The Town of Huntington
Local Development Corporation (TOH LDC)

100 Main Street, Huntington, New York
Board of Directors
Wednesday, December 7, 2016
10:30 a.m. Huntington Town Hall Room 114

MINUTES

1. **Call meeting to order at 10:32 a.m., by Chairperson Frank P. Petrone.**

   a. Present: Chairperson Frank P. Petrone, Vice Chairperson, Mark A. Cuthbertson Secretary/Treasurer Susan A. Berland, Eugene Cook, Director, Tracey A. Edwards, Director, Joan Cergol, Executive Director, Barry D. Lites, TOH LDC General Counsel, Andrew D. Komaromi, TOH LDC Bond Counsel, Thomas Glascock, Deputy Huntington Town Attorney, Dylan Saperman, ELIJA Counsel from Moritt Hock, Debora Thivierge, Executive Director of ELIJA School and ELIJA Farm and various Town staff members.

2. **Presentation from Elija School,** Dylan Saperman, ELIJA Counsel from Moritt Hock and Debora Thivierge, Executive Director of ELIJA School & ELIJA Farm

3. **Organizational Matters.**

   a. **Resolution LDC-12-7- 2016-1** RATIFYING AND CONFIRMING THE CORPORATION'S MEETING MINUTES OF APRIL 5, 2016 AND OCTOBER 19, 2016

   b. **Resolution LDC-12-7-2016-2** AUTHORIZING THE CHAIRMAN TO EXECUTE AN EXTENSION TO THE CONTRACT WITH CULLEN & DANOWSKI, LLP, CERTIFIED PUBLIC ACCOUNTANTS, TO CONDUCT AN INDEPENDENT AUDIT FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016

   c. **Resolution LDC 12-7-2016-3** AUTHORIZING THE CORPORATION TO ENGAGE BARRY D. LITES OF THE LAW OFFICES OF BARRY D. LITES, LLP AS GENERAL COUNSEL, AND ANDREW D. KOMAROMI OF HARRIS BEACH PLLC AS BOND COUNSEL

4. **Operational matters.**

   a. **Resolution LDC 12-7-2016-4** AUTHORIZING THE ISSUANCE, EXECUTION, SALE AND DELIVERY OF THE ISSUER'S TAX-EXEMPT AND/OR TAXABLE REVENUE BONDS (THE ELIJA FARM, INC., PROJECT), IN ONE OR MORE SERIES, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED $2,350,000, FOR THE PURPOSE OF FINANCING OR REFINANCING A CERTAIN PROJECT FOR THE BENEFIT OF THE ELIJA FARM, INC.; (II) DESCRIBING AND

AUTHORIZING OTHER FINANCIAL ASSISTANCE BY THE ISSUER WITH RESPECT TO SUCH PROJECT; (III) RATIFYING A PUBLIC HEARING WITH RESPECT TO SUCH FINANCING AND SUCH PROJECT; (IV) MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT AND (V) AUTHORIZING THE EXECUTION AND DELIVERY OF RELATED DOCUMENTS

Meeting Adjourned at 11:00 a.m.

Resolution LDC-12-7- 2016-1 RATIFYING AND CONFIRMING THE CORPORATION'S MEETING INUTES OF APRIL 5, 2016 AND OCTOBER 19, 2016

BE IT RESOLVED:

THAT THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION HEREBY RATIFIES AND CONFIRMS THE MEETING MINUTES OF APRIL 5, 2016 AND OCTOBER 19, 2016

OFFERED BY: MARK A. CUTHBERTSON

SECONDED BY: TRACEY A. EDWARDS

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - AYE

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC-12-7-2016-2 AUTHORIZING THE CHAIRMAN TO EXECUTE AN EXTENSION TO THE CONTRACT WITH CULLEN & DANOWSKI, LLP, CERTIFIED PUBLIC ACCOUNTANTS, TO CONDUCT AN INDEPENDENT AUDIT FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016

BE IT FURTHER RESOLVED:

THAT THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION HEREBY AUTHORIZES THE CHAIRMAN TO EXECUTE AN EXTENSION TO THE CONTRACT WITH CULLEN & DANOWSKI, LLP, CERTIFIED PUBLIC ACCOUNTANTS, TO CONDUCT AN INDEPENDENT AUDIT FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016

OFFERED BY: TRACEY A. EDWARDS

SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - AYE

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC 12-7-2016-3 AUTHORIZING THE CORPORATION TO ENGAGE BARRY D. LITES OF THE LAW OFFICES OF BARRY D. LITES, LLP AS GENERAL COUNSEL, AND ANDREW D. KOMAROMI OF HARRIS BEACH PLLC AS BOND COUNSEL

BE IT FURTHER RESOLVED

THAT THE CORPORATION HEREBY ENGAGES BARRY D. LITES OF THE LAW OFFICES OF BARRY D. LITES, LLP, 23 GREEN STREET, SUITE 209, HUNTINGTON, NY 11743 AS GENERAL COUNSEL, AND ANDREW D. KOMAROMI OF HARRIS BEACH PLLC, 333 EARLE OVINGTON BOULEVARD, SUITE 901, UNIONDALE, NY 11553 AS BOND COUNSEL, TO PROVIDE LEGAL SERVICES FOR THE CORPORATION ON SUCH TERMS AS THE CHAIRPERSON SHALL DEEM REASONABLY JUST AND PROPER

OFFERED BY: SUSAN A. BERLAND

SECONDED BY: MARK A. CUTHBERTSON

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - AYE

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC 12-7-2016-4 RESOLUTION OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION (THE "ISSUER") (I) AUTHORIZING THE ISSUANCE, EXECUTION, SALE AND DELIVERY OF THE ISSUER'S TAX-EXEMPT AND/OR TAXABLE REVENUE BONDS (THE ELIJA FARM, INC., PROJECT), IN ONE OR MORE SERIES, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED $2,350,000, FOR THE PURPOSE OF FINANCING OR REFINANCING A CERTAIN PROJECT (AS SET FORTH BELOW) FOR THE BENEFIT OF THE ELIJA FARM, INC.; (II) DESCRIBING AND AUTHORIZING OTHER FINANCIAL ASSISTANCE BY THE ISSUER WITH RESPECT TO SUCH PROJECT; (III) RATIFYING A PUBLIC HEARING WITH RESPECT TO SUCH FINANCING AND SUCH PROJECT; (IV) MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT AND (V) AUTHORIZING THE EXECUTION AND DELIVERY OF RELATED DOCUMENTS

BOND RESOLUTION
(The Elija Farm Inc., Project)

OFFERED BY: MARK A. CUTHBERTSON & SUSAN A. BERLAND

SECONDED BY: EUGENE COOK

WHEREAS, pursuant to the purposes and powers contained within Section 1411 of the Not-for-Profit Corporation Law ("N-PCL") of the State of New York (the "State"), as amended (hereinafter collectively called the "Act"), and pursuant to its duly filed certificate of incorporation (the "Certificate"), **THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION** (the "Issuer") was established as a not-for-profit local development corporation of the State with the authority and power to own, lease and sell personal and real property for the purposes of, among other things, acquiring, constructing and equipping certain projects exclusively in furtherance of the charitable or public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, by encouraging the development of, or retention of, an industry in the community or area, and lessening the burdens of government and acting in the public interest; and

WHEREAS, the territory in which the Issuer's activities are principally to be conducted is the Town of Huntington and its surrounding communities; and

WHEREAS, **THE ELIJA FARM, INC.**, a not-for-profit corporation organized and existing under the laws of the State of New York, (the "Institution"), previously submitted an application to the Issuer requesting that the Issuer issue its tax-exempt and/or taxable revenue bonds (The Elija Farm Inc., Project) in one or more series in an aggregate principal amount not to exceed $2,350,000 (the "Bonds") for the purpose of paying the costs associated with a certain project (the "Project") consisting of: (A) the

financing or refinancing of all or a portion of the costs of (1) the acquisition of approximately 6.6 acre parcel of farm land, at 43 Foxhurst Road, Huntington Station, Suffolk County, New York 11746 (the "Land") and existing improvements located thereon, consisting principally of an approximately 2,700 square foot single family residence (the "Existing Improvements") and (2) renovation, upgrading, and equipping of the Existing Improvements (the "Improvements" and collectively with the Land and the Existing Improvements, the "Facility"); and (B) the funding of a debt service reserve fund, if any, and paying capitalized interest, if any, and certain other costs incidental to the issuance of the Bonds (the costs associated with items (A) and (B) being hereinafter collectively referred to as the "Project Costs"); and

WHEREAS, the Issuer is contemplating providing financial assistance to the Institution with respect to the Project (collectively, the "Financial Assistance") in the form of the issuance of the Bonds and an exemption from applicable mortgage recording tax; and

WHEREAS, in accordance with Section 147(f) of the Internal Revenue Code (the "Code"), the Issuer conducted a public hearing with respect to the issuance of the Bonds on Wednesday, December 7, 2016, at 9:00 a.m., local time, at The Town of Huntington Town Hall, Room 304, 100 Main Street, Huntington, New York 11743, following the publication on November 23, 2016, *in the Nassau and Suffolk Editions of Newsday* of a notice of said public hearing; and

WHEREAS, the Bonds are being issued pursuant to an Indenture of Trust (the "Indenture"), by and between the Issuer and UMB Bank N.A., (or any other trustee designated by the Institution and reasonably acceptable to the Issuer) as trustee (the "Trustee"); and

WHEREAS, the Issuer will loan the proceeds of the Bonds to the Institution pursuant to a certain Loan Agreement, (the "Loan Agreement"), with the payments made by the Institution thereunder being sufficient to pay the principal of premium, if any, purchase price and interest on the Bonds; and

WHEREAS, the Issuer will assign its rights (except Unassigned Rights as such term is defined in the Indenture) under the Loan Agreement to the Trustee, pursuant to a certain Pledge and Assignment, from the Issuer to the Trustee with Acknowledgement thereof by the Institution (the "Pledge and Assignment"); and

WHEREAS, the Bonds will be placed by Gates Capital Corporation, as placement agent (the "Placement Agent") pursuant to a certain Bond Placement Agreement, among the Issuer, the Placement Agent and the Institution (the "Bond Placement Agreement"); and

WHEREAS, as security for the Institution's obligations under the Loan Agreement, (i) the Institution will grant to the Issuer a first priority mortgage lien on and security interest in and to Mortgaged Premises (as defined in the hereinafter defined

Mortgage) pursuant to one or more Mortgage, Assignment of Rents, Security Agreements and Fixture Filings, from the Institution to the Trustee (the "Mortgage"); the Issuer will assign its rights under the Mortgage to the Trustee pursuant to a certain Assignment of Mortgage, from the Issuer to the Trustee (the "Assignment of Mortgage"); and; (ii) if required, the Institution and one or more of its affiliates (collectively, the "Guarantors") will guarantee the principal of and interest on the Bonds pursuant to a certain Guaranty, from the Guarantors to the Trustee (the "Guaranty"); and

WHEREAS, any approval of the Project is contingent upon, among other things, a final determination by the members of the Issuer to proceed with the Project following determinations by the Issuer that (i) the public hearing and notice requirements and other procedural requirements contained in Section 147(f) of the Code, and (ii) the granting of the financial assistance is and will be in compliance with all other applicable requirements of the Act, Article 8 of the Environmental Conservation Law (the "SEQR Act") and the regulations adopted pursuant thereto (the "Regulations" and together with the SEQR Act, collectively, "SEQRA"), and all other statutes, codes, laws, rules and regulations of any governmental authority having jurisdiction over the Project (collectively, the "Applicable Laws"); and

WHEREAS, to aid the Issuer in determining whether the Facility may have a significant effect upon the environment, the Institution has prepared and submitted to the Issuer a Long Environmental Assessment Form and related documents with respect to the Facility, a copy of which is on file at the office of the Issuer; and

WHEREAS, the Issuer determines that the actions relating to the acquisition, renovation and equipping of the Facility is an Unlisted action under SEQRA; and

WHEREAS, the Institution reasonably expects that it will (i) pay or incur certain capital expenditures in connection with the Project prior to the issuance of the Bonds, (ii) use funds from sources other than proceeds from the Bonds which are or will be available on a short-term basis to pay for such capital expenditures, and (iii) reimburse itself for the use of such funds with proceeds of the Bonds.

NOW, THEREFORE, BE IT RESOLVED by The Town of Huntington Local Development Corporation as follows:

Section 1. Based upon the information regarding the Facility supplied by the Institution, the Issuer determines that the Project involves an Unlisted Action under SEQRA as that term is defined by 6 NYCRR §617.2(ak). The Issuer is acting as Lead Agency pursuant to SEQRA and conducting an Uncoordinated Review pursuant to 6 NYCRR §617.6 Based upon a thorough and comprehensive review by the Issuer of the Application, the Long Environmental Assessment Form and related documents delivered by the Institutions to the Issuer, as well as other representations made by the Institutions to the Issuer in connection with the Project, the finds that the Project will result in no potential significant adverse environmental impacts requiring the preparation of an environmental impact statement for the action. Attached hereto, as Schedule A, is the Issuer's Environmental Evaluation for purposes of the SEQR Act with respect to the

Project. Notice of this determination shall be filed to the extent required by the applicable regulations under that Act or as may be deemed advisable by the Executive Director and Chief Executive Officer or Deputy Executive Director and Chief Financial Officer or the Chairman or Vice Chair of the Issuer or counsel to the Issuer.

Section 2.

(a) It is the policy of the State to promote the economic welfare, recreation opportunities and prosperity of its inhabitants and to actively promote, attract, encourage and develop recreation and economically sound commerce and industry for the purpose of preventing unemployment and economic deterioration.

(b) Pursuant to the Issuer's certificate of incorporation filed on April 7, 2010 with the Department of State as amended by the Issuer's certificate of amendment to the certificate of incorporation filed on February 23, 2012 (the "Certificate") and the purposes and powers contained within Section 1411 of the N-PCL, the Issuer is empowered to undertake the Project, issue the Bonds, and undertake the various transactions contemplated herein.

(c) The proposed financial assistance being contemplated by the Issuer includes: (i) financing all or a portion of the Project Costs by the issuance of the Bonds in an amount not to exceed the lesser of the Project Costs or $2,350,000 and (ii) an exemption from all New York State and local mortgage recording taxes with respect to any qualifying mortgage in connection with the Project to secure the Bonds.

Section 2. It is among the purposes of the Issuer to promote, develop, encourage and assist in the acquisition, construction, rehabilitation and improvement of facilities for not-for profit corporations and thereby relieve and reduce unemployment, better and maintain job opportunities and lessen the burdens of government. The Issuer, in undertaking the Project pursuant to the purposes and powers set forth within N-PCL Section 1411 and the Certificate is acting in the public interest by lessening the burdens of government.

Section 3. Based upon representations made by the Institution to the Issuer, the Issuer makes the following findings and determinations:

(d) the Project is in furtherance of the purposes of the Issuer; and

(e) the issuance of the Bonds will be an inducement to the Institution to continue to operate and maintain the Project in the Town of Huntington, Suffolk County; and

(f) it is desirable and in the public interest for the Issuer to issue the Bonds to finance the costs of the Project, together with certain related costs and amounts; and

(g) the Institution is not undertaking the Project in place of, on behalf of, for the benefit of, or at the request of the Issuer.

Section 4. In consequence of the foregoing, the Issuer hereby determines to:

(a) execute the Indenture with such amendments or modifications as the Chief Executive Officer or other officer designated by the Chief Executive Officer (the "Authorized Officer") deems necessary under the circumstances, provided no such amendment or modification materially alters the risk to the Issuer; and

(b) execute the Bond Placement Agreement with such amendments or modifications as the Authorized Officer deems necessary under the circumstances, provided no such amendment or modification materially alters the risk to the Issuer; and

(c) execute the Loan Agreement with such amendments or modifications as the Authorized Officer of the Issuer deems necessary under the circumstances, provided no such amendment or modification materially alters the risk to the Issuer and loan the proceeds derived from the issuance of the Bonds to the Institution pursuant to the terms thereto; and

(d) issue and deliver the Bonds to the Trustee on a mutually agreeable date, subject however to the approval of the final terms for the Bonds and the terms and conditions of the Indenture, the Bond Placement Agreement and the Loan Agreement consistent with this Resolution, and the prior written approval of all terms contained therein, by the Authorized Officer of the Issuer and by the Institution; and

(e) assign certain of its rights (excluding Unassigned Rights as such term is defined in the Indenture) under the Loan Agreement pursuant to the Pledge and Assignment and under the Mortgage pursuant to the Assignment of Mortgage; and

(f) use the proceeds of the Bonds to finance or refinance a portion of the Project and to pay necessary incidental expenses in accordance with the Indenture and the Loan Agreement; and

(g) execute a Tax Compliance Agreement (the "Tax Compliance Agreement"), between the Institution and the Issuer and a completed Internal Revenue Service Form 8038 (Information Return for Private Activity Bonds) relating to the tax-exempt Bonds (the "Information Return") and file the Information Return with the Internal Revenue Service in connection with the issuance of the tax-exempt Bonds; and

(h) execute and deliver all other certificates and documents required in connection with issuance and sale of the Bonds including the documents identified on the draft Closing Memorandum and any other documents as may be required by the Trustee or otherwise required to accomplish the Project, qualify a portion of the interest on the tax-exempt Bonds for tax-exempt status under Section 103 of the Code (such certificates and documents collectively, with the Bonds, the Indenture, the Bond Placement Agreement, the Loan Agreement, the Assignment and the Tax Compliance Agreement, the "Financing Documents"); and

(i) grant an exemption from all New York State and local mortgage recording taxes with respect to any qualifying mortgage in connection with the Project to secure the Bonds; and

(j) execute any and all documentation, including an "Issuer Blanket Letter of Representation" to permit the Issuer to be a "Participant" as such term is defined in the rules and procedures of the Depositary Trust Institution ("DTC") and the Bonds to be DTC eligible securities.

Section 5. The Issuer is hereby authorized to undertake the Project, finance or refinance the acquisition, construction, renovation and equipping, if any, of the Facility, the funding of a debt service reserve fund, if any and costs of issuance, by the issuance of the Bonds and to grant the other Financial Assistance in the form of an exemption from all New York State and local mortgage recording taxes with respect to any qualifying mortgage in connection with the Project to secure the Bonds; and all acts previously taken by the Issuer with respect to the Project, including without limitation the conducting of the public hearing referenced herein, the undertaking of the Project, the grant of Financial Assistance with respect to the Project and the issuance of the Bonds are hereby approved, ratified and confirmed.

Section 6. Subject to receipt of the approval of the Town Supervisor of The Town of Huntington, New York, (the "Huntington Town Supervisor") of the issuance of the tax-exempt Bonds pursuant to, and solely for the purposes of, Section 147 of the Code and the other limitations contained herein, the Issuer, through an Authorized Officer is hereby authorized to issue, execute, sell and deliver the Bonds to the Trustee in accordance with the provisions of the Indenture and the terms authorized in this Resolution in the aggregate principal amount of up to $2,350,000 in the form heretofore approved in Section 4 of this Resolution, pursuant to the Act and in accordance with the Indenture, the Loan Agreement and the Bond Placement Agreement; provided that:

(a) the Bonds authorized to be issued, executed, sold and delivered pursuant to this Section 6 (i) shall be issued, executed and delivered at such time as an Authorized Officer shall determine, (ii) shall be in such aggregate principal amount (not to exceed $2350,000) as is hereinafter approved by an Authorized Officer, (iii) shall bear interest at such rates as are set forth in the Bonds and the Indenture or as are hereinafter approved by an Authorized Officer, and (iv) shall be subject to prepayment prior to

maturity, and have such other provisions and be issued in such manner and on such conditions as are set forth in the Bonds and the Indenture, all of which provisions are specifically incorporated herein with the same force and effect as if fully set forth in this Resolution; and

(b) the Bonds shall be issued solely for the purpose of providing funds to assist the Institution to finance or refinance the Project Costs, the administrative, legal, financial, and other expenses of the Issuer in connection with such assistance and incidental to the issuance of the Bonds, as such costs are more specifically set forth in the Financing Documents; and

(c) the Bonds and the interest thereon are not and shall never be a debt of the State of New York, Suffolk County, New York, The Town of Huntington, New York and neither the State of New York, Suffolk County, New York, or The Town of Huntington, New York shall be liable thereon; and

(d) the Bonds, together with interest payable thereon, shall be special obligations of the Issuer payable solely from the revenues and receipts derived from the payments made by the Institution pursuant to the Loan Agreement or from the enforcement of the security provided by the Financing Documents.

Each of the Authorized Officers of the Issuer is hereby authorized, on behalf of the Issuer, to execute (by manual or facsimile signature) and deliver the Financing Documents, on such terms and conditions as shall be consistent with this Resolution and approved by an Authorized Officer, the execution thereof by such Authorized Officer constituting conclusive evidence of such approval.

Section 8. Notwithstanding any other provision of this Resolution, the Issuer covenants that it will make no use of the proceeds of the tax-exempt Bonds or of any other funds which, if such use had been reasonably expected on the date of issue of the tax-exempt Bonds, would cause the tax-exempt Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Code.

Section 9. The Authorized Officers of the Issuer are hereby authorized and directed for and in the name and on behalf of the Issuer to do all acts and things required or provided by the provisions of the Financing Documents, and to execute and deliver all such additional certificates, instruments and documents, including the Financing Documents and the Information Return, and to do all such further acts and things as may be necessary or in the opinion of the Authorized Officer acting on behalf of the Issuer, desirable and proper to effect the purposes of this Resolution and to cause compliance by the Issuer with all of the terms, covenants, and provisions of the Financing Documents binding upon the Issuer.

Section 10. Counsel to the Issuer and Harris Beach PLLC, as Bond Counsel for the Issuer, are hereby authorized to work with counsel to the Institution and others to

prepare for submission to the Issuer, all documents necessary to effect the issuance and sale of the Bonds and reimbursement of the cost of all such work prior to the date hereof is hereby authorized to the extent permitted by the Code.

Section 11. This Resolution shall constitute the adoption of "official intent" (within the meaning of the United States Treasury Regulations Section 1.150-2(d) with respect to issuance of the Bonds and the original expenditures which are reasonably expected to be reimbursed from the proceeds of the Bonds.

Section 12. It is hereby found and determined that all formal actions of the Issuer concerning and relating to the adoption of this Resolution were adopted in an open meeting of the Issuer; and that all deliberations of the Issuer and of any of its committees that resulted in such formal action were in meetings open to the public, in compliance with all legal requirements.

Section 13. Due to the complex nature of this transaction, the Issuer hereby authorizes its Authorized Officers to approve, execute and deliver such further agreements, documents and certificates as the Issuer may be advised by counsel to the Issuer and/or Bond Counsel to be necessary or desirable to effectuate the foregoing, such approval to be conclusively evidenced by the execution of any such agreements, documents or certificates by the Authorized Officer acting on behalf of the Issuer.

Section 14. The Chairman (or Vice Chairman), President, Chief Executive Officer, Executive Director and/or Chief Financial Officer of the Issuer are hereby authorized and directed to distribute copies of this Resolution to the Institution and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 15. This resolution shall take effect immediately and the Bonds are hereby ordered to be issued in accordance with this Resolution.

The question of the adoption of the foregoing Resolution was duly put to vote on roll call, which resulted as follows:

	Yea	*Nay*	*Absent*	*Abstain*
FRANK P. PETRONE	[X]	[ ]	[ ]	[ ]
SUSAN A. BERLAND	[X]	[ ]	[ ]	[ ]
MARK A. CUTHBERTSON	[X]	[ ]	[ ]	[ ]
TRACY A. EDWARDS	[X]	[ ]	[ ]	[ ]
EUGENE COOK	[X]	[ ]	[ ]	[ ]

The Resolutions were thereupon duly adopted.

THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE MEETING, UPON MOTION DULY MADE BY EUGENE COOK, SECONDED BY SUSAN A. BERLAND AND UNANIMOUSLY CARRIED, THE SAME WAS ADJOURNED.

Susan A. Berland

SUSAN A. BERLAND, SECRETARY

DATE: 12/8/16

The following are appended to this Agenda:

1. TOH LDC Meeting Minutes, October 19, 2016
2. TOH LDC Meeting Minutes, April 5, 2016

SCHEDULE A

STATE ENVIRONMENTAL QUALITY REVIEW ACT
DETERMINATION OF SIGNIFICANCE

This notice is issued by The Town of Huntington Local Development Corporation (hereinafter the "Corporation"), acting as lead agency, in an uncoordinated environmental impact review, pursuant to and in accordance with Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act") and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the "Regulations" and collectively with the SEQR Act, "SEQRA").

On December 7, 2016, the Corporation determined that the Corporation's issuance of its tax-exempt and/or taxable revenue bonds (The Elija Farm Inc., Project) in one or more series in an aggregate principal amount not to exceed $2,350,000 (the "Bonds") for the purpose of paying the costs associated with a certain project (the "Project") consisting of: (A) the financing or refinancing of all or a portion of the costs of (1) the acquisition of approximately 6.6 acre parcel of farm land, at 43 Foxhurst Road, Huntington Station, Suffolk County, New York 11746 (the "Land") and existing improvements located thereon, consisting principally of an approximately 2,700 square foot single family residence (the "Existing Improvements") and (2) renovation, upgrading, and equipping of the Existing Improvements (the "Improvements" and collectively with the Land and the Existing Improvements, the "Facility"); and (B) the funding of a debt service reserve fund, if any, and paying capitalized interest, if any, and certain other costs incidental to the issuance of the Bonds (the costs associated with items (A) and (B) being hereinafter collectively referred to as the "Project Costs"), will not have a significant impact upon the environment.

Reasons supporting this determination are fully explained below.

Project Name: Elija Farm Inc., Project

SEQR Status: Type I _____ Unlisted: _X_

Project Description: The Project consists of: (A)(1) the acquisition of the Land and the Existing Improvements and (2) renovation, upgrading, and equipping of the Existing Improvements; and (B) the funding of a debt service reserve fund, if any,

and paying capitalized interest, if any, and certain other costs incidental to the issuance of the Bonds.

Project Site: 43 Foxhurst Road, Huntington Station, Suffolk County, New York 11746.

Reasons Supporting This Determination:

The Project consists of the acquisition of the existing facility and potential renovation or upgrading of the same. Typically, maintenance and repair of an existing facility is considered Type II activities exempt from further SEQRA review because they have been determined not to have a significant impact on the environment. 6 NYCRR § 617.5.

The Project is a permitted use in the district.

The Project involves the transfer of agricultural land with no anticipated change in use of the same.

The Land is not substantially contiguous to, nor does it contain, buildings, sites or districts listed on the National Registers of Historic Places.

There are no unique or unusual land forms at the Land.

Energy demands for the Project are not significant.

The Project will not result in a material increase in solid waste generation and any solid waste generated by the Project will be properly disposed of pursuant to Federal, State and local laws and regulations.

The Land has never been used for the disposal of solid or hazardous waste.

There are no sensitive animals, plants or natural communities and/or significant wildlife habitat that will be impacted by the Project.

The Land is not presently used by the community as open space or a recreation area.

The Land does not contain, nor will the Project adversely affect, any scenic views known to be important to the community.

The Project will not require any extensive changes in levels of service from community resources or facilities or adversely impact local

public safety services, such as police and fire protection, either collectively or individually.

The Project will not involve the removal of a substantial amount of natural materials or vegetation from the Land and any disturbed topsoil will be stockpiled on-site and replaced.

The Project will not result in the discharge of surface or subsurface wastewater to any existing water body.

Environmental impacts associated with the renovation and construction activities at the Land will be minimal and temporary.

There will be no significant adverse environmental impacts as a result of the Project.

Supporting Documentation:

1) Long Environmental Assessment Form dated November 10, 2016.

2) Application for Financial Assistance dated November 10, 2016.

For Further Information Contact:

Joan Cergol
Executive Director
The Town of Huntington Local Development Corporation
100 Main Street | Huntington, NY 11743
w. **631 351 2881**

Authorized Signature

STATE OF NEW YORK)
SS.:
COUNTY OF SUFFOLK)

JASON EVAN ZOVE
NOTARY PUBLIC-STATE OF NEW YORK
No. 01ZO6236285
Qualified in Suffolk County
My Commission Expires February 28, 2019

The undersigned, being the Secretary of The Town of Huntington Local Development Corporation, DOES HEREBY CERTIFY THAT:

I have compared the foregoing extract of the minutes of the meeting of the Huntington Local Development (the "Corporation") including the resolution contained therein, held on the 7th day of December, 2016, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Issuer and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject in matters therein referred to.

I FURTHER CERTIFY that all board members of said Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY that there was a quorum of the board members of the Corporation present throughout said meeting.

I FURTHER CERTIFY that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Corporation this 8th day of December, 2016.

Susan A. Berland
SUSAN A. BERLAND, Secretary

1

2 OFFICIAL LOCAL DEVELOPMENT CORPORATION

3 MINUTES

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6 PROCEEDINGS AND VERBATIM DISCUSSIONS OF

7 THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT

8 CORPORATION MEETING, HELD ON THE 19TH DAY

9 OF OCTOBER, 2016 AT 7:12 P.M., AT TOWN

10 HALL, 100 MAIN STREET, HUNTINGTON, NEW

11 YORK.

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18 PRESENT:

19 FRANK P. PETRONE, Chairman

20 MARK A. CUTHBERTSON, Member
SUSAN A. BERLAND, Member
21 EUGENE COOK, Member
TRACEY A. EDWARDS, Member

22 JO-ANN RAIA, Town Clerk

23 CINDY ELAN-MANGANO, ESQ., Town Attorney

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CHAIRMAN PETRONE: We are now sitting as Members of the Local Development Corporation.

2016- LDC-1

RESOLUTION AUTHORIZING THE CHAIR TO RELEASE FUNDING TO THE HUNTINGTON COMMUNITY DEVELOPMENT AGENCY TO SUPPORT OPERATIONS AT HUNTINGTON OPPORTUNITY RESOURCE CENTER

Resolution for Local Development Corporation Board meeting dated: October 19, 2016

The following resolution was offered by: Chairman Petrone
MEMBER EDWARDS

and seconded by: **MEMBER BERLAND**

WHEREAS, the Town of Huntington Local Development Corporation ("THLDC") is a New York local development corporation formed pursuant to Section 1411 of the New York State Not-For-Profit Corporation Law; and

WHEREAS, the Huntington Community Development Agency, acting in partnership with the County of Suffolk's Departments of Labor and Social Services, operates the Huntington Opportunity Resource Center ("HORC"); and

WHEREAS, with its facilities located in Huntington Station, New York, HORC assists unemployed and underemployed residents of the Town of Huntington with resume preparation, job searches, career options, job training, tips for interview success, job readiness, DSS applications, not-for profit service referrals, etc.; and

WHEREAS, in fulfillment of its own mission and purposes, the THLDC, on November 4, 2015, entered into a Memorandum of Understanding with the Huntington Community Development Agency, to align itself to, collaborate with, and support the operations and job training initiatives provided at the Huntington Opportunity Resource Center; and

WHEREAS, the THLDC wishes to continue to partner with and support HORC by releasing funding for its 2016 operations; and

WHEREAS, the subject of this resolution is not an action as defined by 6 N.Y.C.R.R. Section 617.2(b) and therefore no further SEQRA review is required.

NOW, THEREFORE

THE BOARD OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION HEREBY

AUTHORIZES the Chair to release funding in an amount not to exceed the sum of TWENTY FIVE THOUSAND & 00/100 ($25,000.00) DOLLARS to Huntington Community Development Agency to support operations at the Huntington Opportunity Resource Center located at 1264 and/or 1268 New York Avenue, Huntington Station, New York.

LDC to HCDA
10/19/16/Cergol

2016- LDC-1

VOTE: AYES: **5** NOES: **0** ABSTENTIONS: **0**

Chairman Frank P. Petrone	**AYE**
Member Susan A. Berland	**AYE**
Member Eugene Cook	**AYE**
Member Mark A. Cuthbertson	**AYE**
Member Tracey A. Edwards	**AYE**

THE RESOLUTION WAS THEREUPON DECLARED DULY ADOPTED.

LDC to HCDA
10/19/16/Cergol

1 CHAIRMAN PETRONE: That concludes the business of
2 our Local Development Corporation. I will
3 entertain a motion to close this meeting.
4 MEMBER COOK: Motion.
5 MEMBER BERLAND: Second.
6 CHAIRMAN PETRONE: Mr. Cook.
7 Seconded by Ms. Berland.
8 All in favor?
9 [WHEREUPON THE MOTION MADE AND SECONDED WAS
10 VOTED ON AND CARRIED.]
11 CHAIRMAN PETRONE: Thank you. Have a pleasant
12 evening.
13 [WHEREUPON THE MOTION MADE AND SECONDED WAS
14 VOTED ON AND CARRIED. THE MEETING OF THE
15 LOCAL DEVELOPMENT CORPORATION OF THE TOWN OF
16 HUNTINGTON WAS CLOSED BY SUPERVISOR, FRANK
17 P. PETRONE, AT 7:13 P.M.]
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The Town of Huntington

Local Development Corporation (TOH LDC)

100 Main Street

Huntington, New York

Combined Board of Directors / Member Annual Meeting (AM)

Tuesday, April 5, 2016

9:30 a.m. Huntington Town Hall Room 114

MINUTES

The TOH LDC Audit Committee members Tracey A. Edwards and Frank P. Petrone convened at 9:35 a.m. to review the Corporation's Draft 2015 Financial Statements and Independent Auditors' Report for the purpose of recommending its acceptance by the Board of Directors. Motion to accept report was offered by Eugene Cook and seconded by Tracey A. Edwards, with all in favor.

The TOH LDC Governance Committee members Eugene Cook and Susan A. Berland discussed instructions for completing Board Evaluations as required annually pursuant to the Public Authorities Accountability Act of 2005, as amended

1. **Call Annual meeting to order at 9:45 a.m., by Supervisor Frank P. Petrone.**

   a. Present: Chairperson Frank P. Petrone, Secretary/Treasurer Susan A. Berland, Director Eugene Cook, Director Tracey A. Edwards, Joan Cergol, Executive Director, Thomas Glascock, General Counsel. Absent, Director Mark A. Cuthbertson.

2. **Organizational Matters.**

   a. Resolution LDC-AM-2016-1 ratifying and confirming the Corporation's Meeting minutes of December 8, 2015

   b. Resolution LDC-AM-2016-2 to re-elect Frank P. Petrone as Chairperson of the Board of Directors for the Corporation

   c. Resolution LDC-AM-2016-3 to re-elect Mark A. Cuthbertson as Vice Chairperson of the Board of Directors for the Corporation

   d. Resolution LDC-AM-2016-4 to re-elect Susan A. Berland as Secretary and Treasurer of the Board of Directors for the Corporation

3. **Operational matters.**

a. Annual Review of Corporation's Mission Statement/Measurement Report, and if acceptable, Resolution LDC-AM-2016-5 to approve its adoption

b. Annual required review of Corporation's Investment Policy, and, if acceptable, Resolution LDC-AM-2016-6 to approve its re-adoption

c. Annual required review the Corporation's Statement of Procurement Policy & Procedures, and, if acceptable, Resolution LDC-AM-2016-7 to approve its re-adoption

d. Annual required review of the Corporation's Property Disposition Policy, and, if acceptable, Resolution LDC-AM-2016-8 to approve its re-adoption

e. Review of Corporation's 2015 Operations & Accomplishments Report, and, if acceptable, Resolution LDC-AM-2016-9 to approve its adoption

f. Review Corporation's 2015 Draft Financial Statements and Independent Auditors' Report, and, if acceptable, Resolution LDC-AM-2016-10 to accept

g. Review of Corporation's new Capital Asset policy, and, if acceptable, Resolution LDC-AM-2016-11 to approve its adoption

h. Resolution LDC-AM-2016-12 to authorize and approve Thomas D. Glascock, Esq. as Contracting Officer for the Corporation

i. Resolution LDC-AM-2016-13 to confirm Mark A. Cuthbertson, Frank P. Petrone and Tracey A. Edwards to serve on Corporation's Audit Committee

j. Resolution LDC-AM-2016-14 to confirm Susan A. Berland, Frank P. Petrone and Tracey A. Edwards to serve on the Corporation's Finance Committee

k. Resolution LDC-AM-2016-15 to confirm Mark A. Cuthbertson, Eugene Cook and Susan A. Berland to serve on the Corporation's Governance Committee

l. Resolution LDC-AM-2016-16 that the Executive Director be authorized, until the next combined Board of Directors/Member meeting, to take all such actions as necessary to further the mission of the Corporation, on behalf of the Corporation

m. Resolution LDC-AM-2016-17 that the Executive Director be authorized to purchase computer equipment and class materials needed for workforce training of unemployed/underemployed residents at Huntington Opportunity Resource Center

n. Resolution LDC-AM-2016-18 that, during the remainder of year 2016, the Corporation shall notice and conduct combined Board of Directors/Member

meetings in conjunction with regularly scheduled Town Board meetings at 100 Main Street, Huntington, New York, as needed

o. Circulate Acknowledgment of Fiduciary Duties and Responsibilities Statements for completion by the Directors, due to Executive Director at board members' earliest convenience

p. Circulate Board Evaluations for completion by the Directors, due to Executive Director at board members' earliest convenience

q. Circulate Annual Financial Disclosure 2016 statements for completion by the Directors, due to Executive Director at board members' earliest convenience

r. Reminder that all of the Corporation's Policies, Reports, Budget, Agendas, Minutes, Application for Financial Assistance and Committees are posted at the Town's website

Other Matters.

Meeting adjourned at 10:55 a.m.

Resolution LDC-AM-2016-1

BE IT RESOLVED:

THAT THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION HEREBY RATIFIES AND CONFIRMS THE DECEMBER 8, 2015 MEETING MINUTES.

OFFERED BY: TRACEY A. EDWARDS

SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

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2 OFFICIAL LOCAL DEVELOPMENT CORPORATION

3 MINUTES

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6 PROCEEDINGS AND VERBATIM DISCUSSIONS OF

7 THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT

8 CORPORATION MEETING, HELD ON THE 8TH DAY

9 OF DECEMBER, 2015 AT 8:54 P.M., AT TOWN

10 HALL, 100 MAIN STREET, HUNTINGTON, NEW

11 YORK.

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18 PRESENT:

19 FRANK P. PETRONE, Chairman

20 MARK A. CUTHBERTSON, Member
SUSAN A. BERLAND, Member

21 EUGENE COOK, Member
TRACEY A. EDWARDS, Member

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JO-ANN RAIA, Town Clerk

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CINDY ELAN-MANGANO, ESQ., Town Attorney

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CHAIRMAN PETRONE: We're now sitting as Local Development Corporation.

RESOLUTION 2015-LDC11

CHAIRMAN PETRONE: I offer Resolution LDC11.

(Authorize the Chairman to execute an extension to the contract with Cullen & Danowski, LLP, certified public accountants, to conduct an independent audit for the fiscal year ending December 31, 2015).

MEMBER EDWARDS: Second.

MRS. RAIA: Seconded by Member Edwards.

All in favor?

Any opposed?

Resolution is adopted, five-zero.

1 CHAIRMAN PETRONE: That concludes the business of
2 our Local Development Corporation. I'll
3 entertain a motion the close this meeting.
4 MEMBER COOK: Motion.
5 CHAIRMAN PETRONE: By Mr. Cook.
6 Seconded by?
7 MEMBER BERLAND: Second.
8 CHAIRMAN PETRONE: Ms. Berland.
9 All in favor?
10 [WHEREUPON THE MOTION MADE AND SECONDED WAS
11 VOTED ON AND CARRIED.]
12 CHAIRMAN PETRONE: Thank you so much and have a very
13 pleasant happy holiday and healthy new year.
14 [WHEREUPON THE MEETING OF THE LOCAL
15 DEVELOPMENT CORPORATION OF THE TOWN OF
16 HUNTINGTON WAS CLOSED BY THE CHAIRMAN, FRANK
17 P. PETRONE, AT 8:55 P.M.]
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2015- LDC //

RESOLUTION AUTHORIZING THE CHAIRMAN TO EXECUTE AN EXTENSION TO THE CONTRACT WITH CULLEN & DANOWSKI, LLP, CERTIFIED PUBLIC ACCOUNTANTS, TO CONDUCT AN INDEPENDENT AUDIT FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015

Resolution for Local Development Corporation Board meeting dated: December 8, 2015

The following resolution was offered by: Chairman Petrone

and seconded by: **MEMBER EDWARDS**

WHEREAS, pursuant to Section 1411 of the Not-for-Profit Corporation Law, the Town of Huntington Local Development Corporation was established in 2010 as a not-for-profit local development corporation of the State to enhance economic development and business opportunities within the Town of Huntington; and

WHEREAS, the New York State Comptroller's Office requires local development corporations to obtain an annual independent audit; and

WHEREAS, the Town of Huntington solicited written quotes for Professional Auditing and Accounting Services and sealed proposals were opened and read aloud on October 11, 2013 for same; and

WHEREAS, Cullen & Danowski, LLP was determined to be the most qualified, responsive and responsible proposer to conduct the Town's and other Town agency's annual audits, including that of the Town of Huntington Local Development Corporation; and

WHEREAS, said contract provides for four one (1) year extensions upon mutual consent of both parties; and

WHEREAS, Cullen & Danowski, LLP, Certified Public Accountants, has requested Huntington Local Development Corporation Board approval for the third one (1) year extension of the contract; and

WHEREAS, the execution of an extension to this agreement is a Type II action pursuant to 6 N.Y.C.R.R. §617.5(c)(20) and, therefore, no further SEQRA review is required.

NOW, THEREFORE

THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION

HEREBY AUTHORIZES the Chairman to execute the third extension to the contract with Cullen & Danowski, LLP, 1650 Route 112, Port Jefferson Station, NY 11776, to conduct an audit for the fiscal year ending December 31, 2015, for an amount not to exceed the sum of TWO THOUSAND FIVE HUNDRED NO/100 ($2,500.00) DOLLARS and upon any such terms as may be imposed by the Corporation's counsel.

VOTE: AYES: 5 NOES: 0 ABSTENTIONS: 0

Chairman Frank P. Petrone	**AYE**
Member Susan A. Berland	**AYE**
Member Eugene Cook	**AYE**
Member Mark A. Cuthbertson	**AYE**
Member Tracey A. Edwards	**AYE**

THE RESOLUTION WAS THEREUPON DECLARED DULY ADOPTED.

Resolution LDC-AM-2016-2

WHEREAS, the Chairperson discussed the need to re-elect the Officers of The Town of Huntington Local Development Corporation, and stated that said re-election was now in order;

NOW, THEREFORE, BE IT RESOLVED

THAT FRANK P. PETRONE BE, AND HEREBY IS, REELECTED AS CHAIRPERSON OF THE BOARD OF DIRECTORS OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION UNTIL THE NEXT COMBINED ANNUAL MEETING OF THE DIRECTORS/MEMBERS AND THEREAFTER UNTIL HIS SUCCESSOR IS ELECTED AND QUALIFIED.

OFFERED BY: EUGENE COOK

SECONDED BY: TRACEY A. EDWARDS

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC-AM-2016-3:

BE IT FURTHER RESOLVED:

THAT MARK A. CUTHBERTSON BE, AND HEREBY IS, REELECTED AS VICE CHAIRPERSON OF THE BOARD OF DIRECTORS OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION UNTIL THE NEXT COMBINED ANNUAL MEETING OF THE DIRECTORS/MEMBERS AND THEREAFTER UNTIL HIS SUCCESSOR IS ELECTED AND QUALIFIED.

OFFERED BY: TRACEY A. EDWARDS

SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC-AM-2016-4:

BE IT FURTHER RESOLVED:

THAT SUSAN A. BERLAND BE, AND HEREBY IS, REELECTED AS SECRETARY/TREASURER OF THE BOARD OF DIRECTORS OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION UNTIL THE NEXT COMBINED ANNUAL MEETING OF THE DIRECTORS/MEMBERS AND THEREAFTER UNTIL HER SUCCESSOR IS ELECTED AND QUALIFIED.

OFFERED BY: TRACEY A. EDWARDS

SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC-AM-2016-5:

BE IT FURTHER RESOLVED:

THAT THE MISSION STATEMENT/MEASUREMENT REPORT, ATTACHED HERETO AS "EXHIBIT A" IS HEREBY AUTHORIZED, APPROVED AND ADOPTED AS THE MISSION STATEMENT/MEASUREMENT REPORT OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: EUGENE COOK

SECONDED BY: TRACEY A. EDWARDS

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

"EXHIBIT A"

Authorities Budget Office Policy Guidance

Authority Mission Statement and Performance Measurements

Name of Public Authority:

The Town of Huntington Local Development Corporation (the "TOH LDC")

Public Authority's Mission Statement:

The Mission of the TOH LDC is to promote community and economic development and the creation of jobs in the not-for-profit and for-profit sectors for the residents of the Town of Huntington by developing and providing programs for not-for-profit institutions, manufacturing and industrial businesses, and other entities to access to low-interest/cost tax-exempt and non-tax-exempt financing for eligible projects.

Additionally, the TOH LDC will seek to facilitate resident training and development to improve or develop the employment skills and capabilities of the residents of the Town of Huntington, and to provide and/or help make available residential housing, through, including, without limitation, construction, rehabilitation and leasing.

Date Adopted: April 5, 2016

List of Performance Goals (If additional space is needed, please attach):

- In furtherance of its mission, the TOH LDC will endeavor to facilitate one bond-financing transaction per year in support of a qualified not for profit business expansion.
- The TOH LDC will continue to market its capabilities to qualified entities (not for profits) located in the Town of Huntington.
- The TOH LDC will continue to take the necessary steps towards full compliance with the requirements of the Public Authorities Accountability Act of 2005 (PAAA) and the Public Authorities Reform Act of 2009 (PARA), including by submission of TOH LDC information into the Authority Budget Office's Public Authorities Reporting Information System (PARIS).
- The TOH LDC will continue to maintain a website on which will be posted its policies, documents and other information as required by PARA.

- The TOH LDC will continue to support Huntington Opportunity Resource Center, a partnership memorialized in 2015, so as to further its own mission and purposes as enumerated above.

Additional questions:

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

   Yes.

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

   The Town of Huntington Local Development Corporation Board of Directors.

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

   Yes.

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

   The Board of Directors is responsible for the visioning and overall setting of the agenda/mission of the TOH LDC. Staff and management of the TOH LDC is responsible for the daily activities and implementation of the tasks required to achieve the mission, as determined and as adopted by the Board.

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

   Yes.

Resolution LDC-AM-2016-6:

BE IT FURTHER RESOLVED:

THAT THE INVESTMENT POLICY ATTACHED HERETO AS "EXHIBIT B" IS HEREBY READOPTED AS THE INVESTMENT POLICY OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: TRACEY A. EDWARDS

SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

"EXHIBIT B"

The Town of Huntington Local Development Corporation

Investment Policy

This Investment Policy of The Town of Huntington Local Development Corporation (the "Corporation") shall apply to all operating funds, bond proceeds and other funds and all investment transactions involving operating funds, bond proceeds and other funds accounted for in the financial statements of the Corporation. Each investment made pursuant to this Investment Policy must be authorized by applicable law and this written Investment Policy. This Investment Policy is intended to comply with the New York Not-for-Profit Corporation Law, the Public Authorities Law, and any other applicable laws of New York State.

Delegation of Authority

The responsibility for conducting investment transactions involving the Corporation resides with the Chief Financial Officer of the Corporation under the direction and oversight of the Treasurer of the Corporation. Only the Chief Financial Officer and those persons authorized by resolution or the Corporation's By-laws may invest public funds.

All contracts or agreements with outside persons investing public funds, advising on the investment of public funds, directing the deposit of public funds or acting in a fiduciary capacity for the Corporation, shall require the outside person to notify the Corporation in writing, within thirty (30) days of receipt of all communication from its auditor of the outside person or any regulatory authority, of the existence of material weakness in the internal control structure of the outside person or regulatory orders or sanctions regarding the type of services being provided to the Corporation by the outside person.

The records of investment transactions made by or on behalf of the Corporation are public records and are the property of the Corporation whether in the custody of the Corporation or in the custody of a fiduciary or other third party.

The Chief Financial Officer of the Corporation under the direction and oversight of the Treasurer shall establish a written system of internal controls and investment practices. The controls shall be designed to prevent losses of public funds, to document those officers and employees of the Corporation responsible for elements of the investment process and to address the capability of investment management. The controls shall provide for receipt and review of the audited financial statements and related reports on internal control structure of all outside persons performing any of the following for the Corporation:

(i) investing public funds of the Corporation;

(ii) advising on the investment of public funds of the Corporation;

(iii) directing the deposit or investment of public funds of the Corporation; or

(iv) acting in a fiduciary capacity for the Corporation.

A bank, savings and loan association or credit union providing only depository services shall not be required to provide an audited financial statement and related report on its internal control structure.

Objectives

The primary objectives, in order of priority, of all investment activities involving the financial assets of the Corporation shall be the following:

(i) Safety: Safety and preservation of principal in the overall portfolio is the foremost investment objective;

(ii) Liquidity: Maintaining the necessary liquidity to match expected liabilities and expenses is the second investment objective;

(iii) Return: Obtaining a reasonable return is a third investment objective

Operative Policy

The Corporation shall conduct its investment activities involving all operating funds, bond proceeds and other funds and all investment transactions involving operating funds, bond proceeds and other funds accounted for in the financial statements of the Corporation in a manner that complies with the New York Not-for-Profit Corporation Law and the Public Authorities Law of New York State.

Prior to making an investment of any operating funds, bond proceeds and other funds of the Corporation, other than those associated with a bank, savings and loan association or credit union involving a depository relationship only, the Corporation shall obtain at least three (3) bids and award the contract to the most responsible bidder whose bid most closely meets the objectives of this Investment Policy.

The Chief Financial Officer, the Treasurer and all other officers, directors and employees of the Corporation involved in the investment process shall refrain from personal business activity that could conflict with the proper execution of the investment program, or which could impair their ability to make impartial investment decisions. Nothing contained within this Policy however, shall prohibit the Chief Financial Officer, the Treasurer or any other officer or director of the Board, or employee of the Corporation from obtaining interests in mutual funds which may include within its investment portfolio, bonds, debentures, notes or other evidence of indebtedness of the Corporation; provided however, that the Corporation's bonds, debentures, notes or other evidence of indebtedness may not make up more than ten percent (10%) of the mutual fund's total portfolio and the Chief Financial Officer, the Treasurer, other officers or Board of Directors, or employees may not exercise any discretion with respect to the investments made by the mutual fund company.

The Chief Financial Officer shall submit to the Board of Directors an investment report that summarizes recent market conditions and investment strategies employed since the last investment report. The report shall set out the current portfolio in terms of maturity, rates of return and other features and summarize all investment transactions that have occurred during the reporting period and compare the investment results with budgetary expectations, if any.

This Investment Policy shall be reviewed and approved annually.

Resolution LDC-AM-2016-7:

BE IT FURTHER RESOLVED:

THAT THE STATEMENT OF PROCUREMENT POLICY & PROCEDURES, ATTACHED HERETO AS "EXHIBIT C" IS HEREBY READOPTED AS THE STATEMENT OF PROCUREMENT POLICY & PROCEDURES POLICY OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: EUGENE COOK

SECONDED BY: TRACEY A. EDWARDS

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

"EXHIBIT C"

THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION

Statement of Procurement Policy and Procedures

Policy: It is the policy of The Town of Huntington Local Development Corporation (the "LDC") to assure the prudent and economical use of LDC moneys, to facilitate the acquisition of goods and services of maximum quality at a competitive cost, and to guard against favoritism, improvidence, extravagance, fraud and corruption. While the LDC is not obligated pursuant to New York State law to require competitive bidding on its contracts, the LDC finds that its policy is advanced by requiring public bidding in certain instances.

Conflict of Interests: While the LDC is not obligated to comply with the provisions of Section 883 of the GML, the LDC hereby states its desire to adhere to the letter and spirit of such provisions by requiring all directors/members, officers and employees of the LDC to be subject to the same Conflicts of Interest provisions contained in Article 18 of the GML.

Procedures: The LDC shall, unless it otherwise finds by Resolution to the contrary, pursue its procurement policy by adhering to the following procedures:

I. Goods

A. Contracts for Goods Valued at $500 and Under. All contracts for goods valued at $500 and under shall be awarded by the LDC's Chairman using his/her judgment as to the most appropriate vendor, without further documentation.

B. Contracts for Goods Valued at over $500 but less than $5,000. The LDC shall use its reasonable efforts to obtain, either orally or in writing, at least three (3) bids or price quotations for such procurement. The Chairman shall document, in reasonable detail, such attempt and its result. If the vendor selected by the Chairman is not the lowest price vendor, or if fewer than three (3) bids were sought or received, the Chairman shall document justification as to the same.

C. Contracts for Goods Valued at $5,000 and Over. The LDC shall use its best efforts to award contracts for goods valued at $5,000 and over through a competitive process. The competitive process to be utilized shall, absent approval of the LDC to the contrary, be overseen by the Chairman and entail the following:

(i) All solicitations and requests for proposals should be in writing and should incorporate a clear and accurate description of the technical requirements for the material, product, or service to be procured. Such description should not contain features which unduly restrict competition. The description may include a statement of the qualitative nature of the material, product or service to be procured, and when necessary, should set forth those minimum essential characteristics and standards to which it must conform if it is to satisfy its intended use. When it is impractical or uneconomical to make a clear and accurate description of the technical requirements, a brand name or equal description may be used as a means to define the performance or other salient requirements of such a procurement. The specific features of the named brand which must be met by offerors

should be clearly stated and should identify all requirements which the offerors must fulfill and all other factors to be used in evaluating bids or proposals.

(ii) Requests for proposals should be publicly advertised by placing them on the LDC or the Town of Huntington website and by placing notice in either one paper of general circulation or one trade journal if appropriate.

(iii) Proposals should be solicited from an adequate number of qualified sources.

(iv) The Chairman should establish a method for conducting evaluations of the proposals received and for selecting awardees.

(v) Awards will be made by the Chairman to the responsible respondent whose proposal is most advantageous to the LDC, with price and other factors considered.

D. Notwithstanding paragraphs A, B and C above, the Chairman shall be authorized to award contracts for the purchase of Goods pursuant to any New York State or Town of Huntington approved vendor list, for the particular Goods referenced therein. Further, office supplies (excluding computer hardware) may be procured by the LDC's Chairman from any national retail vendor (such as Staples or Office Depot). In such case, engaging in a competitive process would not be in the best interests of the LDC or its above stated policy.

II. Services

A. Professional Services. Contracts for all services primarily or predominately of a professional nature, or requiring specialized skill or judgment, shall not be awarded by competitive process, but shall be awarded upon a Resolution of the LDC confirming the professional nature or specialized skill or judgment involved in such service.

B. Marketing Services. The award of contracts, of up to $2,500 each, for marketing, promotional advertising, sponsorship and similar services shall be awarded by the LDC's Chairman using his/her judgment, in keeping with the best interests of the LDC. Reasonably adequate documentation supporting such award must be made by the LDC's Chairman. It is intended that the type of service so excluded from competitive process include, without limitation, sponsorships of charitable and civic events.

C. All Others. The award of service contracts not described in Sections II A or B above, shall be made through the competitive process described in Sections I A, B and C above.

THE FOREGOING PROCEDURES ARE IN ADDITION TO AND NOT IN LIEU OF THE SAFEGUARDS AND PROCEDURES ADOPTED BY THE LDC FROM TIME TO TIME REGARDING CHECK WRITING AUTHORITY AND THE LDC'S BUDGET PROCESS.

In the absence or unavailability of the LDC's Chairman to act as aforesaid, the Vice Chairman or Treasurer may, orally or in writing, authorize the award of any contracts with the same authority of the Chairman as aforesaid.

These Procurement Policies and Procedures shall remain in effect until such time as the LDC's Board of Directors resolves to modify and amend the same.

The LDC may, from time to time, adopt different procedures, or deviate from any of the above procedures, on a case-by-case basis.

The unintentional failure to fully comply with the provisions of this statement of policy and procedures shall not be grounds to void action taken or give rise to a cause of action against the LDC or any director/member, officer or employee thereof.

- - end - -

Resolution LDC-AM-2016-8:

BE IT FURTHER RESOLVED:

THAT THE PROPERTY DISPOSITION POLICY ATTACHED HERETO AS "EXHIBIT D" IS HEREBY READOPTED AS THE PROPERTY DISPOSITION POLICY OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: TRACEY A. EDWARDS

SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

"EXHIBIT D"

The Town of Huntington Local Development Corporation

Property Disposition Policy

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

Definitions

Contracting Officer shall mean the Executive Director/Chief Executive Officer of the Corporation.

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

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

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

Operative Policy

Inventory Controls and Accountability Systems

The Contracting Officer of the Corporation shall be responsible for the Corporation's compliance with this Property Disposition Policy and the supervision and control of all Property Disposed of by the Corporation. In addition, the Contracting Officer shall have the responsibility to insure the Corporation operates in compliance with Article 9 Title 5-A of the New York Public Authorities Law, including creating and maintaining adequate inventory controls and accountability systems for all Property under the control of the Corporation and periodically inventorying such property to determine which, if any, property should be Disposed by the Corporation. The Contracting Officer shall recommend to the Board any Property he or she deems suitable for Disposal.

Disposition of Property

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

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

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

(i) the personal property involved is of a nature and quantity which, if Disposed of under the first two (2) paragraphs of this section, would adversely affect the state or local market for such Property, and the estimated FMV of such Property and other satisfactory terms of the Disposal can be obtained by negotiation;

(ii) the FMV of the Property does not exceed fifteen thousand dollars ($15,000.00);

(iii) bid prices after advertising therefore are not reasonable, either as to all or some part of the Property, or have not been independently arrived at in open competition;

(iv) the Disposal is to the State or any political subdivision of the State, and the estimated FMV of the Property and other satisfactory terms of the Disposal are obtained by negotiation;

(v) the Disposal is for an amount less than the estimated FMV of the Property, the terms of such Disposal are obtained by public auction or negotiation, the Disposal of the Property is intended to further the public health, safety or welfare or an economic development interest of the State or a political subdivision of the State, including but not limited to, the prevention or remediation of a substantial threat to public health or safety, the creation or retention of a substantial number of job opportunities, or the creation or retention of a substantial source of revenues, and

the purpose and terms of the Disposal are documented in writing and approved by resolution of the Board; or

(vi) such Disposal or related action is otherwise authorized by law.

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

Reporting Requirements

Annual Report

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

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

Property Disposition Policy

The Corporation shall review and approve this Property Disposition Policy annually by resolution of the Board. On or before March 31 of each year, the Corporation shall file with the Comptroller a copy of its Property Disposition Policy, including the name of the Contracting Officer appointed by the Corporation. Upon such filing with the comptroller, the Corporation shall post its Property Disposition Policy on its website.

The Town of Huntington Local Development Corporation

Property Disposition Policy

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

Definitions

Contracting Officer shall mean the Executive Director/Chief Executive Officer of the Corporation.

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

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

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

Operative Policy

Inventory Controls and Accountability Systems

The Contracting Officer of the Corporation shall be responsible for the Corporation's compliance with this Property Disposition Policy and the supervision and control of all Property Disposed of by the Corporation. In addition, the Contracting Officer shall have the responsibility to insure the Corporation operates in compliance with Article 9 Title 5-A of the New York Public Authorities Law, including creating and maintaining adequate inventory controls and accountability systems for all Property under the control of the Corporation and periodically inventorying such property to determine which, if any, property should be Disposed by the Corporation. The Contracting Officer shall recommend to the Board any Property he or she deems suitable for Disposal.

Disposition of Property

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

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

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

(i) the personal property involved is of a nature and quantity which, if Disposed of under the first two (2) paragraphs of this section, would adversely affect the state or local market for such Property, and the estimated FMV of such Property and other satisfactory terms of the Disposal can be obtained by negotiation;

(ii) the FMV of the Property does not exceed fifteen thousand dollars ($15,000.00);

(iii) bid prices after advertising therefore are not reasonable, either as to all or some part of the Property, or have not been independently arrived at in open competition;

(iv) the Disposal is to the State or any political subdivision of the State, and the estimated FMV of the Property and other satisfactory terms of the Disposal are obtained by negotiation;

(v) the Disposal is for an amount less than the estimated FMV of the Property, the terms of such Disposal are obtained by public auction or negotiation, the Disposal of the Property is intended to further the public health, safety or welfare or an economic development interest of the State or a political subdivision of the State, including but not limited to, the prevention or remediation of a substantial threat to public health or safety, the creation or retention of a substantial number of job opportunities, or the creation or retention of a substantial source of revenues, and

the purpose and terms of the Disposal are documented in writing and approved by resolution of the Board; or

(vi) such Disposal or related action is otherwise authorized by law.

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

Reporting Requirements

Annual Report

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

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

Property Disposition Policy

The Corporation shall review and approve this Property Disposition Policy annually by resolution of the Board. On or before March 31 of each year, the Corporation shall file with the Comptroller a copy of its Property Disposition Policy, including the name of the Contracting Officer appointed by the Corporation. Upon such filing with the comptroller, the Corporation shall post its Property Disposition Policy on its website.

Resolution LDC-AM-2016-9:

BE IT FURTHER RESOLVED:

THAT THE OPERATION AND ACCOMPLISHMENTS REPORT ATTACHED HERETO AS "EXHIBIT E" IS HEREBY AUTHORIZED, APPROVED AND ADOPTED AS THE 2015 OPERATIONS AND ACCOMPLISHMENTS REPORT OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: EUGENE COOK

SECONDED BY: TRACEY A. EDWARDS

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

"EXHIBIT E"

Authorities Budget Office Policy Guidance

2015 Operations & Accomplishments Report

Date Adopted: April 5, 2016

Name of Public Authority:

The Town of Huntington Local Development Corporation (the "TOH LDC")

Public Authority's Mission Statement:

The Mission of the TOH LDC is to promote community and economic development and the creation of jobs in the not-for-profit and for-profit sectors for the residents of the Town of Huntington by developing and providing programs for not-for-profit institutions, manufacturing and industrial businesses, and other entities to access low-interest cost tax-exempt and non-tax-exempt financing for eligible projects.

Additionally, the TOH LDC seeks to facilitate resident training and development; to improve or develop the employment skills and capabilities of the residents of the Town of Huntington, and to provide and/or help make available residential housing, through, including, without limitation, construction, rehabilitation and leasing.

2015 Activities:

2015 marks the TOH LDC's fourth year and with it, second bond financing transaction.

The first bond transaction by the TOH LDC on August 29, 2012 involved the issuance of $19,220,000 in Tax-Exempt and $434,000 in Taxable Revenue bonds on behalf of a Developmental Disabilities Institute, Inc. ("DDI"). DDI subsequently reported that 75 new jobs in various programs within the organization were created as a result of that bond issuance.

The subsequent bond transaction by TOH LDC on December 30, 2015 involved the issuance of $34,930,000 in tax-exempt revenue bonds on behalf of St. Anthony's High School and Seraphic Properties, Inc. St. Anthony's utilized the bond proceeds to refinance existing debt.

TOH LDC bond transactions are completed via conduit financing. Conduit financing is accomplished when a government or other qualified agency uses its

organizational status to effect the terms of, and lessen the cost for, issuance of fixed-income securities from the private lending market to fund a non-profit organization's large capital project or refinance its existing debt. The debt is then repaid by the non-profit.

Additionally, in fulfillment of its own mission and purpose, on November 4, 2015 the TOH LDC entered into a Memorandum of Understanding with Huntington Community Development Agency (HCDA) to align itself, support and collaborate with the job training initiatives and activities available to unemployed and underemployed residents through HDCA's Huntington Opportunity Resource Center.

From April 1, 2015 to March 22, 2016, Huntington Opportunity Resource Center (HORC) located at 1264 & 1268 New York Avenue in Huntington Station served nearly 2,000 residents by providing assistance with resume preparation, job searches, identifying career options, access to specialized job training, furnishing tips for interview success, job readiness, preparing Department of Social Service and Department of Labor applications, not for profit referrals, among various other support services provided by on-site partner organizations.

The TOH LDC continues to outreach to not for profits located in the Town of Huntington that could benefit from tax exempt bond financing assistance.

TOH LDC continues to maintain its web presence at http://huntingtonny.gov that provides information about its services, makes available its Application for Financial Assistance, Policies, Reports, Budgets as well as other corporate documentation as required by PARA.

Resolution LDC-AM-2016-10:

BE IT FURTHER RESOLVED:

THAT THE FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT ATTACHED HERETO AS "EXHIBIT F" IS HEREBY AUTHORIZED, APPROVED AND ADOPTED AS THE 2015 FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT BY THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION, PURSUANT TO THE REQUIREMENTS OF THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED.

OFFERED BY: TRACEY A. EDWARDS

SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

"EXHIBIT F"

Town of Huntington
Local Development Corporation

Financial Statements
with Independent Auditor's Reports

For the Years Ended December 31, 2015 and 2014

TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION
Table of Contents
December 31, 2015

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Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards*	10

CULLEN & DANOWSKI, LLP
CERTIFIED PUBLIC ACCOUNTANTS

VINCENT D. CULLEN, CPA
(1950 - 2013)

JAMES E. DANOWSKI, CPA
PETER F. RODRIGUEZ, CPA
JILL S. SANDERS, CPA
DONALD J. HOFFMANN, CPA
CHRISTOPHER V. REINO, CPA
ALAN YU, CPA

INDEPENDENT AUDITOR'S REPORT

Town Board Members
Town of Huntington Local Development Corporation
Huntington, New York

Report on the Financial Statements

We have audited the accompanying financial statements of the Town of Huntington Local Development Corporation (the Organization), which is a blended component unit reported as a nonmajor governmental special revenue fund of the Town of Huntington, New York, as of and for the years ended December 31, 2015 and 2014, and the related notes to the financial statements, as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

1650 ROUTE 112, PORT JEFFERSON STATION, NEW YORK 11776-3060
PHONE: 631-473-3400 • FAX: 631-473-4863 • WWW.CDLLP.NET

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Town of Huntington Local Development Corporation, which is a blended component unit reported as a nonmajor governmental special revenue fund of the Town of Huntington, New York, as of December 31, 2015 and 2014, and the changes in financial position for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 1, the financial statements present only the Town of Huntington Local Development Corporation, which is a blended component unit reported as a nonmajor governmental special revenue fund of the Town of Huntington, New York, and do not purport to, and do not, present fairly the financial position of the Town of Huntington, New York, as of December 31, 2015 and 2014 and the changes in its financial position for the years then ended in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis as listed in the table of contents be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operations, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated March 14, 2016, on our consideration of the Organization's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreement and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Organization's internal control over financial reporting and compliance.

Cullen & Danowski, LLP

March 14, 2016

This discussion and analysis of the Town of Huntington Local Development Corporation's (the Organization) financial performance provides an overview of the Organization's financial activities for the year ended December 31, 2015. Please read this in conjunction with the financial statements and the accompanying notes to those statements.

1. FINANCIAL HIGHLIGHTS

- The Organization's total assets increased $146,628 during the calendar year 2015. The increase is primarily related to administrative service fees of $195,009 for the 2015 bond transaction on behalf of St. Anthony's High School.
- The Organization's total revenues increased $195,009 due to administrative services fees on bond financing and reimbursement on related expenses on new financing.
- As of December 31, 2015, the Organization reported a fund balance of $330,610.

2. FINANCIAL STATEMENTS

The financial statements presented herein include all of the activities of the Organization.

The financial statements have been prepared on the modified accrual basis of accounting. Under that basis of accounting, revenues are recorded when measurable and available. Available means collectible within the current period or within 60 days after year end. Expenditures are generally recorded when incurred.

The notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the financial statements. These notes can be found immediately following the financial statements.

3. BALANCE SHEETS

The following is a summary of the Organization's balance sheets as of December 31:

	2015	2014	Dollar Change
Total Assets	$ 336,867	$ 190,239	$ 146,628
Liabilities	6,257	-	6,257
Fund Balance - Unassigned	330,610	190,239	140,371
Total Liabilities and Fund Balance	$ 336,867	$ 190,239	$ 146,628

4. STATEMENTS OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE

The following is a summary of the Organization's revenues, expenditures, and changes in fund balance for the years ended December 31:

	2015	2014	Dollar Change
Revenues	$ 196,009	$ 1,000	$ 195,009
Expenditures	55,638	2,500	53,138
Change in Fund Balance	140,371	(1,500)	141,871
Fund Balance - January 1	190,239	191,739	(1,500)
Fund Balance - December 31	$ 330,610	$ 190,239	$ 140,371

5. REQUESTS FOR INFORMATION

The financial report is designed to provide a general overview of the Town of Huntington Local Development Corporation, a component unit of the Town of Huntington, New York's finances. Questions concerning any of the information provided in this report or request for additional information should be addressed to: Executive Director, Town of Huntington Local Development Corporation, 100 Main Street, Huntington, New York 11743.

TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION
BALANCE SHEETS
December 31, 2015 and 2014

	2015	2014
ASSETS		
Cash	$ 336,867	$ 190,239
Total Assets	$ 336,867	$ 190,239
LIABILITIES AND FUND BALANCE		
Liabilities		
Accounts payable	$ 5,257	$ -
Collections in advance	1,000	-
Total Liabilities	6,257	-
Fund Balance		
Unassigned	330,610	190,239
Total Liabilities and Fund Balance	$ 336,867	$ 190,239

See Notes to Financial Statements

TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION
Statements of Revenues, Expenditure and Changes in Fund Balance
For the Years Ended December 31, 2015 and 2014

	2015	2014
Revenues		
Fee income	$ 196,009	$ 1,000
Total Revenues	196,009	1,000
Program Service Expenditures		
Advertising	963	-
Professional fees	7,553	2,500
Program support	26,779	-
Bank charges	15	-
Equipment	20,328	-
Total Program Expenditures	55,638	2,500
Net Change in Fund Balance	140,371	(1,500)
Fund Balance - January 1	190,239	191,739
Fund Balance - December 31	$ 330,610	$ 190,239

See Notes to Financial Statements

1. ORGANIZATION AND PURPOSE

Organization

The Town of Huntington Local Development Corporation (the Organization) was incorporated on April 7, 2010 under Section 1411 of the Not-for-Profit Corporation Law of the State of New York. The mission of the Organization is to conduct activities that will relieve and reduce unemployment, promote and provide for additional maximum employment, improve and maintain job opportunities, lessen the burdens of governments and act in the public interest by providing access to low interest tax exempt and non-tax exempt financing for eligible projects. The Town of Huntington Town Board members constitute the Organization's directors, and accordingly, the Organization's management is designated by the Town Board sitting as directors of the Organization. The Town Board is completely accountable for fiscal matters and the Town is the sole member of the Organization. The Town of Huntington is not liable for the Organization's bonds or notes.

The Organization is a blended component unit of the Town of Huntington, New York (Town) and is reported by the Town as a special revenue fund. These financial statements present only the Town of Huntington Local Development Corporation, and do not purport to, and do not present fairly the financial position of the Town of Huntington, New York, as of December 31, 2015 and 2014 and the changes in its financial position for the years then ended in conformity with accounting principles generally accepted in the United States of America.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Organization have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) for governmental units. The Governmental Accounting Standards Board (GASB) is the standard-setting body for establishing governmental accounting and financial reporting principles. The more significant of these accounting policies are as follows:

A. Basis of Accounting

The Organization uses the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recorded when measurable and available. Available means collectible within the current period or within 60 days after year end. Expenditures are recorded when the related fund liability is incurred. General capital asset acquisitions are reported as expenditures.

The modified accrual basis of accounting does not reflect any long-term assets or long-term liabilities of the Organization in the accompanying financial statements. These amounts are reflected in the government-wide financial statements of the Town.

B. Cash and Cash Equivalents

For purposes of the financial statements, the Organization considers all highly liquid cash accounts and other temporary investments of three months or less as cash equivalents.

C. Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

D. Income Taxes

The Organization is a not-for-profit public benefit corporation and is exempt from income taxes under the Internal Revenue Code.

E. Conduit Financing

Conduit financing is a financing arrangement whereby a government or other qualified agency may use its organizational status to effect the terms of, and lessen the cost for, issuance of fixed-income securities from the private lending market to fund a non-profit organization's large capital project or refinance its existing debt. The debt is then repaid by the non-profit. The issuer may bring about conduit financing for those activities (i.e., economic development, housing, health facilities, etc.) that have a general public purpose and are consistent with the Organization's objectives as determined by its Board of Directors.

3. REVENUE BOND TRANSACTION

Bonds authorized by the Organization and issued through various lending institutions are designated as special obligations of the Organization and payable solely from the revenues and other assets pledged as collateral against the bonds. The Organization's right, title and interest to the property are assigned to a trustee until such point in time as the construction of property improvements has been completed or satisfaction of the obligation has been effected in full. The Organization does not act as a guarantor in the event of collateralized properties and revenues as specified in the applicable financing agreement are insufficient to meet debt service requirements. Additionally, in each of these financings, the Organization has assigned all rights to receive certain revenues derived with respect to the facilities it has financed to the holders of the revenue bonds. As a consequence, the Organization does not reflect such bonds or related properties on its financial statements. During 2015, the Organization issued $34,930,000 in bonds to a private high school located in South Huntington, which yielded $195,009 in administrative service transaction fees recorded as part of fee income in the statement of revenues, expenses and changes in net position. Local development revenue bonds authorized by the Organization and outstanding at December 31, 2015 and 2014 totaled $51,454,476 and $17,574,476, respectively.

4. CONCENTRATION OF CREDIT RISK

At December 31, 2015 and 2014, the carrying amount of the Organization deposits was $336,867 and $190,239, respectively. For the year ended December 31, 2015, the bank deposits exceeded FDIC insurance coverage by $86,867. Subsequently, the Organization opened an additional account with a financial institution, resulting in all bank deposits being fully FDIC insured. Bank deposits as of December 31, 2014 were fully insured under FDIC insurance.

5. RELATED PARTY TRANSACTIONS

The Organization is related through common management with the Town of Huntington. The Town Board serves as Directors of the Organization. The Town of Huntington provides certain administrative and management services to the Organization. The costs of these services are not reflected in the accompanying financial statements.

6. SUBSEQUENT EVENTS

The Corporation has evaluated subsequent events through March 14, 2016 the date the financial statements were available to be issued. The Corporation has concluded that no additional subsequent events have occurred that require recognition or disclosure.

CULLEN & DANOWSKI, LLP
CERTIFIED PUBLIC ACCOUNTANTS

VINCENT D. CULLEN, CPA
(1950 - 2013)

JAMES E. DANOWSKI, CPA
PETER F. RODRIGUEZ, CPA
JILL S. SANDERS, CPA
DONALD J. HOFFMANN, CPA
CHRISTOPHER V. REINO, CPA
ALAN YU, CPA

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFOMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS*

Town Board Members
Town of Huntington Local Development Corporation
Huntington, New York

We have audited, in accordance with the auditing standards generally accepted in the United States of America and standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the Town of Huntington Local Development Corporation (Organization), a component unit of the Town of Huntington, New York, which comprise the balance sheet as of December 31, 2015, and the related statement of revenues, expenditures and changes in fund balance for the year then ended and the related notes to the financial statements, and have issued our report thereon dated March 14, 2016.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Organization's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Organization's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards.*

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Organization's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Organization's internal control and compliance. According, this communication is not suitable for any other purpose.

Cullen & Danowski, LLP

March 14, 2016

Resolution LDC-AM-2016-11:

BE IT FURTHER RESOLVED:

THAT THE CAPITAL ASSET POLICY ATTACHED HERETO AS "EXHIBIT G" IS HEREBY AUTHORIZED, APPROVED AND ADOPTED AS THE CAPITAL ASSET POLICY, CONSISTENT WITH THAT OF THE TOWN OF HUNTINGTON, BY THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION

OFFERED BY: EUGENE COOK

SECONDED BY: TRACEY A. EDWARDS

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

"EXHIBIT G"

Town of Huntington Local Development Corporation

Capital Asset Policy

Adopted April 5, 2016

1. Purpose

This policy establishes guidelines to capitalize and depreciate long-term assets in compliance with Government Accounting Standards Board (GASB) Statement No. 34 and GAAFR (Government Accounting, Auditing and Financial Reporting). The recording of capital assets is required to provide control of and accountability of capital assets, provide a record for insurance valuation and to provide a basis for a capital replacement plan.

2. Policy

Capital assets are inventoried, safeguarded, maintained, and controlled. A Capital Asset is an asset that has an initial life extending beyond one reporting period. Capital assets of $5,000 or more will be depreciated over the useful life of the asset and those between $500 and $5,000 will be expensed but recorded in the inventory system. All Capital Assets must be tagged to facilitate the tracking of all assets. The Comptroller maintains accountability over all tangible asset records and such records will be verified by a physical inventory by each department once a year.

3. Procedures

A. Internal Controls

1. Capital asset responsibilities must be distributed among several positions to maintain and control assets. Each department must have procedures in place to adequately safeguard assets from loss, waste or misuse.

2. The Town Comptroller has the custodial and supervisory duties of the capital asset system and designates one staff member in Audit and Control as the Capital Asset Manager. The Capital Asset Manager receives all invoices for the purchase of capital assets and creates an asset in the inventory system. An asset tag is assigned and recorded in the inventory system. The tags are sent to the department who purchased and/or received the asset. The receiving department affixes the tag to the asset.

3. Each department will receive a list of their current inventory and will be required to confirm the list to their physical assets annually and provide any changes to the Internal Auditor. The Internal Auditor will perform periodic physical inventories and will resolve any discrepancies.

B. Asset Valuation

1. Capital assets- including infrastructure are reported at historical cost or fair market value on the date of donation, including ancillary charges to place the asset in its intended location, installation and capitalized interest, net of depreciation. If the cost is not available, an estimate may be used to record the capital asset. All costs should be documented, including methods and sources used to establish estimated costs.

2. Self-constructed Assets- All direct costs including Town labor associated with the construction project that meets the capitalization criteria of over $5,000 is included in the cost of the asset.

3. Donated Assets- Assets acquired by gift, donation or payment of a nominal sum not reflective of the asset's market value shall be assigned cost equal to the fair market value at the time of acquisition. Fair market value represents the price actually given in current market dealings.

4. Asset System – Many assets consist of multiple components that make up the asset. This is particularly true for Personal Computer systems. The Town of Huntington has decided to value all Personal Computers as a system (CPU plus monitor). A system has the following characteristics:

   a. Consists of multiple property sub-units which function together as a single unit.
   b. Individual sub-unit costs are generally not significant in comparison to the total cost of the entire system.
   c. Normally, individual sub-units would not meet the capitalization criteria. The grouping as a whole, however, qualifies as a Controlled Asset ($500 acquisition cost).
   d. When a sub-unit is replaced, it generally does not extend the life of the larger asset. Therefore, replacement would generally be treated as maintenance expense.
   e. Each sub-unit is integrated and configured in such a way as to make identification of individual components difficult. Therefore, it is impractical to tag, track, and inventory each sub-unit.

C. Asset Classification

There are three types of capital assets that are maintained in the Town's asset inventory system:

1. Depreciable Capital Assets- Capital assets that benefits more than one fiscal period with a cost of $5,000 or greater.
2. Non-Depreciable Capital Assets- Capital assets that benefit more than one fiscal period with a cost of more than $500 but less than $5,000. Land is considered a non-depreciable capital asset at any cost.
3. Depreciable Intangible Capital Assets- Identifiable assets that cannot be seen, touched or physically present that benefits more than one fiscal period with a cost of $5,000 or greater such as computer software, patents or copyrights.

Capital assets are classified in one of the following categories:

1. Land- Expenditures for the contracted cost of the land purchase and related expenses such as closing costs, broker's commission, legal fees for examining and recording ownership, cost of ownership guarantee insurance policies, cost of real estate surveys, cost of razing old buildings, structures or other improvements acquired with the property, draining, clearing, landscaping, land filling, and grading costs. **Excluded** are fees for ownership searches, expenditures in connection with disposal of refuse, costs of utility easements, and repairs to other improvements.

2. Building and Building Improvements- Expenditures for the purchase price of acquiring an existing building, contracted construction of permanent structures not including land. Expenses incurred in remodeling, reconditioning, or altering a purchased building to make it suitable for the purpose for which it was acquired, cost of excavation, grading or filling of land as part of the construction of a specific building; expenses incurred for the preparation of plans, specifications, blueprints, etc., cost of building permits, architects' and engineers' fees for design and supervision, other costs such as temporary buildings used during the construction period that are not moveable or reusable and are razed at the end of construction. Other depreciable building expenditures include but are not limited to shelving, bleachers, bathroom accessories, carpet, plumbing, sprinkler, heating, ventilating, and air conditioning systems, emergency generator systems for building support, built in public address systems, intrusion alarm systems, fire alarm systems, and emergency lighting systems. **Excluded** are extraordinary costs that are merely incidental to the erection of the building (e.g., those due to strike, flood, fire, or other casualty), and the cost of abandoned construction. If a building is purchased, an allocation must be made between the land, improvements other than buildings, and the buildings.

3. Land Improvements- Expenditures for acquiring improvements, to land or property, whether a building exists or not, including paving, fencing, playground, tennis courts, concrete walks and steps, outside lighting, outside plumbing, irrigation systems, signs, flagpoles, outdoor bleachers, miscellaneous sheds, ball diamonds, swimming pools, retaining walls, fountains and memorials. The amount to be capitalized is the actual dollar cost of installation or acquisition of these assets at the acquisition date, including any labor and installation fees.

4. Machinery and Equipment- Expenditures related to the acquisition of vehicles and equipment including freight and storage charges, installation costs, and costs for testing and preparation for use. All costs incurred after acquisition but prior to placing in service such as installation of ancillary equipment like communication devises and painting/application of logos and signage to make a fixed asset ready for use should be capitalized as part of the cost of the asset. **Excluded** is any trade in allowance.

5. Construction in Progress- Expenditures for construction work project, but not yet completed. As construction progresses, the cumulative expenditures are capitalized as Construction in Progress (CIP). Upon completion of the capital asset, the balance in the Construction in

Progress account is transferred to the appropriate account (buildings, machinery & equipment, etc). Projects that have not reached 100% completion will continue to be tracked as Construction in Progress. Interest cost incurred during the construction period is subject to capitalization as part of the cost of construction when conditions identified by FASB-34 – Capitalization of Interest Costs exist (for Proprietary funds only).

6. Infrastructure- Expenditures for construction of major renovation to long-lived capital assets that are normally stationary in nature and can be preserved for a significantly greater number of years than most capital assets. These include roadways, bridges, drainage systems and the cost of associated demolition.

D. Other Assets

1. Capital Leases – The National Council on Governmental Accounting (NCGA) requires that a lease agreement that satisfies the criteria established by FASB-13 be capitalized. FASB-13 states that non-cancelable leases that meet **ANY ONE** of the following criteria must be capitalized:

   a. The lease transfers ownership of the property to the lessee at the end of the lease term
   b. The lease contains a bargain purchase option
   c. The lease term is equal to 75% or more of the estimated economic life of the leased property
   d. The present value of the minimum lease payments at the inception of the lease equals at least 90% of the fair value of the leased property.

2. Repairs, Improvements or Betterments – Major repairs are expenditures that increase the future service potential of the asset. If a major repair will extend the life of the asset several years it should be handled as an improvement. If the expenditure is a replacement, a retirement must be made to the items being replaced, **only** if the replacement substantially increases the value, the capacity/capability, or useful life of an asset system. Otherwise, the replacement is treated as a maintenance expense. This includes both a reduction in Historical Cost and Accumulated Depreciation. Expenditures to repair and maintain a fixed asset in efficient operating condition without extending the asset's normal accounting life should be expensed.

E. Departmental Responsibilities and Asset Acquisition Procedures

Departments will be responsible for purchasing capital assets, tracking the assets under their custody and disposing of assets in accordance with this policy. Department Heads or a designated representative will assign and advise the Capital

Asset Manager of the individual(s) to be designated as the asset custodian(s), who will have the responsibility for the maintenance of the assets in that department.

Departments are responsible for:

1. Safeguarding and maintaining control over all assets in their custody.
2. Maintaining up-to-date records on asset property including the description, user, location, tag number, purchase order number, purchased cost and, if applicable, Grant number.
3. Attaching identification tags to asset property.
4. Returning the completed Fixed Asset Record Form to the Capital Asset Manager.
5. Notifying the Capital Asset Manager in the event that an asset is added, transferred, moved or sold.
6. Notifying the Capital Asset Manager when surplus assets are identified for disposal.
7. Supplying the Inventory Capital Asset Manager with appropriate police reports, if assets have been stolen.
8. Properly dispose of any assets that are no longer operable.
9. Designate surplus assets and notify the Purchasing Director for auction.
10. Conduct departmental physical inventories and audit on a periodic basis but no less than once per year.

F. Asset Acquisitions

Requisitions and purchase orders for Capital Assets are acquired in accordance with the Town's procurement procedures as outlined below:

1. The Department will electronically enter a purchase requisition. Acquisitions are appropriated against the approved budget line based on the object code as shown in Exhibit A.
2. The Purchasing department will review and confirm all requisition details and issue a purchase order to the vendor.
3. Upon receipt and acceptance of the ordered item, the Department sends the voucher copy of the purchase order and the invoice to Audit & Control for processing payment.
4. A Capital Asset form is prepared and submitted with the invoices for all assets with a cost basis of $500 or more and charged to an object code beginning with a 2 (See Exhibit A). The Capital Asset form must include all asset information including the description of the asset, serial number, original cost and other related account/funding information. (See Exhibit B).

5. Audit & Control will record the asset in the inventory system and assign an asset tag number to the asset. The tag will be sent to the appropriate Asset Custodian.
6. The Asset Custodian will be responsible for placing the inventory tag on the equipment in a safe and conspicuous location (**NOTE: Vehicles should have the bar code tag applied inside of the glove compartment**). Unused identification tags must be returned to the Inventory Control Supervisor along with a memo explaining why the tag was not used.

G. Audit & Control Responsibilities and Procedures

Audit & Control Department is responsible to:

1. Maintain the centralized database records regarding identified asset property, which the Town has in its possession.
2. Identify all requisitions, including change orders, for assets under the scope of this procedure and record asset information in the inventory system.
3. Track and control assets and assign identification tags.
4. Schedule and provide assistance in periodic departmental audits.
5. Ensure that the policy, procedures, guidelines, and regulations governing equipment under inventory control management are followed.
6. Conduct periodic audits and physical inventories of all Town assets.
7. Provide property management reports of all assets exceeding $500 to department heads, Comptroller and the Town Board.
8. Report any unresolved discrepancies in departmental asset property records to the Town Board.
9. Provide an annual report of all assets exceeding $5,000 in purchase cost to the auditors.

H. Transfer of an Asset

When an asset is transferred from one department to another, the original department is responsible for notifying the Capital Asset Manager of the transfer using the Capital Asset Record Form. All transfers must include both sending and receiving Department Director approval. Assets will keep the original tag; custodial responsibility will be updated on the Asset Record. Notification will include all necessary information as shown on the Capital Asset record Form in Exhibit A.

I. Retirement of an Asset

Assets under this procedure that have been identified for disposal by a custodial department and confirmed by the Capital Asset Manager will be disposed of according to the procedure allowed under New York State law. **NO PROPERTY SHALL BE**

DISPOSED OF WITHOUT THE KNOWLEDGE AND WRITTEN APPROVAL OF THE CAPITAL ASSET MANAGER.

No property with intrinsic value may be sold, disposed of or given to any person or organization without specific approval of the Town Board. Property to be disposed of may be offered for trade-in on new purchases, destroyed and disposed of, sold by sealed bid or auctioned. Property may be transferred between departments by mutual department head agreement and or by Town Board resolution. Each department will be responsible, for the movement and the disposition of asset property in its custodial care. The custodial department will incur all costs associated with asset property disposal.

Department Directors are responsible for notifying the Capital Asset Manager of the retirement of an asset. Notification will include all necessary information on the Capital Asset Record Form, including stolen (police report), destroyed (department head approval), lost (written explanation), trade-in information. When multiple assets of the same kind and value are retired, a list of asset tag numbers may be attached to the Capital Asset Record Form and "See Attached List" must be written in the Town Fixed Asset ID Number field.

J. Depreciation

Both Generally Accepted Accounting Principles (GAAP) and GASB Statement No. 34 require that capital assets be depreciated. Depreciation is the systematic and rational allocation of the historical cost of a capital asset over its useful life other than Land.

Depreciation will be calculated based on the acquisition cost using the straight-line method and assumes that the asset will depreciate at the same rate each year of its useful life. Annual depreciation is calculated by dividing the acquisition cost by the useful life. One full month's depreciation in the month in which the asset is placed in service, regardless of when it was actually placed in service, during the month and each month thereafter. The total amount depreciated can never exceed the acquired cost, less any salvage value if applicable.

The table in Exhibit B reflects useful lives of various categories of capital assets that the Town uses for calculating depreciation.

K. Inventory Procedures

1. A physical inventory of all capital assets will be conducted at least annually. In addition, random spot checks will be made by printing several tag numbers from the inventory system and physically verifying that the assets correspond to the tag numbers. This is called "Record to Floor" verification. At the same time, several

tag numbers of other assets in the audited area will be verified to the inventory system. This is called "Floor to Record" verification. Emphasis should be placed on identifying newer assets to ensure that they are properly recorded in the inventory system.

2. The physical inventory audit will be completed by December 31 each year.
3. The bar code tags of all assets at each location will be scanned along with an indication of the property, and building. The date the asset was sighted and who performed the inventory will also be recorded.
4. Any Capital Assets found at the location without a bar coded tag will be entered into the inventory system as a new asset. If the inventory audit determines that an asset was formally acquired and is properly in the custody of the Town, but has not been recorded in the inventory system, the Capital Asset Manager will enter the asset as an "addition". An asset that has previously been entered into the inventory system but the tag has been removed, a new bar coded tag will be affixed to the asset and the system subsequently updated to reflect the new bar coded tag number.
5. The Town of Huntington Local Development Corporation may retain the services of an outside firm to re-evaluate the Town's insurable values on an as needed basis.

Resolution LDC-AM-2016-12:

BE IT FURTHER RESOLVED:

THAT THOMAS D. GLASCOCK BE, AND HEREBY IS, REAPPOINTED AS CONTRACTING OFFICER OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION UNTIL THE NEXT COMBINED ANNUAL MEETING OF THE BOARD OF DIRECTORS/MEMBERS AND THEREAFTER UNTIL HIS SUCCESSOR IS APPOINTED AND QUALIFIED.

OFFERED BY: TRACEY A. EDWARDS

SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC-AM-2016-13:

BE IT FURTHER RESOLVED:

THAT MARK A. CUTHBERTSON, FRANK P. PETRONE AND TRACEY A. EDWARDS BE, AND HEREBY ARE, REAPPOINTED AS MEMBERS OF THE CORPORATION'S AUDIT COMMITTEE UNTIL THE NEXT COMBINED ANNUAL MEETING OF THE BOARD OF DIRECTORS/MEMBERS AND THEREAFTER UNTIL THEIR SUCCESSORS ARE APPOINTED AND QUALIFIED.

OFFERED BY: EUGENE COOK

SECONDED BY: TRACEY A. EDWARDS

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC-AM-2016-14:

BE IT FURTHER RESOLVED:

THAT SUSAN A. BERLAND, FRANK P. PETRONE AND TRACEY A. EDWARDS BE, AND HEREBY ARE, REAPPOINTED AS MEMBERS OF THE CORPORATION'S FINANCE COMMITTEE UNTIL THE NEXT COMBINED ANNUAL MEETING OF THE BOARD OF DIRECTORS/MEMBERS AND THEREAFTER UNTIL THEIR SUCCESSORS ARE APPOINTED AND QUALIFIED.

OFFERED BY: TRACEY A. EDWARDS

SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC-AM-2016-15:

BE IT FURTHER RESOLVED:

THAT MARK A. CUTHBERTSON, EUGENE COOK AND SUSAN A. BERLAND BE, AND HEREBY ARE, REAPPOINTED AS MEMBERS OF THE CORPORATION'S GOVERNANCE COMMITTEE UNTIL THE NEXT COMBINED ANNUAL MEETING OF THE BOARD OF DIRECTORS/MEMBERS AND THEREAFTER UNTIL THEIR SUCCESSORS ARE APPOINTED AND QUALIFIED.

OFFERED BY: TRACEY A. EDWARDS

SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC-AM-2016-16:

BE IT FURTHER RESOLVED:

THAT THE EXECUTIVE DIRECTOR BE AUTHORIZED, UNTIL THE NEXT COMBINED BOARD OF DIRECTORS/MEMBER ANNUAL MEETING, TO TAKE ALL SUCH ACTIONS AS SHALL BE NECESSARY TO FURTHER THE MISSION OF THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION, ON THE CORPORATION'S BEHALF.

OFFERED BY: EUGENE COOK

SECONDED BY: TRACEY A. EDWARDS

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC-AM-2016-17:

WHEREAS, Via 2015-LDC-7 the Corporation authorized the Chair to execute a Memorandum of Understanding with the Huntington Community Development Agency (HCDA) as to align itself with HCDA's resident job training assistance and programs at Huntington Opportunity Resource Center (HORC) in Huntington Station; and

WHEREAS, with grant funding from New York State, in May 2016 St. Joseph's College, in cooperation with Suffolk County Community College, will be offering a free comprehensive workforce training program to un/underemployed residents, veterans and other special populations at HORC; and

WHEREAS, an important section of the NY Worker Training Program includes helping unemployed residents acquire competency in Microsoft Office software programs; and

WHEREAS, HCDA/HORC is in need of laptop computers with the appropriate software for use in classroom training under the NY Worker Training Program, and afterwards, in ongoing computer literacy training programs for residents; and

WHEREAS, the Corporation wishes to support HCDA/HORC's resident job training initiative by purchasing the needed computer equipment, software and other materials that are unfunded under the New York Worker Training Program.

NOW, THEREFORE THE CORPORATION

HEREBY

AUTHORIZES the Executive Director to purchase computer equipment and materials for utilization in connection with the New York Worker Training program at Huntington Opportunity Resource Center at 1264 New York Avenue, Huntington Station, NY for an amount not to exceed the sum of TEN THOUSAND ($10,000.00) DOLLARS and upon any such terms as may be imposed by the Corporation's counsel.

OFFERED BY: TRACEY A. EDWARDS SECONDED BY: EUGENE COOK

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

Resolution LDC-AM-2016-18:

BE IT FURTHER RESOLVED:

THAT DURING THE REMAINDER OF YEAR 2016, THE TOWN OF HUNTINGTON LOCAL DEVELOPMENT CORPORATION SHALL NOTICE AND CONDUCT COMBINED BOARD OF DIRECTORS/MEMBER MEETINGS IN CONJUNCTION WITH REGULARLY SCHEDULED TOWN BOARD MEETINGS AT 100 MAIN STREET, HUNTINGTON, NEW YORK, AS NEEDED.

OFFERED BY: EUGENE COOK

SECONDED BY: TRACEY A. EDWARDS

VOTED:

FRANK P. PETRONE - AYE

SUSAN A. BERLAND - AYE

MARK A. CUTHBERTSON - ABSENT

EUGENE COOK - AYE

TRACEY A. EDWARDS - AYE

THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE MEETING, UPON MOTION DULY MADE BY FRANK P. PETRONE, SECONDED BY - TRACEY A. EDWARDS AND UNANIMOUSLY CARRIED, THE SAME WAS ADJOURNED.

Susan A. Berland

SUSAN A. BERLAND, SECRETARY

DATE: 4/6/16

The following are appended to this Agenda:

1. Corporation's December 8, 2015 meeting minutes.
2. Corporation's 2015 Mission Statement / Measurement Report, "Exhibit A"
3. Corporation's Investment Policy, "Exhibit B"
4. Corporation's Statement of Procurement Policy & Procedures, "Exhibit C"
5. Corporation's Property Disposition Policy, "Exhibit D"
6. Corporation's 2015 Operations & Accomplishments Report, "Exhibit E"
7. 2015 Draft Financial Statements & Auditors' Report, "Exhibit F"
8. Corporation's Capital Asset Policy, "Exhibit G"

STATE OF NEW YORK)
COUNTY OF SUFFOLK) SS.:

The undersigned, being the Secretary of the Town of Huntington Local Development Corporation, DOES HEREBY CERTIFY THAT:

I have compared the foregoing extract of the minutes of the meeting of the Huntington Local Development (the "Corporation") including the resolutions contained therein, held on the 5th day of April, 2016, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Issuer and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject in matters therein referred to.

I FURTHER CERTIFY that all board members of said Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY that there was a quorum of the board members of the Corporation present throughout said meeting.

I FURTHER CERTIFY that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Corporation this 6th day of April, 2016.

Susan A. Berland

Susan A. Berland, Secretary