

Town of Brookhaven  
**Local Development Corporation**

MEETING AGENDA

**Wednesday, January 11, 2023 at 12:00 PM**

1. ROLL CALL

2. MINUTES

October 26, 2022  
November 16, 2022

3. CFO'S REPORT

Actual vs. Budget Report – October 31, 2022  
Actual vs. Budget Report – November 30, 2022  
Timely Payments

4. RESOLUTIONS

Organizational Resolutions  
American Organic Energy – Intent to Reimburse

5. CEO'S REPORT

Board Assessments

6. EXECUTIVE SESSION

*The next LDC meeting is scheduled for Wednesday, February 15, 2023.*

1                   T O W N   O F   B R O O K H A V E N  
2           BROOKHAVEN LDC/IDA FINANCE COMMITTEE AND REGULAR  
3                   BOARD MEETING  
4           ONE INDEPENDENCE HILL, FARMINGVILLE - AUDITORIUM  
5                   October 26, 2022  
6                   12:37 P.M.

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8    BOARD MEMBERS PRESENT:

9    FREDERICK C. BRAUN    -           Chairman  
10   FELIX J. GRUCCI       -           Vice Chairman  
11   ANN-MARIE SCHEIDT     -           Board Member  
12   FRANK TROTTA           -           Board Member  
13   GARY POLLAKUSKY       -           Board Member  
14   MARTIN G. CALLAHAN     -           Board Member

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16   ALSO PRESENT:

17   LISA M.G. MULLIGAN     -           Chief Executive Officer  
18   LORI J. LAPONTE        -           Chief Financial Officer  
19   ANNETTE EADERESTO, ESQ. -           Counsel  
20   JOCELYN LINSE           -           Executive Assistant  
21   AMY ILLARDO            -           Director of Marketing  
22   JOHN LaMURA            -           Deputy Director  
23   HOWARD GROSS, ESQ.     -           Weinberg Gross &  
24   Pergament, LLP  
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CHAIRMAN BRAUN: To the regular meeting of the Local Development Corporation. The following board members are present; Mr. Trotta, Mr. Callahan, Ms. Scheidt, Mr. Braun, quorum is present in addition to which Mr. Grucci and Mr. Pollakusky are joining us via Zoom due to extraordinary circumstances. The minutes of our meeting of September 27th have been sent to everyone, I'd like a motion to accept those.

MR. TROTTA: Mr. Chairman, Frank Trotta.

CHAIRMAN BRAUN: Is there a second?

MS. SCHEIDT: Second.

CHAIRMAN BRAUN: Thank you. On the vote; Mr. Trotta?

MR. TROTTA: Yes.

CHAIRMAN BRAUN: Mr. Callahan?

MR. CALLAHAN: Yes.

CHAIRMAN BRAUN: Ms. Scheidt?

MS. SCHEIDT: Yes.

CHAIRMAN BRAUN: Mr. Grucci?

MR. GRUCCI: Yes.

CHAIRMAN BRAUN: Mr. Pollakusky?

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MR. POLLAKUSKY: Yes.

CHAIRMAN BRAUN: Braun votes yes, the minutes have been accepted. Back to you, Lori.

MS. LAPONTE: Included in your package is the operating results year-to-date and for the month of August 31st, 2022. The month of August, there was no activity other than just reoccurring expenditures and interest in common for the LDC. So year-to-date as of the end of August for the LDC, we have a net loss of 54,000, which is behind projection of \$70,000, so we're on target for the financials. Any questions on the financials?

(No response.)

MS. LAPONTE: The other thing I wanted to do is read a statement that all payroll taxes have been paid timely in accordance with federal and state guidelines, all regulatory boards have been filed in a timely fashion.

And lastly, we just presented the budget to the finance committee and they

1  
2 approved it, so presenting that same budget  
3 that was just approved at the finance  
4 committee, it's due October 31st with the  
5 state. Any questions?

6 (No response.)

7 CHAIRMAN BRAUN: We need a motion to  
8 accept the recommendations of the finance  
9 committee and give Lori the authority to file  
10 that with the state.

11 MR. CALLAHAN: So moved, by Callahan.

12 CHAIRMAN BRAUN: Second?

13 MS. SCHEIDT: Second, Ann-Marie  
14 Scheidt.

15 CHAIRMAN BRAUN: Thank you. On the  
16 vote; Mr. Trotta?

17 MR. TROTTA: Yes.

18 CHAIRMAN BRAUN: Mr. Callahan?

19 MR. CALLAHAN: Yes.

20 CHAIRMAN BRAUN: Ms. Scheidt?

21 MS. SCHEIDT: Yes.

22 CHAIRMAN BRAUN: Mr. Grucci?

23 MR. GRUCCI: Yes.

24 CHAIRMAN BRAUN: Mr. Pollakusky?

25 MR. POLLAKUSKY: Yes.

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CHAIRMAN BRAUN: Braun votes yes,  
that motion is approved. Just one other  
thing, our next meeting of the LDC is November  
16th, it's originally scheduled for 9:00; we  
need a motion to change that to 12:30.

Motion?

MR. GRUCCI: So moved.

CHAIRMAN BRAUN: Thank you, Mr.  
Grucci. Second?

MR. TROTTA: Second.

CHAIRMAN BRAUN: Thank you. On the  
vote; Mr. Trotta?

MR. TROTTA: Yes.

CHAIRMAN BRAUN: Mr. Callahan?

MR. CALLAHAN: Yes.

CHAIRMAN BRAUN: Ms. Scheidt?

MS. SCHEIDT: Yes.

CHAIRMAN BRAUN: Mr. Grucci?

MR. GRUCCI: Yes.

CHAIRMAN BRAUN: Mr. Pollakusky?

MR. POLLAKUSKY: Yes.

CHAIRMAN BRAUN: Braun votes yes.

The time of the meeting is changed, now I need  
a motion to adjourn the meeting of the Local

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Development Corporation.

MR. GRUCCI: So moved.

MS. SCHEIDT: Second.

On the vote; Mr. Trotta?

MR. TROTTA: Yes.

CHAIRMAN BRAUN: Mr. Callahan?

MR. CALLAHAN: Yes.

CHAIRMAN BRAUN: Ms. Scheidt?

MS. SCHEIDT: Yes.

CHAIRMAN BRAUN: Mr. Grucci?

MR. GRUCCI: Yes.

CHAIRMAN BRAUN: Mr. Pollakusky?

MR. POLLAKUSKY: Yes.

CHAIRMAN BRAUN: Braun votes yes, we  
are adjourned.

(Whereupon, at 12:40 p.m., the LDC  
concluded.)

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C E R T I F I C A T I O N

STATE OF NEW YORK )

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I, DAVID GORDON, a Shorthand (Stenotype) Reporter and Notary Public within and for the State of New York, do hereby certify that the foregoing pages 1 through 6, taken at the time and place aforesaid, is a true and correct transcription of my shorthand notes.

IN WITNESS WHEREOF, I have hereunto set my name this 26th day of October, 2022.



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DAVID GORDON

TOWN OF BROOKHAVEN  
LOCAL DEVELOPMENT CORPORATION  
MEETING MINUTES  
NOVEMBER 16, 2022

MEMBERS PRESENT: Frederick C. Braun, III  
Felix J. Grucci, Jr.  
Martin Callahan  
Ann-Marie Scheidt  
Mitchell H. Pally

EXCUSED MEMBERS: Gary Pollakusky  
Frank C. Trotta

ALSO PRESENT: Lisa M. G. Mulligan, Chief Executive Officer  
John LaMura, Deputy Director  
Jocelyn Linse, Executive Assistant  
Terri Alkon, Administrative Assistant  
Annette Eaderesto, Counsel  
William F. Weir, Nixon Peabody, LLP  
Howard Gross, Weinberg, Gross & Pergament (via Zoom)

Chairman Braun opened the Local Development Corporation meeting at 12:38 P.M. on Wednesday, November 16, 2022, in the Corporation's Office on the Second Floor of Brookhaven Town Hall, One Independence Hill, Farmingville, New York. A quorum was present.

**CFO'S REPORT**

Ms. Mulligan presented the Budget vs. Actual Report for the period ending September 30, 2022. Bank interest was received, and the normal expenses were in line with the budget. All payroll taxes and related withholdings have been paid timely in accordance with Federal and State guidelines. All regulatory reports have been filed in a timely fashion.

The motion to accept the report was made by Mr. Pally and seconded by Ms. Scheidt. All voted in favor.

**LONG ISLAND COMMUNITY HOSPITAL**

Mr. Weir informed the Members that a tax issue that Long Island Community Hospital has been addressing seems to be resolved. The issue arose when the bond financing was done for the hospital; prior bonds should have been refunded involving the purchase of a facility on West Main Street in Patchogue. It was noted there was no need for Mr. Braun and Mr. Grucci, who both sit on the hospital's Board of Directors, to recuse themselves from this discussion as it was informative, and no action was required.

**LDC MEETINGS**

The LDC may move to meeting bi-monthly or as needed rather than monthly; the December meeting will be cancelled.

**JOHN T. MATHER MEMORIAL HOSPITAL**

There was a closing yesterday on technical amendments to bond documents for this project.

Mr. Grucci made a motion to close the LDC meeting at 12:46 P.M. The motion was seconded by Ms. Scheidt and unanimously approved.

*The next LDC meeting is scheduled for Wednesday, January 11, 2023.*

## 2023 LDC RESOLUTIONS

1. Appointment of Officers
2. Appointment of Counsel
3. Appointment of Bank
4. Adopting a Prevailing Wage Policy
5. Adopting a Property Disposition Policy, Investment Policy, Whistleblower Policy, Procurement Policy & Ethics Policy
6. Adoption of Governance, Finance and Audit Committee Charters and Establishment and Appointing of Committees
7. Adopting a Mission Statement and Measurement Report
8. Adopting a Policy Concerning Board Members Loans
9. Adopting a Compensation Policy
10. Adopting an Incentive and Conditional Compensation Policy
11. Appointment of Website Design and Maintenance Consultant
12. Check Signing Authorization
13. Audit and Accounting Services
14. Adopting a Travel & Discretionary Funds Policy
15. Appointment of Insurance Broker
16. Meeting Schedule
17. Adopting Conflict of Interest Policy
18. Appointment of Insurance Risk Manager
19. Harassment Policy
20. Fee Schedule Adoption

21. Public Relations Firm

22. Shared Services Agreement

23. Newspaper of Record



## AMERICAN ORGANIC ENERGY

January 3, 2023

Town of Brookhaven Local Development Corporation  
c/o Town of Brookhaven Division of Economic Development  
One Independence Hill  
Farmingville, NY 11738

To whom it may concern:

American Organic Energy, LLC ("AOE") plans to construct a food waste-to-energy project (the "Project") in Yaphank, New York. The Project is a response to market demand for diverting food waste from landfills and incinerators into renewable energy production and other beneficial uses.

AOE requests that the Town of Brookhaven Local Development Corporation please place this Project on its January 11<sup>th</sup> meeting agenda for consideration of a preliminary inducement resolution. The Project plans to apply for a maximum of \$125,000,000 in tax-exempt and/or taxable bond financing.

As previously disclosed, funding commitments for the Project have been secured from the New York Green Bank, JPMorgan, and Pathward. These parties are providing the funds required over and above the equity provided by Charles and Arnold Vigliotti, Viridi Energy, LLC and grants from NYSERDA and Empire State Development. The support of the Town of Brookhaven Industrial Development Agency in providing sales tax and property tax exemptions for the AOE Project have been critical to AOE's ability to secure funding commitments for the Project.

Please contact us at 516-334-6600 or [cvigliotti@licompost.com](mailto:cvigliotti@licompost.com) with any inquiries or clarifications. We look forward to growing our relationship with the Town of Brookhaven.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Charles Vigliotti', is written over a light blue horizontal line.

Charles Vigliotti  
President & CEO  
American Organic Energy, LLC

**Local Development Corporation  
2022 Board Assessment**

Rating Scale:  
1 = Do Not Agree  
2 = Somewhat Agree  
3 = Agree  
4 = Highly Agree  
5 = No Opinion

Circle One:

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**Mission, Values, Vision and Strategic Direction:**

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1 2 3 4 5 The Board's policy and strategic decisions reflect and support the LDC's mission, values and vision.

Comments:

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1 2 3 4 5 The Board is actively involved in strategic planning.

Comments:

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**Board Structure and Processes:**

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1 2 3 4 5 Board disagreement is seen as a search for solutions rather than a win/lose proposition.

Comments:

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1 2 3 4 5 The Board contains a sufficient range of qualities (i.e. expertise, perspectives, external relationships and size) to ensure effectiveness.

Comments:

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1 2 3 4 5 Board agendas provide adequate time for discussing significant issues impacting our LDC's progress, and requiring Board action.

Comments:

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1 2 3 4 5 I receive meeting materials in advance and come prepared to engage in meaningful dialogue and critical decision-making.

Comments:

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1 2 3 4 5 The timeliness, quality, quantity and presentation of information provided to the Board meets our needs in understanding issues and challenges and enables effective decision-making.

Comments:

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1 2 3 4 5 The Board demonstrates good problem solving skills.

Comments:

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1 2 3 4 5 The Board Chair leads fairly and effectively.

Comments:

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1 2 3 4 5 The number of meetings, meeting length and attendance of directors is sufficient for our LDC's needs. Board agendas provide adequate time for discussing significant issues impacting our LDC's progress and requiring Board action.

Comments:

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1 2 3 4 5 The time and day of LDC meetings is convenient and productive.

Comments:

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**Board / CEO Relationships:**

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1 2 3 4 5 A climate of trust, respect and support exist between the Board and the CEO.

Comments:

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1 2 3 4 5 The Board supports the CEO in implementing Board policy; Board members understand their 'policy-making' vs. the CEO's 'management' role.

Comments:

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1 2 3 4 5 The Board receives timely and helpful information from the CEO on how well the LDC is meeting its planned objectives.

Comments:

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**Servicing the Community:**

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1 2 3 4 5 The Board is effective in representing and promoting the LDC in the community.

Comments:

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1 2 3 4 5 Board members receive appropriate continuing education and orientation to better understand their role in providing healthy community leadership.

Comments:

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1 2 3 4 5 The Board develops a positive image for our LDC and has gained a high level of public confidence.

Comments:

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1 2 3 4 5 The Board is well-informed about market, environmental and competitive factors that affect its services and programs.

Comments:

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**Finances:**

1 2 3 4 5 The Board effectively carries out its responsibility for the oversight of fiscal resources.

Comments:

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1 2 3 4 5 Financial reports are presented in a format that builds understanding and enables effective decision-making.

Comments:

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1 2 3 4 5 The Board adopts operating and capital budgets (where applicable) annually and consistently monitors performance.

Comments:

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1 2 3 4 5 The Board has committed the resources necessary to address community issues and challenges.

Comments:

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1 2 3 4 5 The Board has a corporate compliance plan in effect, and ensures that compliance policies and procedures are fully functioning.

Comments:

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1 2 3 4 5 This survey tool is an appropriate length to gather pertinent data.

Comments:

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Additional Comments:

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Signature

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