

**Minutes of the Board of Directors
Meeting of
February 4, 2009**

Chairman Kevin Bailey called the meeting to order at 6:00 p.m.

1. Roll Call – The following Directors were present: Kevin Bailey, Richard Ruchala, Vincent Murphy, Karl Rohde and Josh Meyer. Also present: Burt B. Houseworth, CEO.

The following guests and visitors were present:

Tony Fusco	-	Putnam County Legislator
Joseph Carlucci, Esq.	-	Cuddy & Feder LLP
Robert Schneider, Esq.	-	Cuddy & Feder LLP
Les Jacobowitz, Esq.	-	ArentFox LLP
Rick O'Rourke, Esq.	-	Keane & Beane
Mike Ligouri, Esq.	-	Hogan & Rossi
Mr. & Mrs. R. Settimi	-	Sutton Place Project
Joseph Sisca	-	Sutton Place Project
Larry Nadel	-	Covington Properties
David Teitler	-	Guideposts Project
Jill Rosenberg, Vice President	-	JPMorganChase Bank

2. Project Resolutions –

(a) Sutton Place – Palma Settimi project at 7 Sutton Place in the Town of Southeast was approved on motion by Kevin Bailey, seconded by Richard Ruchala. In the discussion by the Board Members of the aforementioned project, it was recommended that we consider changing our By-Laws to permit inducement of future projects that had begun construction. No motion was put forward and the matter is noted for the record only. (See Attachment #1).

(b) Guideposts/Covington Properties (39 Seminary Road, Carmel) – considerable discussion took place relative to the merits of inducing this property on a tax-exempt bond status. It was decided to move ahead with the inducement process under the provision that it could be a tax-exempt or a taxable bond issue depending on the State Legislature's move towards reinstating the Civic Project-Non-Profit status of IDA regulations. On motion by Kevin Bailey, seconded by Josh Meyer; carried. (Attachment #2)

(c) Fox Ridge Hotel & Suites – a 48 unit hotel at 7-11 Peach Lake Road in the Town of Southeast. It was recommended that attorneys for Fox Ridge Hotel reach out to the school districts to secure compliance with Pilot Agreements. On motion by Kevin Bailey, seconded by Karl Rohde; carried. (Attachment #3)

- (d) Brewster Plastics – Inducement Resolution for Brewster Plastics was postponed until such time as Brewster Plastics signs the legal engagement contract and places \$5,000 in escrow.
3. Approval of Minutes – Minutes of the December 17, 2008 meeting were reviewed. Motion to approve the minutes by Kevin Bailey, seconded by Richard Ruchala; carried. (Attachment #4)
4. Approval of Financial Audit Accountant - The amended Engagement Letter from the firm of Michael R. Quis CPA was reviewed and accepted - on motion by Richard Ruchala, seconded by Karl Rohde; carried. (Attachment #5)
5. Finances – The “Statement of Financial Position for the period January 1 – December 31, 2008” and the “Profit & Loss Statement” for the same period were presented. (Attachment #6)
6. General Business Topics:
- (a) Burt Houseworth will attend the Kent Planning Board Work Session to discuss IDA benefits, Empire Zone Benefits and the status of the “Star Plaza” Project on Thursday, February 5, 2009.
- (b) Harold Lepler contacted the IDA to advise his plans to construct a 73,000 sq. ft. facility in the Executive Park, Route 312 at the junction of Exit 19 – Route 84. The project will be a tri-partite effort of Covington Properties, Vantage Properties and the Mount Kisco Medical Group.
- (c) Burt Houseworth requested Josh Meyer secure a more incisive business plan from UrgentVC Group in order to continue negotiations with banks and municipalities managers regarding their project.
7. Adjournment – On motion by Josh Meyer, seconded by Kevin Bailey, the meeting adjourned at 8:50 p.m.

Respectfully submitted,

Vincent Murphy
Secretary