

EXHIBIT 1

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of
the Department of State, at the City of
Albany, on August 19, 2011.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

D.C.

Certificate of Incorporation

of
ORANGE COUNTY ECONOMIC DEVELOPMENT CORPORATION

under section 402 of the Not-for-Profit Corporation Law

D.C.

0270280

IS HEREBY CERTIFIED THAT:

The name of the corporation is ORANGE COUNTY ECONOMIC DEVELOPMENT CORPORATION.

(2) The corporation is a corporation as defined in subparagraph (a)(5) of section 102 (Definitions) of the Not-for-Profit Corporation Law.

(3) The purpose or purposes for which the corporation is formed are as follows:

1. To provide marketing services to the various municipalities within the County of Orange.
2. To provide marketing services to private businesses within Orange County and the counties surrounding it.
3. To promote and coordinate the economic development of both public and private businesses in Orange County.
4. To promote in a lawful and legal manner the development, preservation, operation and general welfare of businesses in the County of Orange, and State of New York.
5. To conduct studies, engage in research, and in any other similar and legitimate activities to aid private and public businesses in the County of Orange.
6. To supply timely information in a legal manner to the members of those associations and to any other business or economic group and to the general public with respect to the economic and orderly development of the County of Orange.
7. To collaborate and cooperate in every legal manner with the branches of the government of the State of New York, the Federal government and any local governments within the County of Orange.
8. To collaborate, cooperate and exchange data and ideas with trade associations, chambers of commerce, boards of trade and to the financial organizations and individuals to bring about and accomplish the aforesaid purposes.
9. To conduct in every legal manner trade promotion activities, including advertising and publicity.
10. To engage in any lawful activities which will enhance the efficient and orderly development of the County of Orange.
11. To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not under any circumstances for the pecuniary profit or financial gain of its members, directors or officers, except as the same shall be permitted under Article 5 of the Not-For-Profit Corporation Law.

The corporation, in furtherance of its corporate purposes above set forth, shall have all the powers enumerated in section 202 of the Not-for-Profit Corporation Law, subject to any limitations provided in the Not-for-Profit Corporation Law or any other statute of the State of New York. Nothing herein shall authorize this corporation, directly or indirectly, to engage in, or include among its purposes, any of the activities mentioned in Not-for-Profit Corporation Law, section 404 (b)(1).

0000 1411

[Handwritten signature]

The corporation shall be a Type C corporation pursuant to section 291 of the Not-for-Profit Corporation Law. (In the case of Type B and C corporations set forth the names and addresses of at least 3 initial directors. Type C corporation must set forth the lawful public or quasi-public objective which each business purpose will achieve.)

- a. David A. De Wilde
14 Glen Drive
Goshen, New York 10924
- b. John M. Szefto
34 Wilson Avenue
Middletown, New York 10940
- c. John Purcell
4 Earle Lane
Goshen, New York 10924

(5) The office of the corporation is to be located in the Village of Goshen, County of Orange, State of New York.

[Handwritten signature]

~~The territory in which the activities of the corporation are primarily conducted is the County of Orange, State of New York.~~

(6) The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is BOX 494, Goshen, New York 10924.

(7) Approval and consents required by law.

Prior to delivery to the department of state for filing all approvals and consents required by law will be endorsed upon or annexed to this certificate.

State and Federal exemption language for Type B and C corporations seeking tax exemption.

Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in §501(c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC §501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC §501(h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under IRC §501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of New York.

In any taxable year in which the corporation is a private foundation as described in IRC §509(a), the corporation shall distribute its income for each year in such time and manner as not to subject it to tax under IRC §4942, and the corporation shall not (a) engage in any act of self-dealing as defined in IRC §4941(d), retain any excess business holdings as defined in IRC §4943(c), (b) make any investments in such manner as to subject the corporation to tax under IRC §4944, or (c) make any taxable expenditures as defined in IRC §4945(d) or corresponding provisions of any subsequent Federal tax laws.

STATS

IN WITNESS WHEREOF, the undersigned incorporator, or each of them if there are more than one, being at least nineteen years of age, affirms that the statements made herein are true under the penalty of perjury. Dated July 25, 1985.

David A. De Wilde

Type name of incorporator

14 Glen Drive, Goshen, New York 10924

Address

Type name of incorporator

Address

I, the undersigned Justice of the Supreme Court of the State of New York
District, do hereby approve the foregoing Certificate of Incorporation.

Ninth

Dated: July 25, 1985

August 13, 1985
Goshen, New York

HON. ANGELO J. INCROCCI
SUPREME COURT JUDGE

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED SEP 24 1985

AMT. OF CHECK \$ 60
FILING FEE \$ 20
TAX \$
COUNTY FEE \$
COPY \$
CERT \$
REFUND \$
SPEC HANDLE \$ 10

Certificate of Incorporation

BY: *Orange* ORANGE COUNTY ECONOMIC DEVELOPMENT CORPORATION

under Section 402 of the Not-for-Profit Corporation Law

Filed By:

MacVean, Lewis, Shewin, McDermott & Rosenblatt, P.C.

34 Grove Street - Box 113
Middletown, New York 10940

595325

EXHIBIT 2

Adopted 9/15/09

Orange County Partnership Mission Statement

The Orange County Partnership is a not-for-profit agency that attracts, retains and grows businesses, provides those businesses with significant support services, and educates the community at large on the values and benefits that accrue from sustained economic development.

Vision Statement

The Orange County Partnership will be the best economic development agency in the State of New York. The Partnership will foster meaningful relationship-building activities with public- and private-sector entities, create effective marketing materials and produce accurate demographic information to attract and retain businesses, thereby contributing significantly to the health of the business community and the overall quality of life in the County.

Values Statement

We are a strategic, service-based partner in the creation of business opportunity and the overall enhancement of the quality of life in Orange County. We value smart, balanced growth, the sustainability of our economic base, and the creation and maintenance of high-quality businesses. Our professional lives are informed by the values of honesty, integrity and respect for others and we strive for excellence in service to our customers in order to build strong, lasting relationships in the public and private sectors of our community.

EXHIBIT 3

**EDUCATION AND ECONOMIC DEVELOPMENT COMMITTEE
MINUTES**

**FRIDAY, OCTOBER 20, 2017
3:00 P.M.**

PRESENT: Paul Ruszkiewicz, Chairman
Leigh J. Benton, Jeffrey D. Berkman, Barry J. Cheney, Curlie W. Dillard,
Christopher W. Eachus, James D. O'Donnell, John S. Vero

ALSO

PRESENT: Matthew A. Turnbull, Minority Leader
Antoinette Reed, Legislative Counsel
Wayne C. Booth, Deputy County Executive
Harry Porr, Director of Operations and Cost Control
Mary Pat Smith, Assistant to the County Executive
Brendan Casey, Commissioner, Emergency Services
Julie Richmond, Deputy Commissioner, Planning Department
Richard Mayfield, Director, Community Development
Johanna Yaun, Historian
Rachel Wilson, Director, Youth Bureau
Susan Hawvermale, Tourism Coordinator
Maureen Halahan, President/CEO, Orange County Partnership
Jim Smith, Orange County Partnership, Executive Board Member
JP McGuirk, Vice President, Focus Media
Nicole Feller, Assistant Vice President, Focus Media
Lucy T. Joyce, Executive Dir., Cornell Cooperative Ext.
Vivian Monsanto, Finance Manager, Cornell Cooperative Ext.
John Russell, Cornell Cooperative Ext., Treasurer, Board of Directors
Deborah Slesinski, Deputy Budget Director
Tim Tucker, Budget Analyst
Linda Dauer, Vice President of Admin., Orange County Community College
Mike Worden, Facilities Director, Orange County Community College
Fred J. Brennen, Facility Project Manager, Orange County Community College

Chairman Ruszkiewicz opened the committee at 3:00 p.m. by asking everyone to stand for the Pledge of Allegiance. All committee members were present except Mr. Vero who arrived at 3:25 p.m.

Ms. Halahan presented the 2018 recommended budget for Orange County Partnership (Promotion of Industry).

Mr. Benton moved to approve the 2018 recommended budget for Orange County Partnership, seconded by Mr. Cheney.

Ms. Halahan thanked the Legislature for putting the \$153,000 towards Economic Development and Marketing for 2018 in the budget. She added that the Partnership was not

EDUCATION AND ECONOMIC DEVELOPMENT COMMITTEE OCTOBER 20, 2017

in the position right now to enter into a contract for 2018 but they are asking to keep the money in the budget for 2018. The reason for that is because they were advised by their attorney, Rick Golden, that things should be resolved next year. They need the ABO determination to understand how they can enter into a contract.

Mr. Cheney asked if there was no contract in place then the county would not come forth with the money so until this is ironed out no money changes hands.

Mr. Porr responded that they cannot accept money anyway until they resolve their problem with the ABO.

Mr. O'Donnell asked Mr. Blair where do they put the money and Mr. Blair replied they leave it there for now without a contract. Mr. Blair asked if he wanted to take it out of the budget.

Chairman Ruszkiewicz asked why Mr. O'Donnell would want to take the money out and Mr. O'Donnell responded that it would be discussed later in the meeting. He explained that it was an issue with the ABO, not the Partnership. The ABO came on the scene eight years ago and they consider the Partnership as a government agency. If you go on their website they are listed as delinquent. He was sure that the Neuhaus administration has the same policy as the Diana administration had where no funding went to any agency that was on a delinquent list with the state. Once that is taken care of he was sure when the Partnership comes back, whenever that might be, he was sure they'll get the money.

Ms. Halahan stated that she wanted them to know that the dialog is open and they are in constant communication with the ABO office and that is why they request the money to stay in the budget so in the event they prevail they can come back with the plans for the money and in 2018 they can have the money.

Mr. Cheney asked if the money stayed in the budget where it is and if it cannot be granted to the Partnership, are there any restraints on use of the money.

Mr. Blair stated as of right now it was for the Partnership under Promotion of Industry.

Mr. Cheney further asked if the money was moved to contingency what action needs to be taken and Mr. Blair responded it would need to come before the Legislature to move it.

Mr. O'Donnell confirmed that the Legislature would then have control over it. If they want to control the money, as a Legislature, which is their responsibility, it gets put into contingency and they need to come before the Legislature and they approve it.

Ms. Halahan asked if that meant for the following year if the money is never used.

Mr. O'Donnell reiterated if the Partnership takes care of the ABO issue, the Legislature will support them but right now it was a Legislative issue.

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Mr. Berkman did not want the money open to the County Executive to move it anywhere he wants.

Mr. Benton commented that he thought the money was already protected for Promotion of Industry and the Partnership but theoretically it cannot be moved around to do something else in the Planning Department.

Mr. Dillard asked if there was any way to protect the Partnership to ensure they have the money.

Mr. O'Donnell noted that they are helping them by taking the ABO out of the equation. He did not know if Mr. Golden believed that. By the Partnership having nothing to do with the government, he felt it helped their argument to get out from the umbrella of the ABO. He stressed that he supported the \$153,000 later in the year if they get away from the ABO.

Ms. Halahan confirmed that if the Partnership comes back to the committee and say that they can accept the money and enter into a contract they can take the money from contingency and the committee members confirmed that she was correct.

Ms. Halahan introduced Jim Smith, Executive Board Member, who thanked the committee for their continued support.

Mr. Eachus stated that this is the County Executive's budget and he was sure he was aware that the \$153,000 was in the budget for Promotion of Industry. If he understood this correctly, the \$153,000 has to be spent on the Promotion of Industry, not necessarily the Partnership whether they fix their problems over the next year or not. They want to take it out of Promotion of Industry and put it into contingency which can be spent on anything.

Mr. Blair corrected Mr. Eachus and stated that they would need to go back to the Legislature to do anything.

Mr. Eachus understood that but reiterated that it would no longer be in the budget for Promotion of Industry and Mr. Blair confirmed he was correct.

Mr. O'Donnell added that was correct but the Legislature controls it.

Mr. Benton commented that the sentiment stated today is that the \$153,000 is earmarked for the Partnership once they settle things.

Mr. Eachus wanted to know why the County Executive thought that this was the better route.

Mr. Porr explained that it was absolutely critical that they have promotion of industry in Orange County in 2018. The preference would be to go with Orange County Partnership as they have for 31 years. They do an excellent job; however, they have legal problems that do not allow county government to use them at this time. Some things will need to be done if they are not able to meet their ABO requirements to promote industry in Orange County. There will be an economic development program in Orange County for 2018

and this money will be used for that, hopefully with the Partnership, if not it will be somewhere else.

Mr. Eachus noted that they always stated that the Partnership does a phenomenal job so why develop a completely new department of Economic Development.

Mr. Porr wondered if the county could develop a program as strong as the one that is at the Partnership right now.

Mr. Berkman stated that is a question of who ultimately decides. If they vote to keep the money in and not put it towards contingency, it is not earmarked but left for economic development which is a broad term and gives additional prerogatives to the administration. If the money goes to contingency then it is to the advantage of the Legislature to go that route because then the Legislature votes on where it goes instead of accepting the decision of the County Executive. That was not meant to be a negative comment to any specific executive, it was just an institutional division of powers, it is not a reflection on the County Executive.

Mr. Porr commented that in reality, if for some reason the Partnership is not able to resolve their issues, there will need to be something else set in place. It could be the creation of economic development department with the county or it could be a contract with a different agency that does the work that the Partnership does. The Legislature would be informed prior to any entry into a contract with an organization. Believe it or not, they are all one.

Mr. Cheney noted that to place the money into contingency means that in order to get it out, if it is not going to be given to the Partnership, then it would require the County Executive to come before the Legislature with a plan as to how he would use the money which is to everyone's benefit.

Mr. O'Donnell stated that the Office of Economic Development was mentioned, he wanted to wait until they got to the Tourism budget to bring this up because that was what he was trying to explain. The reason why he wants this money in contingency is for Economic Development. Like he stated earlier, the Partnership will get the money when they solve their problems, whether it comes out of here or somewhere else, they will get it.

Ms. Halahan pointed out that the Partnership has a \$1.1 million budget so if things do not get resolved with the state, the Orange County Partnership is solid to move forward to give the same performance as they have over the years. That will continue, they love the relationship, they want the contract, they want to be part of the county and that is why they are working towards that goal.

Mr. O'Donnell confirmed that the Partnership will still come before the committee and are you willing to come every month.

Ms. Halahan stated that she did state already that she was willing to come as often as the committee would like.

Mr. Berkman thanked Ms. Halahan because she has been consistent with their requests anytime they ask the Partnership to attend, they come willingly.

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Mr. Eachus stated that he always voted in favor of this, in fact, it was a larger amount in the past but it has been cut back. He did not see any reason why it should be put into contingency.

Mr. O'Donnell moved to amend the 2018 recommended budget for Orange County Partnership by moving \$153,000 from Specialty Payments, line item 576820, into contingency, seconded by Mr. Berkman.

Motion carried. All in favor of the budget as amended with the exception of Mr. Dillard and Mr. Eachus who voted against and Mr. Vero who was not present yet.

Deputy County Executive Booth and Ms. Smith presented the 2018 recommended budget for Tourism.

Mr. Cheney moved to approve the 2018 recommended budget for Tourism, seconded by Mr. Eachus.

Mr. O'Donnell moved to amend the 2018 recommended budget for Tourism by moving \$140,000 from Proposed Positions, line item 569970, into contingency, seconded by Mr. Berkman.

Motion carried. All in favor of the budget as amended.

Mr. Eachus moved to amend the 2018 recommended budget for Tourism by moving \$50,000 from Specialty Payments, line item 576820, into contingency, seconded by Mr. Benton.

Motion carried. All in favor of the budget as amended.

Ms. Joyce presented the 2018 recommended budget for Cornell Cooperative Extension.

Mr. Eachus moved to approve the 2018 recommended budget for Cornell Cooperative Extension, seconded by Mr. Cheney.

Mr. Ruskiewicz moved to amend the 2018 recommended budget for Cornell Cooperative Extension by reinstating \$47,331 back into the Agric Program, line item 579720, adding to county taxation, seconded by Mr. Cheney.

Motion carried. All in favor of the budget as amended.

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Mr. Porr presented the 2018 recommended budget for the Empire Development Zone and the Foreign Trade Zone.

Mr. Eachus moved to approve the 2018 recommended budget for Empire Development Zone and the Foreign Trade Zone, seconded by Mr. Vero.

Motion carried. All in favor.

Mr. Casey addressed the committee on school safety which came up during the Emergency Services budget hearing yesterday at the Public Safety and Emergency Services Committee. He shared with Legislators that Mr. O'Donnell made a request to have school camera systems project run back to the 911 center. Many police departments have access already. What Mr. O'Donnell wants would require additional people and additional funding. Deputy Commissioner, Allen Wierzbicki is looking into it and he will put together a proposal and then they will make a decision and find out the cost. The Legislature will decide whether they want to pay for it and then proceed from there.

Mr. O'Donnell asked what the present situation was at Monroe-Woodbury School District because he recently became aware of it.

Mr. Casey stated that they have camera access to Monroe-Woodbury School District. He worked with them when he was the Zone Commander in that area and he has a good relationship with the school, the superintendent and the police departments. The Woodbury Police Department and the Monroe Police Department have had camera access in the schools for a long time. He thought it was a good idea to see if our technology could match up and if it can be run into the 911 Center. Basically, trying to see if it could be made a mobile application when the mobile command center is being renovated. If they were to bring it out somewhere could it access cameras remotely. He wanted to use that as a test case to see if they can view the cameras and ultimately see if they could do it as a mobile application.

Mr. Cheney commented on the Warwick School District and how he thought what they did was helpful.

Mr. Casey elaborated by stating the Warwick School District purchased laptops and had them installed in the police cars which was done through the school budget. When the police cars approach a school zone they get into a hot spot and can access the cameras from there. The school and police have a great relationship. It is an issue of whether there are good local solutions or whether you want the county to have everything fed into the 911 Center.

Mr. Ruszkiewicz asked if he heard feedback from other school districts.

Mr. Casey stated that they have their regular meeting with Minisink next week and will speak to them. They recently met with the Chief of Police in Middletown who had camera access and it was pulled. He did not know why.

Mr. Ruszkiewicz further asked if the schools need to agree to it and Mr. Casey responded that they do. He added that there is an approval process which is what he went through with Monroe. The superintendent and the school board needs to be on board and approve it. There are some school districts that do not want public safety to have camera access. They rely on the local police departments to build that relationship with the schools.

We then come in and see what we can do to help support them and see if there is a system in place that works and are they happy with it, if not maybe there is something we can do to help them. It would be quite an undertaking to have all the cameras in the 911 Center.

Mr. Cheney asked how many cameras were at the Newburgh School District and Mr. Casey replied there were 400 cameras in just two of the locations. To do this for every school district in the county that would be a lot of camera feeds. You would not watch the cameras, you would pull them up and find what camera you want to look at. There are private companies that do that such as Secure Watch 24, if the schools agree to feed everything through their system and contract with a private company.

Mr. Benton thought the school board would need to be on board for the funding. He did not think that this was something that the County should be 100% responsible for. He liked the proposal and you never know when something can happen, but he did not think it should be funded just by county government.

Mr. Eachus noted that Minisink does not have a police force.

Mr. Casey advised Mr. Eachus that the local state police service that district.

Mr. Casey noted that he and Mr. O'Donnell both agree that to have camera access is key. They recently did a drill with Woodbury Commons and they are very protective of their cameras and they are trying to make them understand why it is so important for them. He thought it would be really bad for Simon Properties if they had camera access and did not give it to the police and an officer went in and got killed because they did not want to give camera access for some corporate policy reason. Then again, it is their decision, similar to the school districts.

Mr. O'Donnell asked the name of the Monroe-Woodbury vendor and Mr. Casey did not know the name. He stated that it was the same camera software as theirs and he will get the name and information to Mr. O'Donnell.

Mr. O'Donnell commented that if there was an active shooter situation, you narrow down to one building so it would not be overwhelming for the 911 dispatchers. He would be interested to see how much additional staff Mr. Casey felt he needed because, to date, they never had one incident and if he did, a trial run having additional personnel would not make a difference. You never know when an incident could happen especially if they hooked up the community college, the government center and especially if they talked to Woodbury Commons. If the right people speak to Simon Properties they would agree. The cameras do not get turned on until a 911 call is made. There is software so that if the cameras do get turned on without a 911 call you get notified and then you can take appropriate disciplinary action.

Mr. O'Donnell asked who Mr. Casey notified, besides the County Executive's office, when he hooked up Monroe-Woodbury and he stated that he did not consult the County Executive. He spoke to the school and asked them to give him permission which they did. It did not cost any money. He went through the school board approval process and got it done. Mr. O'Donnell noted that was a problem because there is an Education and Economic Development Committee and now there are county resources hooked up and no one in the county knew about it besides him, the school and 911. Mr. Casey stated that he might have mentioned it to the County Executive but pointed out that there is no funding involved. Mr. O'Donnell did not agree with starting a county program with an outside agency and nobody knows about it in county government except for him. Mr. Casey noted Mr. O'Donnell's statement.

Mr. Eachus asked if there were grants that could support this and Mr. Casey responded that there were.

Mr. Berkman mentioned that although there has not been an active shooter situation, his district had continuous bomb threats and he was concerned why Middletown had cameras and now they do not.

Mr. Casey stated that he spoke to the Chief of Police who will be addressing that with the superintendent.

Mr. Berkman asked if other schools have cameras set up that go to the local police departments; the goal is to have this work in both places, local police as well as 911 Center.

Mr. Casey commented that it was Mr. O'Donnell's proposal. Each school district has their own solution. He explained that the Woodbury Police Department and the Monroe Village Police Department have full access to the cameras at Monroe-Woodbury. If a 911 call is made they can go in and look at the cameras.

Mr. Berkman appreciated Mr. Casey's efforts for public safety but noted that there were policy issues and he respectfully stated that when it comes to policy, that is the role of the Legislature. He was sure everything was done with good intentions but in the future, please notify the Legislature as it would be warranted.

Mr. Casey acknowledged Mr. Berkman's remarks.

Mr. O'Donnell confirmed the cost of the Monroe-Woodbury installation and Mr. Casey repeated that there was no additional cost nor was additional personnel required.

Mr. O'Donnell stated that if they do hook up the new government center cameras to the 911 Center, the Village of Goshen Police Department would to be hooked in too and Mr. Casey stated okay.

Ms. Dauer and Mr. Worden presented the 2018 recommended Capital Plan for Orange County Community College.

Mr. Eachus moved to approve the 2018 recommended Capital Plan for Orange County Community College, seconded by Mr. Cheney.

Motion carried. All in favor.

Mrs. Slesinski presented the 2018 recommended budget for Consumer Affairs.

Mr. Eachus moved to approve the 2018 recommended budget for Consumer Affairs, seconded by Mr. Berkman.

Motion carried. All in favor.

Mrs. Wilson presented the 2018 recommended budget for the Youth Bureau.

Mr. Eachus moved to approve the 2018 recommended budget for the Youth Bureau seconded by Mr. Benton.

Motion carried. All in favor.

Mrs. Yaun presented the 2018 recommended budget for the Historian.

Mr. Eachus moved to approve the 2018 recommended budget for the Historian, seconded by Mr. Cheney.

Mr. Berkman moved to amend the 2018 recommended budget for the Historian by restoring the \$5,000 to line item 573820, Specialty Materials and increase county taxation, seconded by Mr. Benton.

Motion carried. All in favor of the budget as amended.

Mr. Benton moved to approve the request to authorize the County Executive to submit the Action Plan for FY-2018 to the Department of Housing and Urban Development (HUD) for the purposes of applying for and accepting federal funds for the HOME Investment Partnership Program (HOME), \$872,731.00, seconded by Mr. Berkman.

Motion carried. All in favor.

Mr. Eachus moved to approve the request to authorize the County Executive to submit the Action Plan for FY-2018 to the Department of Housing and Urban Development (HUD) for the purposes of applying for and accepting federal funds for the Community Development Block Grant Program (CDBG), \$1,534,709.00, seconded by Mr. Berkman.

Motion carried. All in favor.

Mr. Eachus moved to approve the request to authorize the County Executive to submit the Action Plan for FY-2018 to the Department of Housing and Urban Development (HUD) for the purposes of applying for and accepting federal funds for the Emergency Solutions Grant (ESG), \$136,520.00, seconded by Mr. Benton.

Mr. Mayfield presented the 2018 recommended budget for Community Development.

Mr. Benton moved to approve the 2018 recommended budget for Community Development, seconded by Mr. Eachus.

Motion carried. All in favor.

On the motion of Mr. Eachus, seconded by Mr. Cheney, the meeting adjourned at 5:18 p.m.

EXHIBIT 4

Economic Development Corp. actively markets the county

By TOM TOPOUSIS
Staff Writer

NEWBURGH — Recognizing a need to effectively market Orange County on an outreach basis, local business and government leaders got together last year and formed the Orange County Economic Development Corp.

The corporation's mission will be to go outside the county, and actively seek business and industry that can be wooed into relocating here, said Donna Cornell, vice chairman of OCEDC, and a former president of the Eastern Orange Chamber of Commerce.

"The Orange County Economic Development Corp. was begun when the county executive and other business leaders recognized a need within the county to market the county — to do a selling of the county — on an economic development basis," Cornell said.

A 14-member board of trustees was organized from both the public and private sector. The board has already hired a full-time economic developer, Herman Stine, previously with the Peach County, Ga., economic development office, Cornell said.

Cornell defined economic development as "anything that makes an area grow; some call it job creation."

Locally, the main thrust of the corporation's work will be to bring new industry into Orange County in an orderly manner, Cornell said. "We are going to develop actual marketing programs."

"There are businesses operating in the metropolitan area that pay \$45 per square foot in rent and high salaries," Cornell said. "We want to make connections with these companies and let them know that in Orange County, they can pay \$14 per square foot and find a more affordable labor market."

"We'll do that with a marketing brochure and we'll go into other areas with it," Cornell said.

Although there are organizations that currently seek to attract new business to the county, Cornell said

"Growth done properly can really enhance the quality of life."

- Donna Cornell



no organization has yet done an outreach program such as is planned for OCEDC. But, Cornell said OCEDC will work along with local chambers of commerce and municipal agencies to coordinate the efforts of existing groups.

Because of its location and proximity to New York City, Orange County will almost certainly grow in years to come with or without an economic development corporation. But, Cornell said, actively seeking business means the county will have a larger selection to choose from.

"When you have five prospects coming in, we can choose which one will go to areas best suited for the company and community," she said. "When you have only one company coming in, they can pretty much go where they want."

Cornell said OCEDC will approach the task of business recruitment in a series of three steps.

First, she said OCEDC will identify the county's assets that make it attractive to business. Second, she said the group will try and determine what types of companies want these particular assets. And third, Cornell said the economic developers will do active marketing for new business suited to the

county.

In today's business climate, Cornell said Orange County is especially attractive to companies with extensive back office operations, light manufacturing and warehouse operations.

"Growth done properly," Cornell said, "can really enhance the quality of life."

Members of the Economic Development Corp. board of directors are:

Chairman John Purcell, of Highland Telephone; Vice Chairman Donna Cornell, of Career Directions Inc.; Louis Heimbach, Orange County executive; Dave De Wilde, of Clemson Brothers; John Mack, president of Central Hudson Gas & Electric.

Jim Smith, president of Orange & Rockland Utilities; Dan Leo, of Dan Leo Insurance; John Szec, of the Times Herald Record; John Allen, president of Key Bank; Paul Engels, president of Norstar Bank; John Stone, of IBM at Sterling Forest; Peter Van Kleeck, of The Bank of New York; Al Favolino, chairman of the Orange County Legislature, and Art Anthonisen of the Orange Development Corp.

Title:

Founder recalls growing pains of now prestigious Partnership. Hudson Valley Business Journal, 10501096, 11/27/95 Supplement, Vol. 6, Issue 41

Database:

Regional Business News

HTML Full Text**FOUNDER RECALLS GROWING PAINS OF NOW PRESTIGIOUS PARTNERSHIP**

Tuxedo -- As former county executive, **now** Sterling Forest Corporation President Louis Heimbach reflected on the ten years since his vision led to the formation of the Orange County **Partnership**, he noted that if there had been cooperation between the two major chambers of commerce in Orange County, the local history of economic development might have been written far differently.

It was just over a decade ago that Heimbach grew impatient with the one-upsmanship between the then Middletown-based Orange County Chamber of Commerce and its Newburgh counter-part, the Eastern Orange County Chamber of Commerce, **now** the Chamber of Commerce Inc.

Both agencies had economic development divisions, but Heimbach believed that there was more competition than cooperation. So, Heimbach issued an ultimatum, that the officials of each agency would work diligently toward a merger or that Orange County would form its own quasi-government, but mostly private, economic development marketing and attraction arm.

After several months of discussion, the county executive concluded that the agencies were not near even combining economic development offices to work for the overall benefit of the county, let alone merging. He remembered that the chamber representatives often couldn't get beyond perceived or actual slights involving each other as a prelude to putting serious matters on the table.

Finally, Heimbach told chamber representatives they had wasted an opportunity and proceeded to find the seed money for a new organization which would eventually become known as the Orange County **Partnership**. Heimbach suspects chamber officials didn't really believe he would pull the plan off.

After getting the County Legislature to seed the project, Heimbach called in officials of major banks and utilities and asked them to make contributions of a few thousand dollars each to get the **Partnership** up and running.

Once they realized what was happening, according to Heimbach, chamber officials asked if they could sign on and have a representative on the **Partnership** board. Heimbach agreed, with the result that the then largest chambers in the county (the Tri-State Chamber of Commerce was the third) were each allowed one representative. In order to assure a domination by the private sector, Heimbach ruled that only two county government officials, the county executive and chairperson of the legislature, should have board seats. This policy remains in force to this day.

Armed with bank checks, which Heimbach said came in quickly, the newly formed **Partnership** Board of Directors began looking for a president to man the office, located in a sparse suite on Scotch-town Road in Goshen. They hired Herman Stein. And soon after events took a somewhat bizarre turn.

After working at the post for several months, Stein simply left his keys on the office desk one day and walked out the door without notifying Heimbach or the board that he was resigning. "That was it, he was just gone," Heimbach smiled and shook his head in amazement.

The search for a CEO began anew, with the eventual appointment of Michael DiTullo, who has been at the helm ever since. "After the months of frustration and battling entrenched positions that I finally grew tired of, and the to-this-day-unexplained departure of our first president, the **Partnership** turned into a very happy success story for all of us who care about the economic health of Orange County," Heimbach said.

DiTullo was introduced to the business community and media at a press conference in Newburgh. He was immediately asked, pointedly, how he felt about his chances of success, given that he could not count on cooperative support from the chambers.

DiTullo replied, just as pointedly, that his concern was to market Orange County, not get sucked into debates over turf and business politics that were of no concern to him.

As is often the case with long-tenured, high-profile personalities, DiTullo has become a magnet for some criticism over the years; Heimbach shows little patience for this.

"People sometimes wonder aloud about whether Mike really does all that he takes credit for," Heimbach observed. "That is altogether beside the point. The point is that, under Mike's leadership, the **Partnership** has quickly gone from virtually nowhere to becoming one of the most recognized and respected economic development agencies in the nation. It is lean and mean, mission-driven and results-oriented."

As for the future of the **Partnership**, Heimbach predicted that it will renew itself periodically, as all businesses and agencies must do, in order to be vigilant and remain on the cutting edge. The goals and missions may change somewhat, as evidenced by our recent internal retention and expansion effort, in association with Orange-Ulster BOCES."

After retiring from politics and remaining off the board for awhile, Heimbach has since returned in his capacity as president of Sterling Forest Corporation.

PHOTO (BLACK & WHITE): Louis Heimbach

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By Louis Heimbach



# EXHIBIT 5

**Orange County and Orange County IDA funding of Orange County Partnership Since Inception**

| <b>Year</b>  | <b>County Funding</b> | <b>Source</b>                | <b>IDA Funding</b> | <b>Source</b>                | <b>Total Funding</b> |
|--------------|-----------------------|------------------------------|--------------------|------------------------------|----------------------|
| 1985         | \$20,000              | Orange County Adopted Budget |                    |                              | \$20,000             |
| 1986         | \$70,000              | Orange County Adopted Budget |                    |                              | \$70,000             |
| 1987         | \$70,000              | Orange County Adopted Budget |                    |                              | \$70,000             |
| 1988         | \$52,000              | Orange County Adopted Budget |                    |                              | \$52,000             |
| 1989         | \$62,000              | Orange County Adopted Budget |                    |                              | \$62,000             |
| 1990         | \$67,500              | Orange County Adopted Budget |                    |                              | \$67,500             |
| 1991         | \$69,100              | Orange County Adopted Budget |                    |                              | \$69,100             |
| 1992         |                       |                              |                    |                              | \$0                  |
| 1993         | \$66,000              | Orange County Adopted Budget |                    |                              | \$66,000             |
| 1994         | \$66,000              | Orange County Adopted Budget |                    |                              | \$66,000             |
| 1995         | \$75,000              | Orange County Adopted Budget |                    |                              | \$75,000             |
| 1996         | \$75,000              | Orange County Adopted Budget |                    |                              | \$75,000             |
| 1997         | \$75,000              | Orange County Adopted Budget |                    |                              | \$75,000             |
| 1998         | \$150,000             | Orange County Adopted Budget |                    |                              | \$150,000            |
| 1999         | \$150,000             | Orange County Adopted Budget |                    |                              | \$150,000            |
| 2000         | \$150,000             | Orange County Adopted Budget |                    |                              | \$150,000            |
| 2001         | \$150,000             | Orange County Adopted Budget |                    |                              | \$150,000            |
| 2002         | \$175,000             | Orange County Adopted Budget |                    |                              | \$175,000            |
| 2003         | \$185,000             | Orange County Adopted Budget |                    |                              | \$185,000            |
| 2004         | \$175,000             | Orange County Adopted Budget |                    |                              | \$175,000            |
| 2005         | \$200,000             | Orange County Adopted Budget |                    |                              | \$200,000            |
| 2006         | \$200,000             | Orange County Adopted Budget | \$200,000          | OCP 990                      | \$400,000            |
| 2007         | \$200,000             | Orange County Adopted Budget | \$200,000          |                              | \$400,000            |
| 2008         | \$200,000             | Orange County Adopted Budget | \$225,000          | OCP 2008 Audit               | \$425,000            |
| 2009         | \$192,000             | Orange County Adopted Budget | \$200,000          | OCP 2009 Audit               | \$392,000            |
| 2010         | \$181,000             | Orange County Adopted Budget | \$210,000          | OCP 2010 Audit               | \$391,000            |
| 2011         | \$175,000             | Orange County Adopted Budget | \$200,000          | OCP 2011 990                 | \$375,000            |
| 2012         | \$170,000             | Orange County Adopted Budget | \$200,000          | OCP 2012 Audit               | \$370,000            |
| 2013         | \$170,000             | Orange County Adopted Budget | \$200,000          | OCP 2013 Audit               | \$370,000            |
| 2014         | \$170,000             | Orange County Adopted Budget | \$200,000          | OCP 2014 Audit               | \$370,000            |
| 2015         | \$153,000             | Orange County Adopted Budget | \$217,000          | OCP 2015 Audit               | \$370,000            |
| 2016         | \$153,000             | Orange County Adopted Budget | \$217,000          | OCP 2016 Audit               | \$370,000            |
| 2017         | \$153,000             | Orange County Adopted Budget | \$217,000          | OCP 2017 Audit               | \$370,000            |
| 2018         | \$0                   | Orange County Adopted Budget | \$0                | Orange County IDA 2018 Audit | \$0                  |
| <b>Total</b> | <b>\$4,219,600</b>    |                              | <b>\$2,486,000</b> |                              | <b>\$6,705,600</b>   |

## Orange County Partnership

### Timeline

#### **1981**

- i. Orange County Charter Amendment. LL. No. 1 of 1981, eff. March 9, 1981, changed the name of the "Department of Planning" to "Department of Planning and Economic Development."

#### **1983**

- i. Orange County Adopted Budget: Department of Planning and Economic Development
- ii. Orange County Charter Amendment. LL. No. 9 of 1983, eff. December 5, 1983, changed the name of "Department of Planning and Economic Development" to "Department of Planning and Development."

#### **1984**

- i. Orange County Adopted Budget: Department of Planning and Development

#### **1985**

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Industrial Development Promotion, \$20,000. Specialty Line Item: \$20,000.*

- ii. Orange County Economic Development Corporation d.b.a. Orange County Partnership COI filed with DOS, September 24, 1985.

#### **1986**

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Industrial Development Promotion, \$82,000. Specialty Line Item: \$70,000.*

- ii. The Evening News Focus, article, January 28, 1986, "Economic Development Corp. actively markets the county".  
*Recognizing a need to effectively market Orange County on an outreach basis, local business and government leaders got together last year and formed the Orange County Economic Development Corp.*  
*"The Orange County Economic Development Corp. was begun when the county executive and other business leaders recognized a need with the county to market the county – to do a selling of the county – on an economic development basis," Cornell said.*  
*A 14-member board of trustees was organized from both the public and private sector.*

#### **1987**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Industrial Development Promotion, \$79,000. Specialty Line Item: \$70,000.*

**1988**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Industrial Development Promotion, \$58,500. Specialty Line Item: \$52,000.*

**1989**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$67,500. Specialty Line Item: \$62,000.*

**1990**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$67,500. Specialty Line Item: \$67,500.*

Description: The Promotion of Industry appropriation represent the County's contribution to the Orange County Partnership. The Department of Planning administers this account.

**1991**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$69,100.*

**1993**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$66,000. Specialty Line Item: \$66,000*

**1994**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$66,000.*

**1995**

- i. Orange County Adopted Budget: Department of Planning and Development  
*Budget Unit: Promotion of Industry, \$75,000.*
- ii. "Founder recalls growing pains of now prestigious Partnership." Hudson Valley Business Journal, 11/27/95.

*Finally, Heimbach told chamber representatives they had wasted an opportunity and proceeded to find the seed money for a new organization which would eventually become known as the Orange County Partnership. Heimbach suspects chamber officials didn't really believe he would pull the plan off.*

*After getting the County Legislature to see the project, Heimbach called in officials of major banks and utilities and asked them to make contributions of a few thousand dollars each to the Partnership up and running.*

**1996**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$75,000.*

**1997**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$75,000.*

**1998**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$150,000.*

**1999**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$150,000.*

**2000**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$150,000.*

**2001**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$150,000.*

**2002**

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$175,000.*

- ii. Orange County Partnership incorporate Orange County Capital Development Corp. (OCCDC), August 2, 2002. OCCDC, an angel investment group and for-profit business corporation, operates as a subsidiary of OCP. The Orange County IDA, through its subsidiary OCCDC Fund #1, becomes a partner in OCCDC. This appears to be a joint venture of OCP and OCIDA.

**2003**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$185,000.*

**2004**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$175,000.*

**2005**

Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$200,000.*

**2006**

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$200,000.*

- ii. Orange County IDA contributed \$200,000.

**2007**

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$200,000.*

- ii. Orange County IDA contributed \$200,000.

**2008**

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$200,000.*

- ii. Orange County IDA contributed \$225,000.

**2009**

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$192,000.*

- ii. Orange County IDA contributed \$200,000.

- iii. Orange County IDA Meeting Minutes, November 18, 2009

[https://www.ocnyida.com/wp-content/uploads/IDA\\_Meeting\\_Minutes\\_11-18-09.pdf](https://www.ocnyida.com/wp-content/uploads/IDA_Meeting_Minutes_11-18-09.pdf)

*Presented was a Resolution approving IDA acquisition of Orange County Capital Development Corporation. **OCCDC is a NYS for-profit corporation, which is owned in full by Orange County Partnership; and Orange County Partnership has offered to transfer all OCCDC shares to this IDA, which has for the most part funded the OCCDC's operations and its OCCDC Fund #1.** The IDA Attorney has requested and reviewed corporate documents, the 2008 audited financial statement for OCCDC and Fund #1, and other information including a certificate from the*

*OCCDC Chairman, which indicate OCCDC can be acquired without impediment, including the OCCDC bank balance of approximately \$100,000 at Riverside Bank. OCCDC is the General Partner, and the IDA the Limited Partner, in OCCDC Fund #1, L.P., which owns one investment, specifically certain rights in New Hampton Technologies, LLC, (Roadlok), and also possesses approximately \$366,600 in cash or CD's at TD Bank and the Hudson Valley Credit Union. Now therefore be it resolved that this IDA shall acquire all shares of stock in OCCDC for no consideration; and that there is no intent to alter the OCCDC Fund #1 status at this time. The IDA Attorney may engage tax counsel to advise regarding the disposition of OCCDC Fund #1, L.P., being that the IDA will be in the position of General Partner and Limited Partner. Robert Armistead made a motion seconded by John Steinberg to approve Resolution as presented. Affirmative votes of all members present resulted in motion carried. **After the IDA meeting the President and CEO of Orange County Partnership, Maureen Halahan, signed over the 100 shares of OCCDC to Orange County IDA, and turned over corporate book and records. IDA now owns OCCDC.***

## 2010

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$181,000.*

- ii. Orange County IDA contributed \$210,000.

## 2011

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$175,000.*

- ii. Orange County IDA contributed \$200,000.

- iii. Orange County Partnership – Notes to Creation

The Partnership's 2011 Annual Report, titled "Orange County Partnership Office of Economic Development New York: Celebrating 25 Years of Economic Excellence", includes a tribute to Lou Heimbach, former Orange County Executive from 1978 -1989. This tribute provided the initial justification that the Partnership was affiliated, created and sponsored by Orange County. It states, "*Heimbach also realized that investment from the business community was critical if this new organization was to succeed. He assembled a team to help persuade the business community to invest in this new venture. He was certain he could get the County Legislature and Orange County IDA to match the private dollars they raised. **The strategy worked, the business community invested in the Partnership and the Legislature and the IDA provided the matching funds. With a framework in place and operating dollars secured, the Orange County Economic Development Corporation (dba Orange County Partnership) was incorporated on July 14, 1985.***"

# TRIBUTE TO

A MAN OF VISION.

*Lou Heimbach*

*"Your vision is unmatched and  
your legacy continues to soar."*

In 1984, then County Executive Lou Heimbach appreciated the potential of Orange County and realized that it lacked a cohesive economic development plan. Despite the fact that thirty-two different county organizations had the words "economic development" in their mission statement or charter, none were taking the lead. In fact, economic development was fragmented as municipalities, chambers and other agencies were competing for new business looking to locate in the county.

Heimbach had a vision for a comprehensive economic development plan that would be void of politics and managed by a new, independent organization that would market the entire county. He invited a group of prominent business leaders to meet with him and tasked them with the development of the framework for this new public/private partnership. Three in the group, Donna Cornell, David DeWilde and William Vacca, took the lead.

Heimbach also realized that investment from the business community was critical if this new organization was

to succeed. He assembled a team to help persuade the business community to invest in this new venture. He was certain he could get the County Legislature and the Orange County IDA to match the private dollars they raised. The strategy worked, the business community invested in the Partnership and the Legislature and the IDA provided the matching funds.

With a framework in place and operating dollars secured, the Orange County Economic Development Corporation (dba Orange County Partnership) was incorporated on July 14, 1985.

The next order of business was to find the right person to lead the Partnership. In the spring of 1986, Herman Stein from Peachtree, Georgia was recruited as the first president of the Orange County Partnership. Unfortunately, after three months, Mr. Stein returned to Georgia without explanation. Fortunately, a series of strong and effective leaders, with records of resounding success, have followed the man from Peachtree.

## 2012

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$170,000.*

- ii. Orange County IDA contributed \$200,000.

## 2013

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$170,000.*

- ii. Orange County IDA contributed \$200,000.

## 2014

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$170,000.*

- ii. Orange County IDA contributed \$200,000.

## 2015

- i. Orange County Adopted Budget: Department of Planning and Development

*Budget Unit: Promotion of Industry, \$153,000.*



- ii. Orange County IDA contributed \$217,000.

## 2016

- i. Orange County Adopted Budget: Department of Planning and Development  
*Budget Unit: Promotion of Industry, \$153,000.*
- ii. Orange County IDA contributed \$217,000.

## 2017

- i. Orange County Adopted Budget: Department of Planning and Development  
*Budget Unit: Promotion of Industry, \$153,000.*
- ii. Orange County IDA contributed \$217,000.
- iii. Filed COI to officially change name from *Orange County Economic Development Corporation* to *Orange County Partnership, Inc.*
- iv. Orange County Statutory Committee: Education and Economic Development

**Meeting minutes, October 20, 2017:** Discussion of moving FY2018 budget line item for OCP to contingency until lawsuit is settled with ABO.

<https://www.orangecountygov.com/AgendaCenter/ViewFile/Minutes/10202017-379>

Mr. O'Donnell moved to amend the 2018 recommended budget for Orange County Partnership by moving \$153,000 from Specialty Payments, line item 576820, into contingency, seconded by Mr. Berkman. Motion carried. All in favor of the budget as amended with the exception of Mr. Dillard and Mr. Eachus who voted against and Mr. Vero who was not present yet.

## 2018

Orange County Adopted Budget: Department of Planning and Development

*Meeting minutes not posted on Orange County website.*

## 2019

- i. **Legislative Manual for Orange County**, as of 04/30/2019

### Statutory Committee and Function

*Education and Economic Development* p. IV-10

The functions of the *Statutory Committee on Education and Economic Development* shall, but not by way of limitation include the following:

- a) To exercise legislative oversight for compliance with legislative intent on all County government departments, agencies, units and well as advisory citizen boards and commissions ***rendering education and economic development services*** for the well-being and/or convenience of the County and its residents, including...***Orange County Partnership...***
- b) To exercise legislative oversight on all contracts between the College (OCCC) and the above departments, agencies, units, boards and entities, etc., and any person, institution or unit of government.
- c) To recommend legislative policy toward other jurisdictions providing the foregoing services, and oversee legislative intent thereon;
- d) To initiate and recommend legislative policy including provision for compliance through ***legislative oversight on activities concerning educational and economic programs and services sponsored by the County government or supported by County funds.***

ii. Orange County Statutory Committee: Education and Economic Development

**Meeting minutes, January 25, 2019**

<https://www.orangecountygov.com/AgendaCenter/ViewFile/Minutes/ 01252019-1099>

Ms. Halahan explained that 17 Forward 86 is a coalition that represents a diverse interest of stakeholders in Orange and Sullivan county who understand that expanding Route 17 is vital to quality of life and economic well-being of the Hudson Valley. The proposed expansion of Route 17 will strengthen the regions economy by improving access for tourists and businesses while enhancing commuter safety and reducing environmental damage from vehicular emissions caused by idling motorists. With the population growth and retention of companies that are already here, it is important to make sure this corridor is ready for future development. The funding that they are asking for on the 17 Forward 86 is in excess of the normal annual allocation for transportation funds. The next five year infrastructure plan will be \$150 billion and this is \$50 billion more than the current plan reflects. She stated that when they were awarded the \$5 million it was Senator Bonacic, Assemblywoman Gunther, and Assemblyman Skoufis who wrote to the Governor Cuomo requesting that funding be included in this project. With the strength of the county Legislature they need to work together and be proactive and make this project a top priority in Albany. **She would like the support of the Legislature to move this forward.**

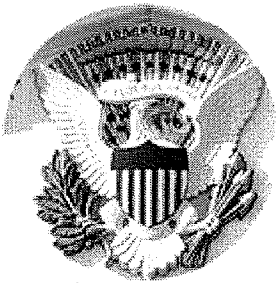
# EXHIBIT 6

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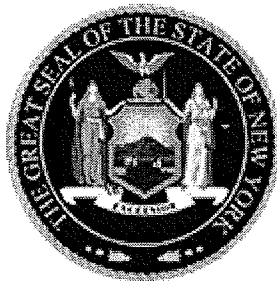
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### Incentives

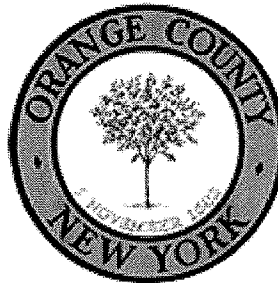
As the costs associated with development projects continue to rise, many projects large and small simply would not happen without financial assistance. The Partnership is here to guide you through the wide range of economic development incentives available through Orange County and through our state, federal and utility partners. Click on the buttons below to learn more and contact us to get the application process started.



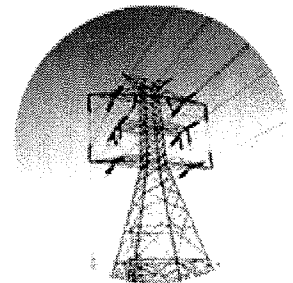
Federal Incentives



New York State Incentives



Orange County Incentives



Utility Incentives

Companies that have come and grown in Orange County  
through our incentives programs



Call us for more information on available incentives to offset your project's cost.

40 Matthews Street, Suite 108 Goshen NY,  
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# Federal Assistance, Local Impact

## U.S. Incentives Can Soften Your Landing in Orange County

### Federal Incentive - Foreign Trade-Zone Program



Orange County, NY is host to Foreign Trade Zone #37

**What is a Foreign-Trade Zone Program?** The Foreign-Trade Zone Program was established by Congress under the FTZ Act of 1934. Its purpose is to “expedite and encourage foreign commerce” with the intent to stimulate international trade while creating jobs and investment in the United States. Approval for participation in the Foreign Trade-Zone Program affords the user an exemption to the tariff schedule of the United States, allowing the deferral, reduction or elimination of duties paid on imported materials and goods in exchange for sustained or increased jobs and investment in the U.S.

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# Save Money for Your Business Through New York State's Incentive Program

## New York State Tax Incentives and Tax Credits

### New York is Open for Business

As part of Governor Cuomo's transformative plan to improve the state's economic development model, a NYS Consolidated Funding Application (CFA) has been created that will streamline and expedite the grant application process. The CFA process marks a fundamental shift in the way state resources are allocated, ensuring less bureaucracy and greater efficiency to fulfill local economic development needs.

### The CFA and New York State Tax Credits and Incentives

Utilizing the CFA serving as the single entry point for access to economic development funding, applicants will no longer have to slowly navigate multiple agencies and sources without any mechanism for coordination. Now, economic development projects will use the CFA as a support mechanism to access multiple state funding sources through one application, making the process quicker, easier, and more productive.

### Examples of New York State Incentive Programs and Grants:

- Excelsior Jobs Program
- Manufacturing Assistance Program
- NYSERDA Energy Programs
- JOBS Now Program
- Job Development Authority Program (JDA)
- Linked Deposit Program



The programs listed above will give you access to tax credits, loans and grants administered through New York State Economic Development. Awards are based on job creation and capital investment.



Call us for more information on saving money through NYS incentive programs

40 Matthews Street, Suite 108 Goshen NY,  
10924 | Phone: 845.294.2323

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# Providing the Tools for Your Company's Success Here in Orange County

## Orange County, NY Industrial Development Agency



### Real Property Tax Abatement

The Orange County IDA offers real property tax abatements in enhancements to a property that result in an increase in the property assessment by the taxing jurisdiction (County, Village and School District). The IDA PILOT (Payment In Lieu of Taxes) consists of an agreed- upon percentage of the improvements that would be otherwise due on the property if the project was completed without IDA tax abatements. The IDA offers a 10-year and 15-year PILOT. The 10-and 15-year PILOT is awarded on a case-by-case basis and projects are subject to eligibility requirements.

### Mortgage Recording Tax Exemption

Any mortgage filed with respect to an agency (IDA) sponsored project is exempt from the 1.05% New York State mortgage recording tax.

### Sales Tax Exemption

The IDA can offer exemptions from sales tax on the materials purchased during construction of a project and for the equipment purchased for a project.

Call us for more information on saving money through Orange County incentive programs

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# **EXHIBIT 6-A**



## MISSION STATEMENT

The Alliance for Balanced Growth supports economic growth while maintaining a high quality of life and providing a forum to address and develop a unified voice on issues of mutual interest and advocating for balanced growth. It is a standing committee of the Orange County Partnership whose members are actively involved in creating industrial and office development.

ORANGE COUNTY NEW YORK

February 20, 2014

Commissioner Joe Martens  
New York State Department of Environmental Conservation  
625 Broadway – 14<sup>th</sup> Floor  
Albany, NY 12233-1010

Re: Comments on the Draft Northern Cricket Frog Recovery Plan

Dear Commissioner Martens:

We write to provide you with our concerns regarding the Department's Draft Northern Cricket Frog Recovery Plan (the "Recovery Plan"). The Alliance for Balanced Growth (ABG) is a standing committee of the Orange County Partnership (OCP). The ABG's mission is to support balanced, sustainable economic growth while concurrently promoting a high quality of life for Orange County residents. Both the OCP and ABG closely monitor environmental regulation issues, and we have serious concerns regarding the Recovery Plan.

We enclose the comments of Steven T. Esposito, RLA, of Esposito & Associates. Esposito & Associates have worked with the Department in developing work plans and/or obtaining "take" permits which mitigated potential impacts to the Northern Cricket Frog ("NCF") within the Glenmere Lake Watershed, and as a result, their comments are based on actual NCF field and permitting experience. One of their key recommendations is that the Department undertake a pilot program to determine whether the NCF repopulate potential habitat before implementing a Recovery Plan that mandates the preservation of wide areas around such potential habitat with little or no understanding whether such efforts will actually promote the recovery of the species. We fully endorse this recommendation, as well as Mr. Esposito's other comments.

We further believe that the Recovery Plan is fundamentally flawed, for the following reasons:

- First: The reason that NCF are rare in New York is because New York obviously is at the end of the range for suitable NCF habitat. NCF are plentiful elsewhere throughout their range. Thus, the Department presumes that recovery is possible, when nature appears to dictate otherwise.
- Second: The Department acknowledges that it cannot quantify let alone account for the apparent historical decline of NCF in New York, and yet it offers to impose a Recovery Plan when the problem itself is not understood.
- Third: The Recovery Plan completely fails to acknowledge that the potential habitat areas and the surrounding uplands are currently utilized for residential, commercial and agricultural uses.

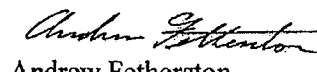
The Recovery Plan offers no suggestion that those existing and future uses of property can or will be balanced with the Department's stated goal of recovery for the NCF. On this point, we note that the Department served on the advisory committee for the 2012 Glenmere Lake Watershed Protection Plan -- which plan acknowledged the importance of NCF habitat in the context of other land uses -- yet failed to even mention the Watershed Protection Plan. The Watershed Protection Plan had the laudable goals of maintaining "sufficient health and quantity of natural habitats to support recreational activities and wildlife, including game, rare and endangered species, and common species," yet also supported, sustainable development within the watershed that does not compromise the other objectives". Watershed Protection Plan at ES-i. We suggest that any final Recovery Plan incorporate these goals.

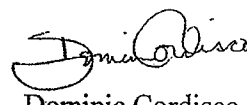
We also note that the Department's authority to implement recovery plans stems solely from the 2010 Part 182 regulation amendments. The 2010 Part 182 regulations constituted a significant shift from the Department's statutory authority for the protection of endangered species to the enhancement of endangered species, as embodied not in the concept of species "recovery", but also in the permitting standard of "net conservation benefit". This shift to enhancement has no statutory support within the State Endangered Species Act, which only authorized NYSDEC to "promulgate regulations to the taking, importation, transportation, possession or sale of any species of special concern as the department deems necessary for the proper protection of such species." ECL § 11-0535(3) (emphasis supplied). Enhancement, as embodied within the concepts of species recovery and the net conservation benefit requirement, is a standard well beyond protection. The Recovery Plan is obviously intended to further the NYSDEC's goal of restoring endangered species, which is not a goal expressed in the statute. Clearly, as an administrative body, NYSDEC cannot create rules that substantially increase its regulatory authority absent an act of the Legislature. See, e.g., Finger Lakes Racing Assn. v. New York State Racing & Wagering Bd., 45 N.Y.2d 471 (1978); see also Matter of Consolidated Edison Co. v. NYSDEC, 71 N.Y.2d 186 (1988). The Desmond-Americana v. Jorling, 143 Misc.2d 711 (Albany Co. 1989); Matter of Levine v. Whalen, 39 N.Y.2d 510 (1976); Matter of City of New York v. State of New York Commn. on Cable Tel., 47 N.Y.2d 89 (1979); Matter of City of Utica v. Water Pollution Control Bd., 5 N.Y.2d 164 (1959). Given this context, we question the Department's rationale to impose a flawed Recovery Plan that will affect broad swaths of property without any legislative mandate to do so.

Thank you for the opportunity to submit these comments. We ask that the Department withdraw the NCF Recovery Plan. In its stead, a pilot program for NCF recovery would make more sense than imposing a plan that appears flawed in its inception as well as its likelihood of success.

Respectfully Submitted,

  
John Lavelle  
Co-Chair

  
Andrew Fetherston  
Co-Chair

  
Dominic Cordisco  
Co-Chair

cc:

Region 3 Regional Director Martin Brand  
Region 3 Biologist Gregg Kenney  
Region 3 Natural Resources Coordinator Bill Rudge  
Hon. Senator William J. Larkin  
Hon. Senator John J. Bonacic  
Orange County Executive Steven M. Neuhaus  
Executive Director Maureen Halahan, Orange County Partnership  
Supervisor Michael Sweeton, Town of Warwick  
Supervisor Alex Jamieson, Town of Chester  
Mayor Jim Pawliczek Sr., Village of Florida

# Quick Facts

***"[The Scaffold Law] imposes liability even on contractors and owners who had nothing to do with the plaintiff's accident"***

***- Court of Appeals Judge Robert Smith<sup>1</sup>***

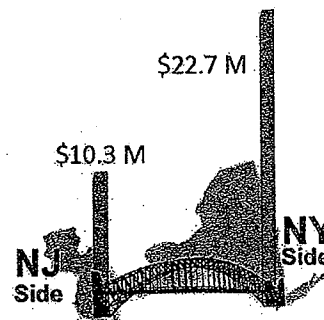
## **WHAT IS IT?**

The Scaffold Law, (Labor Law 240/241) was first enacted in the late 19th century. It holds property owners, employers, and contractors **ABSOLUTELY LIABLE** for 'gravity related' injuries that happen on the job. That means there is virtually no defense from a lawsuit, even if the worker's gross negligence contributed to the accident. Even parties that had no supervisory control over the work are held liable. **New York is the only state that still keeps this law on the books.<sup>2</sup>**

## **THE SCAFFOLD LAW COSTS TAXPAYERS:**

- The Scaffold Law costs taxpayers \$785 million annually.<sup>3</sup>
- Local governments pay higher costs for capital projects, whether the work is done directly or through private contractors. For example, liability costs on one joint NY-NJ bridge projects are more than double on the NY side. (see graph at right)
- More than half of the top 30 highest settlements resulted from Scaffold Law claims, and of those, 25% were against public entities.<sup>4</sup>
- The Scaffold Law is estimated to add \$200 – \$400 million in additional costs to the construction of the new Tappan Zee Bridge.<sup>5</sup>

**Average Incurred Claim Costs  
NY-NJ Joint Bridge Projects**



Source: Port Authority of NY and NJ

## **THE SCAFFOLD LAW HURTS SCHOOLS:**

- The New York School Boards Association estimates the Scaffold Law costs schools \$200M annually.
- In 2013, the New York School Construction Authority (SCA) was nearly unable to get insurance for its \$2 billion capital program, despite an excellent safety record. The new insurance costs are \$240M for 2014, nearly triple that of the previous year, and no guarantee of coverage after 2014.<sup>6</sup>
- The SCA's increased insurance costs are equivalent to 8-10 new schools over a 3 year period.<sup>7</sup> Currently, there is a shortage of nearly 50,000 pre-K seats in NYC.<sup>8</sup>
- Higher insurance costs for the SCA jeopardize the future of their Owner-Controlled Insurance Program, which provides insurance to over 800 M/WBE firms. Without this program, hundreds of M/WBEs may be put out of business.
- The highest Scaffold Law settlement in 2012, \$15 million, was against a school district (*Jamindar v. Uniondale Union Free School District*).<sup>9</sup>



## THE SCAFFOLD LAW INCREASES CONSTRUCTION COSTS:

- The number of Scaffold Law cases has increased 500% since 1990, even though the rate of injury has decreased.<sup>10</sup>
- New York's general liability insurance costs, the highest in the nation for construction, are directly correlated to the Scaffold Law,<sup>11</sup> and the number of carriers that write general liability policies in New York is declining.<sup>12</sup>
- The Scaffold Law costs the private sector an estimated \$1.49 billion annually.<sup>13</sup>
- When the Trial Lawyers tried to reinstate the Scaffold Law in IL after it was repealed, labor unions refused to back the effort because they did not want to hurt the industry.<sup>14</sup>

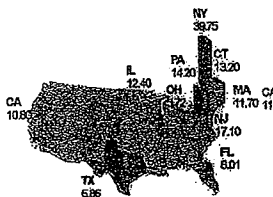
## THE SCAFFOLD LAW HURTS WORKERS:

- The Scaffold Law is associated with an estimated 677 additional construction injuries each year.<sup>15</sup>
- Reforming the Scaffold Law would create over 27,000 jobs in the construction industry.<sup>16</sup>

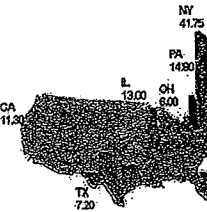
### **NEW YORK'S INSURANCE CRISIS**

Scaffold Law lawsuits have driven insurance losses through the roof, resulting in higher premiums, more coverage exemptions, and fewer carriers in the market. These maps show NY costs versus other states.

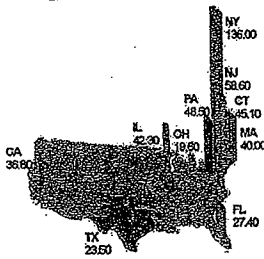
ISO Base Loss Costs, 2012  
Concrete Construction



ISO Base Loss Costs, 2012  
Structural Metal Construction



ISO Base Loss Costs, 2012  
Bridge/Elevated Highway Construction



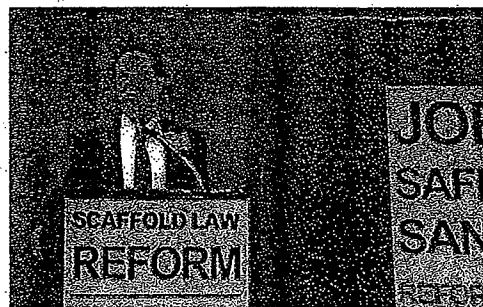
### Sources:

- <sup>1</sup> Judge Smith, Robert. Opinion in *Dahar v. Holland Ladder & Manufacturing Company*, No. 23, NYLJ 1202543033849, at \*1 (Court. of Appeals., Decided February 21, 2012)
- <sup>2</sup> Hattery, M, Geddes, R, and Kay, M. "The Costs of Labor Law 240 on New York's Economy and Public Infrastructure." Rockefeller Institute of Government. 2013.
- <sup>3</sup> *ibid.*
- <sup>4</sup> "Top New York Settlements 2012." *ALM VerdictSearch*.
- <sup>5</sup> Chaban, Matt. "Builders, Insurers Stepping up Effort to Dismantle Scaffold Law." *Crain's New York Business*. 17 March, 2013
- <sup>6</sup> Gieger, Dan. "School Construction Authority Hit With Huge Bill." *Crain's New York*.
- <sup>7</sup> Office of NYC Public Advocate Bill de Blasio. "The Pre-K Crunch: How NYC Parents Struggle to Find Pre-Kindergarten Slots." 2013.
- <sup>8</sup> Gieger, Dan. "School Construction Authority Hit With Huge Bill." *Crain's New York*.
- <sup>9</sup> "Top New York Settlements 2012." *ALM VerdictSearch*.
- <sup>10</sup> Google Scholar search of NYS Labor Law 240 citations.
- <sup>11</sup> Geddes, Richard. "Memo: Labor Law 240 and Loss Costs." Cornell University. 2014.
- <sup>12</sup> Green, Meg. "Mass Withdrawal of Construction Liability Writers in NY Traced Back to Scaffold Law." *AM Best*. 03 October, 2012.
- <sup>13</sup> Hattery, M, Geddes, R, and Kay, M. "The Costs of Labor Law 240 on New York's Economy and Public Infrastructure." Rockefeller Institute of Government. 2013.
- <sup>14</sup> Roder, David. "Labor Leader: Scaffold Law More Important to Lawyers than Unions." *Chicago Sun-Times*. 20 December 2002.
- <sup>15</sup> Hattery, M, Geddes, R, and Kay, M. "The Costs of Labor Law 240 on New York's Economy and Public Infrastructure." Rockefeller Institute of Government. 2013.
- <sup>16</sup> *ibid.*

# SCAFFOLD LAW REFORM

---

## DAY AT THE CAPITOL



## FEBRUARY 10, 2015

*On Tuesday, February 10th, advocates from across the state will meet at the state capitol in Albany to urge elected officials to reform the antiquated Scaffold Law.*

**TIME:** 8:30 AM -2:00 PM

**LOCATION:** Meeting Room 4, Empire State Plaza

**COST:** Free, guests welcome

**TO REGISTER:** [www.scaffoldlaw.org](http://www.scaffoldlaw.org)

## WWW.SCAFFOLDLAW.ORG



# *Investing in our Future*



The Orange County Partnership, Sullivan County Partnership and the Orange County Citizens Foundation joined forces in 2017 to create the Route 17 Transportation and Traffic Alleviation Plan (TTAP). This coalition was formed to support needed improvements to the Route 17 Corridor in the two counties. Members of the TTAP recognize that infrastructure investments are critical in order for the region's unprecedented economic growth to continue, so they set out on a mission to move this issue to the front burner of official state business through an intense outreach program.

Their efforts in securing funding for the first phase of the project were successful as the New York State Department of Transportation has committed to provide "up to \$5 million to advance environmental and design activities related to the construction of a third travel lane along Route 17 Corridor in Orange and Sullivan Counties."

There is still much work to be done, but the coalition is confident as they forge ahead in the pursuit of their ultimate goal of securing additional funds to improve and expand this vital corridor. Stay tuned for further developments!

## *Confidence in Orange County, NY* **SPEC DEVELOPMENT IS ON THE RISE!**

### ***Highlights in Progress:***

54 TURNER DRIVE  
TOWN OF WALLKILL  
55,000 SF Industrial Building

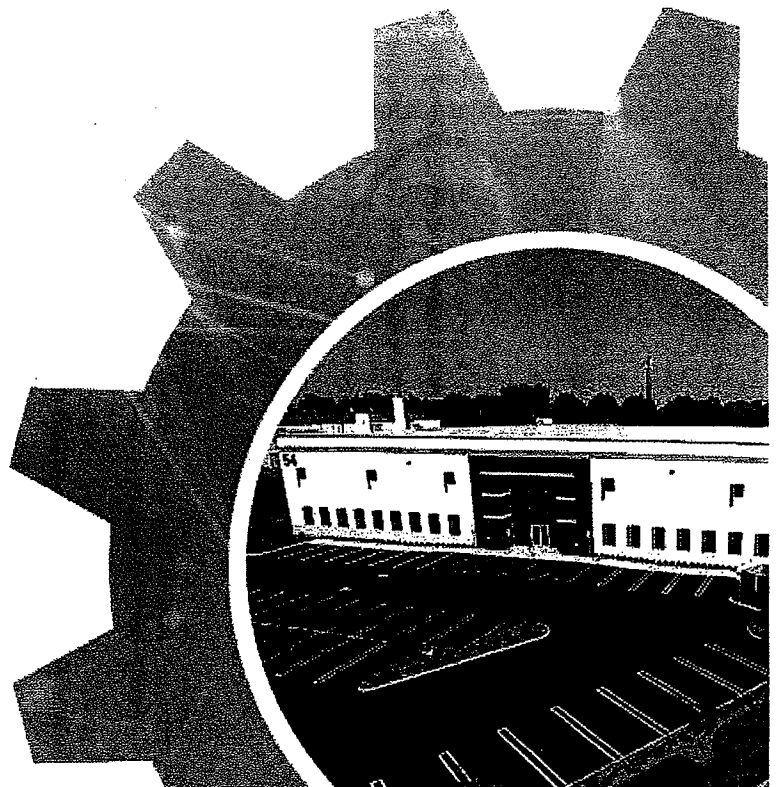
17 CANNON HILL DRIVE  
TOWN OF GOSHEN  
60,000 SF Industrial Flex Space

MATRIX DEVELOPMENT  
TOWN OF WAWAYANDA  
241,800 SF Industrial Flex Space.

BLUEWATER INDUSTRIAL PARTNERS  
TOWN OF MONTGOMERY  
1,000,000+ SF Warehouse

NATIONAL REALTY DEVELOPMENT  
TOWN OF MONTGOMERY  
312,500 SF Warehouse

NATIONAL REALTY DEVELOPMENT  
TOWN OF GOSHEN  
110,000+ SF Flex Building at the  
Oxford Commerce Center



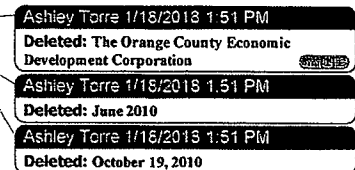
# EXHIBIT 7



**By-Laws of**  
**Orange County Partnership Inc.**  
**As Amended and adopted December 5, 2017**

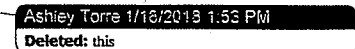
**ARTICLE I – OFFICES**

The Principal Office of the Orange County Partnership Inc. ("the Corporation") shall be in the Village of Goshen, Town of Goshen, Orange County, State of New York.

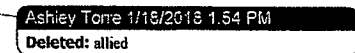
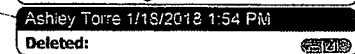
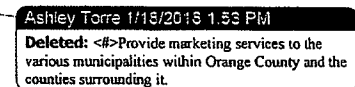


**ARTICLE II - PURPOSES**

The purposes for which the Corporation has been organized are to act in a responsible and legal manner to:



1. Promote private business development in Orange County.
2. Provide contractual marketing services to private businesses and municipal entities within Orange County.
3. Engage in studies, research and similar activities to aid private business development in Orange County.
4. Supply timely information to private business or economic development groups and to the general public with respect to the economic and orderly development of Orange County.
5. Collaborate with federal, state, county and municipal governments and their agencies to foster economic development in Orange County.
6. Collaborate with trade associations and Chambers of Commerce to bring about the aforesaid purposes.
7. Conduct business development activities, including advertising and publicity.



### ARTICLE III - QUALIFICATION FOR MEMBERSHIP

Membership shall be open to Individuals, Companies, Private Corporations, and other Private Entities who become investors in, and support the objectives and programs of the Corporation. Membership does not include voting rights as to the governance, selection of Officers and board members, and setting of policy or its implementation by the Corporation.

Ashley Torre 1/18/2018 1:55 PM  
Deleted: as well as Public Entities

### ARTICLE IV – DIRECTORS

#### **1. MANAGEMENT OF THE CORPORATION**

The affairs of the Corporation shall be governed by the Board of Directors (hereinafter sometimes referred to as the Board). The Board shall set policy and procedures and shall oversee the distribution of the Corporation's funds.

#### **2. NOMINATION OF DIRECTORS AND OFFICERS**

The Governance Committee shall also serve as a nominating Committee and shall provide the Board with a slate of qualified candidates for the Board of Directors and for officers of that Board. Such candidates will be presented to the Board at the meeting immediately prior to the Annual Meeting of the Corporation.

Individuals who hold any elected or appointed federal, state, county or municipal government office or position shall be ineligible to be a candidate for the Board of Directors.

#### **3. ELECTION AND TERM OF DIRECTORS**

At each Annual Meeting of the Corporation, the Board shall elect Directors to hold office. All elected Directors shall serve three - year terms, except as noted in Article IV, section 6.

Ashley Torre 1/18/2018 1:56 PM  
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No Director shall serve more than two consecutive terms, exclusive of the time served as an Officer or filling the unexpired term of another Director. After serving two consecutive terms, members will not be eligible to stand for election until at least one year has elapsed.

A Director must have at least 66% attendance at Board Meetings during his or her initial term in order to be renominated for an additional term. Based on a Director's overall participation and involvement, the Executive Committee can make exceptions to this requirement. No substitute representation of Directors shall be allowed at meetings.

Ashley Torre 1/18/2018 1:56 PM  
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#### **4. ELECTION OF DIRECTOR EMERITUS**

Director Emeritus is an honorary title given to an individual who has served at least two consecutive terms as an Officer and/or Director and who has contributed significantly to the growth and success of the Corporation.

Ashley Torre 1/18/2018 1:56 PM  
Deleted: , except for the Orange County Executive and the Chair of the Orange County Legislature

Ashley Torre 1/18/2018 1:57 PM  
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The nomination of a Director Emeritus shall be made by a Director and seconded by another Director at a regular Board Meeting. The election of a Director Emeritus shall take place at the next regular Board Meeting with all Directors voting, whether in attendance or by call-in, with the exception of the nominee. A Director Emeritus serves for three years. Every year, the Nominating Committee shall review and make nominations to the full Board for individuals they wish to appoint or re-appoint as Director Emeriti. The selection will then be put to a vote before the full Board.

Ashley Torre 1/18/2018 1:57 PM  
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A Director Emeritus has no formal responsibilities on the Board but will be included in social events and be kept on the Board mailing lists. From time to time the Chairperson or the Executive Committee may appoint a Director Emeritus to serve on a standing or special Committee. While serving on that Committee, the Director Emeritus shall be a non-voting member of the Board.

**5. ~~RESERVED~~**

Ashley Torre 1/18/2018 1:59 PM  
Deleted: EX-OFFICIO DIRECTORS

**6. INCREASE OR DECREASE IN NUMBERS OF DIRECTORS**

The number of Directors, exclusive of Director Emeriti, may be increased or decreased by vote of the majority of all the Directors. There shall be a minimum of 20 Directors with a maximum of 30 Directors.

Ashley Torre 1/18/2018 1:59 PM  
Deleted: and Ex-Officio Directors

**7. VACANCIES**

Vacancies occurring on the Board for any reason may be filled by a vote of the majority of the Directors then in office and in attendance at the meeting.

A Director elected to fill a vacancy shall be elected to hold office for the unexpired term of his or her predecessor.

**8. RESIGNATION**

A Director may resign at any time by giving written notice to the Board. Any Director who is elected or appointed to any federal, state, county or municipal office or position shall resign from the Board at least 30 days prior to the effective date of such office or position or, in the absence of such resignation, be removed by a vote of a majority of the Directors then in office. In the event such resignation or removal has not occurred prior to the date that such election or appointment becomes effective, then the Director shall be deemed removed on the date that such office or position becomes effective. In the event that a resignation of a member of the Executive Committee takes place, the Officer that would be next in line according to the succession plan stipulated in Article IV, Section 15 of this document shall be used in determining the person to fill that vacancy. A Nominating Committee meeting shall be convened within a reasonable time period. The purpose of that Nominating Committee meeting will be to discuss nominees to be presented to the Executive Committee for review. The



Nominating Committee will present a report to the Board with a recommendation to fill the vacancy.

#### **9. QUORUM OF DIRECTORS**

A majority of voting Directors shall constitute a quorum for the transaction of business of the Board of Directors at any legally convened meeting.

#### **10. ACTION OF THE BOARD**

A vote by the majority of the Directors present at a Board Meeting, if a quorum is present at that time, shall constitute an official act of the Board. Each Director present shall have one vote.

#### **11. BOARD MEETINGS**

The Board may hold its meetings at such places, dates and times as it may from time to time determine. Directors will receive notice of place and time of Regular Board Meetings at least 7 days prior to the meeting. Robert's Rules of Order shall be the procedural guide by which all meetings shall be conducted.

#### **12. SPECIAL MEETING**

Special Meetings of the Corporation may be called by a) the Chairperson or b) by written request of two Directors of the Board. Directors will receive notification at least three days in advance of a special meeting. Such notification shall include the location of the Special Meeting.

#### **13. ORDER OF BUSINESS**

The order of business at all meetings shall be fixed by the Chairperson.

#### **14. CONDUCT OF MEETINGS**

The Chairperson shall preside at all meetings of the Board of Directors. In the absence of the Chairperson, the Vice Chairperson or the Second Vice Chairperson (in that order) shall preside.

#### **15. EXECUTIVE COMMITTEE AND OFFICERS**

The Executive Committee shall be made up of the Chairperson, Vice Chairperson, Second Vice Chairperson, Secretary, Treasurer and the Immediate Past Chairperson. The Chairperson may appoint additional members of the Executive Committee with the approval of the Board. Officers of the Board will be elected for a two year term at the Annual Meeting of the Corporation. Succession of Officers shall be in the order as shown in this item of Article IV.

The responsibilities of the Executive Committee include, but are not limited to, hiring, termination, evaluation and compensation of the Chief Executive Officer.

All Committee reports shall be forwarded to the Executive Committee for review by the Executive Committee and such action as the Executive Committee shall deem appropriate.

#### 16. GOVERNANCE COMMITTEE

The Governance Committee shall be made up of a minimum of three Board members whose function is to evaluate and make recommendations regarding the By-laws and the rules and regulations of the Corporation. This Committee shall also serve as the Nominating Committee. The Nominating Committee will also include the immediate past Chairperson.

Ashley Torre 1/18/2018 2:01 PM  
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#### 17. FINANCE COMMITTEE

Shall be made up of a minimum of three Board members with the responsibility to select the audit firm; to review and respond to the audited financial statements and related issues; to provide the oversight for the creation and approval of the annual budget; and to address required financial issues.

#### 18. OTHER COMMITTEES

The Chairperson, with the approval of the Board, may establish Committees to perform such duties, as from time-to-time may be required. Each such Committee shall serve at the pleasure of the Chairperson.

#### 19. ALLOWABLE METHODS OF VOTING

All legally generated votes may be submitted in person by voice, show of hands, or paper ballot, or other than in person by way of teleconference or videoconference as permitted under State law. Notice of a pending vote shall be given within a reasonable amount of time.

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### ARTICLE V - ALLIANCE FOR BALANCED GROWTH COMMITTEE

Alliance for Balanced Growth Committee - The Alliance for Balanced Growth is a Committee whose members make up a cooperative effort among area developers, landowners, commercial real estate professionals, engineers, land-use attorneys, construction services and the Partnership. The goal of this Committee has been to educate the public on the business and land-use planning advantages of commercial development and to learn cooperatively about issues they face.

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Deleted: Their mission is straightforward - to present a strong, unified voice for responsible development in Orange County.

### ARTICLE VI - OFFICERS

#### 1. OFFICERS, ELECTION, TERM

The Board may elect a Chairperson, Vice Chairperson, Second Vice Chairperson, Secretary and Treasurer, who shall have such duties, powers, and functions as hereafter provided. The Immediate Past Chairperson shall serve as an Officer. All

Officers shall be elected to hold office until the meeting of the Board following the Annual Meeting.

**2. CHAIRPERSON OF THE BOARD**

The Chairperson of the Board shall preside at all Board meetings. The Chairperson shall appoint Board Members to Committees and shall appoint the Committee Chairs, except for the appointment of the Members and the Chair of the Alliance for Balanced Growth Committee.

**3. VICE-CHAIRPERSON**

The Vice Chairperson shall perform all duties incumbent upon the Chairperson during the absence of the Chairperson.

**4. SECOND VICE-CHAIRPERSON**

The Second Vice-Chairperson shall perform all duties incumbent upon the Chairperson during the absence of both the Chairperson and Vice-Chairperson.

**5. IMMEDIATE PAST CHAIRPERSON**

The Immediate Past Chairperson shall perform all duties incumbent upon the Chairperson during the absence of the Chairperson, Vice Chairperson and 2<sup>nd</sup> Vice Chairperson.

**6. SECRETARY**

The Secretary shall record all transactions of the Board at legally convened meetings. The Secretary shall be authorized to execute such documents as may be appropriate and as shall be authorized by the Board.

**7. TREASURER**

The Treasurer shall direct the preparation of all financial documents legally approved by the Board. The Treasurer be authorized to execute such documents as may be appropriate and as shall be authorized by the Board.

**ARTICLE VII- PRESIDENT**

The Board shall appoint a President. The President shall serve as the Chief Executive and Administrative Officer of the Corporation.

**ARTICLE VI II- SEAL**

The seal of the Corporation shall be as follows:



#### **ARTICLE IX - CONSTRUCTION**

If there be any conflict between the provisions of the Certificate of Incorporation and these By-Laws, the provisions of the Certificate of Incorporation shall govern.

#### **ARTICLE X - BUDGETS AND FISCAL YEAR**

It is the duty of the President to cause a proposed budget to be submitted annually to the Board for review and consideration.

The Board may make any changes to the proposed budget that the Board considers necessary and appropriate.

#### **ARTICLE XI- DISBURSEMENTS**

The Board shall cause to be established a system regarding the manner in which disbursements for expenses are authorized.

For Board approved budget items approval by the President is required in order to make disbursements from the Corporation's accounts. **All checks shall require two signatories.**

#### **ARTICLE XII - AMENDMENTS OF BY-LAWS**

These By-Laws may be amended at any Regular Meeting of the Board by a two-thirds vote of the Board, providing that the amendment has been submitted in writing to the Board and distributed to all Board Members at the previous Regular Meeting.

NOTE: Robert's Rules of Order (Tenth Edition) shall be the guide for all procedural matters not covered by this document.

## **The Orange County Economic Development Corporation d/b/a The**

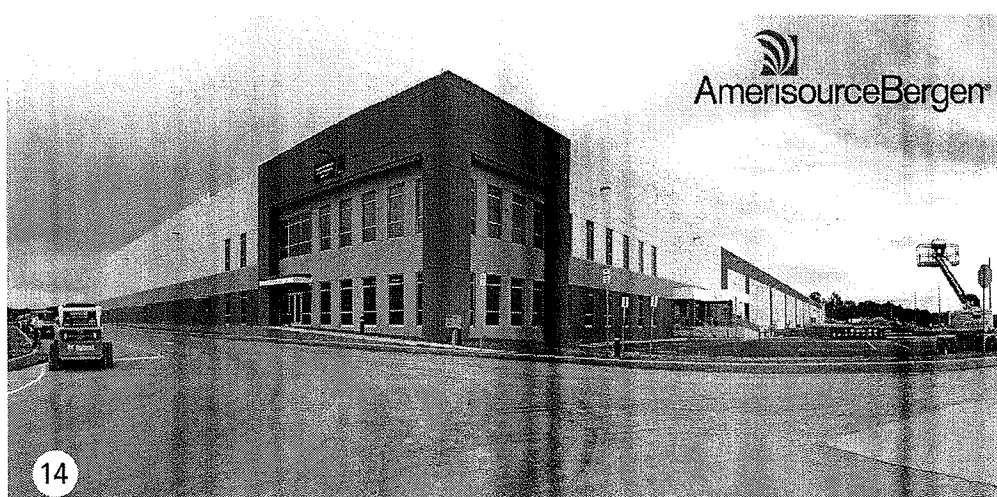
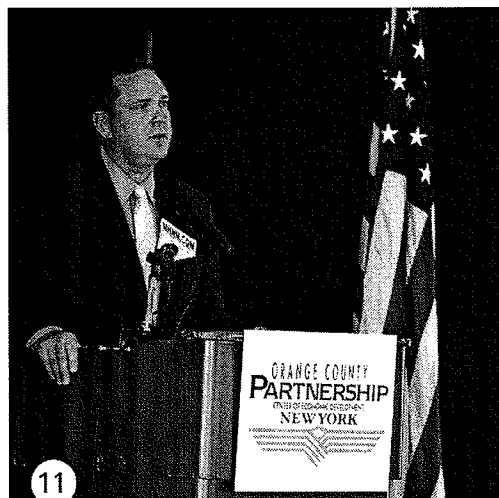
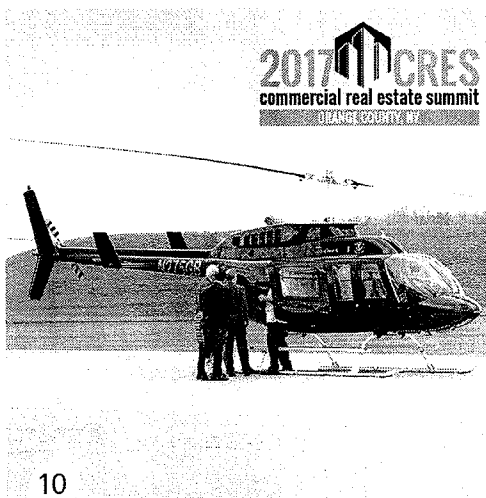
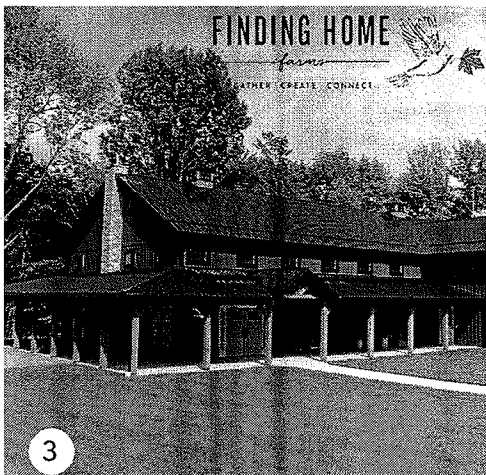
Promote and coordinate the economic development of businesses in Orange County.

### **EX-OFFICIO DIRECTORS**

The Orange County Executive and the Chair of the Orange County Legislature shall serve as voting Ex-Officio Directors, the Chair of the Orange County Industrial Development Agency, the Chair of the Chamber of Commerce of Orange County, the President of Orange County Community College, the Chief Executive of BOCES and a developer representative of the Alliance for Balanced Growth shall serve as non-voting Ex-Officio Directors of the Corporation concurrent with their terms of office.

1.

# EXHIBIT 8



# 2017 A YEAR IN REVIEW

1. Amy's Kitchen broke ground on their new manufacturing facility in the Town of Goshen.
2. Norwegian Air partnered with Stewart International Airport offering transatlantic flights to Belfast, Dublin, Shannon and Northern Ireland and Edinburgh, Scotland.
3. Finding Home Farm's opened their new manufacturing facility in the Town of Greenville.
4. Aurochemicals expands their facility in the Village of Washingtonville.
5. STERIS Isomedix opens their new manufacturing facility in the Village of Chester.
6. Governor Andrew Cuomo announces grand opening of the new Governor Mario M. Cuomo Bridge.
7. LEGOLAND New York will open for business in 2020.
8. The new Orange County Government Center opened in November 2017.
9. CPV Valley Energy Center, LLC, \$900 MM project, employs 850 contractors while under construction.
10. Commercial Brokers and Site Selectors take aerial tours of sites at our 2017 Commercial Real Estate Summit.
11. County Executive, Steve Neuhaus honored as 2017 Most Valuable Partner.
12. OCP participates in Advance Testing's Mentorship Program with a tour of Satin Fine Foods.
13. CITIVA and Valley Agriceuticals awarded medical marijuana licenses.
14. AmerisourceBergen, a \$75 MM distribution center of pharmaceuticals opens for business in the Town of Newburgh.

(<https://montgomeryida.com/>)

**ABOUT**  
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**NEWS**  
([HTTPS://MONTGOMERYIDA.COM/NEWS/](https://montgomeryida.com/news/))

**MEETIN**  
([HTTPS://MONTGOMERYIDA.COM/MEETING/](https://montgomeryida.com/meeting/))

**MINUTES / MARCH 19, 2018**

# March 2018 | Minutes

**Monday – March 19, 2018 at 5:30 PM**

## **Present**

- F. Edward Devitt, Chairman
- Edwin Williams, First Vice-Chair
- Stephen Rainaldi, Second Vice-Chair
- Donna Jennings, Treasurer and Member
- Rodney Winchell, Member

## **Absent**

- A. Joseph Scott, III, Hodgson Russ Attorneys
- George Cregg, Hodgson Russ Attorneys

## **Also Present**

- A. Zambrotta, Assistant Secretary
- Members of the Audience
- Suzanne Hadden, Recording Clerk

## **Agenda**

- Call to Order



- Treasurer's Reports
  - Other Business
  - Approval of the February 05, 2018 Meeting Minutes
  - Adjournment
- 

Chairman Devitt called the meeting to order.

- Michael Gaydos, Business Manager, Financial Secretary/Treasurer for Iron Workers Local 417 and Mathew Stoddard, President and Business Agent for the Iron Workers Local 417 were present and expressed their interest to be active with the IDA and asked if there were any positions available on the board?
- Chairman Devitt suggested that they send in a resume for the Town Board to consider.
- A reporter from the Wallkill Times asked for the microphones to be turned on.

### **Treasurer's Report**

- Member Jennings reviewed the 2018 Treasurer's Reports for January and February.
- First Vice-Chairman Williams motioned to accept the Treasurer's Reports as presented, seconded by Second Vice-Chairman Rainaldi. All in favor, all ayes, motion carried.

### **Other Business**

- Chairman Devitt said at the last meeting, there was a discussion about hiring an executive director and left up to Rod and himself to interview interested candidates. He said they interviewed Joseph Joy and he has provided the IDA with his resume and they had talked about the PARIS report, the website and the callback situation with existing

applications. They also talked about the training and about having an inventory of Town properties to let the Orange County Partnership Board and the Orange County Chamber know what is available in the Town of Montgomery. They discussed Joe's hours and they thought that around 24 hours a week for the first six months would be a good idea and then they could look at the results at the end of the six months. What is of most importance is the website and Joe is a tech guy and he was on the planning board for Orange County. They asked Joe if he could get all of the information from the Comptroller's office on the website. We want to either tie into the Town's website or have our own and Joe would be a great asset for doing that and for the Town of Montgomery.

- Member Winchell asked Joe if he would like to say a few words as to what he would be able to bring to the IDA?
- Joseph Joy said he is on the County Planning Board and he has been on that for a few years. He has held a Real Estate License for roughly the same time; about four years. He said he is well versed in municipality, planning board, business and real estate and he knows all of the people at the partnership and knows where the sites are that are available for new buildings. Mr. Joy expressed his knowledge in real estate and his interest in learning about the PARIS reporting process and any other help that the IDA may require.
- Chairman Devitt said he knows this is a new venture for the board, but feels that it is well worth it; especially getting the website up to date the way that the Comptroller wants it. He said if the IDA stays up to date they will have no problems with the State. He asked for a motion to fill the CEO position?

- Member Winchell motioned to have Joseph Joy be the IDA's CEO, seconded by Second Vice-Chairman Rainaldi. All in favor, all ayes, motion carried.
- Mr. Joy will report to the IDA at their next meeting with a list of properties that have rail and which have water/sewer; the total amount of acreage available and what it is zoned for.

#### **Approval of the February 05, 2018 IDA Meeting Minutes**

- Second Vice-Chairman Rainaldi motioned to approve the February 05, 2018 meeting minutes as presented, seconded by Member Winchell. All in favor, all ayes, motion carried.

Sheryl Melick, Member of the Town Board expressed her interest in being a member on the IDA.

Second Vice-Chairman Rainaldi motioned to adjourn the meeting, seconded by Member Winchell. All in favor, all ayes, motion carried.





# EXHIBIT 9

**DRAKE LOEB HELLER  
KENNEDY GOGERTY  
GABA & RODD<sup>PLLC</sup>  
ATTORNEYS AT LAW**

555 Hudson Valley Avenue, Ste. 100  
New Windsor, New York 12553

Phone: 845-561-0550  
Fax: 845-561-1285  
www.drakeloeb.com

James R. Loeb  
Richard J. Drake  
Glen L. Heller\*  
Marianna R. Kennedy  
Gary J. Gogerty  
Stephen J. Gaba  
Adam L. Rodd  
Dominic Cordisco  
Timothy P. McElduff, Jr.  
Ralph L. Puglione, Jr.

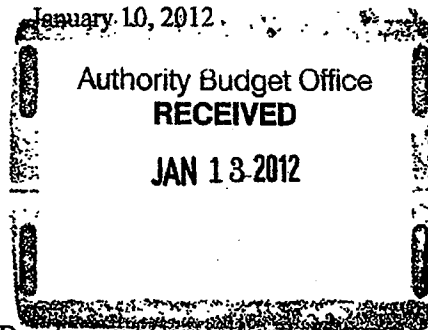
Jennifer E. Wright  
Stuart L. Kossar  
Lynn A. Piscopo  
Amy L. Zamenick\*

\*LL.M. in Taxation  
\*LL.M. in Environmental  
Law

BY FIRST CLASS MAIL

David Kidera, Director  
Authorities Budget Office  
Post Office Box 2076  
Albany, New York 12220-0076

Re: Orange County Economic Development Corporation,  
d/b/a Orange County Partnership  
Our File No.: 8521 - 62766



Dear Director Kidera:

This firm represents the Orange County Economic Development Corporation, which does business as the Orange County Partnership (the "Partnership"). The Partnership has asked that I respond to your November 23, 2011 letter which indicated that the Partnership is subject to the Authorities Budget Office (ABO) accounting requirements.

At the outset, allow me to refer you to a letter I sent to Susan Delahanty of the ABO on January 8, 2009. In that letter I provided a detailed background of the Partnership and listed the reasons why we believe the Partnership is not an authority subject to the ABO's accounting requirements. A copy is enclosed for your convenience. Neither myself nor the Partnership received any response to my 2009 letter.

In your November 23, 2011 letter, you indicated that the Partnership was formed by the Orange County Industrial Development Agency (the "OC IDA"). However, your information is incorrect. The Partnership was formed by the County of Orange itself, not the OC IDA. Orange County formed the Partnership to promote business development in Orange County, and it was formed as an Internal Revenue Code § 501(c)(6) entity, and not as a § 501(c)(3) entity as I mistakenly stated in my 2009 letter. IRC § 501(c)(6) provides for the tax exemption of business leagues and chambers of commerce which are not organized for profit and no part of the net earnings of which inures to the benefit of any private shareholder or individual. The Partnership's mission and activities fit squarely within the purposes of § 501(c)(6).

Writer's Direct  
Phone: 845-458-7316  
Fax: 845-458-7317  
dcordisco@drakeloeb.com

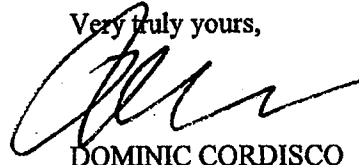
Although the Partnership does receive funds annually from the OC IDA, those funds are paid by the OC IDA to the Partnership to assist the Partnership in its efforts to market development opportunities in Orange County. In other words, the OC IDA pays the Partnership to market business opportunities in Orange County, which is integral to both the OC IDA's and the Partnership's missions. That said, merely because the Partnership functions to promote Orange County does not make the Partnership subject to the ABO's accounting requirements. The Partnership is no different from any other entity that provides marketing services, with the only distinction here is that these marketing services are being provided to the OC IDA. The mere fact that the Partnership receives funds from the OC IDA does not make the Partnership subject to the ABO's accounting requirements.

As a result of the above, and for all the reasons set forth in my 2009 letter to Ms. Delahanty, we stand by our prior opinion that the Partnership is not subject to the Public Authorities Accountability Act nor is the Partnership required to participate in the Public Authorities Reporting Information System.

Should you have any questions or concerns regarding the above, please do not hesitate to contact me.

Thank you.

Very truly yours,



DOMINIC CORDISCO

DRC/rd/214067  
Enclosures

cc:

Alan Seidman, Partnership Chairman  
Maureen Halahan, Partnership President & CEO