It

17

was included in your packets.

18

Scott, do you need to jump off?

19

MR. MIDDLETON: Yeah, in about five

20

minutes.

21

MS. MULLIGAN: Okay.

22

MR. GROSS: Do you need him for 14

23

Glover?

24

MS. MULLIGAN: I was just going to ask,

25

Marty, Frank, Ann-Marie and Gary, you guys are

1

2

good to stay on?

3

MR. POLLAKUSKY: Yup, I'm good.

4

MS. SCHEIDT: Yes, I'm here.

5

MR. CALLAHAN: Yes.

6

MR. TROTTA: Yes.

7

MS. MULLIGAN: Okay.

8

So, Scott, then we have enough without

9

you and without Fred to do the resolution for

10

14 Glover at the end.

11

So, Bill, I don't know if you heard me,

12

but I said thank you for that UTEP overview.

13

The next item on the agenda is Global

14

Tissue Group. To remind everyone, this is an

15

existing project. They are on Long Island

16

Avenue south of the expressway and west of

17

Sills Road, just really a stone's throw west

18

of Sills Road. They make paper products;

19

tissues, toilet paper, napkin type items.

20

They have about 160,000 square feet and about

21

185 employees.

22

This year is the last year of their

23

PILOT, so they're wrapping up their tenth year

24

with us and they have opened a facility in

25

Florida and they have received offers from

1

2

Ohio; apparently one of their large

3

competitors just opened a facility in Ohio and

4

Ohio is trying to get them to come out there

5

as well.

6

They put in a request to get ten more

7

years on their PILOT. What they asked for was

8

five years at a hundred percent and then five

9

years at 20 percent increases and we had them

10

add in to their letter that they have started

11

making -- they're in the process of exploring

12

and finalizing making masks for PPE, so that's

13

in the letter and they're basically asking for

14

an extension. They have said possibly down

15

the road they might put an extension on their

16

facility, they have the land, this is

17

something that they've kicked around for a few

18

years and they were renting space in the

19

location next door.

20

Does anyone have any questions?

21

MR. BRAUN: Lisa and I and Bill, we

22

yesterday discussed a suggested PILOT going

23

forward that as Lisa indicated, they have been

24

a good tenant, a good project with 185

25

employees. I'm not sure if you look at the

1

2

letter, how they could ever turn out 10,000

3

masks per minute, but I'll leave that to the

4

manufacturers and the suggested PILOT we

5

discussed was that one year continued at land

6

only and then for years two through six, ramp

7

up at 20 percent a year.

8

Some of you may also remember, it was

9

either last meeting or the meeting before

10

that, they refinanced their mortgage on that

11

building.

12

MS. MULLIGAN: Yes, thank you, Fred, I

13

meant to mention that.

14

MR. BRAUN: Any thoughts about the

15

PILOT from anyone?

16

(No response.)

17

MR. BRAUN: I would put that motion on

18

the table, if there's a second.

19

MR. TROTTA: Second.

20

MR. BRAUN: Thank you, Mr. Trotta.

21

Any other thoughts, comments?

22

(No response.)

23

MR. BRAUN: So I'll take a vote.

24

Mr. Braun votes yes.

25

Ms. Scheidt?

1

2

MS. SCHEIDT: Yes.

3

MR. BRAUN: Mr. Callahan?

4

MR. CALLAHAN: Yes.

5

6

MR. BRAUN: Mr. Middleton, if you're still there?

7

8

MR. MIDDLETON: Yeah and now I'm leaving, good-bye.

9

MR. BRAUN: Thank you very much.

10

(Scott Middleton dropped off the call.)

11

MR. BRAUN: Mr. Pollakusky?

12

MR. POLLAKUSKY: Yes.

13

MR. BRAUN: Mr. Trotta?

14

MR. TROTТА: Yes.

15

MR. BRAUN: Motion carries.

16

MS. MULLIGAN: Thank you.

17

18

Actually before I go onto the next item on the agenda, I just want to circle back to WinField Solutions.

19

20

21

22

23

24

25

I just wanted to let you know that in addition to the insurance and the fire marshal, I'm waiting on confirmation from them. I just got an email during the meeting from Holtsville Industrial. They're just confirming to us that there's no cannabis

1

2

products involved in the seed and the plant

3

products that they're going to have at the

4

facility just because I wanted to make sure

5

that our eyes are open to whatever products

6

are actually in our building, so I just wanted

7

to bring that to your attention, so I just

8

wanted to let you know, they're still working

9

on it. The attorney for the project said that

10

she was almost positive, but she would

11

confirm, she didn't want to go out and say

12

definitely not just in case.

13

So the next item on the agenda is Give

14

& Go Prepared Foods. This was from our last

15

meeting. We've received a letter, it was

16

included in your packets explaining the

17

transaction.

18

To remind you, Give & Go owns Uncle

19

Wally's and they were all bought by the STORE

20

Company, Fred mentioned it, that it was in the

21

minutes from last meeting and then we heard

22

that they had been purchased by Mondelez, so

23

we reached out, we got a letter.

24

Bill, do you want to explain; my

25

understanding is that this doesn't impact our

1

2 project at all and there's no impact on us,
3 but would you confirm that?

4 MR. WEIR: Sure.

5 The entity that we're leasing this
6 project to is remaining, you know, as is, not
7 changing. This change in ownership control
8 occurred several parents above our entity, so
9 what's really changed is the holding company
10 that owns the series of companies, the
11 corporations before you get down to our
12 entity. Our entity, the ownership and control
13 of that has not changed and is still the same
14 entity, so what happened here did not trigger
15 an event of default under our documents or
16 required the consent of the agency.

17 MS. MULLIGAN: Does anyone have any
18 questions?

19 (No response.)

20 MS. MULLIGAN: Okay.

21 MR. BRAUN: There's obviously no action
22 required.

23 MS. MULLIGAN: Right.

24 The next item on the agenda is the
25 Triple 5 default. To remind everyone, we were

1

2

having a hard time getting sales tax and

3

insurance information from Triple 5; that's

4

the project that purchased the former Dowling

5

facility. We sent them a default letter.

6

They were able to get us everything. I think

7

the deadline was April 25th, we got everything

8

April 24th, so that has been rectified, so I

9

just wanted to give you an update on that.

10

The next item on the agenda is the

11

PARIS update. This is the exact same

12

update -- it was included in your packets --

13

that we presented in the LDC, just again, the

14

ABO, I guess acknowledging that people have

15

not put in their PARIS report and like I said

16

for the LDC, I'd have to double check, but I

17

think they can't really sanction us until it's

18

like 36 months out and they've requested a

19

certain number of times, so right now it's not

20

ideal that we haven't put in our PARIS report,

21

but it's also completely understandable and

22

basically I'd be shocked if anybody has

23

actually got their PARIS report in. I'm sure

24

some have, but probably not agencies that have

25

the number of projects and the intricacies

1

2

that we do.

3

4

Does anyone have any questions on the
PARIS update?

5

6

MR. TROTTA: Do you have an anticipated
date?

7

8

9

MS. MULLIGAN: I would love to tell you
when we were going to get it in because that
would mean that things were back to normal.

10

11

MR. TROTTA: Yeah, I hear you. I'm
just curious, but I certainly understand.

12

13

14

15

16

MS. MULLIGAN: Yeah. I would love to
say well, you know, we're going back in two
days and that at the 27th we'll have it ready
for you guys to vote on. I don't really have
an answer. I apologize.

17

MR. TROTTA: I got you.

18

19

20

MR. BRAUN: Other than the resolution
on 14 Glover, is there anything else that
needs to be brought before the board?

21

22

23

MS. MULLIGAN: Yes. I have just three
things that I want to mention just very
quickly.

24

25

Again, we're going to leave the May
27th meeting. I think that we have some

1

2

projects that would appreciate having that

3

meeting in between to get some applications

4

and get some things in front of the board. I

5

think we have probably a few days, maybe a

6

week before we actually have to decide on

7

that.

8

Is that agreeable to everybody if we

9

still hold that meeting?

10

MR. TROTTA: Yes.

11

MR. POLLAKUSKY: Sure.

12

MR. CALLAHAN: Sure.

13

MS. SCHEIDT: No problem.

14

MS. MULLIGAN: Thank you. Because

15

there's a couple of projects that have

16

expressed interest in getting us stuff between

17

now and the June 17th meeting, which I

18

apologize, I don't know why I can't get the

19

dates right on the bottom of the agendas.

20

It's June 17th, not the 15th, which is what I

21

wrote.

22

So there was that.

23

I just wanted to let everybody know

24

that our sales tax program is up, it's on the

25

website; apparently there is a typo on it, but

1

2

we'll correct that. But we have had a number

3

of phone calls from projects that were

4

interested in it, unfortunately so far

5

everyone who's reached out to us was

6

interested in using the sales tax exemption to

7

buy PPE for their employees, which is not, as

8

I understand it, the reason for the program,

9

but we have had some really good conversations

10

with companies. So far nobody has come

11

through us for it, but we've got, like we

12

said, Global Tissue is pivoting to produce PPE

13

and also Frank Lowe reached out to us

14

yesterday, they're going to start making face

15

shields. So they don't think that they need

16

our sales tax exemption, they don't think

17

they're going to need to purchase anything

18

right now, but they're aware of it; if that

19

changes, they're definitely going to come back

20

to us. And we've been encouraging -- some

21

people have called us who really should have

22

called the County, so we've had some activity

23

from it.

24

And the last thing I just wanted to

25

bring to your attention is that, I can't

1

2

remember how long ago, but a few months ago,

3

the ABO reached out to us, they must have been

4

doing an analysis of websites and they

5

reviewed our website. They said that

6

everything was as it should be, with the

7

exception of one project, we missed one

8

document. There was a very complicated

9

project and we did, we missed a document, they

10

were right. So we corrected it.

11

They have subsequently sent us sort of

12

an overview, which I assume is going to go

13

into some sort of a report saying basically

14

that we missed a document.

15

We have a couple of edits to their

16

document and they send in and ask if we have

17

anything that they've missed, so we have a few

18

things that need to be qualified on it, but I

19

just wanted to let you know.

20

Considering that we have, I don't know,

21

80 something active projects and there's a lot

22

of information that's required to be on the

23

website, I was actually pretty impressed that

24

there was one document missing out of

25

everything that needed to be on there. It's

1

2

easy to miss something and some of them are

3

complicated and they're old and they're

4

convoluted and what they ask for didn't exist

5

then and Amy did a really good job gathering

6

all that information and getting it all on the

7

website, so thank you, Amy.

8

MR. BRAUN: The entire staff ought to

9

be congratulated; if for 85 or 90 projects and

10

some that have terminated, to have missed one

11

piece of information I think is terrific.

12

MS. MULLIGAN: Thank you, Fred.

13

MS. SCHEIDT: Couldn't agree more,

14

Fred, that is just phenomenal.

15

MS. MULLIGAN: It was a heavy lift.

16

MR. TROTTA: I wanted to say, how come

17

it was only one, you know.

18

MS. MULLIGAN: That was my feeling.

19

Take a minute and go to the website and

20

look on the projects page and you're going to

21

be very impressed and it's constantly

22

evolving, so after this meeting, there will be

23

additional resolutions that need to be posted.

24

At the next meeting, we'll have to post

25

applications and resolutions and then when a

1

2

project closes we have to . . . it's an

3

ongoing evolution of documents that gets put

4

on there and quite frankly, I think probably

5

the staff and the attorneys use our website

6

more than anybody else. I don't think the

7

general public is really going to read through

8

the lease and project agreement for a project.

9

Maybe I'm wrong, but it actually has been

10

useful since we're home because I don't have

11

to go into GoToMyPC to get a document, I can

12

just go directly to the website because it's

13

quicker than going into GoToMyPC. So I guess

14

in that regard it's been somewhat useful, but

15

if you're interested, you could go check it

16

out.

17

So I just wanted to give you an update

18

on that and then I think the only other item

19

is the 14 Glover, LLC resolution and for that,

20

I'm going to ask Fred, would you drop off?

21

MR. BRAUN: I will leave the meeting.

22

Thank you. Thank you all for your

23

participation.

24

(Fred Braun dropped off the call.)

25

MS. MULLIGAN: I guess we'll just say

1

2 for the record that Fred has left the meeting,
3 it's 1:25 p.m. on May 13th.

4

5 So the next item on the agenda, the
6 last item, is a resolution for 14 Glover, LLC.
7 The cost benefit analysis and the PILOT is in
8 the packets, we held a public hearing, there
9 was no comment.

9

10 Just to remind the board, what they
11 asked us for was an extension of their
12 completion date and an extension of their
13 employment, the date when they had to have
14 their employment numbers and also, they asked
15 us to waive their second half PILOT.

15

16

17 Howard, did you have anything you
18 wanted to add?

17

MR. GROSS: No, that's it. Thank you.

18

19

MS. MULLIGAN: Okay. So that's the
20 resolution.

20

Do we have a motion?

21

MR. POLLAKUSKY: So moved.

22

MS. MULLIGAN: Thank you, Gary.

23

Second?

24

MS. SCHEIDT: Second.

25

MS. MULLIGAN: Thank you, Ann-Marie.

1

2

So I'll do a quick roll call.

3

Marty?

4

MR. CALLAHAN: Yup.

5

MS. MULLIGAN: Frank?

6

MR. TROTTA: Yes.

7

MS. MULLIGAN: Ann-Marie?

8

MS. SCHEIDT: Yes.

9

MS. MULLIGAN: Gary?

10

MR. POLLAKUSKY: Yes.

11

MS. MULLIGAN: Was I supposed to ask

12

any questions before that; does anyone have

13

questions?

14

(No response.)

15

MS. MULLIGAN: Hearing none, so moved.

16

Does anyone have anything else they

17

wanted to add to the discussion?

18

MR. TROTTA: Yeah. I just want to

19

thank you and the entire staff because I

20

recognize how difficult -- I'm working from

21

home just like everybody else is and I know

22

how difficult it is, but the complexity of

23

some of the things that you guys work on and

24

to try to complete and keep things moving at

25

the same time is very much appreciated and I

1

2

certainly know I speak on behalf of everybody

3

on the board, so thank you.

4

MS. SCHEIDT: Thank you.

5

6

MS. MULLIGAN: Thank you. Thank you

7

guys. We couldn't do it without you guys and

8

actually Frank, I'm so glad that you said that

9

because it reminded me, we actually did a

10

closing through the mail, it hasn't yet

11

closed, there's an outstanding issue with the

12

State, but that was a process and an

13

experience and it really showed how when, you

14

know, that we needed to figure out a way to

15

make it work and we got everything done,

16

Annette was very helpful, everybody kind of

17

came together to get everything signed and

18

notarized and moved around and we used

19

technology and so . . . what's the expression,

what's the mother of invention . . .

20

MS. EADERESTO: Necessity.

21

MS. MULLIGAN: There you go. Necessity

22

is the mother of invention, so there we are.

23

MS. EADERESTO: Did we close, Lisa; I

24

missed the beginning of what you said?

25

MS. MULLIGAN: No, it hasn't closed.

1

2

MS. EADERESTO: No, still stuck in the
State.

3

4

MS. MULLIGAN: Yeah, New York State.

5

On that note, can we have a motion to
close the meeting?

6

7

MR. CALLAHAN: So moved.

8

MS. MULLIGAN: Thank you, Marty.

9

Second?

10

MS. SCHEIDT: Second.

11

MS. MULLIGAN: Great.

12

All in favor?

13

MR. POLLAKUSKY: Aye.

14

MS. SCHEIDT: Aye.

15

MR. CALLAHAN: Aye.

16

MR. TROTTA: Aye.

17

MS. MULLIGAN: Thank you everyone.

18

(Time noted: 1:29 p.m.)

19

20

I, JOANN O'LOUGHLIN, a Notary Public

21

for and within the State of New York, do hereby

22

certify that the above is a correct transcription

23

of my stenographic notes.

24

25

JOANN O'LOUGHLIN