

Meeting Notice
LOCAL DEVELOPMENT CORPORATION
Governance and Uniform Policies and Guidelines Committee Meeting
IDA/LDC Offices, Room 234A
350 Front Street, Hempstead, NY 11550
AGENDA
February 28, 2024, 8:50 AM

*Note: Visitors to the Town of Hempstead are encouraged to wear masks and socially distance if unvaccinated.

Members: Eric Mallette, Chairman, Thomas Grech, Robert Bedford, Edie Longo, John Ryan , and Arlyn Eames

- Consideration of the Corporation Mission Statement as required by ABO
- Consideration of 2022 Measurement Report as required by ABO
- Consideration of Self Evaluation Policy
- Consideration of Purchasing Guidelines
- Consideration of Operations and Accomplishment for 2022
- Consideration of Property Disposition Policy
- Consideration of Code of Ethics
- Consideration of a Record Retention & Disposition Policy

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**Local Public Authority Name: Town of Hempstead Local Development
Corporation
Mission Statement**

Fiscal Year: January 1, 2022 – December 31, 2022

Enabling Legislation: The Corporation shall be a nonprofit local development corporation organized under Article XIX of the Membership Corporations Law and operated exclusively for the charitable or public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, carrying on scientific research for the purpose of aiding the territory in which its operations are principally to be conducted by attracting new industry to such territory, or by encouraging development of, or retention of, an industry in said territory, or through the development or expansion of educational institution and lessening the burdens of the government in acting in the public interest.

Mission Statement:

The LDC, as a non-profit, quasi-governmental authority, functions in the public interest. The seven member board, through it's enacted policies and operations, acts with transparency, openness and uniformity of procedure with all applicants. The LDC seeks to encourage economic growth and activity, while seeking to maintain the best interests of the residents of the Town of Hempstead.

Adopted:

Aye

Nay

Resolution Number:

Florestano Girardi
Chairman

2022 Town of Hempstead LDC
Measurement Report

Name of Public Authority:

Town Of Hempstead Local Development Corporation

List of Performance Goals:

- Full compliance with all state disclosure requirements.
- Ensure that the Corporation remains current on the status of the laws impacting LDCs
- Transparency of all operations.
- Strict adherence by management (staff) of all internal controls.
- Outreach to civic facilities, educational institutions, community and the public in general, to make them aware of the LDC's existence and the benefits the Corporation can provide.
- Ongoing update of the LDC website as well the advertising program to best ensure that outreach is fully realized
- Ensure interaction & outreach to elected officials with jurisdictions impacted by the Town Local Development Corporation.

Additional questions:

1. Have the board members acknowledged that they have read and understood the mission of the public authority?

Yes. Each board member has stated that each has read the LDC Mission statement, each member is engaged in the authority and its mission of providing benefits to not-for-profit entities to spur their good work & to generate economic activity.

2. Who has the power to appoint the management of the public authority?

The seven-member board of directors appoints the management of the LDC.

3. If the Board appoints management, do you have a policy you follow when appointing the management of the public authority?

The personnel involved in the operation of the LDC provide experience and expertise to fulfill the LDC's mission. Three of the staff members of the Town of Hempstead Industrial Development Agency provide comparable duties for the LDC on a contractual basis. There are also two LDC Staff Members that are employed by the LDC directly.

4. Briefly describe the role of the Board and the role of management in the implementation of the mission.

The LDC's operation is governed by staff and consultants who are responsible for the administration and management of the Corporation pursuant to the resolutions, 037-2018, 027-2018, 032-2017 and 042-2021 LDC, adopted by the Town Of Hempstead LDC board.

The LDC authorizing resolution and by-laws repose the Board of Directors' direct oversight and control over the management of the LDC. The Board Members are required to review and monitor financial and management controls as well as activities of the LDC. The Board sets policy through its approval of resolutions and the projects that it induces. Specifically, Board Members review and monitor the implementation of fundamental financial and management controls and establishes time and attendance rules as well as policies for staff. The LDC board is responsible for the adoption of a Code of Ethics that governs the activities of all members and staff of the LDC, procedures and policies to protect consultants and staff from retaliation, and an indemnification policy for all the staff and Board Members. Training to identify and avert sexual harassment is an additional requirement for employees and Board Members.

The LDC has established an independent Audit Committee, which has the responsibility to oversee all financial operations, as well as all reports and governmental disclosures prepared by the LDC. This committee interacts with Sheehan & Company, the independent CPA

firm that conducts the annual audit and reviews all financial activities and transactions of the Corporation on an ongoing basis throughout the year. The Committee continually examines and revises the internal controls that are in place at the LDC to ensure not only that all operations are conducted pursuant to the highest ethical standards, but that conflicts of interest are prevented.

The Governance Committee seeks to ensure that the LDC follows and adopts best practices with respect to all its procedures, operations and policies. The members are attentive to both government reforms and new initiatives adopted in both public & private sectors to ensure that the LDC members are aware of such measures and that the most effective and efficient methodologies for the conduct of all it's affairs are implemented.

5. Board of Director's Response:

Board members are actively involved in the development of the LDC's mission and in the ongoing evaluation of how well the Corporation is meeting its goals. During the year, the staff and board members discuss the contacts and proposals that have come to the LDC as well as the status of projects and all aspects of the proposal. Discussions further involve how well the corporation is meeting the needs of those who contact the Corporation and the key role that our incentives play in this regard.

6. Has the Board acknowledged that they have read and understood the responses to each of these questions?

Yes, each Board Member has discussed the nature and content of the answers to the questions on this statement.

Adopted:

Aye

Nay

Resolution Number:

Florestano Girardi
Chairman

SELF-EVALUATION POLICY & PROCEDURES
TOWN OF HEMPSTEAD
Local Development Corporation

Self-analysis & internal evaluation of LDC procedures and policies is a crucial and difficult area to objectively calculate. We believe that the LDC has policies and procedures in place that ensure productivity, efficiency and effective financial “checks and balances” that govern the conduct of the members, and of the staff who run the day-to-day operations.

The staff literally, on a weekly basis, or more frequently as events dictate, reviews operations to ensure that the corporation is fulfilling its mandate to spur economic development. This includes procedures to comply with state requirements, reaching out to prospective clients and updating projects in the pipeline.

Any procedural or policy changes are discussed with agency counsel and then with board members serving on the LDC committee that has jurisdiction over each of the respective areas impacted.

The status of all projects are updated for board members through a monthly Chief Executive Officer’s Report, as needed which includes reports as to corporation operations, finances, procedures and policies.

Our outside accountants independently audit our records and finances to evaluate, from their perspective as detached financial analysts, LDC procedures, policies and compliance with state requirements and laws.

Specific roles:

- 1) CEO – Primary responsibility is the implementation of enacted procedures and policies of the Corporation. The CEO is the staff person who is primarily responsible to ensure that the enacted resolutions and adopted policies and procedures are fully implemented that the overall operation of the LDC complies with both legal requirements and those implemented by the board of directors. These formal actions, together with the operational methodology, govern the manner in which the corporation conducts business.

As such, the CEO coordinates all corporation activities to effectuate the mission statement and the outreach to the economic and business community to generate an awareness of the agency's role and to spur project development.

The CEO further ensures that internal controls are in place and that the budget is within projections established both prior to the budgetary year and as the year unfolds. The CEO oversees the other personnel and interacts, on an ongoing basis, with the corporation council and chairs of the various committees with jurisdiction over the corporation's operations.

The CEO, as designated chief exponent of LDC operations, frequently speaks before economic groups, participates in forums and visits existing projects and potential ones to explain LDC benefits.

The CEO is a bank signatory and oversees the income and expenditures of the corporation, as well as opens and reviews all bank statements to ensure postings comply with bank reports. The CFO and Corporate Administrator tend to the corporation's daily financial operations and bookkeeping.

- 2) CFO- Oversees status of project compliance through a spreadsheet that includes all material data for each Corporation project. This is updated for accuracy and provides an ongoing tally of projects, the status and composite of all LDC projects.

Corporate Administrator- Independently reviews each check and wire that is submitted for induced projects. Thus, the CFO acts independently to account for all revenues that are received and invested by the agency. In addition, the Corporate Administrator is responsible for the day-to-day expenditures of the corporation and the related record keeping. Claim forms are attached to every bill and checks are signed by one of the bank signatories. The CFO is also a bank signatory.

- 3) Fees or other income earned by the agency are prudently invested with commercial banks. On an ongoing basis, staff receives and verifies documentation to ensure that all accounts are adequately collateralized and the corporation's investments are protected. The CEO frequently contacts commercial banks to ascertain the highest rates earned on a 30, 60, 90 day or longer basis. Moneys will be transferred among the highest paying financial institutions. The CEO reviews the overall investments with the CFO & Corporate Administrator and reports his findings to the Chairman of the Finance Committee.
- 4) As economic development is the paramount reason for the existence of the LDC, continuous outreach to the academic, business, real estate and development communities is a crucial aspect of the daily operation of the CEO and staff.

Constant perusal of periodicals, updates to developers, brokers and business persons, as well as, onsite meetings with elected officials & members of the

economic development community ensure that the corporation and the benefits it provides are well known to all these key groups.

The CEO prepares a monthly report of potential projects, inquiries and solicitations that serves as a basis to track corporation involvement.

These formal internal procedures, as well as the documentation produced, provide the corporation with a structure that ensures a constant self-evaluation of its staff, procedures and overall operation.

Adopted –
Resolution Number:
(ayes)
(nays)

Florestano Girardi
Chairman

*OPERATIONS & ACCOMPLISHMENTS REPORT 2022
TOWN OF HEMPSTEAD
LOCAL DEVELOPMENT CORPORATION*

The Town of Hempstead Local Development Corporation was reconstituted from its inactive status on March 25, 2009, through the initiative of the Hempstead Town Board and the adoption of its corporate by laws by its Board of Directors. The Town of Hempstead Local Development Corporation is authorized by law to provide benefits to not-for-profits, academic and education institutes, and charitable entities.

In 2022, the Local Development Corporation (LDC) provided tax exempt bonds to the Evergreen Charter School to construct an 85,000 square foot, four story school building, on a 1.41-acre plot to accommodate approximately 750 students.

The new building will be used for students from grades 7-12. The tax-exempt bond issuance was in the amount of \$74,525,000.00 with a \$520,000.00 Taxable Tail.

The project will result in the creation of 30 full time equivalent positions and approximately 250 construction jobs. The average salary for the full-time positions will be \$65,000.00.

The Evergreen Charter School is an exemplary example of development that provides not merely economic growth, but benefits to our communities with the enhanced academic opportunities that an excellent education provides.

Resolution Number:

Adopted:

Ayes:

Nays:

Florestano Girardi
Chairman

Town of Hempstead Local Development Corporation

Property Disposition Policy

In keeping with the policy of maintaining the highest standards of conduct and ethics and to operate in the most accountable and open manner, the Town of Hempstead Local Development Corporation (the "Corporation") will maintain adequate inventory controls and accountability systems for all Property (as such term is defined below) under its control. Furthermore, the Corporation will Dispose (as such term is defined below) of Property in compliance with any applicable Law, Rule or Regulation (as such term is defined below). Failure to follow the provisions of this Property Disposition Policy will result in disciplinary action including possible termination of employment, dismissal from one's board or agent duties and possible civil or criminal prosecution if warranted.

Definitions

Contracting Officer shall mean the Chief Financial Officer of the Corporation.

Dispose, Disposed or Disposal shall mean the transfer of title or any other beneficial interest in personal or real property in accordance with Section 2897 of the New York Public Authorities Law.

Law, Rule or Regulation: Any duly enacted statute, or ordinance or any rule or regulation promulgated pursuant to any federal, state or local statute or ordinance.

Property shall mean (a) personal property in excess of five thousand dollars (\$5,000.00) in value, (b) real property, and (c) any inchoate or other interest in such property, to the extent that such interest may be conveyed to another person for any purpose, excluding an interest securing a loan or other financial obligation of another party.

Operative Policy

Inventory Controls and Accountability Systems

The Contracting Officer of the Corporation shall be responsible for the Corporation's compliance with this Property Disposition Policy and the supervision and control of all Property Disposed of by the Corporation. In addition, the Contracting Officer shall have the responsibility to insure the Corporation operates in compliance with Title 5-A of the New York Public Authorities Law, including creating and maintaining adequate inventory controls and accountability systems for all Property under the control of the Corporation and periodically inventorying such property to determine which, if any, property should be Disposed by the Corporation. The Contracting Officer shall recommend to the Board any Property he or she deems suitable for Disposal.

Disposition of Property

Unless otherwise authorized by this Policy, the Corporation shall Dispose of Property for not less than fair market value ("FMV") by sale, exchange, or transfer, for cash, credit, or other property, with or without warranty, and upon such terms and conditions as the Contracting Officer deems proper. Provided, however, that no disposition of real property, any interest in real property, or any other Property which because of its unique nature is not subject to fair market pricing shall be made unless an appraisal of the value of such Property has been made by an independent appraiser and included in the record of the transaction.

Unless otherwise authorized by this Policy, prior to disposing of Property or entering into a contract for the Disposal of Property, the Corporation shall publicly advertise for bids for such Disposal or contract for Disposal. The advertisement for bids shall be made at such a time prior to the Disposal or

contract for Disposal, through such methods, and on such terms and conditions as shall permit full and free competition consistent with the value and nature of the Property. Such advertisement shall include the date, time and place the bids will be publicly disclosed by the Corporation. The Corporation shall award the contract with reasonable promptness to the most responsible bidder whose bid, conforming to the invitation for bids, is most advantageous to New York State (the "State"), price and other factors considered; provided, however, that Corporation reserves the right to reject all such bids when it is in the public interest to do so.

The Corporation may Dispose of Property or enter into contracts for the disposal of Property via RFP, negotiation or public auction without regard to the two (2) paragraphs immediately above, but subject to obtaining such competition as is feasible under the circumstances, if:

- the personal property involved is of a nature and quantity which, if Disposed of under the first two (2) paragraphs of this section, would adversely affect the state or local market for such Property, and the estimated FMV of such Property and other satisfactory terms of the Disposal can be obtained by negotiation;
- the FMV of the Property does not exceed fifteen thousand dollars (\$15,000.00);
- bid prices after advertising therefore are not reasonable, either as to all or some part of the Property, or have not been independently arrived at in open competition;
- the Disposal is to the State or any political subdivision of the State, and the estimated FMV of the Property and other satisfactory terms of the Disposal are obtained by negotiation;
- the Disposal is for an amount less than the estimated FMV of the Property, the terms of such Disposal are obtained by public auction or negotiation, the Disposal of the Property is intended to further the public health, safety or welfare or an economic development interest of the State or a political subdivision of the State, including but not limited to, the prevention or remediation of a substantial threat to public health or safety, the creation or retention of a substantial number of job opportunities, or the creation or retention of a substantial source of revenues, and the purpose and terms of the Disposal are documented in writing and approved by resolution of the Board; or
- such Disposal or related action is otherwise authorized by law.

The Corporation shall file an explanatory statement with the comptroller, the director of the division of budget, the commissioner of general services and the legislature not less than ninety (90) days before the Corporation Disposes the Property if the Property is personal property in excess of \$15,000, or real property that has a fair market value in excess of \$100,000. When the Property is Disposed by lease (or exchange), then the Corporation shall file an explanatory statement when the Property is real property leased for a term of five (5) years or less with an estimated fair annual rent exceeding one-hundred thousand (\$100,000.00) in any given year, real property leased for a term greater than five (5) years with an estimated fair annual rent exceeding one-hundred thousand (\$100,000.00) for the entire lease term; or any real property or real and related personal property Disposed of by exchange, regardless of value, or any property any part of the consideration for which is real property.

Reporting Requirements

Annual Report

The Corporation shall publish, at least annually, an Annual Report (the "Annual Report") listing all Property consisting of real property of the Corporation. In addition, the Annual Report shall include a list and full description of all Property consisting of real and personal property Disposed of during such period covered by the Annual Report. The Annual Report shall include the price received by the Corporation for the Property, in addition to the name of the purchaser for all such Property sold by the Corporation during such period covered by the Annual Report.

The Corporation shall deliver copies of the Annual Report with the comptroller, the director of the division of budget, the commissioner of general services and the legislature, and to the extent practicable, post such Annual Report on its website.

Property Disposition Policy

The Corporation shall review and approve this Property Disposition Policy annually by resolution of the Board. On or before June 1 of each year, the Corporation shall file with the NYS Comptroller a copy of its Property Disposition Policy, including the name of the Contracting Officer appointed by the Corporation. Upon such filing with the NYS Comptroller, the Corporation shall post its Property Disposition Policy on its website.

Adopted:

(ayes)

(nays)

Resolution Number:

Name: Florestano Girardi
Title: Chairman

Town of Hempstead
Local Development Corporation
CODE OF ETHICS

This Code of Ethics shall apply to all officers and employees of the Town of Hempstead Local Development Corporation. These policies shall serve as a guide for official conduct and are intended to enhance the ethical and professional performance of the Corporation's directors and employees and to preserve public confidence in the Corporation's mission.

Responsibility of Directors and Employees

1. Directors and employees shall perform their duties with transparency, without favor and refrain from engaging in outside matters of financial or personal interest, including other employment, that could impair independence of judgment, or prevent the proper exercise of one's official duties.
2. Directors and employees shall not directly or indirectly, make, advise, or assist any person to make any financial investment based upon information available through the director's or employee's official position that could create any conflict between their public duties and interests and their private interests.
3. Directors and employees shall not accept or receive any gift or gratuities where the circumstances would permit the inference that: (a) the gift is intended to influence the individual in the performance of official business or (b) the gift constitutes a tip, reward, or sign of appreciation for any official act by the individual. This prohibition extends to any form of financial payments, services, loans, travel reimbursement, entertainment, hospitality, thing or promise from any entity doing business with or before the Corporation.
4. Directors and employees shall not use or attempt to use their official position with the Corporation to secure unwarranted privileges for themselves, members of their family or others, including employment with the Corporation or contracts for materials or services with the Corporation.
5. Directors and employees must conduct themselves at all times in a manner that avoids any appearance that they can be improperly or unduly influenced, that they could be affected by the position of or relationship with any other party, or that they are acting in violation of their public trust.

6. Directors and employees may not engage in any official transaction with an outside entity in which they have a direct or indirect financial interest that may reasonably conflict with the proper discharge of their official duties.

7. Directors and employees shall manage all matters within the scope of the Corporation's mission independent of any other affiliations or employment. Directors, including ex officio board members, and employees employed by more than one government shall strive to fulfill their professional responsibility to the Corporation without bias and shall support the Corporation's mission to the fullest.

8. Directors and employees shall not use Corporation property, including equipment, telephones, vehicles, computers, or other resources, or disclose information acquired in the course of their official duties in a manner inconsistent with State or local law or policy and the Corporation's mission and goals.

9. Directors and employees are prohibited from appearing or practicing before the Corporation for two (2) years following employment with the Corporation, consistent with the provisions of Public Officers Law.

Implementation of Code of Ethics

This Code of Ethics shall be provided to all directors and employees upon commencement of employment or appointment and shall be reviewed annually by the Governance Committee. The board shall designate the Corporation's Counsel, who shall report to the board and shall have the following duties:

- Counsel in confidence Corporation directors and employees who seek advice about ethical behavior.
- Receive and investigate complaints about possible ethics violations.
- Dismiss complaints found to be without substance.
- Prepare an investigative report of their findings for action by the CEO or the board.
- Record the receipt of gifts or gratuities of any kind received by a director or employee, who shall notify the Corporation Counsel within 48 hours of receipt of such gifts and gratuities.

Penalties

In addition to any penalty contained in any other provision of law, a Corporation director or employee who knowingly and intentionally violates any of the provisions of this code may be removed in the manner provided for in law, rules or regulations.

Reporting Unethical Behavior

Employees and directors are required to report possible unethical behavior by a director or employee of the Corporation to the Corporation Counsel. Employees and directors may file ethics complaints anonymously and are protected from retaliation by the policies adopted by the Corporation.

Adopted:

Ayes

Nays

Resolution Number:

Florestano Girardi
Chairman

**TOWN OF HEMPSTEAD
LOCAL DEVELOPMENT CORPORATION**

Records Retention and Disposal Policy

WHEREAS, the Town of Hempstead Local Development Corporation (“the Corporation”) intends to establish a uniform policy for the retention and disposal of records; and

WHEREAS, the Corporation intends to follow the guidance of the Town of Hempstead and New York State authorities regarding records management; and

WHEREAS, records management is an integral function of a Local Development Corporation as it pertains to compliance with New York State governing authorities; and

WHEREAS, a Corporation “record” shall be defined as any book, paper, map, photograph, electronic file, information-recording device, regardless of physical form or characteristic, that is made, produced, executed, or received by any officer of the Corporation pursuant to law or in connection with any Corporation transaction; and

WHEREAS, all Corporation records are considered to be the property of the Town of Hempstead Local Development Corporation, and therefore no individual Corporation employee has, by virtue of his or her position, any personal or property rights to such records, even though he or she may have created, composed, written, developed, compiled, or received them; and

WHEREAS, New York State Law (Penal Law, 175.20 and 175.25) prohibits tampering with public records and makes such offenses either a class A misdemeanor or a class D felony, and that the unauthorized destruction, removal from files, or use of government records is prohibited; and

WHEREAS, in accordance with Article 57-A of NYS Arts & Cultural Affairs Law and Part 185 of 8-CRR-NY Records of Public Corporations, the Corporation shall establish procedures for the orderly and efficient management of records;

NOW THEREFORE, BE IT RESOLVED, that in accordance with New York State Law, the Corporation shall designate a Records Management Officer (RMO), who will be charged with the administration of the management of current and archival records in conformity with the Laws of the State of New York, and shall furthermore be the legal custodian of the records. Appointment of the RMO shall be made by the Corporation’s Board of Directors; and

BE IT FURTHER RESOLVED, that access to records shall be made, pursuant to and governed by Article 6 of the Public Officers Law of the State of New York; and

BE IT FURTHER RESOLVED, that Corporation Counsel is hereby designated as the appeal entity for determination of denials to access to records. The counsel shall within 10 days of receipt of an appeal fully explain in writing to the person or entity requesting access to the record, the reason for denial; and

BE IT FURTHER RESOLVED, that Corporation Counsel may take any and all appropriate steps to recover Corporation records which have been removed from proper custody, and may, when necessary, institute any and all actions in a court of competent jurisdiction to recover such records; and

BE IT FURTHER RESOLVED that the Corporation shall establish a Records Management Committee, designated to work closely with and provide advice to the RMO, and shall consist of the CEO, CFO, two members of the Board of Directors and IDA Counsel. Such appointments shall be made by the Corporation Board of Directors; and

BE IT FURTHER RESOLVED, the Town of Hempstead Local Development Corporation hereby adopts the guidance contained within the Records Retention and Disposition Schedule for New York Local Government Records (LGS-1) containing the legal minimum retention periods for municipal and governmental records; and

BE IT FURTHER RESOLVED, that:

- (a) only those records will be disposed of that are described in the Schedule for New York Local Government Records (LGS-1), after they have met the minimum retention periods described therein; and
- (b) only those records will be disposed of that do not have sufficient administrative, fiscal, legal or historical value to merit retention beyond established legal minimum periods; and therefore

BE IT FURTHER RESOLVED, that the Corporation will retain records for minimum of 7 years and a maximum of "Permanent", pursuant to LGS-1 Economic/Industrial Development, Items 337-338; and

NOW THEREFORE BE IT RESOLVED, the Town of Hempstead Local Development Corporation authorizes the implementation of the Records Retention and Disposition Policy.

Resolution Number:

Adopted:

Ayes:

Nays:

Flo Girardi, Chairman