

NASSAU COUNTY LAND BANK CORPORATION
MEETING NOTES
November 21, 2016

A meeting of the Nassau County Land Bank Corporation was held this date in the First Floor Conference Room at One West Street, Mineola, New York

The Attendees were:

Board Members:

Edward Ward
Errol Williams
Frank Moroney
John Sarcone
Laura Curran
Patrick Kiernan
Siela Bynoe

County Attendees:

Ann Hulka
David A. Ragonetti
Kevin Walsh
Robert Conroy
Gertrude Mayo (for note taking this meeting only)

The meeting was opened and conducted by David Ragonetti with a brief overview of the Agenda items to be covered during the meeting. (The Members and County attendees were given paperwork relating to these items.) He explained that these meetings are subject to the "Open Door Policy", as well as the Freedom of Information Law. For any property or special project items requiring a vote or other action, an Executive Session will need to be scheduled. It was explained that every Board Members must sign an Acknowledgement of fiduciary duty when the Oath of Office is taken. This is a Public Authority reporting to the ABO.

MISSION STATEMENT:

During the discussion of the Mission Statement, a question was asked whether this Statement was the same as that of Suffolk County. It was noted that it is very similar. Since further review was indicated, it was decided that David Ragonetti, would make some suggested changes, which would be discussed at the next meeting.

NOMINATE/APPOINT BOARD POSITIONS

CHAIR:

John Sarcone nominated Chair by Mr. Moroney, Appointed (Vote 4-3).

(Siela Bynoe nominated by Ms. Curran but failed the Vote 3-4)

VICE CHAIR:

Errol Williams appointed Vice Chair (Unanimous)

(Laura Curran nominated Siela Bynoe who declined and nominated Errol Williams)

TREASURER:

Siela Bynoe appointed Treasurer (Unanimous)

EXECUTIVE DIRECTOR

Board discussed the cost and time expense of solicitations for an executive director search.

The Board recognized need to appoint an acting Executive Director.

David Ragonetti is appointed Interim Executive Director (Unanimous)
Until March 31, 2017.

Mr. Ragonetti will order a solicitation be prepared for an Executive Director with the assistance of the Nassau County Human Resource Department subject to County approval of such actions.

STAFF:

Land Bank Corporation is authorized to appoint staff.
A minimum of two (2) or three (3) total FTE focusing on the land bank was recommended by Mr. Ragonetti with an Executive Director to oversee. A discussion took place regarding procurement for staff needs, whether to put one in place now or to work under the County. The Land Bank will leverage Nassau County Human Resource Department with the hiring process.

Requirement:

1 Full Time employee
2 Part Time employees
Interim Grant Writing Specialist

Discussion of funding:

We have Grant money (\$150,000 in a Trust & Agency Account).
In the Grant Application, working on it with housing

Mr. Ragonetti expressed thanks for the County's help and support.

We have a proposed agreement with the County whereby we can provide staff as-needed from the County. The Board of Land Bank is authorized to use staff from the County. There is no agreement mechanism currently in place for reimbursement, but fifty percent (50%) of staff time will be "In Kind Service" donated to Land Bank. A conversation has to be held with the "powers to be" regarding specific staff requirements and identification of method of procuring staff for the Land Bank. It was deemed necessary to provide notice to the Department Heads regarding the request for the services of one of their subordinates to work for Land Bank.

REQUIRES COMMITTEES:

Committees shall consist of not less than 3 Board Members (majority) present for a vote. A majority of all members of a committee are a quorum and the vote of a majority is required for the act of that committee.

The following are required Committees:

Audit:

Responsibilities:

Recommendation of a certified independent accounting firm; compensation to be paid to the firm and oversight of the firm.

Governance:

Responsibilities:

Providing up-to-date governance practices, examining ethical and conflict of interest issues, recommending by-laws to include rules and procedures for board business conduct.

Finance:

Responsibilities:

Review of all proposals for the issuance of debt and making their recommendations.

If needed, other committees can be established by the Chair and Board of Directors. All Board Members are permitted to be members of committees.

The Chair or Vice Chair must preside over all meetings. Telephone or electronic participation at a meeting by any one or more members of the Board or Committee via a conference call may be permitted so long as at least one Board Member is at a location accessible by the public.

BY-LAWS:

After discussion, the vote on the By-Laws was postponed to the following meeting.

As requested, an addition to the By-Laws with the requirement that notification of a meeting and material for review will be distributed to the Board Members five (5) business days prior to the meeting date.

Board members shall be independent, as defined in the By-Laws.

Financial disclosures will be filed with the Nassau County Board of Ethics.

An annual report has to be given to Nassau County.

The Board must provide the ABO with a Mission Statement, as well as some information of staff action and policies in place.

The Board should be complaint by the next meeting regarding Public Authority Law.

Execution of any Loans or Grants must be authorized by a Board Resolution.

By-Laws presently ON HOLD

No vote taken, subject to discussed changes.

PROCUREMENT POLICY:

Adoption of the Nassau County Procurement Policy for the Land Bank Corporation was discussed. To set up Land Bank's own Procurement Policy will take more time. It was suggested this process have an expiration date or be subject to review. Mention was made that the State Procurement rules are less stringent than those of Nassau County. David Ragonetti will discuss developing a Procurement Policy further with Mr. Cleary from Nassau County Procumbent. A suggestion was made to accept the Procurement Policy, subject to further review by December 31st.

Solicitation for an Accounting Firm (since no County accountant has been determined), Auditor and Executive Director should go out as soon as possible.

Policy is presently ON HOLD

No vote taken, subject to discussed changes.

CODE OF ETHICS:

A question was asked regarding the prohibition of Directors and staff appearing or practicing before the Land Bank for two (2) years following their employment with the Land Bank. David Ragonetti will review this and discuss at the next meeting. Directors and employees must recuse themselves in any matters perceived to be a conflict of interest. A question was brought up as to whether or not this is so there is no direct benefit derived to the individual. This matter will receive additional review. This is a situation no one should get into after signing the Code of Ethics, but it would be a question at that time if there is something up for a vote.

David Ragonetti recommended adopting the Code of Ethics Policy and he would look into the conflict question.

Policy is presently ON HOLD

No vote taken, subject to discussed changes.

COMPENSATION & ATTENDANCE POLICY:

Directors will receive no salary but may be reimbursed for reasonable expenses.

Policy adopted by unanimous approval vote.

WHITEBLOWER & NON-RETALIATION POLICY:

Anyone that is an employee can report any wrongdoing and their identity will be kept as confidential as possible.

Policy Approved by unanimous vote.

DEFENSE AND INDEMNIFICATION POLICY:

This policy will be put to the Nassau County Legislature to add Land Bank to the County Administrative Code.

Policy Approved by unanimous vote.

INVESTMENT POLICY:

Discussion was held relating to who would be responsible for cutting checks, making deposits, etc. It was decided that two (2) signatures would be required when checks are written. Suggestions were the Executive Director, Treasurer and Chair. It was recommended that the position of Chair be eliminated from having this responsibility. After further discussion, it was decided to change the responsibility for record keeping of acquisitions and sales from the Executive Director to the Treasurer.

Policy approved subject to changes by a vote of 5-2.

NON-DISCRIMINATION POLICY:

Land Bank Policy will be in compliance with all Federal, State and Local Laws.

Policy Approved by unanimous vote.

TRAVEL & DISCRETIONARY FUNDS POLICY:

Travel reimbursement and mileage requests are to be pre-approved by the Executive Director. If Executive Director has a reimbursement request, it must be pre-approved by the Treasurer and Secretary. (Policy originally called for Board Chair and Secretary – now to be changed to Treasurer and Secretary.)

Policy Approved by unanimous vote.

REAL PROPERTY ACQUISITION POLICY:

This will be postponed to the next meeting. This policy is still in the process of getting to the final version of how Land Bank will operate regarding strategy.

Policy is presently ON HOLD

REAL PROPERTY DISPOSITION POLICY:

This will be postponed to the next meeting. This policy is still in the process of getting to the final version of how Land Bank will operate regarding strategy.

Policy is presently ON HOLD

FUNDRAISING:

The last page of the Grant asks for three (3) letters of support, in addition to a letter from the Nassau County Executive. It was suggested that the Board Members think about at least one (1) Local Government and two (2) other entities, such as Uniondale Community Land Grant, Freeport, Hempstead Village, Uniondale, Long Island Housing Partnership, for letters of support.

It was noted that a significant amount of disadvantaged property is in the Town of Hempstead. A suggestion was made to request the County to divide land using side lots, which would have to go to the Legislature. The County process is very long and arduous. The Land Bank can do it more quickly. Kevin has a list of these properties that should be finalized soon.

NEW YORK LAND BANK ASSOCIATION:

A suggestion was made to join the New York Land Bank Association. They have a membership fee of \$300/\$400.

Vote of **Approval to join the New York Land Bank Associates** unanimous.

MEETING ADJOURNED

NEXT MEETING – MONDAY, DECEMBER 5, 2016 – 10AM.

(SUBSEQUENTLY ADJOURNED TO DECEMBER 21, 2016)