

Dutchess County-Poughkeepsie Land Bank
Meeting of the Board of Directors
December 14, 2022
Minutes

Present: Angela DeFelice (Vice-Chair), Brian Engles (Treasurer), Susan Fortunato (Chair), Brian Martinez, Marc Nelson, Jordan Schinella, Heidi Seelbach, Eoin Wrafter (Secretary)

Excused /Absent: Jacob Reckess

Staff: n/a

Others: Paul Hesse, members of the Public

The meeting was called to order at 5:30 PM by chairperson Fortunato, with a quorum of Directors present.

1. **Roll Call/Introductions:** Chair Fortunato opened the meeting and explained that this was the first meeting of the Board.
2. **Public Comment (Agenda Items Only):** None.
3. **Approval of Minutes:** Minutes of the November 16th, 2022 Board Meeting were approved as presented. The motion was passed unanimously. (Seelbach\DeFelice)
4. **Financial Updates**
 - a. **Financial Statements:** The monthly financial statements as of November 2022 were reviewed and presented to the Board. We presently have \$211,389 in cash in our current bank account plus a balance of \$22,085 available from the Dyson grant. Expenses for November were \$525, just typical office expenses and subscriptions. And while it's not reflected in this report, we did get the HCR grant (\$100,000), which will be reflected in the December management report. The Financial Statements were approved as presented.
 - b. **2022 Audit:** We received an engagement letter from EFPR. The board discussed the letter and asked Brina to proceed, but did discuss clarifying with EFPR that we do not need them to prepare 990.
5. **Amend Articles of Incorporation:** Member *Wrafter and Paul Hesse explained that last month's resolution (2022-12) had an error stating that there were changes to Paragraph 2 when it was actually three and six. They are the purpose and dissolution clauses. We had to correct the language to show us a charitable organization. In the event of dissolution, the organization's assets will be divided between the City of Poughkeepsie and Dutchess County. To correct that we are asking the board to consider this resolution.* The resolution was passed unanimously by the board of directors. (Wrafter\Seelbach)

6. **Designate 2023 Meeting Dates:** *Director Wrafter presented the proposed 2023 meeting dates. changes were made to the November and December dates to avoid the holidays.* The resolution was passed unanimously by the board of directors. (Wrafter\Martinez)
7. **Property Acquisition:** Heidi Seelbach explained that the County was prepared to transfer two properties (6 Hilltop Road and 107 South Quaker Lane in Hyde Park). We will need to hire a local attorney to handle the real estate transaction. Member DeFelice made a motion that we accept the transfer of the two properties, seconded by Martinez. All in attendance voted in favor.
8. **Executive Director Position:** The Governance Committee will reconvene, starting in January to re-up the job description a little bit and refine it based on what we learned in this process. Paul Hesse is going to reach out to CenterState about providing staff support consulting in the interim. We will discuss this further at the meeting in January.
9. **Updates:**
 - a. Paul Hesse discussed the 6th Court of appeals decision regarding taking and the foreclosure process. Essentially they ruled that A county in Michigan violated the takings clause when it seized title to homes to satisfy tax debts without giving the owners compensation for their homes' value above the amount owed. This does not affect NY.
 - b. Paul Hesse announced that we did get our 501 c3 approval from the IRS.
 - c. Paul Hesse gave an update on the website and the contract Since there is additional work needed Angela DeFelice made a motion to extend the contract term for 6 months for website development, seconded by nelson. All voted in favor
10. **Member Comments/Announcements:**
 - a. Marc Nelson informed the board that this was his last meeting and offered his formal resignation since he will be assuming the office of the Mayor in January.
11. **Public Comment:**
 - a. There was a question about the City property disposition process. Brian Martinez explained that the City is in a transition process from tax liens to a foreclosure process. As a result, there will be no tax lien sales in 2022.
 - b. Question on if owner occupied was still a priority for the Land Bank. Chair Fortunato said that the priorities were still being discussed and had noit yet been finalized.
12. **Adjournment:** A motion to adjourn was made by Fortunato, seconded by Nelson. The board voted unanimously in favor. Meeting adjourned at 6:13 PM.