ORANGE COUNTY PARTNERSHIP Board of Directors Meeting January 21, 2025 4:00PM 40 Matthews Street, Goshen, NY

I.	Call to Order/Roll Call	Melissa Cobuzzi
II.	Approval of minutes	Melissa Cobuzzi
III.	Financial Report	Mary Beth Bianconi
IV.	President's Report	Maureen Halahan
V.	Attraction Report	Conor Eckert
VI.	Executive Session (if needed)	Melissa Cobuzzi
VII.	Old Business	Melissa Cobuzzi
VIII.	New Business	Melissa Cobuzzi
IX.	Announcements	Melissa Cobuzzi
Х.	Adjournment	Melissa Cobuzzi

OCP Board of Directors Meeting Meeting minutes of October 15, 2024

The board of directors of the Orange County Partnership met on October 15, 2024 at 4:00PM at The County Club at Otterkill, Campbell Hall, NY.

Board members present in person: Melissa Cobuzzi, Mary Beth Bianconi, Jimmy Smith, Alan Seidman, Sandy Mathes, Mike Gilfeather, Dan Depew, Andrew Fetherston, Charlie Gottlieb, Kurt Kaehler, Michelle Rider, Mark Stellwag

Board members present remotely: N/A

Board members absent: Dr. Susan Dean, Todd Diorio, Janette Espino, Brian Flynn, Ryan Hawthorne, Dr. Mary Leahy, Dan Maughan, Chuck Utschig

Staff present: Maureen Halahan, President & CEO, Cassie Garcia, Executive Assistant & Compliance Officer

Guests: Andy Pavloff, Partner, Waschitz Pavloff CPA LLP, Kelly Marks, Partner, Phillips Lytle LLP, Milan K. Tyler, Partner, Phillips Lytle LLP

Call to Order

The meeting was called to order and quorum was declared at 4:00pm. •

Approval of Minutes

The June 2024 meeting minutes were presented and approved upon a motion made by Alan Seidman, seconded by Sandy Mathes, and unanimously carried.

Financial Report

The financials were presented and approved upon a motion made by Kurt Kaehler, seconded by Michelle Rider, and unanimously carried.

2023 Audit Report

Andy Pavloff presented the 2023 Audit Report. The audit was presented and approved upon a • motion from Sandy Mathes, seconded by Mary Beth Bianconi, and unanimously carried.

President's Report

- Details of the Investor Breakfast held on Oct. 1st at the Barn at Villa Venezia were reported and it • was noted that Megan Taylor, Senior Vice President of Government Affairs and Public Relations at Genting Americas, Inc. received the 2024 Woman of Achievement in Economic Development award. It was also noted that Michael Normyle, US Economist and Senior Director at Nasdaq assured the crowd that there will be a "soft landing" for the US Economy.
- A review of the 132-page "Scoping Report" for the NYS Route 17 Mobility and Access • Improvement Project (a.k.a., Route 17 expansion project) revealed that two building alernatives being advanced by the NY State DOT would each cost more than \$1.3 billion to complete.

Melissa Cobuzzi

Melissa Cobuzzi

Mary Beth Bianconi

Andy Pavloff

Maureen Halahan



- It was reported that the "Resources & Results" e-newletter went out last week.
- The 2025 budget was reviewed and approved upon a motion made by Sandy Mathes, seconded by Mary Beth Bianconi, and unanimously carried.
- The President of the Orange County Partnership was authorized to file the PARIS budget report upon a motion made by Sandy Mathes, seconded by Michelle Rider, and unanimously carried.
- The Resolutions adopting Amendments to the Certificate of Incorporation Dissolution Provisions and By-Laws were reviewed and a motion to approve was made by Alan Seidman and seconded by Michelle Rider. Dan Depew opened the motion for discussion requesting that the resolutions be clarified to the board. Kelly Marks then reviewed the Resolutions with the board. A second motion to approve the Amendment to the Certificate of Incorporation and By-Laws was made by Mary Beth Bianconi and was seconded by Sandy Mathes. A vote was unanimously all in favor and the Resolutions were adopted.

Old Business

Melissa Cobuzzi

With no old or new business, a motion to adjourn the meeting was made by Mary Beth Bianconi, seconded by Charlie Gottlieb, and unanimously carried.

Adjournment

The meeting was adjourned at 4:15pm.

Melissa Cobuzzi

Respectfully submitted,

J Blakan

Mary Beth Bianconi

ORANGE COUNTY PARTNERSHIP Income & Expense Summary

Prepared for OCP Executive Financial Committee

December 2024- Accrual Basis

		Unaudited			Unaudited			Unaudited	Unaudited	
		Actual	Budget	Variance	Actual	Budget	Variance	Actual	Actual	Budget
		Dec 2024	Dec 2024	Dec 2024	2024 YTD	2024 YTD	2024 YTD	2023 YTD	12/31/2023	2024 Year
	INCOME:									
1	Private Investors (billed Jan & Jun)	(20,900.00)	-	(20,900.00)	653,875.08	660,000.00	(6,124.92)	714,075.16	717,325.16	660,000.00
2	ABG Investors	-	-	-	9,900.00	9,350.00	550.00	9,900.00	9,900.00	9,350.00
3	Events	131,900.00	55,995.00	75,905.00	497,981.00	468,495.00	29,486.00	303,960.00	506,720.50	468,495.00
4	Interest	8,726.82	583.00	8,143.82	9,450.53	7,000.00	2,450.53	1,487.93	1,693.92	7,000.00
5	Alliance for Balanced Growth (Events & Mkg)	-	-	-	27,750.00	19,245.00	8,505.00	19,245.00	19,180.00	19,245.00
6	Advertising (newsletter & website)	-		-	-	-	-		-	
7	Uncollectible Revenue (AR over 90 days)	31,608.30	(3,750.00)	35,358.30	88,175.00	(45,000.00)	133,175.00	(57,705.00)	(17,900.00)	(45,000.00)
8	Total Income	151,335.12	52,828.00	98,507.12	1,287,131.61	1,119,090.00	168,041.61	990,963.09	1,236,919.58	1,119,090.00
	EXPENSE:									
9	Depreciation	1,249.87	1,250.00	(0.13)	14,998.44	15,000.00	(1.56)	12,498.70	14,998.44	15,000.00
10	Personnel	57,183.59	60,417.00	(3,233.41)	663,301.95	725,000.00	(61,698.05)	519,103.25	707,348.41	725,000.00
11	Business Development	8,602.84	9,667.00	(1,064.16)	166,216.33	116,000.00	50,216.33	86,352.51	96,486.95	116,000.00
12	Events	86,794.66	14,400.00	72,394.66	207,616.96	177,614.00	30,002.96	88,843.64	167,440.16	177,614.00
13	Alliance Expenses	-	944.00	(944.00)	16,347.21	11,330.00	5,017.21	11,330.46	11,330.46	11,330.00
14	Miscellaneous	32.44	158.00	(125.56)	1,070.60	1,900.00	(829.40)	1,808.65	2,876.35	1,900.00
15	Interest Expense	(1,255.99)	78.00	(1,333.99)	266.23	940.00	(673.77)	781.10	937.32	940.00
16	General Administration	9,276.88	7,645.00	1,631.88	109,256.20	89,325.00	19,931.20	70,581.75	114,951.33	89,325.00
17	Legal Fees	24,534.00	-	24,534.00	458,485.57	367,500.00	90,985.57	-		367,500.00
18	Total Expenses	186,418.29	94,559.00	91,859.29	1,637,559.49	1,504,609.00	132,950.49	791,300.06	1,116,369.42	1,504,609.00
	Other Income - Investment Income	1,109.53		1,109.53	9,990.04		9,990.04	4,264.04	28,511.20	16,500.00
	Other Income Gain/Loss Investment	(719.21)	1,375.00	(2,094.21)	17,822.08	16,500.00	1,322.08	6,869.38	5,725.93	-
	Other Expenses - Investment Fee	187.81	167.00	20.81	2,224.87	2,000.00	224.87	1,590.45	1,921.63	2,000.00
19	Net Income	(34,880.66)	(40,523.00)	5,642.34	(324,840.63)	(371,019.00)	46,178.37	209,206.00	152,865.66	(371,019.00)

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01/15/25

Accrual Basis

Orange County Partnership Inc Profit & Loss

December 2024

	Dec 24	Dec 23	% Change	
Ordinary Income/Expense				
Income				
4000 · Private Investment 3001.04 · PI - Attorneys 3001.05 · PI - Building Supplies 3001.06 · PI - Business Services 3001.08 · PI - Commercial RE Brokers 3001.16 · PI - Financial Institutions 3001.17 · PI - Healthcare/Medical Services 3001.22 · PI - Municipalities	-1,750.00 0.00 -5,000.00 -5,000.00 -5,000.00 -1,750.00 -2,400.00	0.00 -1,750.00 0.00 1,750.00 0.00 0.00	-100.0% 100.0% -100.0% -100.0% -385.7% -100.0%	
	-20,900.00	0.00	-100.0%	
Total 4000 · Private Investment 4040 · Event Income 4042 · Investor Breakfast 3042.01 · Investor Breakfast Sponsorship	0.00	-4,500.00	100.0%	
Total 4042 · Investor Breakfast	0.00	-4,500.00	100.0%	
4044 · MVP Breakfast 3044.1 · Tickets	0.00	50.00	-100.0%	
Total 4044 · MVP Breakfast	0.00	50.00	-100.0%	
4045 · Annual Dinner Income 3046 · Tickets 3047 · Sponsorships	28,400.00 103,500.00	38,930.50 162,700.00	-27.1% -36.4%	
Total 4045 · Annual Dinner Income	131,900.00	201,630.50	-34.6%	
4049 · Golf Classic 3049.01 · Golf Event - Sponsorship Income 3049.02 · Golf Event - Ticket Income	0.00	5,500.00	-100.0% -100.0%	
Total 4049 · Golf Classic	0.00	5,580.00	-100.0%	
Total 4040 · Event Income	131,900.00	202,760.50	-35.09	
4050 · Interest 4070 · Misc	8,726.82 0.00	2,857.78 2,992.50	205.4 -100.0	
4085 · Uncollectible Revenue	31,608.30	-20,305.00	255.7	
Total Income	151,335.12	188,305.78	-19.69	
Gross Profit Expense 6000 · Personnel 9000.2 · Gross Payroll 9000.2 · Bonus Pool 9000.2 · Gross Payroll - Other	151,335.12 0.00 50,242.32	188,305.78 89,000.00 41,398.29	-19.6° -100.0% 21.4%	
Total 9000.2 · Gross Payroll	50,242.32	130,398.29	-61.5%	
9001 · Worker's Comp & Disability 9001.1 · Workers' Comp 9001.4 · Disability	168.58 129.77	0.00 409.19	100.0% -68.3%	
Total 9001 · Worker's Comp & Disability	298.35	409.19	-27.1%	
9001.5 · Benefits (Pension & Medical) 9001.3 · Medical 9003.2 · Pension	263.71 3,543.22	619.38 2,285.29	-57.4% 55.0%	
Total 9001.5 · Benefits (Pension & Medical)	3,806.93	2,904.67	31.1%	
9002 · Tax 9000.1 · FICA SS/Medicare 9002.1 · SUI	2,835.99	4,539.21	-37.5%	
9002.11 · Re-employment NYS 9002.1 · SUI - Other	0.00 0.00	0.00 0.00	0.0% 0.0%	
Total 9002.1 · SUI	0.00	0.00	0.0%	
9002.2 · FUTA	0.00	0.00	0.0%	
Total 9002 · Tax	2,835.99	4,539.21	-37.5%	
Total 6000 · Personnel	57,183.59	138,251.36	-58.6	
6500 · Business Development Conferences & Memberships 9010.03 · Conferences 9010.5 · Membership Fees	0.00 0.00	169.86 1,500.00	-100.0% -100.0%	
Total Conferences & Memberships	0.00	1,669.86	-100.0%	
9000.51 · Special Projects 9012 · Mileage & Tolls 9013 · Office Supplies/Equipment	0.00 22.45 1,257.08	390.00 49.78 1,054.93	-100.0% -54.9% 19.2%	

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Accrual Basis

Orange County Partnership Inc Profit & Loss 24

Decem	ber	2024
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IS	December 2024		
	Dec 24	Dec 23	% Change
9014 · Postage	579.20	0.00	100.0%
9016 · Subscriptions 9017 · Telephone/Internet	266.66 839.82	15.99 835.86	1,567.7% 0.5%
9018 · Training	0.00	295.00	-100.0%
9019 · Travel & Meals			
9019.01 · Meals 9019.02 · Travel	242.15 0.00	409.32 0.01	-40.8% -100.0%
Total 9019 · Travel & Meals	242.15	409.33	-40.8%
9020 · External Marketing	2.2.10	100.00	10.070
9010.8 · Marketing - Design 9010.84 Other Web Design	2,450.00	0.00	100.0%
-	·		
9010.8 · Marketing - Design - Other	1,112.99	12.99	8,468.1%
Total 9010.8 · Marketing - Design	3,562.99	12.99	27,328.7%
Total 9020 · External Marketing	3,562.99	12.99	27,328.7%
9021 · Internal Mkting			
9022 · Advertising 9022.1 · Design	99.00	99.00	0.0%
-			
Total 9022 · Advertising	99.00	99.00	0.0%
9021 · Internal Mkting - Other	161.27	148.95	8.3%
Total 9021 · Internal Mkting	260.27	247.95	5.0%
9070 · Auto 9071 · Fuel	291.81	370.16	-21.2%
9071 · Fuel 9072 · Insurance	367.91	0.00	-21.2%
9073 · Auto	23.05	23.05	0.0%
9075 · Service	799.50	59.00	1,255.1%
9076 · Tolls 9070 · Auto - Other	50.00 0.00	45.00 160.55	11.1% -100.0%
Total 9070 · Auto	1,532.27	657.76	133.0%
9200 · Personnel Search	0.00	79.22	-100.0%
6500 · Business Development - Other		0.00	100.0%
Total 6500 · Business Development	8,602.84	5,718.67	50
7000 · General Administration			
Consulting Services	0.000.00	0.505.00	22.201
9054 · Bookkeeping Consulting Services - Other	2,000.00 0.00	2,525.00 250.00	-20.8% -100.0%
Total Consulting Services	2,000.00	2,775.00	-27.9%
9052 · Audit	1,108.34	1,808.34	-38.7%
9054.5 · Office Equip - Lease & Purchase	629.00	0.00	100.0%
9055 · Computer Services & Purchases	1,383.53	1,341.12	3.2%
9056 · Fees 9003.3 · Bisys Pension Fees	81.09	0.00	100.0%
9030 · Payroll Fees	219.00	209.00	4.8%
9056.04 · CC Merchant Transaction Fees	0.00	14.95	-100.0%
Total 9056 · Fees	300.09	223.95	34.0%
9057 · Insurance			
9057.02 · Professional Liability 9057.3 · Business Owners Policy	196.17 107.82	196.17 0.00	0.0% 100.0%
Total 9057 · Insurance	303.99	196.17	55.0%
	24,534.00	1,025.00	2,293.6%
9057.1 · Attorney			
9060 · Office Cleaning	275.00	0.00	100.0%
9063 · Lease Expense (Rent) 9065 · Telephone	3,126.93 150.00	2,992.50 300.00	4.5% -50.0%
Total 7000 · General Administration	33,810.88	10,662.08	21
7500 · Events			
9005 · Annual Dinner 9005.1 · Consultants	14,069.00	13,611.87	3.4%
9005.2 · Event Supplies	200.04	15,874.99	-98.7%
9005.3 · Marketing/ Design & Printing	10,729.79	898.72	1,093.9%
9005.5 · Catering/Food	61,795.83	48,210.94	28.2%
	86,794.66	78,596.52	10.4%
Total 9005 · Annual Dinner			
Total 9005 · Annual Dinner Total 7500 · Events	86,794.66	78,596.52	1
Fotal 7500 · Events		78,596.52 2,529.48	
Total 7500 · Events 8000 · Depreciation Expense 9100 · Miscellaneous	86,794.66 1,249.87	2,529.48	-50
Total 7500 · Events 3000 · Depreciation Expense	86,794.66		10 -50 -93.9%

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Accrual Basis

Orange County Partnership Inc Profit & Loss December 2024

	Dec 24	Dec 23	% Change
9991 · Interest Expense 9991.1 · Interest Exp-Auto	-1,255.99	-324.97	-286.5%
Total 9991 · Interest Expense	-1,255.99	-324.97	-286.5%
Total Expense	186,418.29	235,961.27	-21.0%
Net Ordinary Income	-35,083.17	-47,655.49	26.4%
Other Income/Expense Other Income 9999.1 · Unrealiz Gain(Loss) Invest 9999.99 · Investment Income	-719.21 1,109.53	7,781.23 1,168.12	-109.2% -5.0%
Total Other Income	390.32	8,949.35	-95.6%
Other Expense 9992.99 · Investment Fee	187.81	167.26	12.3%
Total Other Expense	187.81	167.26	12.3%
Net Other Income	202.51	8,782.09	-97.7%
Net Income	-34,880.66	-38,873.40	10.3%

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01/15/25 Accrual Basis

Orange County Partnership Inc Profit & Loss

January through December 2024

Jan - Dec 24	Jan - Dec 23	% Change
	23,500.00 11,750.00	0.0% 176.6%
18,250.00	19,500.00	-6.4%
		-34.3% 28.9%
141,625.08	176,625.16	-19.8%
		0.0% 285.7%
12,500.00	16,500.00	-24.2%
		-7.7% -43.0%
1,750.00	1,750.00	0.0%
6,750.00	14,250.00	-4.1% -52.6%
54,750.00	64,000.00	-14.5% 0.0%
31,250.00	32,500.00	-3.9%
1,750.00 12,875.00	3,500.00	-50.0% -13.9%
5,000.00	5,000.00	0.0%
	2,375.00	0.0% 40.0%
50,250.00	60,250.00	-16.6%
		0.0% 200.0%
7,500.00	7,500.00	0.0%
7,500.00	3,500.00	114.3%
653,875.08	717,325.16	-8.
9,900.00	9,900.00	0.
9,575.00	8,000.00	19.7%
		69.2%
20,575.00	14,500.00	41.9%
4,325.00	2,600.00	66.4%
2,850.00	2,080.00	37.0%
7,175.00	4,680.00	53.3%
27,750.00	19,180.00	44.
0.00	0.00	0.0%
		0.0%
13,500.00	12,000.00	12.5%
13,500.00	12,000.00	12.5%
60.000.00	51 750 00	15.9%
3,750.00	2,745.00	36.6%
		0.0%
63,750.00	54,495.00	17.0%
10.525.00	6.810.00	54.6%
73,575.00	64,500.00	14.1%
84,100.00	71,310.00	17.9%
28,205.00	36,395.50	-22.5%
		-36.4%
131,705.00	199,095.50	-33.970
177.450.00	137.250.00	29.3%
18,250.00	23,880.00	-23.6%
		6.2%
		20.7%
497,981.00	506,720.50	-1.
9,450.53 0.00	4,393.06 2,992.50	115. -100.
	2,552.50	
88 175 00	-49 400 00	278
88,175.00	-49,400.00 0.00	
		0.
0.00	0.00	0.
0.00	0.00	0.
0.00 1,287,131.61 1,287,131.61	0.00 1,211,111.22 1,211,111.22	0. 6. 6.
0.00 1,287,131.61 1,287,131.61 0.00	0.00 <u>1,211,111.22</u> <u>1,211,111.22</u> 89,000.00	0. 6. -100.0%
0.00 1,287,131.61 1,287,131.61 0.00 562,180.81	0.00 1,211,111.22 1,211,111.22 89,000.00 509,864.02	0. 6. -100.0%
0.00 1,287,131.61 1,287,131.61 0.00	0.00 <u>1,211,111.22</u> <u>1,211,111.22</u> 89,000.00	0.0
0.00 1,287,131.61 1,287,131.61 0.00 562,180.81	0.00 1,211,111.22 1,211,111.22 89,000.00 509,864.02	10.3%
	23,500.00 32,500.00 18,250.00 11,000.00 6,750.00 12,500.00 38,750.00 24,500.00 1,750.00 59,250.00 6,750.00 14,250.00 14,250.00 14,250.00 14,250.00 12,275.00 5,000.00 5,000.00 5,000.00 5,000.00 5,000.00 5,000.00 5,000.00 5,000.00 5,000.00 11,000.00 11,000.00 11,000.00 11,000.00 0,00	23,500.00 23,500.00 11,750.00 32,500.00 11,750.00 16,750.00 11,000.00 16,750.00 16,750.00 14,252.00 11,750.00 16,550.00 14,252.00 11,750.00 16,550.00 14,252.00 11,750.00 16,550.00 14,250.00 14,250.00 14,250.00 14,250.00 14,250.00 14,250.00 14,250.00 14,250.00 14,250.00 14,250.00 14,250.00 14,250.00 14,250.00 14,250.00 3,000.00 17,750.00 14,250.00 2,375.00 17,750.00 14,250.00 2,375.00 17,750.00 14,250.00 2,375.00 11,750.00 14,250.00 2,375.00 11,750.00 14,250.00 2,375.00 11,750.00 14,250.00 2,375.00 11,750.00 14,250.00 2,375.00 11,750.00 14,250.00 2,000.00 11,750.00 10,000.00 10,000.00 12,757.00 14,26

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Accrual Basis

Orange County Partnership Inc Profit & Loss January through December 2024

sis	January through December 202	4			
	Jan - Dec 24	Jan - Dec 23	% Change		
	17,314.82	26,913.27	-35.7%		
9003.2 · Pension	39,312.71	27,248.20	44.3%		
Total 9001.5 · Benefits (Pension & Medical) 9002 · Tax	56,627.53	54,161.47		4.6%	
9002.1 · FICA SS/Medicare 9002.1 · SUI	39,907.41	37,159.85	7.4%		
9002.11 · Re-employment NYS 9002.11 · SUI - Other	46.90 1,731.25	55.35 2,583.74	-15.3% -33.0%		
Total 9002.1 · SUI	1,778.15	2,639.09	-32.6%		
9002.2 · FUTA	210.00	251.98	-16.7%		
Total 9002 · Tax	41,895.56	40,050.92		4.6%	
Total 6000 · Personnel	663,301.95	703,303.39			-5.
5500 · Business Development Conferences & Memberships					
9010 · Trade Shows & Conferences	2,366.60	0.00	100.0%		
9010.03 · Conferences 9010.5 · Membership Fees	32,745.80 2,063.00	7,898.98 5,405.00	314.6% -61.8%		
Total Conferences & Memberships	37,175.40	13,303.98		179.4%	
9000.51 · Special Projects 9010.6 · Public Relations	0.00	390.00	-	100.0%	
9023 · Event Tickets 9010.6 · Public Relations - Other	887.00 500.00	790.00 0.00	12.3% 100.0%		
Total 9010.6 · Public Relations	1,387.00	790.00	100.0 %	75.6%	
9012 · Mileage & Tolls	1,480.65	2,313.99		-36.0%	
9013 · Office Supplies/Equipment 9015 · Printing	11.52	3,353.57	-99.7%		
9013 · Office Supplies/Equipment - Other	14,142.49	13,941.42	1.4%		
Total 9013 · Office Supplies/Equipment	14,154.01 1.063.05	17,294.99		-18.2%	
9014 · Postage 9016 · Subscriptions	5,448.78	102.40 1,320.44		938.1% 312.7%	
9017 · Telephone/Internet 9018 · Training	13,263.08 2,299.95	14,882.35 8,525.00		-10.9% -73.0%	
9019 · Travel & Meals 9019.01 · Meals	10,272.78	9,908.42	3.7%		
9019.02 · Travel 9019 · Travel & Meals - Other	2,372.81 859.73	2,446.10 0.00	-3.0% 100.0%		
Total 9019 · Travel & Meals	13,505.32	12,354.52		9.3%	
9020 · External Marketing 9010.8 · Marketing - Design					
9010.84 Other Web Design	5,320.00	38.97	13,551.5%		
9010.86 · Website Portal 9010.8 · Marketing - Design - Other	0.00 45,105.88	750.00 1,616.91	-100.0% 2,689.6%		
Total 9010.8 · Marketing - Design	50,425.88	2,405.88	1,995.9%		
9011.2 · Advertising 9020 · External Marketing - Other	2,886.16 5,350.00	1,283.16 7,500.00	124.9% -28.7%		
Total 9020 · External Marketing	58,662.04	11,189.04		424.3%	
9021 · Internal Mkting		,			
9022 · Advertising 9022.1 · Design	1,390.80	1,188.00	17.1%		
9022 · Advertising - Other	3,000.00	3,000.00	0.0%		
Total 9022 · Advertising 9021 · Internal Mkting - Other	4,390.80 1,836.68	4,188.00 1,743.30	4.8% 5.4%		
Total 9021 · Internal Mkting	6,227.48	5,931.30		5.0%	
9070 · Auto					
9071 · Fuel 9072 · Insurance	4,103.52 4,634.79	4,307.52 0.00	-4.7% 100.0%		
9073 · Auto 9074 · Mileage	276.60 0.00	388.42 596.98	-28.8% -100.0%		
9075 · Service 9076 · Tolls	1,527.68 400.00	2,243.09 515.00	-31.9% -22.3%		
9070 · Auto - Other	0.00	802.75	-100.0%		
Total 9070 · Auto 9200 · Personnel Search	10,942.59	8,853.76		23.6%	
6500 · Business Development - Other	217.13 389.85	335.18 400.00		-35.2% -2.5%	
Total 6500 · Business Development	166,216.33	97,986.95			69.
66910 ⋅ Bank Service Charges 7000 ⋅ General Administration	0.00	0.00			0.
Consulting Services 9054 · Bookkeeping	13,500.00	14,025.00	-3.7%		
Consulting Services - Other	0.00	250.00	-100.0%	_	
Total Consulting Services	13,500.00	14,275.00		-5.4%	
9052 · Audit 9053 · Bank Charges	12,191.74 128.00	14,000.00 85.00		-12.9% 50.6%	
9054.5 · Office Equip - Lease & Purchase 9055.5 · Copier Maintenance / Repairs	0.00	1,870.08	-100.0%		
9054.5 · Office Equip - Lease & Purchase - Other	8,641.20	1,897.82	355.3%		
Total 9054.5 · Office Equip - Lease & Purchase	8,641.20	3,767.90		129.3%	

9:49 AM

01/15/25

Accrual Basis

Orange County Partnership Inc Profit & Loss January through December 2024

	Jan - Dec 24	Jan - Dec 23	% Change
9056 · Fees 9003.3 · Bisys Pension Fees 9030 · Payroll Fees 9056.04 · CC Merchant Transaction Fees	3,591.05 3,190.50 6,611.97	0.00 2,298.30 6,702.83	100.0% 38.8% -1.4%
Total 9056 · Fees	13,393.52	9,001.13	48.8%
9057 · Insurance 9057.02 · Professional Liability 9057.3 · Business Owners Policy	2,354.04 1,222.91	673.68 87.82	249.4% 1,292.5%
Total 9057 · Insurance	3,576.95	761.50	369.7%
9057.1 · Attorney	458,485.57	6,063.43	7,461.5%
9060 · Office Cleaning 9063 · Lease Expense (Rent) 9065 · Telephone	1,100.00 37,523.16 2,990.91	800.00 35,910.00 500.00	37.5% 4.5% 498.2%
Total 7000 · General Administration	567,741.77	103,611.34	448
7500 · Events Quarterly Project Meetings 9004.01 · Fall Series Events 9004.2 · Event Supplies	200.00 125.00	528.13 0.00	-62.1% 100.0%
9004.4 · Catering/Food	654.00	0.00	100.0%
Total 9004.01 · Fall Series Events 9005 · Annual Dinner	779.00	0.00	100.0%
9005 - Annual Dinner 9005.1 - Consultants 9005.2 - Event Supplies 9005.3 - Marketing/ Design & Printing 9005.5 - Catering/Food	14,069,00 418,50 10,729,79 61,795,83	13,611.87 15,874.99 898.72 48,210.94	3.4% -97.4% 1,093.9% 28.2%
Total 9005 · Annual Dinner	87,013.12	78,596.52	10.7%
9007 · Investor Breakfast 9007.1 · Consultants 9007.2 · Event Supplies 9007.3 · Marketing/ Design & Printing 9007.5 · Catering/Food	5,817.00 2,351.43 300.00 16,575.00	4,151.00 112.86 300.00 9,863.91	40.1% 1,983.5% 0.0% 68.0%
Total 9007 · Investor Breakfast	25,043.43	14,427.77	73.6%
9009 · MVP Breakfast 9009.1 · Consultants 9009.2 · Event Supplies 9009.3 · Marketing/Design & Printing 9009.5 · Catering/Food	5,063.00 645.09 0.00 15,739.84	4,151.00 335.04 323.67 9,234.38	22.0% 92.5% -100.0% 70.5%
Total 9009 · MVP Breakfast	21,447.93	14,044.09	52.7%
9024 · Golf Classic 9024.1 · Consultants 9024.2 · Event Supplies 9024.3 · Marketing/Design & Printing 9024.4 · Catering/Food	2,650.00 31,439.81 0.00 39,043.67	3,148.00 22,478.38 9,521.87 24,695.40	-15.8% 39.9% -100.0% 58.1%
Total 9024 · Golf Classic	73,133.48	59,843.65	22.2%
Total 7500 · Events	207,616.96	167,440.16	24
7600 · Alliance Expenses 9010.31 · Alliance Event Expense 9010.10 · ABG Qtly Meeting	16,347.21	11,330.46	44.3%
Total 9010.31 · Alliance Event Expense	16,347.21	11,330.46	44.3%
Total 7600 · Alliance Expenses	16,347.21	11,330.46	44
8000 · Depreciation Expense 9100 · Miscellaneous	14,998.44	16,278.05	-1
9150 . Gifts 9151 · Donations / Contributions	870.60 200.00	2,676.35 200.00	-67.5% 0.0%
Total 9100 · Miscellaneous	1,070.60	2,876.35	-62
9991 · Interest Expense 9991.1 · Interest Exp-Auto	266.23	534.24	-50.2%
Total 9991 · Interest Expense	266.23	534.24	-50
Total Expense	1,637,559.49	1,103,360.94	48
let Ordinary Income	-350,427.88	107,750.28	-425
ther Income/Expense Other Income 9999.1 · Unrealiz Gain(Loss) Invest 9999.99 · Investment Income	17,822.08 9,990.04	28,511.20 5,725.93	-3: 74
Total Other Income	27,812.12	34,237.13	-18
Other Expense 9992.99 · Investment Fee	2,224.87	1,921.63	18
Total Other Expense	2,224.87	1,921.63	15
let Other Income	25,587.25	32,315.50	-20
Income	-324,840.63	140,065.78	-331



January 2025 Marketing Report

LinkedIn Report – Recent Campaigns:

Our goal is to get in front of site selectors and manufacturers in the NYC/Northern NJ Region. We came up with a social media calendar where we will highlight some of our top-tier sites and once we finalize our new website re-design, we will do some more filming for our video campaign.

Here is an example of a recent featured property we posted:

POSTED 1/2/2025:

FEATURED PROPERTY: 26 Republic Plaza | Middletown, NY 🛍

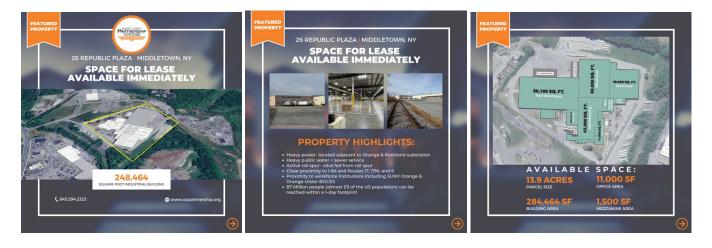
This 248,464 sq. ft. industrial facility on 13.9 acres is ready for your manufacturing or distribution needs. The property features 18 loading docks, an active rail spur with silos, and heavy power capacity, located next to an <u>Orange and Rockland Utilities, Inc.</u> substation.

The space includes 273,464 SF of manufacturing/distribution space and an 11,000 SF office area with private offices, conference rooms, and locker rooms.

This building is strategically located near I-84 and Routes 17/Future I-86, 17M, and 6. This property is ideal for industrial operations.

Contact <u>Conor Eckert</u> to learn more or schedule a tour.

CBRE | #SelectOrangeNY | #CommercialRealEstate



LinkedIn Analytics Report – Last 30 Days: December 17, 2024 – January 15, 2025

4,732 Impressions	14 Comments
3 Reposts	132 reactions

OCP Website Re-Design:

We are collaborating with AJ Ross Creative Media to completely redesign our website, enhancing its appearance and functionality. The project is divided into two phases:

- 1. **Homepage Redesign**: Final tweaks have been completed, and the content has been sent to Belsito Communications for programming. We expect to preview the "test site" by Monday, January 27th, allowing us to review functionality. If everything meets expectations, the site will go live within 48 hours and will be unveiled at our first QPM Meeting on Monday, February 24th.
- 2. **Internal Pages**: Work on Phase 2, focusing on the internal pages, is now underway with AJ Ross Creative Media. Once approved, each page will be sent to Belsito Communications for programming. The full website launch is planned for April 2025.

Other Marketing:

OCP "Resources & Results" E-Newsletter

Our "Resources & Results" E-Newsletters go out monthly to our entire database. We include industry news, Investor spotlights, overviews of our recent events, press releases, president's report, etc.

Our first edition of 2025 went out on Wednesday, January 8th: <u>https://myemail.constantcontact.com/Orange-County-Partnership---Resources---Results-E-Newsletter--January-</u>2025.html?soid=1127100649116&aid=BfWHIslag9M

Recent Presentations

I collaborated with Conor Eckert on several recent PowerPoint presentations, including the ULI Westchester-Fairfield Mid-Hudson Valley Region Program, which highlighted recent developments across various asset classes in the region. Other presentations included one for a Taiwanese delegation, a meeting with Superior Pack Group, and a market vitality assessment aimed at attracting a grocery store to the Newburgh Mall.

Investor Packets / Event Sponsorship Packets

I collaborated with Rebecca and the OCP team to reassess our Investor Level packet and event sponsorship materials from last year. After making some updates, we plan to send the revised event packet to all our Paid Investors, offering a 10% discount for bundling two or more event sponsorships. Our goal is to secure as many sponsors as possible early in the year, allowing us to get a head start on creating event collateral.



Orange County Economic Development Corporation Code of Business Conduct and Ethics

As a member of the Board of Directors of the Orange County Economic Development Corporation, I will:

Accountability

- Abide by the Articles of Incorporation, by-laws and policies of the Orange County Economic Development Corporation, DBA Orange County Partnership (OCP) and oversee compliance by the corporation with all laws, regulations and contractual requirements
- Exercise reasonable care, good faith and due diligence in support of the corporation's mission and vision, and to represent the best interests of the corporation at all times
- Remain accountable for prudent fiscal management
- Constructively and appropriately bring to the attention of the board, officers, committee chairs and/or appropriate staff any questions, personal views, opinions and comments of significance regarding relevant matters of governance, policy making and strategies

Conflict of Interest

• Conduct myself in such a way as to avoid any conflict—or the appearance of such conflict—between the interests of OCP and my own interests

The following activities are considered to be conflicts of interest (conflicts of interest are not limited to the following situations)

- 1. personally contracting with the OCP, or contracting with the OCP on behalf of an organization in which you serve as a director, officer, paid employee, etc.
- 2. engaging in activities or sharing information, based upon your knowledge of OCP activities, prior to that information becoming public, that could result in personal profits for you, persons known to you or any organizations you represent
- 3. putting your personal interests ahead of the best interests of the corporation

- Declare any conflicts of interest, material or otherwise, that may impede my capacity to deliberate, or act in good faith, on behalf of the best interests of the corporation
- Not use my affiliation with the Board to independently promote or endorse political candidates or parties for the purpose of election

Personal and Professional Integrity

- Promote an honest, open and collaborative working environment among board members and staff where all communication and opinions are valued
- Respect the role of the President & CEO as the corporation's chief administrative officer who is solely responsible for the day-to-day management of the organization, including personnel decisions, and who is charged with implementing board policies and directives
- Not fully commit to others to vote in a particular way on an issue before participating in deliberation sessions in which the matter is to be discussed
- Not abuse my position as a board member by suggesting that any OCP employee provide an organization with special treatment beyond the treatment typically given to investors of the organization
- Not accept gifts, money or gratuities from persons who might benefit from service of, or business with, the OCP

Diversity and Equal Opportunity

- Value, champion and embrace diversity in all aspects of OCP activities without regard to race, gender, color, age, sexual orientation or disability
- Ensure the right of all investors and board members to appropriate and effective services without discrimination on the basis of geography, political, religious, or socio-economical characteristics of the region represented

Resources, Information and Confidentiality

- Not divulge any information about OCP that is confidential, privileged or nonpublic
- Not benefit, financially or otherwise, from knowledge I accrue from my official duties and responsibilities as a board member
- Be mindful of those resources which are in my trust on behalf of the organization, and to help establish policies which ensure the maximization of secure and protected resources

Representing the Organization

- Represent the corporation in such a way as to leave others with a positive impression of the organization.
- Preserve and enhance the good reputation of the corporation and avoid behavior which might damage its image

- Not make any statements to the media representing the opinion or position of the OCP (The Chairman of the Board has that responsibility. If the Chairman is unavailable the Vice Chairman will act on behalf of the Chair.)
- Publicly support and represent the decisions of the board

I also agree to the following:

When conflicts are identified, the Executive Committee will review them and take any necessary action to ensure compliance.

Statement of Commitment

"In establishing policy for and on behalf of the Orange County Partnership's Investors, I am a custodian in trust of the assets of the organization. The investors recognize the need for competent and committed elected board members to serve their organization and have put their trust in my sincerity and abilities. In return, the members deserve my utmost effort, integrity, honesty, dedication and support."

"Therefore, as a board member of the Orange County Partnership, I acknowledge and commit that I will observe a high standard of ethics and conduct as I devote my best efforts, skills and resources in the interests of Orange County Partnership and its investors. I will perform my duties as a board member in such a manner that investors' confidence and trust in the integrity, objectivity and impartiality of Orange County Partnership are conserved and enhanced."

I, the undersigned, state that I have read, understand and accept the Code of Business Conduct and Ethics. I affirm that I have not had an interest or taken any action which counters the conflict of interest policy of the organization or impedes my ability to act as a fiduciary and in the best interests of the corporation, except potentially those interests or actions as stated and fully disclosed below.

Board Member Name-Please Print

(Board Member Signature)

Date

Disclosure of Conflicts of Interest..... Nature of Conflict(s)



Conflict of Interest Policy

Adopted: September 21, 2021

I. Purpose

The purpose of this Conflict of Interest Policy of Orange County Partnership, Inc. is to ensure that all of its directors, officers and key persons act in the best interest of Orange County Partnership, Inc. and comply with applicable legal requirements, including, but not limited to New York Not-for-Profit Law §§ 715 and 715-a.

II. Definitions

For purposes of this Policy, the following words and terms are defined as indicated:

Policy: This Conflict of Interest Policy of Orange County Partnership Inc.

Partnership: Orange County Partnership Inc.

Director: A member of the Board of Directors of the Partnership.

Board: The Board of Directors of the Partnership.

Officer: A director elected or appointed by the Board to serve as Chairperson, Vice Chairperson, Second Vice Chairperson, Secretary, or Treasurer, or such other office as the Board may determine or as may be provided in the By-Laws of the Partnership.

Executive Committee: A committee, as defined in the By-Laws of the Partnership, made up of the Chairperson, Vice Chairperson, Second Vice Chairperson, Secretary, Treasurer, the Immediate Past Chairperson, and other members appointed by the Chairperson with the approval of the Board.

Key Person: The Chief Executive Officer and any person, other than a Director, Officer, or Chief Executive Officer, whether or not an employee of the Partnership, who:

- a) has responsibilities, or exercises powers or influence over the Partnership as a whole similar to the responsibilities, powers, or influence of directors and officers;
- b) manages the Partnership, or a segment of the Partnership that represents a substantial portion of the activities, assets, income, or expenses of the Partnership; or
- c) alone or with others controls or determines a substantial portion of the Partnership's capital expenditures or operating budget.

Relative: A spouse or domestic partner; parents, grandparents, great grandparents, siblings, children, grandchildren and great-grandchildren, including those of a spouse or domestic partner.

Related Party: Any Director, Officer or Key Person of the Partnership, any relative (as defined above) of such persons, and any business, association, or not-for-profit entity employing such persons or their relatives or which such persons or relatives own or control at least 10% of such entities.

Related Party Transaction: Any transaction, agreement or other arrangement in which a Related Party has a financial interest and in which the Partnership is a participant, except that a transaction shall not be a Related Party Transaction if:

- 1. the transaction or the Related Party's financial interest in the transaction is *de minimis*,
- 2. the transaction would not customarily be reviewed by the Board or boards of similar organizations in the ordinary course of business and is available to others on the same or similar terms, or
- 3. the transaction constitutes a benefit provided to a Related Party solely as a member of a class of the beneficiaries that the Partnership intends to benefit as part of the accomplishment of its mission, which benefit is available to all similarly situated members of the same class on the same terms.
- 4. the transaction is determined by the Board, or an authorized committee thereof, upon knowledge of the material facts concerning any interest in the transaction by a Related Party, to be fair, reasonable and in the Partnership's best interest at the time of such determination.

You: A Director, Officer or Key Person to whom this Policy applies.

III. Identifying Conflicts of Interest

A. Conflict of Interest Defined

- 1. A potential conflict of interest arises when a Related Party:
 - a. stands to gain a financial benefit from an action or intentional inaction of the Partnership or a transaction into which the Corporation enters; or
 - b. has another interest that impairs, or objectively would appear to impair, the independence or objectivity of the Director, Officer or Key Person in discharging their duties to the Partnership.
- 2. A potential conflict is not necessarily an actual conflict of interest. A person has an actual conflict of interest only if the Executive Committee determines that a conflict exists in pursuant to Section V of this Policy.
- **B. Examples.** Potential conflicts of interest include, <u>but are not limited to</u>, situations in which a Director, Officer or Key Person or that persons' Relative or business:
 - 1. has an ownership or investment interest in any third party that the Partnership contracts or otherwise deals with or is considering contracting or dealing with;
 - 2. serves on the board of, participates in the management of, or is otherwise employed by or volunteers with any third party that the Partnership contracts or deals with or is considering contracting or dealing with;
 - 3. receives or may receive compensation or other benefits in connection with a transaction into which the Partnership enters;
 - 4. receives or may receive personal gifts or loans from third parties contracting or dealing with the Partnership;
 - 5. serves on the board of directors of another nonprofit organization that is competing with the Partnership for any grants or contracts;
 - 6. has a close personal or business relationship with a participant in a transaction being considered by the Partnership;
 - 7. would like to pursue a transaction being considered by the Partnership for their personal benefit.

IV. Disclosing Conflicts of Interest

- A. **Required Disclosure.** You must disclose to the best of your knowledge all potential conflicts of interest as soon as you become aware of them and always before any actions involving the potential conflict are taken. If you are uncertain, always err on the side of caution and disclose the circumstances.
- **B.** Disclosure Procedures. Disclosure of a potential conflict of interest must be made in a signed, written statement to the Executive Committee that sets forth all material facts. Depending on the circumstances or time when you first become aware of the potential conflict of interest (*e.g.*, during a Board meeting), you may make an initial disclosure orally and follow up with a written statement to the Executive Committee disclosing

all material facts. If you disclose a potential conflict of interest you shall refrain from any participation whatsoever in the matter until otherwise directed by the Executive Committee or Board.

C. Annual Disclosure Statements. Prior to your initial election or appointment, and annually thereafter, you must complete, sign and submit to the Secretary of the Partnership or a designated compliance officer a written statement in the form attached hereto identifying, to the best of your knowledge, any entity of which you are an officer, director, trustee, member, owner (either as a sole proprietor or a partner), or employee and with which the Partnership has a relationship, and any transaction in which the Partnership is a participant and in which you might have a financial or other conflicting interest. You are required to annually resubmit such written statement. The Secretary of the Partnership or the designated compliance officer shall provide a copy of all completed statements to the Chairperson of the Board.

V. Determining if a Conflict of Interest Exists and Addressing Conflicts of Interest A. Conflict Determinations.

- 1. After there has been disclosure of a potential conflict and after gathering any relevant information from the concerned Director, Officer or Key Person, the Executive Committee shall determine whether there is a conflict of interest. The Director, Officer or Key Person shall not be present for deliberation or vote on the matter and must not directly or indirectly attempt to influence improperly the determination of whether a conflict of interest exists. However, the Board may request that the Director, Officer or Key Person with the conflict of interest present information as background or answer questions at a meeting prior to beginning, or during a cessation of, deliberations or voting on the matter.
- 2. In determining whether a conflict of interest exists, the Executive Committee shall consider whether the potential conflict of interest would cause a transaction entered into by the Partnership to raise questions of bias, inappropriate use of the Partnership's assets, or any other impropriety.
- 3. A conflict always exists in the case of Related Party transactions.
- 4. The existence and resolution of the conflict shall be documented in the Partnership's records, including in the minutes of any meeting at which the conflict was discussed or voted upon. The minutes of any meeting at which a matter involving a conflict of interest or potential conflict of interest was discussed or voted upon shall include: (a) the name of the interested party and the nature of the interest;

 - (b) the decision as to whether the interest presented a conflict of interest;
 - (c) any alternatives to a proposed contract or transaction considered by the board; and
 - (d) if the transaction was approved, the basis for the approval.
- 5. If the Executive committee determines that there is a conflict of interest, it shall refer the matter to the Board for further action consistent with this Policy.

B. Addressing Conflicts

- 6. A Director, Officer or Key Person with a conflict of interest shall not be present at or participate in the Board deliberation or vote on the matter giving rise to such conflict.
- 7. A Director, Officer or Key Person with a conflict of interest shall not attempt, directly or indirectly, to influence improperly the deliberation or vote on the matter giving rise to such conflict.
- 8. Related Party Transactions
 - a. The Partnership shall not enter into any Related Party Transaction unless the transaction is determined by the Board, or an authorized committee thereof, to be fair, reasonable and in the Partnership's best interest at the time of such determination. Any Director, Officer or Key Person who has an interest in a Related Party Transaction shall disclose in good faith to the Board, or an authorized committee thereof, the material facts concerning such interest.
 - b. With respect to any Related Party Transaction in which a related party has a substantial financial interest, the Board, or an authorized committee thereof, shall:
 - i. Prior to entering into the transaction, consider alternative transactions to the extent available;
 - ii. Approve the transaction by not less than a majority vote of the Directors, or committee members of an authorized committee, present at the meeting; and
 - iii. Contemporaneously document in writing the basis for the Board's or authorized committee's approval, including its consideration of any alternative transactions.
 - c. No Related Party may participate in deliberations or voting relating to a Related Party Transaction in which he or she has an interest; provided that nothing in this section shall prohibit the Board or authorized committee from requesting that a Related Party present information as background or answer questions concerning a related party transaction at a Board or authorized committee meeting prior to the commencement, or during a cessation, of deliberations or voting relating thereto.



Conflict of Interest Disclosure Statement

By signing below, I affirm that:

- 1. I have received and read a copy of the Conflict of Interest Policy,
- 2. I have received and carefully reviewed the Partnership's listing of current contracts it has with all vendors or suppliers of services,
- 3. I agree to comply with the Conflicts of Interest Policy, and
- 4. I have no actual or potential conflicts of interest as defined by the Conflicts of Interest Policy or, if I have, I have previously disclosed them as required by the Conflicts of Interest Policy or am disclosing them now as set forth below.

I hereby disclose, to the best of my knowledge, the following potential or actual conflicts regarding:

- 1. Any entity in which I participate (as a director, officer, employee, owner, or member) with which the Partnership has a contractual or other relationship.
- 2. Any transaction in which the Partnership is a participant as to which I might have a conflicting interest, and
- 3. Any other situation which may pose a conflict of interest.

By: _

(Print Name Below)

ORANGE COUNTY PARTNERSHIP

PROCUREMENT POLICY

Adopted: January 21, 2025

SECTION 1. PURPOSE AND AUTHORITY. The purpose of this procurement policy (the "Policy") is to outline the procurement policy by the Orange County Partnership (the "Company") of procurements of goods and services paid for by the Company.

SECTION 2. SECURING GOODS AND SERVICES. All goods and services will be secured by use of written requests for proposals, written quotations, verbal quotations, or any other method that assures that goods and services will be purchased at a fair price and that favoritism will be avoided, except in the following circumstances: (i) purchases costing less than \$500; (ii) goods purchased from agencies for the blind or severely handicapped pursuant to Section 175-b of the Finance Law; (iii) goods purchased from correctional institutions pursuant to Section 186 of the New York Correction Law; (iv) purchases under State contracts pursuant to Section 104 of the New York General Municipal Law; (v) purchases under county contracts pursuant to Section 103(3) of the New York General Municipal Law; or (vi) purchases pursuant to Section 4 of this Policy. The Company's Executive Director is designated as the Procurement Officer for purposes of this Policy.

SECTION 3. METHOD OF PURCHASE.

(A) <u>General</u>. The following method of purchase will be used when required by this Policy in order to achieve the highest savings and efficiency:

Estimated Amount of Purchase Contract	Method
Up to \$500	Discretion of Employee
Over \$500, up to \$2,500	Approval of Executive Administrator
Over \$2,500, up to \$10,000	Approval of Executive Director
Over \$10,000, up to \$15,000	Approval of Board Chair
Over \$15,000	Approval of Board

Note: Approval as aforesaid may be electronically provided.

(B) <u>Documentation</u>. The employee making any such procurement shall endeavor to document any solicitations or other investigation as to reasonableness of the price of any procurement to the extent reasonable under the circumstances.

SECTION 4. <u>CIRCUMSTANCES WHERE SOLICITATION OF ALTERNATIVE</u> <u>PROPOSALS AND QUOTATIONS NOT IN BEST INTEREST</u>. Pursuant to Section 104b(2)(g) of the General Municipal Law, this Policy may contain circumstances when, or types of procurements for which, in the sole discretion of the members of the Company, the solicitation of alternative proposals or quotations will not be in the best interest of the Company. In the following circumstances, it may not be in the best interests of the Company to solicit quotations or document the basis for not accepting the lowest bid:

(A) <u>Professional Services</u>. Professional services or services requiring special or technical skill, training or expertise. The individual, company or firm must be chosen based on accountability, reliability, responsibility, skill, conflict of interests, reputation, education and training, judgement, integrity, continuity of service and moral worth. Furthermore, certain professional services to be provided to the Company, e.g., legal and accounting services, impact liability issues of the Company and its members. These qualifications and the concerns of the Company regarding its liability and the liability of its members are not necessarily found or addressed in the individual, company or firm that offers the lowest price and the nature of these services are such that they do not readily lend themselves to competitive procurement procedures.

In determining whether a service fits into this category, the Company shall take into consideration the following guidelines: (a) whether the services are subject to State licensing or testing requirements; (b) whether substantial formal education or training is a necessary prerequisite to the performance of the services; and (c) whether the services require a personal relationship between the individual and the members of the Company. Professional or technical services shall include but not be limited to the following: services of an attorney; services of a physician; technical services of an engineer engaged to prepare plans, maps and estimates; securing insurance coverage and/or services; printing services involving extensive writing, editing or art work; management of Company-owned property; and computer software or programming services for customized programs, or services involved in substantial modification and customizing of pre-packaged software.

(B) <u>Emergency Purchases</u>. An emergency condition is an unforeseen danger to life, safety, property, or a necessary service. The existence of such a condition creates an immediate and serious need for goods, services, or construction that cannot be met through normal procurement methods. An emergency procurement shall be limited to the procurement of those items necessary to avoid or mitigate serious danger to life, safety, property, or a necessary service. The procedure used shall assure that the required items are procured in time to meet the emergency. Given this constraint, such competition as is possible and practicable shall be obtained. The Executive Director of the Company shall at the earliest practicable time make a written determination of the basis of the emergency and the basis of the selection of the contractor. Such written determination shall include a description of the process by which the Executive Director of the Company made such selection of the company at or prior to the next meeting of the Board of Directors of the Company.

(C) <u>Purchases of Secondhand Goods</u>. Purchases of surplus and secondhand goods from any source. If alternate proposals are required, the Company is precluded from purchasing

surplus and second-hand goods at auctions or through specific advertised sources where the best prices are usually obtained. It is also difficult to try to compare prices of used goods and a lower price may indicate an older product.

(D) <u>Goods or Services under \$500</u>. The time and documentation required to purchase through this Policy may be more costly than the item itself and would therefore not be in the best interests of the public. In addition, it is not likely that such de minimis contracts would be awarded based on favoritism.

(E) <u>Sole Source Procurement</u>. Sole source procurement shall be used only when there is only one source for the required good, service, or construction. In such case, the accepted price and terms and conditions shall be achieved through negotiation between the Company and the vendor. Prior to entering into sole source negotiations, the Executive Director of the Company shall make a written determination that there is only one source for the required good, service, or construction. Such written determination shall include a description of the process by which the Executive Director of the Company made such determination. A copy of such written determination shall be provided to the members of the Company at or prior to the next meeting of the members of the Company.

SECTION 5. POLICY REVIEW. This policy will be reviewed periodically.

ORANGE COUNTY PARTNERSHIP CREDIT CARD POLICIES AND PROCEDURES

Orange County Partnership will issue company credit cards, at its discretion, to certain employees for business related purchases. This Policy sets out the guidelines for the use of such credit cards.

Orange County Partnership reserves the right to withdraw use of this card at any time.

Any credit card issued to an employee must be used for business purposes only, in conjunction with the employee's job duties. Employees shall not use them for any non-business, non-essential purpose or any other transaction that is not authorized or necessary to carry out their duties.

Any employee who uses a company credit card for personal purchases is in violation of this policy and may:

- 1. Have their card privileges revoked indefinitely.
- 2. Incur deductions of said purchases from subsequent paychecks until the wage advance is fully repaid.
- 3. Be subjected to disciplinary action or termination.

Receipts for all purchases must be presented within a week from the date of the purchase to the Executive Administrator. Repeated instances of missing receipts and/or unverifiable purchases can result in revocation of card privileges.

The employee agrees to safeguard the card and monitor its use to conform with purchasing guidelines.

The employee agrees to notify the Executive Administrator immediately in the event of loss, theft, misuse of or damage to the card.