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TOWN OF BROOKHAVEN  
LOCAL DEVELOPMENT CORPORATION

- - - - -x

BOARD MEETING  
HELD BY CONFERENCE CALL

- - - - -x

April 15, 2020  
12:05 p.m.

TRANSCRIPT OF PROCEEDINGS

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A P P E A R A N C E S :

**MEMBERS :**

FREDERICK C. BRAUN, III  
MARTIN CALLAHAN  
FELIX J. GRUCCI, JR.  
SCOTT MIDDLETON  
GARY POLLAKUSKY  
ANN-MARIE SCHEIDT  
FRANK C. TROTTA

**ALSO PRESENT :**

LISA M.G. MULLIGAN, CHIEF EXECUTIVE OFFICER  
LORI LaPONTE, CHIEF FINANCIAL OFFICER  
JAMES M. TULLO, DEPUTY DIRECTOR  
JOCELYN LINSE, EXECUTIVE ASSISTANT  
TERRI ALKON, ADMINISTRATIVE ASSISTANT  
AMY ILLARDO, ADMINISTRATIVE ASSISTANT  
ANNETTE EADERESTO, ESQ., AGENCY COUNSEL  
WILLIAM F. WEIR, ESQ., NIXON PEABODY  
HOWARD R. GROSS, ESQ.,  
WEINBERG GROSS & PERGAMENT, LLP

\* \* \*

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MR. BRAUN: The minutes taken by the  
stenographer on March 25th have been  
circulated to everyone.

3

4

Can I have a motion to accept?

5

MR. TROTTA: Motion.

6

MR. BRAUN: Thank you.

7

Second?

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MR. CALLAHAN: Second.

9

MR. BRAUN: Thank you, Marty.

10

Are there any clarifications that need  
to be made or explanations in those minutes?

11

(No response.)

12

13

MR. BRAUN: Hearing none, all those in  
favor and we'll go right down the list:

14

Mr. Braun yes.

15

Ms. Scheidt?

16

MS. SCHEIDT: Yes.

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MR. BRAUN: Mr. Grucci?

18

MR. GRUCCI: Yes.

19

MR. BRAUN: Mr. Callahan?

20

MR. CALLAHAN: Yes.

21

MR. BRAUN: Mr. Trotta?

22

MR. TROTTA: Yes.

23

MR. BRAUN: Mr. Middleton?

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MR. MIDDLETON: Yes.

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MR. BRAUN: Mr. Pollakusky, have you  
joined?

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(No response.)

6

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MR. BRAUN: All right. The motion  
carries.

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I'll turn it over to Lori LaPonte for  
the CFO's report.

10

MS. LaPONTE: Good afternoon.

11

12

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Included in the packet for the LDC is  
the profit and loss statement versus budget,  
actual versus budget. Both the February and  
March are included, but I'm going to use the  
March one because that combines all the  
numbers for the first three months of the  
year.

18

19

20

21

22

23

I will point out, there was one  
application fee received during this  
three-month period since February from Long  
Island Community Hospital. The other revenue  
item is just our administrative fee for the  
LDC project.

24

25

The only other thing I'd like to point  
out in the expenses, most of those are just

1

2

accruals. There was a website ADA compliancy  
for \$490 during this period.

3

4

Any questions on the budget versus  
actual statements?

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6

(No response.)

7

MR. BRAUN: Hearing none, can I have a  
motion to accept the report?

8

9

MR. MIDDLETON: So moved.

10

MR. BRAUN: Second?

11

MS. SCHEIDT: Second.

12

MR. BRAUN: Thank you.

13

Any questions of Lori?

14

(No response.)

15

MR. BRAUN: All right.

16

Mr. Braun votes yes.

17

Ms. Scheidt?

18

MS. SCHEIDT: Yes.

19

MR. BRAUN: Mr. Grucci?

20

MR. GRUCCI: Yes.

21

MR. BRAUN: Mr. Callahan?

22

MR. CALLAHAN: Yes.

23

MR. BRAUN: Mr. Trotta?

24

MR. TROTTA: Yes.

25

MR. BRAUN: Mr. Middleton?

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MR. MIDDLETON: Yes.

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MR. BRAUN: And I'll ask again, has  
Mr. Pollakusky joined the meeting?

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(No response.)

6

MR. BRAUN: No. Okay. Motion carries.

7

8

MS. MULLIGAN: Fred, I just want to  
qualify, that that was for both the February  
and March statements, reports.

9

10

MR. BRAUN: Thank you.

11

Anything else, Lori?

12

13

MS. LaPONTE: Just mentioning that  
we're waiting for an updated audit report.

14

We've reviewed the first draft and we should

15

be getting that shortly and we should be

16

wrapping up the PARIS report shortly

17

thereafter.

18

MR. BRAUN: The question I have as it

19

relates to PARIS for either you or Lisa or

20

anyone else, how many of our projects have yet

21

to report?

22

MS. MULLIGAN: For the LDC?

23

MR. BRAUN: Yes.

24

MS. LaPONTE: They've all reported.

25

MR. BRAUN: They have?

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2

MS. LaPONTE: All have reported, yes.

3

We just need their bond information for PARIS.

4

We've received it all.

5

MR. BRAUN: Okay.

6

So we should be able to file the LDC

7

report?

8

MS. MULLIGAN: I'm hesitant to do that

9

because going through both PARIS, although the

10

LDC is much less cumbersome because there's

11

just fewer projects, it's the type of thing

12

that you need to print out, pull books,

13

compare information. I'm afraid that if we

14

try and do it working from laptops at home,

15

not having the books, having to go online to

16

pull documents, I'm afraid that we're going to

17

make a mistake and that mistake is going to

18

live with us for a long time, especially since

19

we're already late and it's going to be late

20

whether we do it under bad circumstances or

21

ideal circumstances. That's my hesitation

22

with wrapping it up and sending it in.

23

MR. BRAUN: So management's

24

recommendation is to continue to defer the

25

PARIS until we have the ability to print out

1

2

the report and make the applicable

3

comparisons?

4

MS. MULLIGAN: That's my request.

5

MR. BRAUN: Okay.

6

MS. MULLIGAN: Lori, did you have a

7

comment on that?

8

MS. LaPONTE: I would agree with that.

9

But we're continuing to try to make the best

10

headway we can, but I agree with delaying it.

11

MR. BRAUN: A question for counsel.

12

Do you need that in the form of a

13

resolution?

14

MR. GROSS: Were you addressing that to

15

Bill or Annette or me?

16

MR. BRAUN: Any of the three.

17

MS. EADERESTO: Yeah. It doesn't hurt

18

to do a resolution, go ahead.

19

MR. BRAUN: I'll make the resolution

20

that we continue to defer submission of the

21

LDC report to PARIS until we're able to print

22

out the entire report and make the appropriate

23

comparisons so that it is accurate as

24

possible.

25

May I have a second?



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MR. CALLAHAN: Second.

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MR. BRAUN: Thank you, Marty.

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Mr. Braun votes yes.

5

Ms. Scheidt?

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MS. SCHEIDT: Yes.

7

MR. POLLAKUSKY: Gary Pollakusky.

8

(Gary Pollakusky jumped on the

9

conference call.)

10

MR. BRAUN: Mr. Grucci?

11

MR. GRUCCI: Yes.

12

MR. BRAUN: Mr. Callahan?

13

MR. CALLAHAN: Yes.

14

MR. BRAUN: Mr. Trotta?

15

MR. TROTTA: Yes.

16

MR. BRAUN: Mr. Middleton?

17

MR. MIDDLETON: Yes.

18

MR. BRAUN: Mr. Pollakusky?

19

MR. POLLAKUSKY: Yes.

20

MR. BRAUN: Motion carries.

21

MS. MULLIGAN: I just for the record

22

want to state that it's 12:11 and

23

Mr. Pollakusky just joined the meeting.

24

MR. BRAUN: Back to Lisa.

25

Do you want to discuss IGHL, please?

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MS. MULLIGAN: Sure.

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4

So the next resolution on the agenda is for IGHL. I'm actually going to defer to Bill to give an update on this resolution.

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6

MR. WEIR: Yeah.

7

8

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13

They have notified us that they intend to pay up their bonds through the proceeds of a bank loan sometime in the next few weeks, so it's really . . . they've just decided that it didn't make any sense to have bonds and that they're doing now a bank loan, so it's clearly as much an update as anything else.

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MS. MULLIGAN: So it's effectively going to be a termination?

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MR. WEIR: It will be a termination, yes. We're not even doing a defeasance. As soon as they have the bank loan ready . . . at one point they thought they were closing next week, but it's been postponed a couple of weeks. Anything to do with banking or lending right now is day-to-day, best way to describe it, but that should be a redemption, so unfortunately for 2020 when you do your PARIS report next year, it will still be on there,

1

2

at least for the first four or five months and

3

then after that, you'll no longer be reporting

4

on it.

5

MR. BRAUN: Bill, which bank is

6

financing this?

7

MR. WEIR: You know, I don't know,

8

Fred.

9

MR. BRAUN: Okay.

10

MR. WEIR: I don't know because we

11

haven't been involved in those discussions.

12

MR. BRAUN: All right. Thank you.

13

We need a resolution to terminate these

14

bonds.

15

MS. SCHEIDT: So move the resolution.

16

MR. GRUCCI: Second.

17

MS. MULLIGAN: Thank you.

18

MR. BRAUN: Mr. Braun votes yes.

19

Ms. Scheidt?

20

MS. SCHEIDT: Yes.

21

MR. BRAUN: Mr. Grucci?

22

MR. GRUCCI: Yes.

23

MR. BRAUN: Mr. Callahan?

24

MR. CALLAHAN: Yes.

25

MR. BRAUN: Mr. Trotta?

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MR. TROTTA: Yes.

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MR. BRAUN: Mr. Middleton?

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MR. MIDDLETON: Yes.

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MR. BRAUN: Mr. Pollakusky?

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MR. POLLAKUSKY: Yes.

7

MR. BRAUN: Motion carries.

8

Back to you, Lisa.

9

MR. GRUCCI: Before we go to the next one, before we take on the next item on the agenda, do I need and Fred need to recuse ourselves?

13

MS. MULLIGAN: So I was just going to confirm with Bill.

14

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16

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MR. WEIR: Mr. Grucci and Mr. Braun do not need to recuse themselves. I am just going to give the board an update on what is going on with the financing and no votes are being taken, so you do not need to recuse. Neither one of you need to recuse yourselves.

21

MR. GRUCCI: Thanks, Bill.

22

MR. WEIR: You're very welcome.

23

24

25

So we are proceeding with the financing, everyone's been drafting documents, we're getting very close to being finalized.

1

2 We still not have held the public hearing yet  
3 because we're waiting for guidance from the  
4 IRS, which they keep saying every week will be  
5 coming out any day now and it hasn't come out  
6 yet, so as soon as we have guidance from the  
7 IRS on conducting an electronic public  
8 hearing, just like this call is being done  
9 electronically, we will schedule that and  
10 also, the bond markets are a bit in flux right  
11 now, to put it mildly and as soon as the bond  
12 markets get a little more stabilized, the  
13 underwriter will be ready to mail the official  
14 statement and hopefully be able to price the  
15 bond shortly thereafter.

16 So we're still proceeding. At one  
17 point they thought we would have mailed the OS  
18 claim now and be looking for a bond financing  
19 by May 1st. I think that's a few weeks off,  
20 but not by that much. Just an update on the  
21 status of the deal.

22 MR. BRAUN: Thank you, Bill.

23 Lisa, is there any other business to be  
24 brought before the LDC?

25 MS. MULLIGAN: I don't have any other

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2

business.

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Does anyone else?

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MR. WEIR: No.

5

6

MS. MULLIGAN: The only other thing I will say is that there's a typo on the agenda.

7

Our next LDC meeting is scheduled for

8

Wednesday, May 27th, so disregard what it says

9

at the bottom of that agenda, it's being

10

corrected before it's being posted, but I just

11

wanted to bring that to your attention.

12

MR. BRAUN: If there's no further

13

business, I entertain a motion to adjourn.

14

MR. POLLAKUSKY: So moved.

15

MR. GRUCCI: Second.

16

MR. BRAUN: Mr. Braun votes yes.

17

Ms. Scheidt?

18

MS. SCHEIDT: Yes.

19

MR. BRAUN: Mr. Grucci?

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MR. GRUCCI: Yes.

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MR. BRAUN: Mr. Callahan?

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MR. CALLAHAN: Yes.

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MR. BRAUN: Mr. Trotta?

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MR. TROTTA: Yes.

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MR. BRAUN: Mr. Middleton?

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MR. MIDDLETON: Yes.

MR. BRAUN: Mr. Pollakusky?

MR. POLLAKUSKY: Yes.

MR. BRAUN: Motion carries.

MS. MULLIGAN: It's 12:17 p.m.

(Time noted: 12:17 p.m.)

I, JOANN O'LOUGHLIN, a Notary Public  
for and within the State of New York, do hereby  
certify that the above is a correct transcription  
of my stenographic notes.

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JOANN O'LOUGHLIN