

**TOWN OF NORTH HEMPSTEAD COMMUNITY DEVELOPMENT AGENCY**

**Minutes of**

**SPECIAL MEETING**

**July 26, 2010**

**8:00 PM**

**Call to Order**

The meeting was called to order by Mr. Bailey, Acting Chair, at 8:17 p.m.

**Attendance**

Members of the Agency in attendance were:

Lamont R. Bailey

Albert E. Handy

Christopher A. Gioia

Rodney A. Caines

Agency staff present consisted of:

Joseph Santamaria, Assistant Director

Patrice P. Allen, Administrative Assistant

Andrew M. Hyman, In-house Counsel

**Executive Session**

Upon the motion of Mr. Gioia, duly seconded by Mr. Handy, a motion for the members of the Agency (the "Members") to adjourn to Executive Session to discuss a personnel matter was unanimously adopted by the Members at 8:18 p.m.

**Resumption of Public Session**

The Members resumed the public session of the meeting at 9:34 p.m.

**For Consideration**

The Board considered the following resolution:

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**RESOLUTION NO. 30 (2010)**

**A RESOLUTION SUSPENDING THE EXECUTIVE DIRECTOR AND RELATED ACTION.**

**WHEREAS**, the Grand Jury of Nassau County has indicted Neville Mullings, Executive Director of the Town of North Hempstead Community Development Agency (the “Agency”), by instrument dated July 2, 2010, charging him with Grand Larceny in the First Degree, two counts of Grand Larceny in the Second Degree, Attempted Grand Larceny in the Second Degree, three counts of Conspiracy in the Fourth Degree, two counts of Bribe Receiving in the Second Degree, Scheme to Defraud in the First Degree, two counts of Defrauding the Government, Falsifying Business Records in the First Degree and seven counts of Official Misconduct in connection with the New Cassel Redevelopment Project undertaken by the Agency (the “Indictment”); and

**WHEREAS**, the members of the Agency (the “Members”) wish to take personnel action against Mr. Mullings in response to the Indictment.

**NOW, THEREFORE, BE IT**

**RESOLVED**, that the Members hereby suspend Mr. Mullings from his position as Executive Director; and it is further

**RESOLVED**, that the Members hereby agree that Mr. Mullings will continue to be paid his salary and be provided with benefits for the next 30 days (the “Interim Period”); and it is further

**RESOLVED**, that the Members hereby direct Mr. Mullings to arrange to appear before a representative of the Members (the “Representative”), during the Interim Period to respond to questions concerning the Indictment and defend and explain his actions in connection therewith, in a manner satisfactory to the Members; and it is further

**RESOLVED**, that if Mr. Mullings does not arrange to appear before the Representative within the next thirty (30) days, Mr. Mullings will be suspended without

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pay and benefits from his position as Executive Director of the Agency.

Upon the resolution of Mr. Handy, as amended by Mr. Gioia, duly seconded by Mr. Caines, the resolution was unanimously adopted.

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**RESOLUTION NO. 31 (2010)**

**A RESOLUTION AUTHORIZING THE CHAIR OF THE AGENCY TO APPOINT A REPRESENTATIVE.**

**WHEREAS**, by Resolution No. 30 (2010), duly adopted at its meeting duly held on July 26, 2010, the members (the "Members") of the Town of North Hempstead Community Development Agency (the "Agency") in response to the indictment of Neville G. Mullings, the Agency's Executive Director, by the Grand Jury of Nassau County (the "Indictment"), suspended Mr. Mullings from his position with the Agency, and among other things, directed him to arrange to appear before a representative of the Members (the "Representative") within thirty (30) days thereafter to respond to questions concerning the Indictment and defend and explain his actions in connection therewith, in a manner satisfactory to the Members; and

**WHEREAS**, the Members wish to authorize Lamont R. Bailey, Chair of the Agency, to appoint the Representative.

**NOW, THEREFORE, BE IT**

**RESOLVED**, that the Members hereby authorize Lamont R. Bailey, Chair of the Agency, to appoint the Representative.

Upon the motion of Mr. Gioia, duly seconded by Mr. Caines, the motion was adopted, with Messrs. Bailey, Gioia and Caines voting in favor of the resolution, and Mr. Handy abstaining from voting thereon.

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**RESOLUTION NO. 32 (2010)**

**A RESOLUTION APPOINTING AN INTERIM EXECUTIVE DIRECTOR OF THE AGENCY.**

**WHEREAS**, by Resolution No. 30 (2010), duly adopted at its meeting duly held on July 26, 2010, the members (the "Members") of the Town of North Hempstead Community Development Agency (the "Agency"), in response to the indictment of Neville G. Mullings, the Agency's Executive Director, by the Grand Jury of Nassau County (the "Indictment"), suspended Mr. Mullings from his position with the Agency; and

**WHEREAS**, the Members wish to appoint Joseph Santamaria as Interim Executive Director of the Agency.

**NOW, THEREFORE, BE IT**

**RESOLVED**, that the Members hereby appoint Joseph Santamaria as Interim Executive Director of the Agency.

Upon the motion of Mr. Gioia, duly seconded by Mr. Handy, the resolution was unanimously adopted.

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**RESOLUTION NO. 33 (2010)**

**A RESOLUTION CONFIRMING THE AGENCY'S OPENING AND MAINTAINING OF A BANK ACCOUNT WITH CITIBANK AND RELATED ACTION.**

**WHEREAS**, staff of the Town of North Hempstead Community Development Agency (the "Agency" or the "Public Entity") has recommended that the members of the Agency (the "Members") confirm the Agency's opening and maintaining of a bank account with Citibank (the "Bank") and the signatories with respect to said account (the "Staff Recommendation") and

**WHEREAS**, the Members wish to authorize and approve the Staff Recommendation.

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**NOW, THEREFORE, BE IT**

**RESOLVED**, that the Bank be and is hereby designated as a provider of banking services to the Public Entity; and be it further

**RESOLVED**, that the following persons - Lamont R. Bailey, Albert E. Handy, or Christopher Gioia, any two jointly - are authorized to open deposit accounts at Bank; to apply to Bank for credit, to borrow money, with or without security, and to access overdraft lines of credit; to contract for any services offered by Bank, including (without limitation) electronic account access and management services; to submit for deposit and/or collection for the account of this Public Entity all checks, drafts, notes or other instruments for the payment of money, and the Bank is authorized to accept such instruments, whether or not endorsed by this Public Entity, without inquiry as to the circumstances of the endorsement or lack thereof, it being understood that each such instrument shall be deemed to be unqualifiedly endorsed by this Public Entity; to make deposits of currency for the account of this Public Entity; to sign checks, drafts or other orders with respect to any funds to the credit of this Public Entity, including checks, drafts or orders in favor of any individual designated above, and to issue stop payment instructions with reference to any of the above; to make withdrawals or transfers of funds from accounts in the name of this Public Entity, and to transfer funds between such accounts, by any means authorized by Bank, including (without limitation) use of a negotiable instrument, withdrawal ticket, a debit card, a credit card, a terminal or other electronic or telephone device, including such as may cause overdrafts; and to conduct any and all other lawful business with Bank, and should any check drawn by this Public Entity result in an overdraft, interest may be charged each day on the amount of the overdraft at the maximum rate permitted by law; and be it further

**RESOLVED**, that the Public Entity acknowledges that the above joint signatory designation is a statement of its own internal policy and not a service offered by Bank, and that the Public Entity has been offered Bank's CitiBusiness Online service that can provide the Public Entity with a systemic method of controlling the signature limitation, and that the Public Entity agrees that Bank assumes no responsibility for the payment of a check, draft, or other item drawn on any Public Entity account or for any withdrawal from any account which is honored and bears only a single authorized signature of one of the individuals designated above; and be it further

**RESOLVED**, that the designated authorized persons in this resolution are individually empowered to delegate to other persons the authority to perform transactions with respect to the accounts of the Public Entity and to change and revoke such delegations from time to time,

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and the Bank is entitled to rely upon such delegations of authority and to accept instructions from such other persons as being fully authorized by the Public Entity; and be it further

**RESOLVED**, that the Bank is hereby authorized to accept for deposit, for credit, for discount, for collection, or otherwise, any and all instruments deposited by or on behalf of the Public Entity, whether or not endorsed by any person or by stamp or other impression in the name of the Public Entity, without inquiry as to the circumstances of the endorsement or lack of endorsement or the disposition of the proceeds; and be it further

**RESOLVED**, that the Bank is authorized to pay any check, draft or other instrument for the payment of money drawn on any account of the Public Entity which bears or appears to bear the facsimile signatures provided below<sup>3</sup> or such other facsimile signature later certified by an authorized representative of the Public Entity to be authorized, if the facsimile signature, regardless of how or by whom affixed, resembles a specimen facsimile signature provided to and filed with the Bank; and be it further

**RESOLVED**, that the Public Entity agrees to be bound by all of the rules, regulations, charges and fees of the Bank contained in the CitiBusiness Client Manual and Schedule of Fees and Charges and any other account agreements it receives, and any modifications or amendments of same, with the same effect as if each and every term thereof were set forth in full herein, and be it further

**RESOLVED**, that the Public Entity agrees that by opening any deposit account, Business Credit Account of Business Checking Plus Account with the Bank or accepting any of the services connected with such accounts, either the Bank or the Public Entity may elect to require any dispute between them concerning the aforementioned accounts or any other Bank deposit account, Business Credit Account of Business Checking Plus Account b resolved by binding arbitration, and in the event of any litigation in which the Bank and the Public Entity are adverse parties, the right to a trial by jury and to interpose any defense based upon any statute of limitations or any claims of laches, and any offset or counterclaim of any nature or description, is hereby waived by the Public Entity, and the Public Entity agrees that if an attorney is used by the Bank to enforce, declare or adjudicate any of the provisions herein or any of the rights herein granted to the Bank or to obtain payment of any obligations owed to the Bank, reasonable attorney's fees shall be payable by the Public Entity, and the Bank shall not, by any act, delay, omission or otherwise, be deemed to have waived any of its rights or remedies hereunder unless such waiver be in writing, signed by the Bank, and then only to the extent therein set forth; and be it further

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**RESOLVED**, that any notice to the Bank shall be deemed effective only if sent to and received at the branch, division or department of the Bank designated as the location for receipt of such notice conducting the transaction or transactions affected, and any notice to the Public Entity shall be deemed sufficient if sent to the last known address of the Public Entity appearing on the records of the Bank; and be further

**RESOLVED**, that the Public Entity ratifies and confirms any and all transactions with the Bank prior to the date of this resolution; and be it further

**RESOLVED**, that the authority granted herein shall remain in full force and effect until revoked or modified by a properly executed new resolution adopted by the Members (or by such other governing body as is authorized to designate depositories and to transact, or delegate the authority to transact, the business of the Public Entity) delivered to the Bank at the location wherein the accounts of the Public Entity are then maintained and the Bank has a reasonable opportunity to act on it, and any such notice shall not affect the validity of any transaction in process at the time the notice is received; and be it further

**RESOLVED**, that the Public Entity certifies that the provisions in this resolution are in conformity with the statutes applicable to, or organizational documents of the Public Entity, and that any provisions hereof which may prove unenforceable under any law shall not affect the validity of any other provision hereof.

Upon the motion of Mr. Gioia, seconded by Mr. Handy, the resolution was unanimously adopted.

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**RESOLUTION NO. 34 (2010)**

**A RESOLUTION CONFIRMING THE AGENCY'S OPENING AND MAINTAINING OF A BANK ACCOUNT WITH CITIBANK AND RELATED ACTION.**

**WHEREAS**, staff of the State Bank of Long Island (the "Bank") have requested, and staff of the Town of North Hempstead Community Development Agency (the "Agency" or the "Local Government") has recommended, that the members of the Agency (the "Members" or the "Governing Board") confirm the Agency's opening and maintaining of a bank account with, the Bank and the signatories with respect to said account (the "Staff Recommendation") and

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**WHEREAS**, the Members wish to authorize and approve the Staff Recommendation.

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**RESOLVED**, that the Bank, a banking association located and authorized to do business in New York, is hereby designated as a depository of the Local Government; and be it further

**RESOLVED**, that the Chairperson of this Local Government is authorized to execute and deliver all security and custody agreements relating to the pledge of collateral by the Bank as security for the deposit of public funds by, and the investment of public funds of, the Local Government and the custody of such collateral and investments, all in such form as may be approved by any such officers, such approval to be evidenced by the execution of any such agreement; and be it further

**RESOLVED**, that the Bank is hereby appointed as an agent and custodian for the Local Government to hold collateral pledged by the Bank as security for deposits of public funds by the Local Government and to hold the investments of the Local Government; and be it further

**RESOLVED**, that the following officers of the Local Government be and hereby are, and each of them hereby is, authorized to open accounts or otherwise to conduct business with the Bank and to deposit any of the funds of the Local Government in the Bank either at its head office or at any of its branches: any two jointly -- Lamont R. Bailey, Albert E. Handy, or Christopher A. Gioia -- and such officers are also authorized to give any and all instruction to charge accounts of the Local Government with the Bank, and any one or more of these officers are also authorized to enter into agreements with the Bank with respect to products or services relating to the accounts or other Bank services, including, but not limited to, wire and other funds transfer products, night deposits, safe deposit boxes and direct deposit of payroll, in whatever form as may be approved by that officer; and be it further

**RESOLVED**, that until the further order of the Governing Board, any funds of the Local Government deposited in the Bank or placed with the Bank for investment are subject to withdrawal, transfer or charge at any time and from time to time, electronically or otherwise, upon checks, notes, drafts, bills of exchange, acceptances, undertakings, authorizations, letters or other instruments, orders, items or instructions for the payment or transfer of money when made, signed, drawn, accepted, indorsed or given, orally, in writing, or by any other means, on behalf of the Local Government by any two of the following -- Lamont R. Bailey, Albert E. Handy, or Christopher A. Gioia --; and be it further

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**RESOLVED**, that the Bank is hereby authorized to pay any such check, note, draft, bill of exchange, acceptance, undertaking, authorization, letter, or other instrument, order or item or execute any such instructions or effect any such withdrawal, transfer or charge and also to receive the same from the payee or any other holder without inquiry as to the circumstances of issue, withdrawal, transfer or charge or the disposition of the proceeds even if drawn to the individual order of or paid to any signing person, or payable to the Bank or others for his account, or tendered in payment of his individual obligation, and whether drawn against an account in the name of the Local Government as such, and, at the option of the Bank, even if the account shall not be in credit to the full amount of such instrument, withdrawal, transfer or charge; and be it further

**RESOLVED**, that the Bank, as designated depository of the Local Government, be and hereby is requested, authorized and directed to honor all checks, notes, drafts, bills of exchange, acceptances, undertakings, authorizations, letters, or other instruments, orders, items or instructions for the payment or transfer of money when made, signed, drawn, accepted, indorsed or given in the Local Government's name on its account(s) (including, but not limited to, those drawn to the individual signed or signers thereof or who deliver such instructions) when bearing or purporting to bear the facsimile signature(s) of any two of the following -- Lamont R. Bailey, Albert E. Handy, or Christopher A. Gioia – and the Bank shall be entitled to honor and to charge the Local Government for all such checks, notes, drafts, bills of exchange, acceptances, undertakings, authorizations, letters, or other instruments, orders, items or instructions regarding the payment or transfer of money, regardless of by whom or by what means the actual or purported facsimile signature or signatures thereon may have been affixed thereto if such facsimile signature or signatures resemble the facsimile specimens from time to time filed with the Bank by the Recording Officer or other officer of the Local Government; and be it further

**RESOLVED**, that the Chairperson of the Local Government are authorized to open one or more accounts with the Bank for the provision of investment advisory, custodial and other investment services on behalf of the Local Government (these accounts are collectively and individually referred to as the "Account") and to negotiate, execute and amend agreements on behalf of the Local Government with respect to the Account; and be it further

**RESOLVED**, that the following officers of the Local Government are authorized to instruct the Bank, in writing, orally, electronically or by means of telex, TWX, facsimile transmission, bank wire or other teleprocess, regarding any notices, instructions or requests made by the Local Government in accordance with any security agreement with the Bank, and the establishment, modification or replacement of investment objectives for the Account, the purchase, sale, transfer or other disposition of funds or property held in the Account, the

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transfer of funds or property into the Account, and any other matters concerning the Account – any two jointly: Lamont R. Bailey, Albert E. Handy or Christopher Gioia; and be it further

**RESOLVED**, that the Recording Officer or any officer of the Local Government be and hereby is authorized to certify to the Bank the names of the present officers of the Local Government and other persons authorized to sign for it (including but not limited to persons to whom such officers or authorized persons have delegated their authority) and the offices respectively held by them if any, together with specimens of their signatures; and the Bank be and hereby is authorized to honor any checks, notes, drafts, bills of exchange acceptances, undertakings, authorizations, letters, or other instruments, orders, items, or instructions or agreements or other documents signed by and new officer or officers in respect of whom it has received any such certificate or certificates or by any such person with the same force and effect as if said officer or said officers or person were named in the foregoing resolutions; and be it further

**RESOLVED**, that the authority given hereunder shall be deemed retroactive and any and all acts hereunder performed prior to the passage of these resolutions are hereby ratified and approved; and be it further

**RESOLVED**, that the Bank be promptly notified in writing by the Recording Officer or any officer of the Local Government of any change in these resolutions, such notice to be given to each office of the Bank in which any account of the Local Government may be maintained or from which any product or service affected by such change is provided to the Local Government, and that until it has actually so received such notice in writing it is authorized to act in pursuance of these resolutions, and that until it has actually received such notice and has had a reasonable opportunity to act upon such notice it shall be indemnified and saved harmless from any loss suffered, claim or liability incurred by it in continuing to act in pursuance of these resolutions, even though these resolutions may have been changed.

Upon the motion of Mr. Gioia, duly seconded by Mr. Handy, the resolution was unanimously adopted.

**Adjournment**

Upon the motion of Mr. Handy, seconded by Mr. Gioia, the Members, by unanimous vote, adjourned the meeting at 9:43 p.m.