

**Minutes of the Board of Directors
Meeting of
December 15, 2010**

Chairman Kevin Bailey called the meeting to order at 5:35 p.m.

1. Roll Call – The following Directors were present: Kevin Bailey, Marissa Brett, Josh Meyer and Vincent Murphy.
Also present: Burt B. Houseworth, CEO
Joseph Carlucci, Esq., Cuddy & Feder LLP
Robert Schneider, Esq., Cuddy & Feder LLP
Les Jacobowitz, Esq., ArentFox LLP
Paul Camarda, Camarda Realty Investments
Andrew Brodnick Esq., Camarda Realty Investments
Chas. Edward Gros, Center Management
Susan Bey, Executive Director of The Plaza at Clover Lake
2. Approval of Minutes – Minutes of the October 25, 2010 meeting were approved on motion by Marissa Brett, seconded by Josh Meyer – carried. (see Exhibit #1)
3. Columbia PHC – The proposed transfer of the PHC/IDA Straight-Lease Agreement to the HTA Corp. on their pending acquisition of the 640 Stoneleigh Avenue Building based upon a final one-time payment of \$50,000 and \$500 administrative fee was accepted. The closing is scheduled for December 30, 2010.
4. Camarda Realty Investments – A detailed review of three (3) IDA Applications by the Camarda Development Corp. relative to commercial and retail project development is as follows:
 - a. PLI, LLC – The Stateline Project – 3741 Danbury Road in the Town of Southeast, New York (see Exhibit #2 – complete summary of structure, property site, construction costs, tax estimates and employment projection). Project start date is July 2011. On motion by Vincent Murphy, second by Josh Meyer, upon roll call vote, all board Members present voted in favor of the resolution – carried.
 - b. Patterson Crossing Realty Company, LLC Project – The Patterson Crossing Project – located at the Junction of I-84 and State Rt. 311 in the Town of Patterson and Kent, New York. (see Exhibit #3 – complete summary of structure, property site, construction costs, tax estimates and employment projection). Project start date is July 2013. On motion by Vincent Murphy, second by Marissa Brett, upon roll call vote, all board Members present voted in favor of the resolution – carried.

- c. Baldwin Hills Realty, LLC and Cano C Meadow Crest Holding Corp. – The Union Place Project – located on Route 6 and Baldwin Place in the Town of Mahopac, New York. (see Exhibit #4 – complete summary of structure, property site and commercial details). Project start date is 2014-15. On motion by Vincent Murphy, second by Kevin Bailey, upon roll call vote, all board Members present voted in favor of the resolution – carried.

In summary, all three projects will:

- develop 1,546,000 sq. ft. of retail & commercial property
- realize (est.) construction costs of \$520 M
- utilize 412 acres of land
- create construction jobs = 746 FT/PT and
- commercial operation employees = 1,958 FT/PT

5. The Plaza at Clover Lake – Center Management – The IDA application submitted by Mr. Chas-Edward Gros of Center Management for tax abatement on the acquisition of The Plaza at Clover Lake located at 838 Fair Street in Patterson, NY, was reviewed. It was made clear that the IDA would only administer a Tax Pilot Agreement subject to the approval and instruction from the Town of Patterson and the Carmel School Board.

A preliminary business plan was submitted by Mr. Gros and a general review of the facts concerning the property and mismanagement of finances in 2004 was discussed. The need for an assisted living facility in Putnam County was discussed by Mr. Gros and the fact that his company has received an allocation of 65 Assisted Living Beds (ALBs) from the State which would ultimately be moved into the Clover Lake Facility for the benefit of Putnam County residents.

Considerable research was done by the IDA CEO and the Town of Patterson Supervisor including a trip to the Smithtown Assisted Living Facility operated by Center Management. (Background information and a copy of the preliminary business plan are attached – see Exhibit #5).

In view of the fact that The Plaza at Clover Lake was constructed and in operation since 1996, any tax abatement consideration must rest with the town of Patterson and the Carmel School Board.

6. Brewster Plastics – the transfer of bank and bond financing via inter-creditor agreement (pilot mortgage) was discussed. The transfer was approved on motion by Vincent Murphy, second by Josh Meyer – carried. (see Exhibit #6)
7. Finances – The current IDA financial status and recommended budget for 2011 was reviewed.

Although we experienced a loss of \$20,839.22 in 2010, our cash position has a balance of \$40,986.46 and, on 12/31/10 the IDA is due to received \$50,500 from the transfer of title on the PHC property to HTA Corp. In net, we expect to

have a \$91,486.46 cash balance on January 2, 2011 against a proposed operating budget of \$72,955 for 2011.

It is clear that with the numerous IDA projects induced at this meeting, we can expect a significant improvement in our financial status for the next three to five years.

On motion by Kevin Bailey, second by Vincent Murphy, the IDA budget for 2011 carried with a unanimous vote. (see Exhibit #7)

8. Empire Zone – It was announced that the NY State Certification for Empire Zone status for DeCicco's Markets and Jaral Property (Staybridge Inn) were approved and received.
9. ABO Requirements – the ABO Policy Guide relative to Confidential Evaluation of Board Performance was reviewed and Board Members have been asked to complete the attached "criteria" sheet and return it to the CEO at their earliest convenience (prior to February 1st). (see Exhibit #8)
10. General Business Topics:
 - a. Potential Butterfield Hospital Project – Paul Guillaro
 - b. IHOP Franchise interested in establishing an IHOP Restaurant (International House of Pancakes) in Putnam County (Nick Foster).
 - c. A complete listing of all IDA contacts for the year 2010 is attached. (see Exhibit #9)
11. Adjournment – On motion by Kevin Bailey, seconded by Josh Meyer, the meeting adjourned at 8:35 p.m. - carried.

Respectfully submitted,

Vincent Murphy
Secretary