

SPECIAL MEETING of the CORNWALL TOWN BOARD was held on the 11th day of June, 2010 in the First Floor Court Room, 183 Main Street, Cornwall, NY

PRESENT: Supervisor
Councilpersons

D. KEVIN QUIGLEY
ALEXANDER MAZZOCCA
J. KERRY McGUINNESS
RANDOLPH CLARK
MARY BETH GREENE-KRAFFT

Also PRESENT: Attorney JIM LOEB, representing Attorney for Town, JAMES R. LOEB, Esq.

Pledge

The meeting was called to order at 5:30 P.M. by Supervisor Quigley.

The Supervisor explained that this meeting was called so that we could all get together with the Trustees from NYMA to discuss the Resolution that we adopted at last Monday's meeting; which was to explore the possibility of purchasing NYMA.

Supervisor QUIGLEY asked the NYMA Trustees what it was they were looking for, the possible facts and figures that they could give at this point on the lease-back option or something like that. One of the Trustees stated that they were not prepared to answer questions like this. Supervisor QUIGLEY explained that this meeting had to follow open meetings law and that he understood that they might not be able to answer these questions, but that this is just the first round of open negotiations.

Mr. David Fields, advised that he is not a Trustee, but an alumni and a 2.0 member working with the Trustees, and was invited by them to join in tonight's discussion. Mr. Fields stated that the sales/lease-back concept is commonly used in the State of New York between this type of not for profit organization that have challenges and that provide an economic benefit and synergistic relationship with communities. He advised that there have been a number of times that this has been used in a variety of functions, and that they were certainly open to that type of dialogue with the Town of Cornwall. Mr. Fields explained that their main mission is to continue operations, knowing that there are challenges that face them at the school, and that they are prepared to discuss what would be a beneficial relationship in terms of providing for the organization and mutual benefits to the Town. Mr. Fields advised that a partnership is very important to them, and that they are very interested in pursuing this avenue. Mr. Fields further advised that there are tremendous development opportunities on the property as well as the real estate assets to consider, and that that might be another avenue to think about, however there are time limits. Mr. Fields said that a partnership with the Town will help expedite a lot of potential solutions for them, so they are eager to make a lot of progress today at this meeting.

Supervisor QUIGLEY explained that we have to follow certain protocol and rules that do not apply to private entities. Captain Watts suggested that the two boards go into executive session to discuss some of these points, and then they could better address it in front of the public, so that we have a better understanding how both parties would like to go forward, and understand what some of the requirements are.

Attorney LOEB advised that his understanding of the open meeting law was that the Town Board cannot go into executive session, other than with Town Board and other Town related people, i.e., attorneys, planners, etc., Mr. LOEB explained that when the Supervisor advised that there was going to be a meeting this evening, he reminded him that this is a Special Meeting of the Town Board with the prior notice to the press, and the fact that anyone that wishes to attend the meeting can attend and be accommodated, the difficulty is that the Town Board cannot function as a five member Board and negotiate in the way that it is done in the private world. This would violate the open meeting law. His suggestion was that the Board function with a committee of two Board members, and then those two members can advise the rest of the Board members along with counsel in closed session. Motion to have Supervisor QUIGLEY and Councilman CLARK go into closed session with the NYMA Trustees was made by Councilman MAZZOCCA, seconded by Councilman McGUINNESS.

ROLL CALL VOTE: Unanimous Aye. Supervisor QUIGLEY and Councilman CLARK went into closed session with the NYMA Trustees at 5:41 P.M. (Noted for the record: Ms. GREENE-KRAFFT voted Aye, with concerns)

A motion to reconvene the Special Meeting was made by Councilman CLARK, seconded by Councilman MAZZOCCA.

ROLL CALL VOTE: Unanimous Aye. The Board reconvened at 6:54 P.M.

Supervisor QUIGLEY called for a motion to now meet with the rest of the Board in closed session to confer with counsel. Motion to approve was made by Councilman MAZZOCCA, seconded by Councilman McGUINNESS.

ROLL CALL VOTE: Unanimous Aye. The Board went into closed session at 6:55 P.M.

Motion to reconvene the Special Meeting was made by Councilman CLARK, seconded by Councilwoman GREENE-KRAFFT.

ROLL CALL VOTE: Unanimous Aye. The Board reconvened at 7:20 P.M.

Supervisor QUIGLEY advised that after meeting with the two groups, the following are the Resolutions we will pursue at Monday's Regular Town Board Meeting:

1. Authorize the Town Planner to proceed with the development of a public use plan for NYMA
2. Authorize McGraths Firm, an MIA Appraiser to do an appraisal for the Town intended with steps to purchase at the agreed appraisal price of the property
3. Lease back for all or a portion of NYMA property to NYMA, subject to securing a commitment by bond counsel to issue an appropriate opinion on the sale of the Town Bonds.
4. Hold Referendum on the sale of those Bonds.

Motion to go forward with all of the above authorizations was made by Councilman McGuinness, seconded by Councilman MAZZOCCA.

ROLL CALL VOTE: Unanimous Aye.

Public Comments:

Bryan Tourville asked when this information will be available. Supervisor QUIGLEY advised that it should be available at Monday's meeting.

Barbara Manning asked if this will stay any other proposals or parties from purchasing NYMA. Supervisor QUIGLEY advised that there is no guarantee but that NYMA and the Town are working a common union here, and as long as we can meet all the criteria, he believes we can prevail.

Dick Randazzo asked if the Town had a written agreement with NYMA. Supervisor QUIGLEY advised that no, we have just started and this is the first wave of negotiations. Mr. Randazzo stated that we should have some kind of commitment from NYMA. Supervisor QUIGLEY advised that they still have to go back and discuss this with the rest of their Trustees. Mr. Randazzo asked if the agreement will include authorizing the Village annexation of the property. Supervisor QUIGLEY advised that we did request that.

Mike Donnelly asked that with the time constraints, was there any way to expedite this process. Supervisor QUIGLEY advised that we are doing record expediting here. The Supervisor further stated that we are a municipality and we have to follow protocol, but we are going as fast as we legally can.

Graham Kelder asked what the annexation by the Village would mean to the Town. Supervisor QUIGLEY advised that if the Village was to annex NYMA, then that property would be part of the Village and that in itself could have some advantage to both NYMA and the Village. Mr. Kelder stated that he was not sure if he was happy with that. The Supervisor advised that we will not know what the answer is until we move in that direction and he could not make a prediction at this time.

Lorraine Bennet asked if we are doing any kind of study as to the viability of the school – what happens if the school fails. Supervisor QUIGLEY advised that between the existing Trustee Board and the 2.0 Group and certainly a lot of other alumni, they have a plan that probably could work. The Supervisor stated that there is no guarantee. Ms. Bennet also wanted to know what the cost of maintaining the property would be to the Town. She stated that there will have to be snow plowing, lawn care etc., and wanted to know who was going to do that. Supervisor QUIGLEY advised that it should be done by NYMA, and if there is a problem then we will deal with it. Lorraine Bennet also wanted to remind everyone that there is a referendum. Supervisor QUIGLEY agreed with Ms. Bennet and advised that he did mention earlier that there will be a mandatory referendum on the sale of bonds.

There being no further business to conduct, a motion to adjourn was made by Councilman CLARK, seconded by Councilwoman GREENE-KRAFFT.

ROLL CALL VOTE: Unanimous Aye.

Renata McGee
Stenographer/Deputy Town Clerk

Elaine Tilford Schmeer
Town Clerk