

**TUXEDO FARMS LOCAL DEVELOPMENT CORPORATION  
MINUTES OF MEETING OF THE BOARD OF DIRECTORS  
February 17, 2021 at 10:00 AM EST**

**Call to Order**

Town Supervisor and Tuxedo Farms LDC Chairman Kenneth English called the meeting to order via teleconference in accordance with New York State Executive Order 202.1 at 10:04 AM and led the Pledge of Allegiance. In addition to Mr. English, participating in the meeting was Board Members Michele Lindsay and Jay Reichgott.

Also present at the meeting were Christopher Andreucci, Esq., and Julie Marshall (Harris Beach), Howard Protter, Esq., (Jacobowicz & Gubits), and community member Paul Gluck.

Motion by Ken English, seconded by Michele Lindsay to approve the minutes of the December 17, 2020 and January 21, 2021 meetings. Motion unanimously carried.

**Annual Review and Approval of Policies and Bylaws**

The bylaws and following policies were reviewed:

- Disposition of Property Guidelines
- Compensation, Reimbursement & Attendance Policy
- Code of Ethics
- Whistleblower Policy
- Defense & Indemnification Policy
- Travel Policy
- Procurement Policy
- Investment Policy

Motion by Ken English, seconded by Michele Lindsay to restate the bylaws and foregoing policies. The resolution was unanimously adopted.

**Committee Appointments**

**Finance Committee** - Michele Lindsay (Chair), Ken English and Jay Reichgott

**Audit Committee** - Ken English (Chair), Michele Lindsay and Jay Reichgott

**Governance Committee** - Jay Reichgott (Chair), Ken English and Michele Lindsay

Motion by Ken English, seconded by Michele Lindsay to appoint committee members. Motion unanimously adopted.

**Appointment of Officers**

**Chairperson** Kenneth English

**Vice-Chairperson** Michele Lindsay

**Secretary** Julie Marshall (Harris Beach PLLC)

**Treasurer** MuniCap

Motion by Ken English, seconded by Jay Reichgott to appoint the officers. Motion unanimously adopted.

**RESOLUTION – Authorizing Engagement of Cooper Arias to Complete 2020 Audit Report**

Motion by Ken English, seconded by Michele Lindsay. The resolution was unanimously adopted.

**2020 Annual Report**

The 2020 Annual Report was reviewed. Michele Lindsay recommended that the Annual Report be edited to provide additional information on 2020 projects undertaken and accomplishments. Ms. Lindsay will edit and forward to the members for review and comment for consideration at the next meeting.

**2020 Mission Statement and Measurement Report**

The 2020 Mission Statement and Measurement Report was reviewed with minor edits to Goal #1 to reflect 2017. Motion by Ken English, seconded by Michele Lindsay to accept the report. Motion unanimously adopted.

Performance goals from 2020 will be carried forward for 2021.

**Old Business**

The LDC will work with legal counsel to communicate with Related Companies. Chris Andreucci noted that the LDC board should determine next steps to get the Wastewater Treatment Plant operational. Related is seeking an amendment to the special use but the LDC Board acknowledged that while they are also on the Town Board, the LDC does not have the authority to amend the permit and instead recommended that the Town Board work with Related to amend the permit in a manner that is acceptable to both the Town and Related. Howard Protter stated that he has reached out to Andrew Dance for a proposed scope of work and corresponding calendar to get the plant operational. The LDC board needs to work in tandem with the Town Board and be persistent to meet the July deadline.

Counsel to the LDC will remain in communication with Counsel to the Town to keep this matter moving forward in a timely manner.

**New Business**

There was no new business.

**ADJOURNMENT**

Motion by Ken English, seconded by Michele Lindsay to adjourn meeting at 11:01 AM. Motion unanimously adopted.

The next meeting of the LDC will be held on March 18, 2020 at 10 AM.