

BOARD MEMBERS  
DAVID MADDEN - CHAIRMAN  
WAYNE HAWKINS - VICE CHAIRMAN  
ANDREW BRITTO  
ANTHONY JOSEPH CANTOLI  
JOSEPH M. DESTEFANO

MARIA BRUNI, ADMINISTRATIVE DIRECTOR  
PATRICIA RACINE, SECRETARY  
LEONORA LIZ, TREASURER  
ALEX SMITH, IDA COUNSEL  
BLEAKLEY PLATT LLP, PROJECT COUNSEL

## Industrial Development Agency City of Middletown

### **GOVERNANCE COMMITTEE** **Friday, March 27, 2025; 4:30 p.m.** **Council Chambers; City Hall**

#### Governance Committee Members

Wayne Hawkins, Chairperson  
Andrew Britto  
Brian Seigerman

#### **1. Roll Call**

#### **2. Approval of Minutes – 01/06/26**

#### **3. Unfinished Business**

#### **4. New Business**

Resolution to approve submission of the Board Evaluation Report to New York State.

#### **5. Adjournment**

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ELIZABETH NEMETH  
BRIAN SEIGERMAN

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## Industrial Development Agency City of Middletown

### Minutes Governance Committee Tuesday, January 6, 2026; 4:30 p.m. Council Chambers; City Hall

#### Governance Committee Members

Wayne Hawkins, Chairperson  
Andrew Britto  
Brian Seigerman

#### 1. Roll Call

Absent: Andrew Britto

#### 2. Approval of Minutes – 01/28/25, 03/18/25

Motion to approve made by Brian Seigerman; seconded by Wayne Hawkins  
Motion Carried 2-0

#### 3. Unfinished Business

#### 4. New Business

Resolution to recommend the Mission Statement and advance to the full board.

Motion to approve made by Seigerman; seconded by Hawkins

Motion Carried 2-0

Resolution to recommend Bylaws and advance to the full board.

Motion to approve made by Brian Seigerman; seconded by Wayne Hawkins

Motion Carried 2-0

Resolution to recommend the Policies and advance to the full board.

Motion to approve made by Brian Seigerman; seconded by Wayne Hawkins

Motion Carried 2-0

#### 5. Adjournment

Motion to approve made by Brian Seigerman; seconded by Wayne Hawkins

Motion Carried 2-0

RESOLUTION

At a meeting of the City of Middletown Industrial Development Agency Governance Committee convened on Friday, March 27, 2026 at 4:30 pm in Middletown City Hall

The following resolution was duly offered and seconded, to wit:

Resolution No. GC2026-4

A resolution to approve the submission of the IDA Board Evaluation Report to New York State for the year ending December 31, 2025.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Motion:  
Sec'd:

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Wayne Hawkins	[ ]	[ ]	[ ]	[ ]
Andrew Britto	[ ]	[ ]	[ ]	[ ]
Brian Seigerman	[ ]	[ ]	[ ]	[ ]

MOTION:

Seal

Signatures \_\_\_\_\_ title \_\_\_\_\_

\_\_\_\_\_ title \_\_\_\_\_

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ALEX SMITH, COUNSEL  
BLEAKLEY PLATT, BOND COUNSEL

## Industrial Development Agency City of Middletown

To: Members of the IDA Governance Committee  
From Patricia Racine, Secretary  
Date March 27, 2026  
Subject: Board Performance Survey 2025

In accordance with the directive from the Authorities Budget Office (ABO), the 2025 self-evaluation of Board Performance is complete and attached. Both the final submission and a comparison to the prior year are included. This survey is based on a template provided by the ABO.

The results are positive. All board members selected “agree” with all 16 criteria. No one elected any “disagree” criteria.

In comparison, for the 2024 survey year, 6 out of 7 board members selected “agree” on 6 of the 16 criteria. The other response was “somewhat agree” for the remaining criteria.

We will continue to work to strengthen the operations and governance of the Agency as a whole.

The confidentiality of the survey has been maintained and individual responses will be disposed of.

With the authorization of the Governance Committee I will file the results with the ABO. No action is required by the board members.

Sincerely,



Patricia Racine  
Secretary

**Confidential Evaluation of Board Performance**

<b>Criteria</b>	<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
Board members have a shared understanding of the mission and purpose of the Authority.	7			
The policies, practices and decisions of the Board are always consistent with this mission.	7			
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	7			
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	7			
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	7			
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	7			
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	7			
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	7			
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	7			
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	7			
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	7			
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	7			
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	7			
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	7			
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	7			
Board members demonstrate leadership and vision and work respectfully with each other.	7			

Date Completed: 03/23/26