

**CALL TO ORDER AND PLEDGE
TOWN BOARD MEETING
TOWN OF TUXEDO
February 22, 2021**

Call to Order

_____ called to order the Town Board Meeting of February 22, 2021 at _____ p.m.

Pledge of Allegiance to the Flag

Please rise and join me in reciting the Pledge of Allegiance.

**PUBLIC COMMENTS ON AGENDA ITEM
TOWN BOARD MEETING
TOWN OF TUXEDO
February 22, 2021**

PUBLIC COMMENTS ON AGENDA ITEM:

Ask Members Of The Public If They Have Any Questions Or Comments On Agenda Item.

**AGENDA ITEM #1
TUXEDO LDC REORGANIZATION
TOWN BOARD MEETING
February 22, 2021**

AMENDED AND RESTATED BY-LAWS

OF

THE TUXEDO LOCAL DEVELOPMENT CORPORATION

**A NOT-FOR-PROFIT CORPORATION
INCORPORATED UNDER THE LAWS OF
THE STATE OF NEW YORK**

Approved and adopted on the 27th day of August, 2019

ARTICLE I – THE CORPORATION

SECTION 1 – NAME.

The Corporation shall be known as "THE TUXEDO LOCAL DEVELOPMENT CORPORATION" (hereinafter, the "Corporation"), as established within that certain Certificate of Incorporation establishing the Corporation as filed with the New York Secretary of State on June 24, 2008 (the "Certificate").

SECTION 2 – OFFICES.

The principal office of the Corporation shall be located in the Town of Tuxedo, County of Orange, New York. The Corporation may also have offices at such other places within the State of New York as the Board of Directors may from time to time determine or the activities of the Corporation may require.

SECTION 3 – PURPOSES.

The purposes for which the Corporation has been organized are as follows:

- (a) such purposes as are now or hereafter set forth in its Certificate of Incorporation;
- (b) charitable or public purposes of encouraging economic development, relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, carrying on research and programs to aid the Town of Tuxedo by attracting new industries or by encouraging the development of, or retention of, an industry in the community, and lessening the burdens of government and acting in the public interest;
- (c) the purpose of obtaining Internal Revenue Code Section 501(c)(3) status;
- (d) the purpose of implementing the Tuxedo Hamlet Revitalization Fund (the "Fund") generated from the Special Permit issued by the Town of Tuxedo Town Board to R.H. Tuxedo Development, L.P., the predecessor in interest to Tuxedo Reserve Owner LLC ("TRO"), on November 15, 2004 for the Tuxedo Reserve Development ("Tuxedo Reserve"). The Fund has been included as an integral component of Tuxedo Reserve. One of the purposes of the Corporation is to have the responsibility for the implementation of the Fund and to implement its goals for revitalization of the downtown area of the Town of Tuxedo (the "Hamlet"). The Fund will be comprised of two (2) distinct funds: the Grant Fund and the Loan Fund, as herein described. The overall goal and objectives include:
 - (i) strengthening and expanding retail, services, and other activities that would provide for the needs of town residents and attract new shoppers, including transient traffic and tourists;
 - (ii) providing new housing, in varying formats;
 - (iii) renewing and enhancing the streetscape and building facades of the Hamlet;
 - (iv) improving pedestrian accessibility both to and within the Hamlet area, particularly across Route 17;
 - (v) improving vehicular access and increasing parking in the Hamlet for both shoppers and commuters; and
 - (vi) preserving the historic ambiance of the Hamlet and encouraging the reuse of historic buildings.

ARTICLE II – MEMBERSHIP

SECTION 1 – QUALIFICATION FOR MEMBERSHIP.

The Corporation may have two (2) classes of members, voting and non-voting.

(a) Non-voting. Any person (or officer of an entity) who either owns real estate or operates a business located in the Town of Tuxedo shall be eligible to be a non-voting member of the Corporation.

(i) An "owner" or "operator" and all correlative uses of such words, means any person who is a proprietor, partner, stockholder, officer, director, or member of any entity.

(b) Voting. Any person eligible to be a non-voting member of the Corporation who is also a member of the Board of Directors (the "Board of Directors" or the "Directors") is eligible to be a voting member of the Corporation. The members who hold elective or appointed positions with the Town of Tuxedo municipal government shall cease to be voting members upon their cessation of their elective or appointed positions with the municipal government.

SECTION 2. – ANNUAL MEETING OF THE MEMBER.

The Member shall hold an annual meeting of the Member within ninety (90) days after end of each fiscal year at a convenient time and place designated by the Member. At the annual meeting, the Member shall appoint Directors pursuant to Article III hereof for positions where a new directorship is created or the term of a Director has expired, receive the annual report and transact such other business as may properly come before the meeting.

SECTION 3. – ANNUAL REPORT TO THE MEMBER.

At the annual meeting of the Member, the Directors or designated officer of the Corporation shall present an annual report showing in appropriate detail the following information:

(a) A complete audited financial statement of the Corporation for the fiscal year immediately preceding the date of the report showing the assets and liabilities, principal changes in assets and liabilities, revenue, receipts, expenses and disbursements of the Corporation; and

(b) A summary of the activities of the Corporation during the preceding year.

The annual report shall be filed with the minutes of the annual meeting.

SECTION 4. – SPECIAL MEETINGS OF THE MEMBER.

Special meetings of the Member may be called at any time. Such request shall state the purpose or purposes for the proposed meeting. Business transacted at a special meeting shall be confined to the purposes stated in the notice of such special meeting; provided, however, if by unanimous consent of the Voting Members present at such meeting elect to transact business not previously described in the aforementioned notice, then the Member may transact such other business.

SECTION 5. – PLACE OF MEETINGS; ORGANIZATION.

All membership meetings shall be held at the principal office of the Member or at such other convenient location as may be determined by the Member. At each membership meeting, the Chairman of the Member shall preside. The Secretary, or, in his or her absence, a person chosen by the Member, shall keep complete and accurate minutes of the meeting.

SECTION 6. – NOTICE OF MEMBERSHIP MEETINGS; WAIVERS

(a) Notice of each membership meeting shall state the purpose or purposes for which the meeting is called, the place, date and time of the meeting and, unless it is the annual meeting, shall indicate that it is being issued by or at the direction of the person or persons calling the meeting. Such notice shall be given either personally, by mail or e-mail to each Member not less than ten (10) nor more than fifty (50) days before the date of the meeting. If mailed, the notice is given when deposited in the United States mail, with postage thereon prepaid, directed to the Member at his or her address as it appears on the record of Member or, if he or she shall have filed with the Secretary a written request that notices be mailed to some other address, then directed to such other address.

(b) Formal notice of meeting need not be given to a Member if he or she executes a waiver of notice, either before or after the meeting. The attendance of a Member at a meeting, without protesting prior to the conclusion of the meeting the lack of notice of such meeting, shall constitute a waiver of notice.

SECTION 7. – QUORUM OF MEMBERS

(a) The presence of at least a majority vote of the Voting Member shall constitute a quorum for the transaction of business at any annual or special membership meeting.

(b) A majority vote of the Voting Member present at a meeting, whether or not a quorum is present, may adjourn any membership meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given to an absent Member if the time and place is announced at the meeting adjourned.

SECTION 8. – ACTION BY THE MEMBERS

Each Voting Member shall be entitled to their vote on each matter properly submitted to the Voting Members for action at any meeting of the Member. Unless otherwise required by law or these By-Laws, the vote of a majority of the Voting Members present at the time of a vote at a duly convened meeting, provided a quorum is then present, shall be the act of the Member.

SECTION 9. – PROPERTY RIGHTS OF MEMBERS

The Member shall not have any rights or interests in or to the property or assets of the Corporation.

ARTICLE III - BOARD OF DIRECTORS

SECTION 1. – MANAGEMENT OF THE CORPORATION.

The Corporation shall be managed by its Board of Directors, which shall establish all general policies governing its operations.

SECTION 2. – NUMBER, ELECTION AND TERM OF DIRECTORS.

(a) The number of Directors shall be five (5) as established within the Certificate. The Directors shall be appointed by the Member. The Board of Directors shall be comprised of two (2) members of the Town of Tuxedo Town Board, one (1) member of the Town of Tuxedo Planning Board, one (1) representative of the institutional lender which will be co-funding select projects within the Loan Fund, and one (1) to be designated by TRO. Persons with the following backgrounds shall be encouraged to be directors: architects, attorneys at law, and officers of not-for-profit organizations.

(b) The Directors shall exercise all rights of Directors as described herein and in the Certificate or any applicable resolution. As used in these By-laws, "the entire Board of Directors" means the total number of appointed Directors of the Corporation at the time of action by the Board.

(c) Except as otherwise provided herein, Directors shall hold office for a term of one (1) year.

(d) The President, as defined herein, may serve on the Board of Directors of the Corporation; provided, however, in such event, shall not participate in determining the level of compensation or reimbursement, or time and attendance rules for the position of President.

(e) All Directors of the Board shall participate in training approved by the State of New York regarding their legal, fiduciary, financial and ethical responsibilities as Directors within one (1) year of appointment to the Board. Thereafter, the Directors shall participate in such continuing training as may be required to remain informed of best practices, regulatory and statutory changes relating to the effective oversight of the management and financial activities of the Corporation and the adhere to the highest standards of responsible governance.

(f) As soon as practicable and in compliance with Section 2825 of the Public Authorities Law, the majority of the Directors shall be Independent Directors, as such term is defined in paragraph (g) below.

(g) Independence. For the purposes of these By-Laws, an Independent Director means any person who:

(i) is not, and in the past two (2) years has not been, employed by the Corporation or another corporate body having the same ownership and control of the Corporation in an executive capacity;

(ii) is not, and in the past two (2) years has not been, employed by an entity that received remuneration valued at more than fifteen thousand dollars (\$15,000.00) for goods and services provided to the Corporation or received any other form of financial assistance valued at more than fifteen thousand dollars (\$15,000.00) from the Corporation;

(iii) is not a relative of an executive officer or employee in an executive position of the Corporation or another corporate body having the same ownership and control of the Corporation; and

(iv) is not, and in the past two (2) years has not been, a lobbyist registered under a state or local law and paid by a client to influence the management decisions, contract awards, rate determinations or any other similar actions of the Corporation or another corporate body having the same ownership and control of the Corporation.

(h) Board Offices. A Chairperson, Vice-Chairperson, Treasurer and Secretary shall be elected from among the Directors of the Board at the organizational meeting and subsequent annual meetings of the Board of Directors. The term of office for the Chairperson, Vice-Chairperson, Treasurer and Secretary shall extend for one year after his or her election and until a successor is elected. The Chairperson, Vice-Chairperson, Treasurer and Secretary shall be eligible to serve an unlimited number of consecutive terms.

SECTION 3. - RESIGNATIONS AND REMOVAL OF DIRECTORS.

(a) Any Director of the Corporation may resign at any time by giving written notice to the Board of Directors, the President, or the Secretary. Such resignation shall take effect at the time specified therein or, if no time is specified, then on delivery. Acceptance of the resignation shall not be necessary to make it effective.

(b) Any Director may be removed from the Board with cause by vote of a majority of the Directors provided there is a quorum of not less than a majority of the entire Board present, and subject to the approval of the Member.

SECTION 4. - NEWLY CREATED DIRECTORSHIPS AND VACANCIES.

Newly created directorships resulting from any vacancies occurring for any reason may be filled by a nomination approved by a majority of the remaining members of the Board of Directors, except that a vacancy in the Director's seat appointed by TRO shall be filled by TRO. In each case, such appointments shall be made as soon as practicable but in no event later than sixty (60) days after the increase or vacancy occurs. A Director appointed to fill a vacancy caused by resignation, death, disability or removal shall hold office for the unexpired term of his or her predecessor in office and until a successor is appointed and takes office.

SECTION 5. - ANNUAL MEETING.

The annual meeting of the Board of Directors shall be held within ninety (90) days after end of each fiscal year at the principal office of the Corporation. Written notice of the annual meeting shall be mailed or delivered to each Director of the Corporation prior to the meeting.

SECTION 6. - ANNUAL REPORT.

A Director designated by the Members or the President and the Treasurer shall present at the annual meeting of the Board of Directors a copy of the annual report described in Article II, Section 3 above.

SECTION 7. - SPECIAL MEETINGS AND NOTICE.

Special meetings of the Board of Directors may be called upon five (5) days' notice to the Directors, by the President, or by the Secretary upon written request of two (2) Directors. Written notice shall be mailed or delivered to each Director of the Corporation prior to the meeting. Said notice shall state the purposes, time and place of the special meeting and that no business other than that specified in the notice may be transacted; provided, however, if by unanimous consent all of the Directors present at such meeting elect to transact business not previously described in the aforementioned notice, then the Directors may transact such other business.

SECTION 8. - WAIVERS OF NOTICE.

Notice of a meeting need not be given to any Director who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him or her.

SECTION 9. - PLACE OF MEETINGS.

The Board of Directors may hold its meetings at the office of the Corporation or at such place or places within or outside the State of New York as the Directors may from time to time by resolution determine.

SECTION 10. -- OPEN MEETINGS

The Corporation is subject to Open Meetings Law, the Corporation shall comply with the Open Meetings Law of the State of New York, as set forth within Article 7 of the Public Officers Law.

SECTION 11. -- FREEDOM OF INFORMATION

The Corporation is subject to Freedom of Information Law, the Corporation shall comply with the Freedom of Information Law of the State of New York, as set forth within Article 6 of the Public Officers Law.

SECTION 12. -- PUBLIC AUTHORITIES ACCOUNTABILITY ACT

The Corporation is subject to the Public Authorities Accountability Act of 2005, as amended by Chapter 506 of the Laws of 2009 (collectively, the "PAAA") and shall comply with the PAAA, as set forth within the New York State Public Authorities Law.

SECTION 13. -- STATE ENVIRONMENTAL QUALITY REVIEW ACT

Upon the determination of the Board of Directors to do business within the State of New York, the Corporation shall comply with the State Environmental Quality Review Act, as set forth within Article 8 of the New York Environmental Conservation Law.

SECTION 14. - QUORUM AND ADJOURNED MEETINGS.

(a) A majority of the entire Board of Directors shall constitute a quorum for the transaction of business at meetings of the Board. When a quorum is once present to organize a meeting, it shall not be broken by the subsequent withdrawal of any Director(s).

(b) A majority of the Directors present, whether or not a quorum is present, may adjourn any Board meeting to another time and place. If a quorum is present at the adjourned meeting, any business may be transacted that might have been transacted on the original date of the meeting. Notice of the adjourned meeting shall be given to all Directors.

SECTION 15. - ACTION BY THE BOARD OF DIRECTORS.

Any corporate action to be taken by the Board of Directors means action at a meeting of the Board. Each Director shall have one vote regarding any corporate action to be taken by the Board. Except as otherwise provided by law or these By-Laws, the vote of a majority of the Directors present at the time of the vote at a duly convened meeting at which a quorum is present shall be the act of the Board of Directors. All references to actions of the Board of Directors herein and in the Certificate of Incorporation shall mean the affirmative vote of a majority of the Directors present at the time of the vote at a duly convened meeting at which a quorum is present.

SECTION 16. - ORGANIZATION.

At each meeting of the Board of Directors, the President, or, in his or her absence, a Chairperson chosen by a majority of the Directors shall preside. The Secretary, or, in his or her absence, a person chosen by a majority of the Directors present, shall keep complete and accurate minutes of the meeting.

SECTION 17. - ATTENDANCE AT MEETINGS.

Attendance at each meeting of the Board shall be recorded by the Secretary or the designated Director in the minutes thereof.

SECTION 18. - COMPENSATION.

The Directors shall serve in their capacity as Directors of the Corporation without compensation. All Directors may be reimbursed for reasonable expenses incurred in the performance of corporate duties.

SECTION 19. - ANNUAL INDEPENDENT AUDIT.

The Audit and Finance Committee shall present to the Board upon its completion, the annual independent audit report performed in accordance with the requirements of the PAAA and generally accepted government auditing standards certified by a firm of independent public accountants. The certified independent public accounting firm that performs the annual independent audit shall timely report to the Audit Committee the following:

- (i) the assets and liabilities, including the status of reserve, depreciation, special or other funds including the receipts and payments of such funds, of the Corporation as of the end of the fiscal year;
- (ii) the principal changes in assets and liabilities, including trust funds, during said fiscal period;
- (iii) the revenue or receipts of the Corporation, both unrestricted and restricted, to particular purposes during said fiscal period;
- (iv) the expenses or disbursements of the Corporation for both general and restricted purposes, during said fiscal period; and
- (v) a schedule of the bonds and notes of the Corporation outstanding during said fiscal period, including all refinancings, calls, refundings, defeasements, and interest rate exchange or other such agreements, and for any debt issued during the fiscal period, together with a statement of the amounts redeemed and incurred during such fiscal period as a part of a schedule of debt issuance that include the date of issuance, term, amount, interest rate, means of repayment and cost of issuance.

Furthermore, the certified independent public accounting firm that performs the annual independent audit shall timely report to the Audit Committee the following:

- (i) all critical accounting policies and practices to be used;
- (ii) all alternative treatments of financial information within generally accepted accounting principles that have been discussed with the management of the Corporation, ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the certified independent public accounting firm;
- (iii) other material written communications between the certified independent public accounting firm and the management of the Corporation, such as the management letter along with management's response or plan of corrective action, material corrections identified or schedule of unadjusted differences, where applicable.

SECTION 20. - PROPERTY RIGHTS.

No Director of the corporation shall, by reason of that position, have any rights to or interest in the property or assets of the Corporation.

ARTICLE IV - COMMITTEES

SECTION 1. - STANDING COMMITTEES.

(a) The Board of Directors shall have the power to establish, appoint, or dissolve committees, including the power to appoint or remove the chairman of a committee, as may be deemed necessary or expedient for properly conducting the affairs of the Corporation. All committees shall be subject to the control and direction of the Board of Directors and shall make such reports from time to time as the Board of Directors may request. The Standing Committees of the Board shall be as described in subparagraph (b) below. Except as otherwise provided by these By-Laws, each Standing Committee shall consist of at least three Directors. The purpose of Standing Committees will be to advise the Board of Directors and Standing Committees shall not have the authority to bind the Corporation. No Standing Committee shall have authority as to the following matters:

- (i) The submission to the Member of any action requiring its approval;
- (ii) The filling of vacancies on the Board of Directors or any committee;
- (iii) The amendment or repeal of these By-Laws or the adoption of new By-Laws; or
- (iv) The amendment or repeal of any resolution of the Board which by its terms is not so amendable or repealable.

(b) Until changed by amendment of these By-Laws, the Corporation shall have a Community Aesthetics and Tourism Committee, as well as the following Committees:

Executive Committee. There shall be an Executive Committee consisting of the Board Officers of Chairman, Vice Chairman, Treasurer and Secretary that under direction of the Chairman shall consider and oversee ongoing programming and meeting agenda items for consideration by the Board of Directors.

Audit and Finance Committee. There shall be an Audit and Finance Committee consisting of at least a majority of Independent members, who shall be elected by a plurality of the votes cast by the Directors of the Corporation at each annual meeting of the Board and shall serve until the next annual meeting. To the extent practicable, members of the Audit and Finance Committee should be familiar with corporate financial and accounting practices. The Audit and Finance Committee shall recommend to the Board the hiring of a certified independent accounting firm in compliance with the PAAA to conduct the annual independent audit, establish the compensation to be paid to the accounting firm and provide direct oversight of the performance of the annual independent audit. The Audit and Finance Committee shall have the responsibility to review proposals for the issuance of debt by the Corporation and its subsidiaries, if any, and make recommendations.

Governance Committee. There shall be a Governance Committee consisting of at least a majority of Independent members, who shall be elected by a plurality of the votes cast by the Directors of the Corporation at each annual meeting of the Directors and shall serve until the next annual meeting. The Governance Committee shall keep the Board informed of current best governance practices, review corporate governance trends, update the Corporation's corporate governance principles, and advise the Members and Directors on the skills and experience required of potential Directors.

(c) Membership on Standing Committees may include individuals who are not Directors of the Corporation.

SECTION 2. - SPECIAL COMMITTEES.

The Board of Directors, by resolution adopted by a majority of the entire Board of Directors, may create Special Committees, which shall have only the powers specifically delegated to them and shall in no case have powers which are not authorized for Standing Committees. The members of Special Committees shall be appointed by a plurality of the votes cast by the Directors of the Corporation.

SECTION 3. - MEETINGS.

Meetings of committees shall be held at such times and places as shall be fixed by the respective committee chairpersons, or by vote of a majority of all of the members of the committee. Written notice shall be mailed (via regular mail or electronic mail) or delivered to all members of the committee prior to each meeting. Written minutes of the proceedings shall be kept at all committee meetings and shall be submitted at the next meeting of the Board. The Chief Executive Officer and Chairperson of the Board of Directors of the Corporation, or their respective designees, may attend all committee meetings, but will not possess any voting rights unless otherwise granted by said committees.

SECTION 4. - QUORUM.

Unless otherwise provided by resolution of the Board of Directors, a majority of all of the members of a committee shall constitute a quorum for the transaction of business.

SECTION 5. - MANNER OF ACTING.

Any corporate action to be taken by a committee shall mean such action to be taken at a meeting of the committee. Action by a committee shall be taken by majority vote at a meeting.

ARTICLE V - OFFICERS

SECTION 1. – QUALIFICATIONS.

All officers must also be Directors of the Corporation.

SECTION 2. – PRESIDENT; TREASURER; OTHER OFFICERS.

The Corporation shall have a President, one or more Vice-Presidents, a Treasurer, and a Secretary and other officers and assistant officers as the Board of Directors may determine. The offices of Chief Executive Officer and Secretary shall not be held by the same person. The officers shall have such duties as may be prescribed by these By-Laws and the Board of Directors.

SECTION 3. - TERMS OF OFFICERS.

The officers shall be appointed by the Directors at its annual meeting. Unless a shorter term is provided in the resolution of the Board appointing such officer, the term of office of each officer shall extend for one year after his or her appointment and until a successor is appointed and qualified. Officers shall be eligible to serve an unlimited number of consecutive terms.

SECTION 4. - ADDITIONAL OFFICERS.

Additional officers may be appointed for such period, have such authority and perform such duties, either in an administrative or subordinate capacity, as the Board of Directors may from time to time determine. Such positions may include an Acting Treasurer and Acting Secretary, and any other position established by the Board of Directors from time to time.

SECTION 5. - REMOVAL OF OFFICERS.

Any officer may be removed by majority vote of the Directors, with or without cause, at any time, provided there is a quorum of not less than a majority of the entire Board of Directors present at the meeting at which such action is taken.

SECTION 6. - RESIGNATION.

Any officer may resign at any time by giving written notice to the Board of Directors, the President, or the Secretary; provided, however, the President must provide written notice of its intent to resign to the Board of Directors and the Secretary must provide written notice of its intent to resign to the President or the Board of Directors. Any such resignation shall take effect at the time specified therein, or, if no time is specified, then on delivery. Acceptance of the resignation shall not be necessary to make it effective.

SECTION 7. - VACANCIES.

In the event of a vacancy in any office, the President shall appoint a successor to fill the unexpired portion of the term, with the exception of the office of the president, whose unexpired term shall be filled by the Vice-President.

SECTION 8. – PRESIDENT/CHIEF EXECUTIVE OFFICER.

The Board of Directors shall appoint the President by resolution. The President shall be the Chief Executive Officer of the Corporation and shall generally supervise all affairs of the Corporation, preside at all meetings of the Members and the of the Board of Directors, and see that all orders and resolutions of the Board of Directors are carried into effect. The President shall perform such other duties as may be assigned to him or her from time to time by the Board of Directors.

SECTION 9. – VICE-PRESIDENT.

During the absence or disability of the President, the Vice-President, or if there are more than one, the executive Vice-President, shall have all of the powers and functions of the President. Each Vice-President shall perform such other duties as the Board of Directors shall prescribe.

SECTION 10. –SECRETARY.

It shall be the duty of the Secretary to supervise the preparation of minutes of all meetings of the Members and the Board of Directors and its committees, the giving of all notices required to be given by the Corporation, and the keeping of a current list of the Member of the Corporation, Directors and officers and their residence addresses. The Secretary shall have the custody of the seal of the Corporation and shall affix and attest the same to documents when duly authorized by the Board of Directors. The Secretary shall be responsible for supervising the preparation and maintenance of the books and records of the Corporation. The Secretary shall attend to such correspondence as may be assigned to him or her and perform all the duties customarily incidental to that office and such other duties as may be assigned to him or her by the Board of Directors or the Chief Executive Officer. From time to time, the Board of Directors may employ or contract with an appointed Secretary to whom the Board of Directors may designate certain duties of the Secretary and other such duties as may be assigned to him or her.

SECTION 11. – TREASURER.

The Board of Directors shall appoint the Treasurer by resolution. It shall be the duty of the Treasurer of the Corporation, to oversee the financial affairs of the Corporation, report at each regular meeting of the Board of Directors, and participate in preparing the annual report of the Corporation and the filing of all required tax returns and other regulatory reports. The Treasurer shall have the care and custody of all the funds and securities of the Corporation, and shall deposit said funds in the name of the Corporation in such bank or trust company as the Board of Directors may elect. The Treasurer, when duly authorized by the Board of Directors, shall sign and execute all contracts in the name of the Corporation, when countersigned by the President; the Treasurer shall also sign all checks, drafts, notes, and orders for the payment of money, which shall be duly authorized by the Board of Directors and countersigned by the President. The Treasurer shall at all times exhibit books and accounts of the Corporation to any Director upon application at the office of the Corporation during ordinary business hours. The Treasurer shall perform such other duties as may be assigned to him or her by the Board of Directors, or the President.

SECTION 12 – ASSISTANT TREASURER.

During the absence or disability of the Treasurer, the assistant-Treasurer, if shall have been elected by the Board of Directors, shall have the powers and functions of the Treasurer.

SECTION 13 – ASSISTANT SECRETARY.

During the absence or disability of the Secretary, the assistant-Secretary, if shall have been elected by the Board of Directors, shall have the powers and functions of the Secretary.

ARTICLE VI - CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS

SECTION 1. - EXECUTION OF CONTRACTS.

The Board of Directors may on its own, except as these By-Laws otherwise provide, or may authorize any officer or officers, agent or agents, employee or employees, in the name of and on behalf of the Corporation, to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances; but, unless so authorized by the Board of Directors, or expressly authorized by these By-Laws, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily in any amount for any purpose.

SECTION 2. - LOANS.

No loans shall be contracted on behalf of the Corporation unless specifically authorized by the Board of Directors.

SECTION 3. - CHECKS, DRAFTS, ETC.

All checks, drafts and other orders for the payment of money out of the funds of the Corporation, and all notes or other evidences of indebtedness of the Corporation, must be signed on behalf of the Corporation by two of following persons: the Chief Executive Officer, the Treasurer/Chief Financial Officer or the Chairperson of the Board.

SECTION 4. - DEPOSITS.

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Treasurer may recommend and the Board of Directors approves.

SECTION 5. - INVESTMENTS.

The Board of Directors may authorize the Corporation to contract with an investment advisor and custodian to manage its investments in accordance with an investment policy established by the Board.

ARTICLE VII – THE FUNDS

SECTION 1. – CONTRIBUTIONS.

The Fund will be Six Million Dollars (\$6,000,000.00) fund by TRO or its affiliate. The Fund will be comprised of two (2) distinct funds:

(a) Grant Fund: Two Million Dollars (\$2,000,000.00) in direct grant funds to be used entirely for infrastructure and physical beautification improvements within the Hamlet; and

(b) Loan Fund: Four Million Dollars (\$4,000,000.00) in revolving funds to be used for commercially viable new construction, rehabilitation, and leasehold improvement projects within the Hamlet.

SECTION 2. – OTHER SOURCES.

The Corporation, as authorized by the Board of Directors, may seek, obtain, and manage other sources of funding. Such other sources of funding may be utilized by the Corporation for grants or loans for projects, which in the opinion of the Corporation, benefits the Town of Tuxedo, regardless of whether there is a benefit to the Hamlet.

SECTION 3. – USE OF FUNDS.

The terms for the requisition and use of the Grant Fund and the requisition, use and repayment of the Loan Fund, shall be in accordance with the terms of the Corporation's Operating Agreement, as may be amended.

ARTICLE VIII – GENERAL

SECTION 1. - SEAL.

The corporate seal shall have inscribed thereon the name of the Corporation, the year of its organization, and the words "Corporate Seal, New York." The seal may be used by causing it or a facsimile thereof to be impressed or affixed or otherwise reproduced.

SECTION 2. - BOOKS AND RECORDS.

There shall be kept by the Corporation: (1) a current list of the full name set forth in alphabetical order and last known mailing addresses of each Member, Director and officer of the Corporation; (2) a copy of the Certificate and all amendments thereto, together with executed copies of any powers of attorney pursuant to which the Certificate or any such amendment has been executed; (3) a copy of the Corporations' federal, state, and local income or information tax returns and reports for the three (3) most recent Fiscal Years; (4) a copy of these By-laws, including all amendments thereto; (5) minutes and statements of written action by the Members; (6) minutes of the proceedings of the Board of Directors and its committees; (7) the Corporation's books and records of accounts, including the financial statements, which shall be open to inspections by the Members or their agents at reasonable times; and (8) files for all applications and for all grants or loans made. The foregoing items shall be subject to inspection and/or audit at any time by or at the direction of the Board of Directors.

SECTION 3. - INDEMNIFICATION.

(a) The Corporation, its receiver or its trustee shall pay all judgments and claims against, and shall indemnify and save harmless any of its directors, officers, employees or any affiliates (hereinafter a "Person") from any liability or damage incurred by reason of any act performed or omitted to be performed by any of them in connection with the operations of the Corporation, including reasonable attorneys' fees incurred by any of them in connection with the defense of any action based on any such act or omission, as permitted by law. If a claim for indemnification (other than for expenses incurred in a successful defense) is asserted against the Corporation by a Person entitled to indemnification under these Bylaws or otherwise, the Corporation shall, unless counsel advises that the matter has been settled by controlling precedent in favor of such indemnification, submit to the Board of Directors, exclusive of any person effected, the question of whether such indemnification is required.

(b) Pending the resolution of any claim for indemnification in accordance with the provisions of paragraph (a) of this Article, the Corporation may pay all sums necessary to defray out-of-pocket costs of any Person entitled to indemnification hereunder (including reasonable attorney's fees) in the defense or settlement of any action or claim subject to indemnification hereunder; provided, however, within ten days after any final determination is made that such Person shall not be entitled to indemnification hereunder, such Person shall repay to the Corporation any sums so advanced on behalf of any such Person.

(c) Notwithstanding paragraphs (a) and (b) of this Article, no Person shall be entitled to indemnification hereunder for, or a defense with respect to, any liability imposed by law, for fraud, bad faith, willful neglect, gross negligence, a criminal act.

SECTION 4. - INTERESTED DIRECTORS AND OFFICERS.

The Board of Directors may adopt a policy regarding conflicts of interest which shall apply to all directors and officers.

SECTION 5. - Loans to Members and Officers.

The Corporation, either directly or indirectly, including through any subsidiary, is prohibited from extending or maintaining credit, arranging for the extension of credit or renewing any extension of credit, in the form of a personal loan to or for any Member, Director, or Officer, or to any other company, corporation, firm, association or other entity in which one or more of the Members, Directors or Officers of the Corporation are members, director or officers or hold a substantial financial interest.

ARTICLE IX - MISCELLANEOUS

SECTION 1. - NOTICE.

(a) Notices to the Corporation shall be sent to the Principal Office of the Corporation.

(b) Notices to the voting Members shall be sent to their addresses set forth on Schedule A. Any Member may require notices to be sent to a different address by giving notice to the other Members in accordance with this Section.

(c) Any notice or other communication required or permitted hereunder shall be in writing, and shall be deemed to have been given with receipt confirmed if and when delivered personally, given by prepaid telegram or mailed first class, postage prepaid, delivered by courier, or sent by facsimile, to such Members at such address.

SECTION 2. – HEADINGS.

All Article and section headings in these Bylaws are for convenience of reference only and are not intended to qualify the meaning of any Article or section.

SECTION 3. – BINDING AGREEMENT.

These Bylaws shall be binding upon, and inure to the benefit of, the parties hereto, their successors, heirs, legatees, devisees, assigns, legal representatives, executors and administrators, except as otherwise provided herein.

SECTION 4. - SAVING CLAUSE.

If any provision of these Bylaws, or the application of such provision to any person or circumstance, shall be held invalid, the remainder of these Bylaws, or the application of such provision to persons or circumstances other than those as to which it is held invalid, shall not be affected thereby. If the operation of any provision of Bylaws would contravene the provisions of any applicable law, such provision shall be void and ineffectual.

SECTION 5. - GOVERNING LAW.

These Bylaws shall be governed by and construed in accordance with the laws of the State of New York.

SECTION 6. - GENERAL INTERPRETIVE PRINCIPLES.

For purposes of these Bylaws, except as otherwise expressly provided or unless the context otherwise requires:

(a) the terms defined in these Bylaws include the plural as well as the singular, and the use of any gender herein shall be deemed to include the other gender;

(b) accounting terms not otherwise defined herein have the meanings given to them in the United States in accordance with generally accepted accounting principles;

(c) references herein to "Sections", "paragraphs", and other subdivisions without reference to a document are to designated Sections, paragraphs and other subdivisions of these Bylaws;

(d) a reference to a paragraph without further reference to a Section is a reference to such paragraph as contained in the same Section in which the reference appears, and this rule shall also apply to other subdivisions;

(e) the words "herein", "hereof", "hereunder" and other words of similar import refer to these Bylaws as a whole and not to any particular provision; and the term "include" or "including" shall mean without limitation by reason

ARTICLE X – CONSTRUCTION

If there be any conflict between the provisions of the certificate of incorporation and these bylaws, the provisions of the certificate of incorporation shall govern.

ARTICLE XI – AMENDMENTS

These By-Laws may be amended, repealed or adopted only by a super-majority of the entire Board of Directors of the Corporation. Notice of the proposed change, including a copy of the text of the proposed

(b) Notices to the voting Members shall be sent to their addresses set forth on Schedule A. Any Member may require notices to be sent to a different address by giving notice to the other Members in accordance with this Section.

(c) Any notice or other communication required or permitted hereunder shall be in writing, and shall be deemed to have been given with receipt confirmed if and when delivered personally, given by prepaid telegram or mailed first class, postage prepaid, delivered by courier, or sent by facsimile, to such Members at such address.

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(a) the terms defined in these Bylaws include the plural as well as the singular, and the use of any gender herein shall be deemed to include the other gender;

(b) accounting terms not otherwise defined herein have the meanings given to them in the United States in accordance with generally accepted accounting principles;

(c) references herein to "Sections", "paragraphs", and other subdivisions without reference to a document are to designated Sections, paragraphs and other subdivisions of these Bylaws;

(d) a reference to a paragraph without further reference to a Section is a reference to such paragraph as contained in the same Section in which the reference appears, and this rule shall also apply to other subdivisions;

(e) the words "herein", "hereof", "hereunder" and other words of similar import refer to these Bylaws as a whole and not to any particular provision; and the term "include" or "including" shall mean without limitation by reason

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If there be any conflict between the provisions of the certificate of incorporation and these bylaws, the provisions of the certificate of incorporation shall govern.

ARTICLE XI – AMENDMENTS

These By-Laws may be amended, repealed or adopted only by a super-majority of the entire Board of Directors of the Corporation. Notice of the proposed change, including a copy of the text of the proposed

amendment shall be made to each Director at least ten (10) days prior to the date of the meeting at which the action thereon is to be taken.

ARTICLE XII - FISCAL YEAR

The fiscal year of the Corporation shall commence on the first day of January of each calendar year and end on the last day of December.

ARTICLE XIII - RULES OF ORDER

Meetings of the Members and the Board of Directors and its committees shall be governed by Robert's Rules of Order, except in cases otherwise provided for by these By-Laws.

Motion made by _____, seconded by _____ that the following have been appointed to the Tuxedo Local Corporation Development Board of Directors in accordance to the Tuxedo LDC By-Laws:

- 1.
- 2.
- 3.
- 4.
- 5.

ON ROLL-CALL VOTE:

Councilmember David McMillen
Councilmember Maria May
Councilmember Jay Reichgott
Deputy Supervisor Michelle Lindsay
Supervisor Kenneth English

**PRESENTATION
BUILDING/CODE ENFORCEMENT – FIRE INSPECTION PROCESS
TOWN BOARD MEETING
TOWN OF TUXEDO
February 22, 2021**

Dave Maikisch to present the Fire Inspection process for the Town of Tuxedo

**MINUTES
TOWN BOARD MEETING
TOWN OF TUXEDO
February 22, 2021**

Resolution Accepting Minutes

Motion made by _____, seconded by _____ to accept the Minutes of the Regular Bi-Monthly Town Board Meetings held on February 8th.

ON ROLL-CALL VOTE:

Councilmember David McMillen	_____
Councilmember Maria May	_____
Councilmember Jay Reichgott	_____
Deputy Supervisor Michelle Lindsay	_____
Supervisor Kenneth English	_____

Regular Town Board Meeting
This meeting was held virtually through WebEx
February 8th, 2021

The Regular Town Board Meeting of the Town of Tuxedo was held on Monday, February 8th, via WebEx, and called to order by Supervisor English at 7:04 p.m.

A recording of the meeting will be available on the Tuxedo YouTube site.

The meeting was opened by a pledge of allegiance to the flag.

Town Board Members Present:

Mr. David McMillen	Councilmember
Ms. Maria May	Councilmember
Mr. Jay Reichgott	Councilmember
Mrs. Michele Lindsay	Deputy Supervisor
Mr. Kenneth English	Supervisor

Town Board Members Absent: None

Recording Secretary: Marisa Dollbaum Town Clerk

Other Town Officials Present:

Mr. Howard Protter, Esq.; Mr. Robert Dollbaum, Highway Superintendent; Mr. Frank Peverly, Planning Board Chairman; Deidre Murphy, Planning Board Member; Claire Squillini, Court Clerk; Mr. Brian Sullivan, Bookkeeper

Public Comments on Agenda Items:

- There were no public comments on the Agenda items.

Regular Town Board Meeting
This meeting was held virtually through WebEx
February 8th, 2021

AGENDA ITEMS:

1. Police Contract

Supervisor English made a motion to enter an Executive Session, with a second from Deputy Supervisor Lindsay at 7:09 p.m. to discuss the PBA Contract.

Supervisor English made a motion to re-enter the regular Town Board meeting, with a second from Councilmember May at 7:35p.m.

Discussion:

The Town is trying to negotiate a deal to bring back the 11p.m. – 7a.m. shift, hire new officers, create a career path for new Officers and maintain a control over costs.

RESOLVED, Motion made by Supervisor English, seconded by Councilmember McMillen, to ratify the tentative agreement and to authorize the Town Supervisor to sign the same.

ON ROLL-CALL VOTE;	Supervisor:	Kenneth English	Aye
	Deputy Supervisor:	Michele Lindsay	Aye
	Councilmember:	David McMillen	Aye
	Councilmember:	Maria May	Aye
	Councilmember:	Jay Reichgott	Aye

2. Fire District Memo of Understanding (M.O.U.)

Discussion:

The Tuxedo Joint Fire District submitted their needs for use of Town Property for training purposes. The formal agreement will ensure the environmental protection of the location and that the property is maintained. Town Attorney Howard Protter will submit a revised agreement and the Board will continue discussions with the Fire District.

No action was taken.

Regular Town Board Meeting
This meeting was held virtually through WebEx
February 8th, 2021

3. Appointment of Board of Assessment Review, Planning and Zoning members

RESOLVED, motion made by Deputy Supervisor Lindsay, seconded by Councilmember Reichgott, that the Town Board hereby appoints the following and also make the following term expiration adjustments:

Board of Assessment Review

Name:	Position	Term:
Ed Brennan	Chairman	10/01/202 – 09/30/2025
Michael Witt	Member	02/08/2021 – 09/30/2024

Zoning Board of Appeals

Name:	Position:	Term:
Frank Peveryly	Chairman	01/01/2021 – 12/31/2025
Omar Delgado	Alternate Member	02/08/2021 – 12/31/2021

Planning Board

Name:	Position:	Term:
William Friedlich	Member	01/01/2021 – 12/31/2025
Ned Kugel	Member	02/08/2021 – 12/31/2021

The following terms for Board of Assessment Review members have been adjusted to expire from May 5th, 2021 to September 30, 2021 to be in accordance with Section 523 of the Real Property Tax Law:

Name:	Term expiration:
Marie Warniaha	09/30/2021
Gary Phelps	09/30/2021

ON ROLL-CALL VOTE;	Supervisor:	Kenneth English	Aye
	Deputy Supervisor:	Michele Lindsay	Aye
	Councilmember:	David McMillen	Aye
	Councilmember:	Maria May	Aye
	Councilmember:	Jay Reichgott	Aye

Regular Town Board Meeting
This meeting was held virtually through WebEx
February 8th, 2021

4. New York State Local Retirement System Standard Workday - TABLED

PRESENTATIONS:

1. Watchtower representative to propose assistance with the dirt pile remediation

Ted Hoffman, from the Watchtower Facility Management Division, submitted a proposed agreement to the Town Board. The Watchtower group has offered to perform community service by assisting the Town with the mulch pile remediation project. They are offering thirty days of work to help complete the project. Highway Superintendent Dollbaum suggested starting the project in June or July of this year.

2. "Plein Air" Art and Concert Town Event Information by the P.O.R.E. Committee

Deidre Murphy, Planning Board Member and P.O.R.E. Committee Member, gave a presentation on a proposed two day art and concert event. The art portion is a Plein Air event to celebrate the beauty of Tuxedo. Local artists would be assigned to different areas in Tuxedo to paint. The artwork would be on display during a reception for the artists. The final day would be a concert at the Powerhouse Park. It would be an all day event with local bands and a variety of food trucks.

Regular Town Board Meeting
This meeting was held virtually through WebEx
February 8th, 2021

MINUTES:

RESOLVED, motion made by Deputy Supervisor Lindsay, seconded by Councilmember McMillen to accept the minutes of the Regular Town Board Meeting held on January 25th.

ON ROLL-CALL VOTE;	Supervisor:	Kenneth English	Aye
	Deputy Supervisor:	Michele Lindsay	Aye
	Councilmember:	David McMillen	Aye
	Councilmember:	Maria May	Aye
	Councilmember:	Jay Reichgott	Aye

TOWN SUPERVISOR UPDATE

- Kenneth English stated that the Town aligned positions at Town Hall with Civil Service during the reorganization meeting. The Town Board separated the position of Recreation Coordinator and the Secretary to the Supervisor. Shari Brooks was offered the Recreation Coordinator position, which she declined, and her last day was Friday, February 5th. He thanked Shari for all of her years of service at Town Hall and wished her the best in future endeavors. The rest of the Board Members offered their thanks for her service. He reminded residents that the next Tuxedo Farms LDC meeting will be held on February 17th at 10am. The next Police Reinvention meeting will be held on February 24th at 6:30 p.m. A notice will be sent out with the meeting information. The third and final meeting will be held on March 24th at 6:30 p.m.

TOWN BOARD UPDATES

- Michele Lindsay, Deputy Town Supervisor, has been working with Town Attorney Marissa Weiss on the Town Village Consolidation summary. The information will be

Regular Town Board Meeting
This meeting was held virtually through WebEx
February 8th, 2021

posted on the website when it is finalized. She stated the next webinar for the Climate Smart Community Task Force will be on March 1st at 5:30pm. It will be held on the

Town's Webex so it is easier for residents to join. The Task Force is working on several projects to get points towards certification.

- Maria May, Councilmember, had nothing to report.

- Jay Reichgott, Councilmember, said the Environmental Consultants are working to finalize their workplan to submit to the DEC to be able to start testing at the dirt pile on Long Meadow Road. There were two water main breaks along the lines that supply water from the Village to the Town. Residents in the Hamlet are under a boil water order that will remain until two clean water samples in a row come back within a 24hr. period. Also, the Village has noticed an excessive amount of water flow to the line that supplies the Town, which may be caused by a leak. They are asking residents to be on the lookout for any unusual water buildup and report any occurrences to him, John Ledwith in the Village or Rob Dollbaum in the Highway Department.

- David McMillen, Councilmember, suggested that the Village of Tuxedo Park, the Police Department, and other Town Board members have access to use Nixle.

Regular Town Board Meeting
This meeting was held virtually through WebEx
February 8th, 2021

VOUCHERS:

RESOLVED, Motion made by Councilmember May, seconded by Deputy Supervisor Lindsay, that the following vouchers, having been audited by the Town Board, are hereby approved for payment:

Claim numbers: 2012917964 to 2012918024

General Fund :	\$198,310.06
Part-Town Fund:	\$44,382.64
Highway Town Wide :	\$74,083.93
Highway Part Town	\$70.35
Hamlet Sewer District:	\$1,150.80
Tuxedo Farms Sewer	\$2,026,000.00
Trust and Agency	\$1,428,329.00
Total Abstract Amount:	\$3,772,326.80

ON ROLL-CALL VOTE;

Supervisor Kenneth English	Aye
Deputy Supervisor Michele Lindsay	Aye
Councilmember David McMillen	Aye
Councilmember Maria May	Aye
Councilmember Jay Reichgott	Aye

Regular Town Board Meeting
This meeting was held virtually through WebEx
February 8th, 2021

DEPARTMENT UPDATES

- Claire Squillini, Court Clerk, submitted AC reports for Judge Brown and Judge McCathern. The Court will begin trying criminal cases virtually in March. NY State Court System supplied their office with four new computers. The plea by mail process and credit card payments have been going smoothly.

- Rob Dollbaum, Highway Superintendent, said the Highway Department has been busy clearing snow from the last snow storm. There is more snowfall predicted for tomorrow and next week. He gave a reminder for residents to keep their cars off of the street. He also reminded residents that snow will be pushed into driveways when the plows come through and unfortunately that is unavoidable.

- Marisa Dollbaum, Town Clerk, let residents know that she will assist anyone that needs help signing up for Nixle or any of the notifications on the website. She also stated that she came across available appointments for the COVID vaccine in Westchester on the NY State website.

PUBLIC COMMENTS

- Resident Elyse Glover Fuller gave thanks to the Village DPW and to the Town Clerk for alerting her of the boil water notice. She commented that Nixle and reverse 911 should have been used to alert everyone affected. She questioned why a boil water notice was put in place since there has been many water main breaks over the years. She said there have been four since July of 2020.

- Resident Dale Mottola wanted clarification on glass recycling in Tuxedo. Deputy Lindsay stated they are working with Interstate Waste on a solution. She also asked for an update on the turning lane into the Duck Cedar Plaza. The Board is requesting assistance from Senator Martucci's representative, Camille O'Brien, on this matter.

- Resident Hank Salzer has noticed Interstate Waste placing garbage and recycling in the same bins.

Regular Town Board Meeting
This meeting was held virtually through WebEx
February 8th, 2021

Other Business:

1. Approval for Board members to attend the annual Association of Towns Training

RESOLVED, motion made by Supervisor English, seconded by Deputy Supervisor Lindsay, that the Town Board authorizes Board members to attend the annual training held by the Association of Towns in February 2021.

ON ROLL-CALL VOTE:	Supervisor Kenneth English	Aye
	Deputy Supervisor Michelle Lindsay	Aye
	Councilmember David McMillen	Aye
	Councilmember Maria May	Aye
	Councilmember Jay Reichgott	Aye

2. Naming all Highway Department Employees as First Responders

WHEREAS, the term First Responder refers to those individuals who in the early stages of an incident are responsible for the protection and preservation of life, property, evidence and the environment, including emergency response providers as defined in Section 2 of the Homeland Security Act of 2002 (6 U.S.C. 101), as well as Emergency Management, Public Health, Public Works and other skilled support personnel (such as equipment operators) that provide immediate support services during prevention, response and recovery operations; and

WHEREAS, President George W. Bush issued Homeland Security Presidential Directive 8 (HSPD-8), National Preparedness, in 2003, in which a Public Works response to emergencies and disasters is recognized as an absolute necessity, and the federal government is directed to include Public Works in all planning and response effort; and

WHEREAS, The Town of Tuxedo believes to best provide for the health, safety, and welfare of its citizens, it is appropriate to recognize our employees that put the citizens of the Town of Tuxedo before themselves in time of emergency; and

WHEREAS, the Town of Tuxedo Highway Department Employees involved in Disaster Prevention, Disaster Response and Recovery Operations have demonstrated their skills and commitment multiple times throughout the years; and

Regular Town Board Meeting
This meeting was held virtually through WebEx
February 8th, 2021

NOW, THEREFORE BE IT

RESOLVED, that the Town of Tuxedo Town Board designates and recognizes all employees of the Highway Department as First Responders.

The forgoing resolution was adopted on motion by Supervisor English, seconded by Councilmember May and duly put to a vote on roll call which resulted as follow:

Supervisor Kenneth English	Aye
Deputy Supervisor Michele Lindsay	Aye
Town Board Member David McMillen	Aye
Town Board Member Maria May	Aye
Town Board Member Jay Reichgott	Aye

ADJOURNMENT

RESOLVED, motion made by Councilmember May, seconded by Councilmember McMillen to adjourn the meeting at 10:21 p.m.

ON ROLL-CALL VOTE;	Councilmember:	Maria May	Aye
	Councilmember:	Jay Reichgott	Aye
	Deputy Supervisor:	Michele Lindsay	Aye
	Supervisor:	Kenneth English	Aye
	Councilmember:	David McMillen	Aye

Respectfully submitted,

Marisa Dollbaum
Town Clerk

TOWN SUPERVISOR/TOWN BOARD UPDATE
TOWN BOARD MEETING
TOWN OF TUXEDO
February 22, 2021

TOWN SUPERVISOR/TOWN BOARD UPDATE:

**VOUCHERS
TOWN BOARD MEETING
TOWN OF TUXEDO
February 22, 2021**

VOUCHERS

Motion made by _____, seconded by _____, that the following vouchers, having been audited by the Town Board, are hereby approved for payment:

Claim numbers: 2012918025 and 2012918076
2012918064 was deleted

General Fund :	\$59,210.18
Part-Town Fund:	\$10,698.20
Highway Town Wide :	\$20,727.41
Highway Part Town	\$3,146.20
Hamlet Sewer District:	\$5,998.50
Trust and Agency	\$7,621.56
Total Abstract Amount:	\$137,725.15

ON ROLL-CALL VOTE:

Councilmember David McMillen
Councilmember Maria May
Councilmember Jay Reichgott
Deputy Supervisor Michelle Lindsay
Supervisor Kenneth English

**MONTHLY REPORTS
TOWN BOARD MEETING
TOWN OF TUXEDO
February 22, 2021**

Building Inspector/Code Enforcement Officer

Issues of Importance

- 1 The complaints continue about a neighbor's spot lights facing their home and remaining on all night. I informed them that there is no local law addressing the issue but the Town Board is aware of it and may make a new law to address it. This is an issue that I'm hoping can be regulated. The safety of residents or business property would not be affected if lights were required to turn on with motion after 10 or 11 PM. There are residents and businesses that leave very bright lights on all night and it is very annoying to neighbors and residents. If an ordinance was added, it would only be enforced following a complaint. This is an on-going issue.
- 2 The complaints continue about garbage cans being left in the street and how it looks bad. I informed them that there is no local law addressing the issue but the Town Board is aware of it and may make a new law to address it. This is an on-going issue.
- 3 The Building Department still receives permit applications for work that was previously completed without permits. The town loses money on the additional taxes that might have been added and collected with the improvements that were completed in the past without permits. As previously discussed, a fee for an as-built permit should be \$1500-\$2500. This is an on-going issue.
- 4 The fees charged by the Town via the Building Department should be discussed and updated as they are outdated. The Building Department is putting something together for the Board to in March
- 5 There are several Towns that charge a "Vacant Building Fee) for buldings that remain vacant. Some Towns charge up to \$500 per month.
- 6 The new owner of the Auto Body property in Southfields (C&B) is scheduled to go to the Zoning Board for relief of the amount of vehicles on site.

Monthly Report January 2021 **Number of Transaction and Activities Conducted for:**
David Maikisch- Building Inspector/ Fire Inspector/Code Enforcement Office

<u>Transactions/Activities</u>	<u>Number</u>
Building Permits	5
Burn Permits	0
Burn Permit Site Inspections	0
Business Permits	0
Certificate of Compliances	0
Certificate of Occupancies	6
Clearing & Grading Inspections	0
Clearing and Grading Permits	0
Complaint Follow-ups	0
Court Appearances	0
Deck Inspection	0
Demolition Inspection	0
Electrical Permits	0
Elevation Certificates Issued	2
Elevator Inspections	0
Fence Location Inspection	0
Final Inspections	3
Fire Inspection Follow ups	9
Fire Safety Inspections	4
Fire Stopping Inspections	0
Footing Inspections	0
Framing Inspections	0
Gas Line Inspection	0
Gas Line Permit	0
Generator Inspections	0
Gravel under Slabs	0
HVAC Inspection	0
Insulation Inspection	0
Oil Tank Installations	0
Oil Tank Removals	0
Plan Reviews	5
Plan Review Meetings	6
Plumbing Final Inspections	0
Plumbing Rough-Ins	0
Plumbing under Slab	0
Pool Inspections	2
Pool Permit	0
Pre-Inspections	0
Propane Tank Installation	0
Rebar Under Slab	0
Roof Inspections	2
Septic Inspections	0
Septic Permit	0
Sheetrock Inspection	0
Sign Permits	0
Site Inspection	1
Site Plan Reviews	0
Solar Plan Reviews	0
Structure Fire Inspection	0
Trailer Permit	0
Violations Follow-ups	3
Violation Issued	1
Violation Searches	9
Wood Stove Inspections	0

Summary of Activities

I performed routine patrols this month, which involved driving to different areas of Town looking for violations set forth in the Tuxedo Code or the New York State Property Maintenance Code.

The violations I looked for included any work being performed without a permit, unsafe or dangerous buildings or homes, illegal or dangerous situations, unregistered vehicles, illegal trailers, illegal boats, or illegal commercial vehicles. I also looked for illegal signs, prohibited signs, the proper maintenance of signs, illegal landscaping and proper property maintenance, including improper disposal of garbage, debris, fill and/or dumping. (During the summer season, I also look for illegal pools and the proper installation of temporary pools).

When I found violations, I wrote and issued compliance orders and I issued Stop Work Orders if I found that the work being conducted required a permit. If the violation was not corrected, I issued an Order to Remedy, which included enforcement penalties. If that was ignored, I pursued the administrative enforcement action. (That includes writing and issuing an Appearance Ticket where I eventually meet the violator in court and explain to the judge what the violation is and what the fines are. The judge then deals with them through fines or whatever else he deems necessary.

I reviewed and investigated any complaints that were received either verbally or in writing this month to the Building department or myself. I inspected the conditions or activities alleged in the complaint and determined whether they were legit violations. If they were, I contacted the appropriate people involved with the violations and provided them with an opportunity to abate or correct the violations. (A personal call or visit usually diffuses the complaint) If ignored, the violation procedure as described above was followed.

I reviewed all building permit applications received this month and the plan specifications and /or the construction documents submitted with the application. They were reviewed to ascertain whether the proposed work was in compliance with the applicable requirements of the New York State Uniform and Energy Code. If they were approved, the permit was issued. If they were denied, the applicant was provided with the reasons for denial. (Before a few of the permits were issued, I visited the worksite to assure the property was flagged in accordance with the approved site plan) I conducted inspections for plan compliance and safety. (Inspections include the following when called for: Footings and foundation, preparation for concrete slab, framing, underground and rough-in building systems, fire-resistant penetrations, solid fuel burning heating appliances, chimneys, energy code compliance, and a final inspection when the authorized work is complete). I issued Certificates of Compliances or Certificates of Occupancies when the final inspections passed. I issued Stop Work Orders when the work was determined to be contrary to the approved plans or the NYS Uniform or Energy Codes. I also issued them if the work was being conducted in a dangerous or unsafe manner.

I administered and enforced the NYS Fire Prevention Code this month by inspecting all the 3 or more family dwellings that were due for an annual inspection for compliance with the NYS Fire and Maintenance Codes. I also inspected all businesses that were due for the annual inspection of compliance with these same codes and issued Business Permits to any new businesses in Town and revoked them for non-compliance with the NYS Fire Prevention Code. (75 Business Permits are in force at this time)

I inspected any buildings and structures that were involved in any fires, explosions accidents or weather related issues. I inspected them for structural damage and deemed them unsafe or fit for occupancy. I approved emergency repairs as needed. I also reviewed any applications for sign permits and took on the duties of the Flood Damage Control Administrator by reviewing applications and granting or denying them in accordance with the Flood Damage Prevention section in the Tuxedo Town Code.

Throughout this month I also kept current with the New York Department of State Bulletins, Fire Inspection Law Bulletins, National Fire Protection Association Journals and updates, pertinent publications including Buildings, Legal Briefings for Building Inspectors and all materials involved with researching current subjects. I also attended Town Board meetings, Technical Advisory Meetings and Planning /Zoning Board meetings as needed. Also, as needed, I consulted with Attorneys, Engineers, Architects, Town Board Members, Planning Board Members, Zoning Board Members, Office Personnel, Police Department Personnel, Business Owners and Residents.

I also attended any required continuing education courses that are needed to maintain the NYS State License and the NYS DEC Erosion and Sediment Control License.

**DEPARTMENT UPDATES
TOWN BOARD MEETING
TOWN OF TUXEDO
February 22, 2021**

DEPARTMENT UPDATES

Highway Department – Rob Dollbaum

Police Department –

Town Clerk – Marisa Dollbaum

**Public Comments
Town Board Meeting
Town of Tuxedo
February 22, 2021**

PUBLIC COMMENTS:

**OTHER BUSINESS
TOWN BOARD MEETING
TOWN OF TUXEDO
February 22, 2021**

OTHER BUSINESS:

**ADJOURNMENT
TOWN BOARD MEETING
TOWN OF TUXEDO
February 22, 2021**

ADJOURNMENT

Motion made by _____, seconded by Councilmember _____, to adjourn the meeting at _____ p.m.

ON ROLL-CALL VOTE:

Councilmember David McMillen
Councilmember Maria May
Councilmember Jay Reichgott
Deputy Supervisor Michelle Lindsay
Supervisor Kenneth English

