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**Vice Chair**  
Paul Carroll

**Executive Director**  
Steven Strichman

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**Board Members**  
Tina Urzan  
Susan Farrell  
Elbert Watson  
Hon. Anasha Cummings  
Hon. Jim Gulli  
Stephanie Fitch  
Rich Nolan Jr.

**BOARD OF DIRECTORS MEETING**  
**JANUARY 17, 2020**  
**10:00 a.m.**  
**Planning Department Conference Room**

- I. Approval of Minutes from the October 18, 2019 and November 15, 2019 board meetings.
- II. City Station North - Updated Project Authorizing Resolution
- III. Annual Board Member Evaluations and Fiduciary Forms
- IV. Executive Director Report
- V. Financials
- VI. Old Business
- VII. New Business
- VIII. Adjournment

**TROYNY**  
INDUSTRIAL DEVELOPMENT  
AUTHORITY

October 18, 2019  
10:00 AM  
Regular Board  
Meeting Minutes

**Present:** Heidi Knoblauch, Steve Strichman, Paul Carroll, Hon. Anasha Cummings, Elbert Watson, Rich Nolan, Tina Urzan, Hon. Coleen Paratore

**Absent:** Susan Farrell

**Also in attendance:** Susan Proskine, Anne Rounds, Dylan Turek, Justin Nadeau, Justin Miller Esq., Mary Ellen Flores, Mike DeMasi and Denee Zeigler.

The meeting was called to order at 10:15 a.m.

I. Minutes

The board reviewed the minutes from the September 20, 2019 board meeting. The board noted a correction needed for the authorizing resolutions.

**Tina Urzan made a motion to approve the September 20, 2019 minutes with anticipated corrections.  
Paul Carroll seconded the motion, motion carried.**

II. Budget

Mr. Strichman presented to the board the final version of the budget. Ms. Knoblauch asked that we add in a line item for profession development for staff. Mr. Strichman noted that he will adjust he budget to reflect \$10,000. Mr. Watson asked if all board members would be able to participate in the staff development trainings. Ms. Knoblauch advised yet. Ms. Paratore asked about grants not showing under non-operating revenue. Mr. Strichman explained that we don't get any state/federal grants. He added that we use the same format that the ABO uses in the PARIS system.

**Paul Carroll made a motion to approve the budget as presented.  
Elbert Watson seconded the motion, motion carried.**

III. Executive Director's report

Mr. Strichman noted that as part of professional development, Dylan Turek will be attending a conference put on by CDFA in the amount of \$2,500. He advised that we are a member of this agency and provide excellent training.

IV. Financials

Ms. Flores presented the financials to the board members; \$1.1 Million in assets and \$192,000 in liabilities and \$876,000 in equity. No real changes, but advised that the liabilities are due to PILOTs received but in restricted cash and un-deposited funds account. She noted a surplus of \$3,200 due to an administration fee and interest earnings.

**Paul Carroll made a motion to approve the financials as presented.  
Tina Urzan seconded the motion, motion carried.**

V. Old Business

The board acknowledged that this was Paul Carroll's last meeting. Ms. Knoblauch advised that she has to leave early and the Vice Chair will conduct the rest of the meeting.

VI. New Business

No new business.

VII. Adjournment

With no additional business to discuss, the regular board meeting was adjourned at 10:30 a.m.

**Tina Urzan made a motion to adjourn the IDA meeting at 10:30 a.m.  
Hon. Anasha Cummings seconded the motion, motion carried.**

**TROYNY**  
INDUSTRIAL DEVELOPMENT  
AUTHORITY

November 15, 2019  
10:00 AM  
Regular Board  
Meeting Minutes

**Present:** Heidi Knoblauch, Steve Strichman, Hon. Anasha Cummings, Elbert Watson, Susan Farrell and Tina Urzan

**Absent:** Paul Carroll, Rich Nolan and Hon. Coleen Paratore

**Also in attendance:** Justin Miller Esq., Mary Ellen Flores, Deanna Dal Pos and Denee Zeigler.

The meeting was called to order at 10:03 a.m.

I. Minutes

The board did not have a quorum of members that were present at the October 18, 2019 board; therefore the minutes will be approved at the next meeting.

II. Executive Director's report

**Sponsorship** - Mr. Strichman advised the board that we received a sponsorship request in the fall for a public presentation and workshop on recycling and waste management in the Capital Region. He noted that the event was held in October and was left off of the last agenda in error. The board agreed it was a good event to sponsor.

**Fee Sharing** - Mr. Strichman explained that the Rosenblum project on 4<sup>th</sup> Street has recently closed and because the LDC was part of the project, the fee will be shared with them. He advised that 50% will be issued to them by check.

**Tina Urzan made a motion to approve the 50% free sharing for the Rosenblum project on 4<sup>th</sup> Street.**

**Hon. Anasha Cummings seconded the motion, motion carried.**

**Meeting Requirements** - Mr. Strichman reminded the board that as of January 1, 2020 the IDA meetings will now need to be live streamed. He advised we will need to purchase equipment in order to do this and is asking for an approval up to \$1,000. Mr. Cummings talked about the process used for live streaming the council meetings and how we could do the same.

III. Financials

Ms. Flores presented the financials to the board members; \$700,000 in assets and \$93,000 in liabilities and \$600,000 in equity. No real changes, but advised that the

liabilities are due to the restricted cash for PILOT bills to be paid to the city. She noted a deficit of \$274,000 due to the assistance given to the LDC for the King Fuels remediation. An administration fee was received from Industrial Park Cold Storage.

**Paul Carroll made a motion to approve the financials as presented.  
Tina Urzan seconded the motion, motion carried.**

IV. Old Business

No old Business.

V. New Business

No new business.

VI. Adjournment

With no additional business to discuss, the regular board meeting was adjourned at 10:30 a.m.

**Susan Farrell made a motion to adjourn the IDA meeting at 10:30 a.m.  
Tina Urzan seconded the motion, motion carried.**

DRAFT

**Confidential Evaluation of Board Performance -Troy IDA 2019**

<b>Criteria</b>	<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
Board members have a shared understanding of the mission and purpose of the Authority.				
The policies, practices and decisions of the Board are always consistent with this mission.				
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.				
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.				
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.				
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.				
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.				
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.				
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.				
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.				
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.				
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.				
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.				
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.				
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.				
Board members demonstrate leadership and vision and work respectfully with each other.				

Date Completed: \_\_\_\_\_



## *Acknowledgement of Fiduciary Duties and Responsibilities*

As a member of the Authority's board of directors, I understand that I have a fiduciary obligation to perform my duties and responsibilities to the best of my abilities, in good faith and with proper diligence and care, consistent with the enabling statute, mission, and by-laws of the Authority and the laws of New York State. The requirements set forth in this acknowledgement are based on the provisions of New York State law, including but not limited to the Public Authorities Reform Act of 2009, Public Officers Law, and General Municipal Law. As a member of the board of directors:

### I. Mission Statement

I have read and understand the mission of the Authority; and the mission is designed to achieve a public purpose on behalf of the State of New York. I further understand that my fiduciary duty to this Authority is derived from and governed by its mission.

I agree that I have an obligation to become knowledgeable about the mission, purpose, functions, responsibilities, and statutory duties of the Authority and, when I believe it necessary, to make reasonable inquiry of management and others with knowledge and expertise so as to inform my decisions.

### II. Deliberation

I understand that my obligation is to act in the best interests of the Authority and the People of the State of New York whom the Authority serves.

I agree that I will exercise independent judgment on all matters before the board.

I understand that any interested party may comment on any matter or proposed resolution that comes before the board of directors consistent with the laws governing procurement policy and practice, be it the general public, an affected party, a party potentially impacted by such matter or an elected or appointed public official. However, I understand that the ultimate decision is mine and will be consistent with the mission of the Authority and my fiduciary duties as a member of the Authority's board of directors.

I will participate in training sessions, attend board and committee meetings, and engage fully in the board's and committee's decision-making process.

### III. Confidentiality

I agree that I will not divulge confidential discussions and confidential matters that come before the board for consideration or action.

### IV. Conflict of Interest

I agree to disclose to the board any conflicts, or the appearance of a conflict, of a personal, financial, ethical, or professional nature that could inhibit me from performing my duties in good faith and with due diligence and care.

I do not have any interest, financial or otherwise, direct or indirect, or engage in any business or transaction or professional activity or incur any obligation of any nature, which is in substantial conflict with the proper discharge of my duties in the public interest.

Signature: \_\_\_\_\_

Print Name: \_\_\_\_\_

Authority Name: \_\_\_\_\_

Date: \_\_\_\_\_