

Resolution Addressing Governance Matters

A regular meeting of the Nassau County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 1550 Franklin Avenue, Mineola, County of Nassau, New York, on March 27, 2012, at 6:00 p.m., local time.

The meeting was called to order by the Secretary and, upon roll being called, the following members of the Agency were:

PRESENT:

Gary Weiss	Secretary
Christopher Fusco	Asst. Secretary
Timothy Williams	Chairman
John Coumatos	Vice Chairman

ABSENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Joseph J. Kearney	Executive Director
Joseph Foarile	Chief Financial Officer
Colleen Pereira	Administrative Director
Nicholas Terzulli	Director of Business Development
Mary Dolan Grippo	Chief Marketing Officer
Edward Ambrosino, Esq.	General Counsel
Paul O'Brien, Esq.	Bond/Transaction Counsel
Milan Tyler, Esq.	Bond/Transaction Counsel

The attached resolution no. 2012-07 was offered by T. Williams, seconded by G. Weiss:

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL
DEVELOPMENT AGENCY (THE "AGENCY")
ADOPTING CERTAIN CHARTERS,
POLICIES AND PROCEDURES AND ADDRESSING OTHER MATTERS
IN CONNECTION THEREWITH

WHEREAS, the Nassau County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title I of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act"), and Chapter 674 of the 1975 Laws of New York, as amended, constituting Section 922 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, the Agency wishes to amend and restate and/or adopt certain charters, policies and procedures to ensure continued compliance with current best practices in governance and applicable law, including, without limitation, the Public Authorities Accountability Act of 2005 and the Public Authorities Reform Act of 2009;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE AGENCY AS FOLLOWS:

Section 1. The Agency hereby adopts as the amended and restated charter of the Agency's Governance Committee the provisions of the Nassau County Industrial Development Agency Governance Committee Charter annexed hereto as Exhibit A (the "Governance Charter"). The Governance Charter hereby replaces any and all charters, policies, practices and procedures heretofore adopted by the Agency with respect to the subject matter thereof.

Section 2. The Agency hereby adopts as the amended and restated charter of the Agency's Audit Committee the provisions of the Nassau County Industrial Development Agency Audit Committee Charter annexed hereto as Exhibit B (the "Audit Charter"). The Audit Charter hereby replaces any and all charters, policies, practices and procedures heretofore adopted by the Agency with respect to the subject matter thereof.

Section 3. The Agency hereby adopts as the amended and restated charter of the Agency's Finance Committee the provisions of the Nassau County Industrial Development Agency Finance Committee Charter annexed hereto as Exhibit C (the "Finance Charter"). The

Finance Charter hereby replaces any and all charters, policies, practices and procedures heretofore adopted by the Agency with respect to the subject matter thereof.

Section 4. The Agency hereby adopts as its 2012 mission statement and performance measurements the Nassau County Industrial Development Agency Mission Statement and Performance Measurements annexed hereto as Exhibit D (the "Mission Statement"). The Mission Statement hereby replaces any and all mission statements heretofore adopted by the Agency.

Section 5. The Agency hereby adopts as a formal policy of the Agency the provisions of the Nassau County Industrial Development Agency Investment and Deposit Policy annexed hereto as Exhibit E (the "Investment Policy"). The Investment Policy hereby replaces any and all policies, practices and procedures heretofore adopted by the Agency with respect to the subject matter thereof.

Section 6. The Agency hereby adopts as a formal policy of the Agency the provisions of the Nassau County Industrial Development Agency Whistleblower Policy annexed hereto as Exhibit G (the "Whistleblower Policy"). The Whistleblower Policy hereby replaces any and all policies, practices and procedures heretofore adopted by the Agency with respect to the subject matter thereof.

Section 7. The Agency hereby adopts as a formal policy of the Agency the provisions of the Nassau County Industrial Development Agency Travel and Meal Allowance and Reimbursement Policy Handbook annexed hereto as Exhibit H (the "Travel Policy"). The Travel Policy hereby replaces any and all policies, practices and procedures heretofore adopted by the Agency with respect to the subject matter thereof.

Section 8. The Agency hereby adopts as a formal policy of the Agency the provisions of the Nassau County Industrial Development Agency Disclosure Policy annexed hereto as Exhibit I (the "Disclosure Policy"). The Disclosure Policy hereby replaces any and all policies, practices and procedures heretofore adopted by the Agency with respect to the subject matter thereof.

Section 9. The Agency hereby adopts as a formal policy of the Agency the provisions of the Nassau County Industrial Development Agency Defense & Indemnification Policy annexed hereto as Exhibit J (the "Defense Policy"). The Defense Policy hereby replaces any and all policies, practices and procedures heretofore adopted by the Agency (other than the Agency's by-laws) with respect to the subject matter thereof.

Section 10. This Resolution shall not preclude the Agency from adopting other or further policies relating to governance and activities of the Agency as determined from time to time by the members of the Agency.

Section 11. This Resolution shall take effect immediately.

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

Gary Weiss	VOTING	Aye
Christopher Fusco	VOTING	Aye
Timothy Williams	VOTING	Aye
John Coumatos	VOTING	Aye

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF NASSAU)

I, the undersigned [~~Assistant~~] Secretary of the Nassau County Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on March 27, 2012 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matter therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 29th day of March, 2012.



[~~Assistant~~] Secretary

(SEAL)

EXHIBIT A

Governance Committee Charter

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY

GOVERNANCE COMMITTEE CHARTER

This Governance Committee Charter (this "Charter") was adopted by the members of the Nassau County Industrial Development Agency (the "Agency"), a public benefit corporation established under the laws of the State of New York, on this 27th day of March, 2012. This Charter amends and restates in its entirety the Governance Committee Charter adopted by the members of the Agency on June 14, 2010.

Purpose of the Committee

The purposes of the Agency's Governance Committee (the "Committee") shall be to (1) keep the members of the Agency informed of current best practices in corporate governance, (2) review corporate governance trends for their applicability to the Agency; (3) recommend updates to the Agency's corporate governance principles and governance practices; (4) examine ethical and conflict of interest issues; (5) coordinate and perform self-evaluations of the Agency's members; (6) recommend by-laws of the Agency which include rules and procedures for conduct of Agency business; and (7) advise the County Executive on the skills, qualities and professional or education experiences required to be effective Agency members.

Powers of the Committee

The Committee shall have the power and is hereby authorized to:

- Meet with and obtain any information it may require from Agency staff.
- Obtain advice and assistance from in-house or outside counsel, accountants and other advisors.
- Solicit, at the Agency's expense, advice from persons having special competencies, including legal, accounting or other consultants as the Committee deems necessary to fulfill its responsibilities. The Committee shall have the authority to negotiate the terms and conditions of any contractual relationship with such legal, accounting and other consultants, subject to the Agency's adopted statement of procurement policy and procedures, and to present such contracts to the Agency for its approval.

Members of the Committee

The selection of members to serve on the Committee and the activities of the Committee and its members shall in all respects be in compliance with the Agency's by-laws and applicable law, including, without limitation, the Public Authorities Accountability Act of 2005 (Chapter 766 of 2005 Laws of New York) and the Public Authorities Reform Act of 2009 (Chapter 506 of 2009 Laws of New York). The members of the Committee shall designate one (1) member of the Committee as its Chair if the members of the Agency have not so designated a Chair. The members of the Committee shall serve until their resignation, retirement, removal by the members of the Agency or until their successors shall be appointed and qualified.

Committee members shall not engage in any private business transactions with the Agency or receive compensation from any private entity that has material business relationships with the Agency, or be an immediate family member of an individual that engages in private business transactions with the Agency or receives compensation from an entity that has material business relationships with the Agency.

Committee members should be knowledgeable or become knowledgeable in matters pertaining to governance.

Meetings

Members of the Committee are expected to attend each Committee meeting, in person or via telephone or videoconference. The Committee may invite other individuals, such as members of management, auditors or other technical experts to attend meetings and provide pertinent information.

The Committee shall meet at least twice each year, with the expectation that additional meetings may be required to adequately fulfill all the obligations and duties outlined in this Charter.

An agenda shall be prepared for each meeting of the Committee and, to the extent feasible, provided to the members of the Committee at least five (5) days in advance of the meeting date, together with the appropriate materials required for members to make informed decisions at such meeting. Minutes of each meeting shall be in writing.

Responsibilities of the Committee

The Committee shall from time to time:

- Develop and revise the Agency's governance practices, including, without limitation, transparency, independence, accountability, fiduciary responsibilities, and management oversight.
- Develop and maintain a list of the skills, qualities and professional or education experiences required to be effective Agency members to assist the County Executive in identifying qualified candidates.
- Develop and recommend to the members of the Agency the number and structure of committees to be created by the Agency.
- Develop and provide recommendations to the members of the Agency regarding Agency member education, including new member orientation and regularly scheduled member training to be obtained from state-approved trainers and others.
- Develop and provide recommendations to the members of the Agency on performance evaluations, including coordination and oversight of such evaluations of the members of

the Agency, Agency committees, and senior management in the Agency's governance process.

- Develop, review on a regular basis and update as necessary the Agency's code of ethics and policies regarding conflicts of interest.
- Develop and recommend to the members of the Agency any required revisions to the Agency's policies regarding the protection of whistleblowers from retaliation, equal opportunity policies, procurement of goods and services (including policies relating to the disclosure of persons who attempt to influence the Agency's procurement process), acquisition and disposition of real and personal property and other Agency policies and procedures.
- Develop and recommend to the members of the Agency any other policies or documents relating to the governance of the Agency, including rules and procedures for conducting the business of the Agency's members, such as the Agency's by-laws. The Committee will oversee the implementation and effectiveness of the by-laws and other governance documents and recommend modifications as the Committee deems appropriate.
- After each meeting of the Committee, report its actions and recommendations to the Agency.
- Annually review, assess and recommend to the Agency any necessary changes to this Charter and provide to the Agency a self-evaluation of the Committee's functions.
- Review on an annual basis and recommend to the members of the Agency the compensation and benefits of the Executive Director, Chief Financial Officer and other senior Agency employees, subject to consideration of the Agency's budget limitations.
- Present annually to the members of the Agency a written report of how the Committee has discharged its duties and met its responsibilities as outlined in this Charter for the preceding year.

EXHIBIT B

Audit Committee Charter

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY

AUDIT COMMITTEE CHARTER

This Audit Committee Charter (this "Charter") was adopted by the members of the Nassau County Industrial Development Agency (the "Agency"), a public benefit corporation established under the laws of the State of New York, on this 27th day of March, 2012. This Charter amends and restates in its entirety the Audit Committee Charter adopted by the members of the Agency on June 14, 2010.

Purpose of the Committee

The purposes of the Agency's Audit Committee (the "Committee") shall be to (1) assure that the Agency fulfills its responsibilities for the Agency's internal and external audit process, the financial reporting process and the system of risk assessment and internal controls over financial reporting; and (2) provide an avenue of communication between management, independent auditors, internal auditors, and members of the Agency.

Powers of the Committee

The Committee shall have the power and is hereby authorized to:

- Perform the duties imposed on the Committee pursuant to the Agency's by-laws and by all applicable laws, including, without limitation, the Public Authorities Accountability Act of 2005 (Chapter 766 of 2005 Laws of New York) (the "Accountability Act") and the Public Authorities Reform Act of 2009 (Chapter 506 of 2009 Laws of New York) (the "Reform Act").
- Recommend the appointment and compensation of and oversee the work of all independent auditors of the Agency.
- Annually prepare and submit to the members of the Agency a proposed preliminary budget for employee compensation for the next succeeding fiscal year. Notwithstanding any provision of this Charter to the contrary, the compensation and/or benefits of any officer or employee of the Agency may be modified during the fiscal year upon adoption of a resolution of the members of the Agency approving such modification.
- Conduct or authorize investigations into any matters within its scope of responsibility.
- Seek any information it requires from Agency's officers and employees, all of whom are authorized to cooperate with Committee requests, and meet with Agency staff, auditors or outside counsel, as necessary.
- Retain, at the Agency's expense, such outside counsel, experts and other advisors as the Committee may deem appropriate.
- Request, from time to time, the Agency's external auditors to perform an internal review of controls (each, an "Internal Audit").
- Perform such other duties and exercise such other powers as the members of the Agency shall delegate to the Committee from time to time.

Members of the Committee

The selection of members to serve on the Committee and the activities of the Committee and its members shall in all respects be in compliance with the Agency's by-laws and applicable law, including, without limitation, the Accountability Act and the Reform Act. The members of the Committee shall designate one (1) member of the Committee as its Chair if the members of the Agency have not so designated a Chair. . The members of the Committee shall serve until their resignation, retirement, removal by the members of the Agency or until their successors shall be appointed and qualified.

Committee members shall be prohibited from being an employee of the Agency or an immediate family member of an employee of the Agency. In addition, audit committee members shall not engage in any private business transactions with the Agency or receive compensation from any private entity that has material business relationships with the Agency, or be an immediate family member of an individual that engages in private business transactions with the Agency or receives compensation from an entity that has material business relationships with the Agency.

All members of the Committee shall possess or obtain a basic understanding of governmental financial reporting and auditing.

Meetings

Members of the Committee are expected to attend each Committee meeting, in person or via telephone or videoconference. The Committee may invite other individuals, such as members of management, auditors or other technical experts to attend meetings and provide pertinent information.

The Committee shall meet at least twice each year, with the expectation that additional meetings may be required to adequately fulfill all the obligations and duties outlined in this Charter.

An agenda shall be prepared for each meeting of the Committee and, to the extent feasible, provided to the members of the Committee at least five (5) days in advance of the meeting date, together with the appropriate materials required for members to make informed decisions at such meeting. Minutes of each meeting shall be in writing.

In addition to the Agency's auditors, the Committee shall, at its option, have access to the services of at least one financial expert selected by the Committee, whose name shall be disclosed in the annual report of the Agency. The financial expert should have (1) an understanding of generally accepted accounting principles and financial statements, (2) experience in preparing or auditing financial statements of comparable entities, (3) experience in applying such principles in connection with accounting for estimates, accruals and reserves, (4) experience with internal accounting controls, and (5) an understanding of audit committee functions.

The Committee shall meet with the Agency's independent auditor at least annually to discuss the financial statements of the Agency.

Responsibilities of the Committee

The Committee shall from time to time:

- Pre-approve all audit services provided by the independent auditor. Establish procedures for the engagement of the independent auditor to provide permitted audit services. The Agency's independent auditor shall be prohibited from providing non-audit services unless the Committee gives its prior written approval.
- Review and approve the Agency's audited financial statements, associated management letter, report on internal controls and all other auditor communications and meet with the independent audit firm as required to discuss any significant issues that may have surfaced during the course of the audit; review and discuss any significant risks reported in the independent audit findings and recommendations and assess the responsiveness and timeliness of management's follow-up activities pertaining to the same.
- Review significant accounting and reporting issues, including complex or unusual transactions and management decisions, and recent professional and regulatory pronouncements, and understand their impact on the financial statements.
- Review with Chief Financial Officer and the Executive Director, the charter, activities, staffing and organizational structure of the Internal Audit function; review the reports of internal auditors, and have authority to review and approve the Internal Audit plan; review the results of the Internal Audit and approve procedures for implementing accepted recommendations of internal auditors; review management's assessment of the effectiveness of the Agency's internal controls and review the report on internal controls by independent auditors as a part of the financial audit engagement. Ensure that the Internal Audit function is organizationally independent from the Agency's day-to-day operations.
- Ensure that the Agency has an appropriate confidential mechanism for individuals to report suspected fraudulent activities, allegations of corruption, fraud, criminal activity, conflicts of interest or abuse by the members, officers, or employees of the Agency or any persons having business dealings with the Agency or breaches of internal control; develop procedures for the receipt, retention, investigation and/or referral of complaints concerning accounting, internal controls and auditing to the appropriate body.
- Oversee special investigations as needed and/or refer specific issues to the appropriate body for further investigation; review all reports delivered to it by appropriate oversight bodies and serve as a point of contact with such bodies.
- Present annually to the Agency's members a written report of how it has discharged its duties and met its responsibilities as outlined in this Charter.
- At the Agency's option, obtain any information and training needed to enhance the Committee members' understanding of the role of audits and auditors, the risk management process, internal controls and an adequate level of familiarity in financial reporting standards and processes.

- Review this Charter annually, reassess its adequacy and recommend any proposed changes to the members of the Agency.
- Conduct an annual self-evaluation of its performance, including its effectiveness and compliance with this Charter.

EXHIBIT C

Finance Committee Charter

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY

FINANCE COMMITTEE CHARTER

This Finance Committee Charter (this "Charter") was adopted by the members of the Nassau County Industrial Development Agency (the "Agency"), a public benefit corporation established under the laws of the State of New York, on this 27th day of March, 2012. This Charter amends and restates in its entirety the Finance Committee Charter adopted by the members of the Agency on June 14, 2010.

Purpose

The purpose of the Finance Committee is to oversee the debt and debt practices of the Nassau County Industrial Development Agency (the "Agency") and to recommend policies concerning the Agency's issuance and management of debt.

General Duties of the Finance Committee

It shall be the responsibility of the Finance Committee to:

- Review proposals for the issuance of debt by the Agency and its subsidiaries (if any) and to make recommendations concerning those proposals to the members of the Agency (the "Members").
- Make recommendations to the Members concerning the level of debt and nature of debt issued by the Agency.
- Make recommendations concerning the issuance of requests for proposals for goods and services and the appointment and compensation of bond/transaction counsel, economic development consultants, investment advisors, trustees, underwriting firms and other professionals used in connection with the Agency's projects.
- Implement any requests for proposals for goods and services approved by the Members.
- Meet with and request information from Agency staff, independent auditors and advisors or outside counsel, as necessary to perform the duties of the committee.
- Retain, at the Agency's expense, such outside counsel, experts and other advisors as the committee may deem appropriate.
- Review proposals relating to the repayment of debt or other long-term financing arrangements by the Agency and its subsidiaries (if any).
- Annually review the Agency's strategic financial assistance policy and make recommendations to the Members concerning criteria that should govern its financings and projects.

- Report annually to the Members how it has discharged its duties and met its responsibilities as outlined in this charter.
- Conduct an annual self-evaluation of its performance, including its effectiveness and compliance with the charter and request the approval of the Members for proposed changes.

Review the Agency's Annual Budget

The Finance Committee shall:

- Review the Agency's proposed annual operating budget as presented by Agency management for the upcoming fiscal year.
- Recommend the annual budget to the Members for approval after incorporating any necessary or appropriate amendments.
- Monitor and report to the Members on the Agency's compliance with its adopted budget during the fiscal year (actual versus estimated budget) on a monthly/quarterly basis.

Oversee the Agency's Investments

The Finance Committee shall:

- Annually review the Agency's investment policy and evaluate allocation of assets.
- Review and make recommendations with respect to the Agency's annual investment report.
- Annually review the Agency's audit of investments as provided by independent auditors.
- Recommend to the Members the selection of investment advisors.
- Monitor the economic performance of the Agency's pension plans, if any.

Review Financial and Procurement Thresholds

The Finance Committee shall:

- Review and make recommendations to the Members regarding any proposed procurements submitted to the committee by the Agency's contracting officer and oversee any procurement process employed by the Agency's contracting officer.
- Review and recommend changes to the Agency's thresholds for procuring goods and services and its procurement and disposition of property policies.
- Review and recommend changes to the Agency's uniform tax exemption policy that includes general provisions for entering into payment-in-lieu-of-taxes (PILOT) agreements and affording tax exemptions.
- Review and recommend changes to the Agency's fee schedules.
- Review the scope and terms of the Agency's insurance policies and liability coverage on an annual basis.

Assess the Agency's Capital Requirements and Capital Plan

The Finance Committee may:

- Assess the financial requirements of the Agency's capital plan, if any. Such assessment shall include current and future capital needs, justification of why such capital expenditure is required and an explanation of the funding sources for capital projects.
- Review financial aspects of major proposed transactions, significant expenditures, new programs and services, as well as proposals to discontinue programs or services and make action recommendations to the members of the Agency.

Composition of Committee and Selection of Members

The Finance Committee shall consist of not less than three Independent Members (as defined in the Agency's By-Laws), who shall constitute a majority of the committee. If the Agency has less than three Independent Members, non-independent Members may be appointed to the committee provided that the Independent Members constitute a majority of the committee. The Members shall appoint the Finance Committee members and the Finance Committee chair if the members of the Agency have not so designated a Chair. The members of the Committee shall serve until their resignation, retirement, removal by the members of the Agency or until their successors shall be appointed and qualified.

Members appointed to the committee shall have the background necessary to perform its duties.

Meetings

The Finance Committee shall meet at such times as deemed advisable by the chair, but not less than twice a year. The committee must meet prior to any recourse debt issuance planned to be undertaken by the Agency.

Members of the Finance Committee are expected to attend each committee meeting, in person or videoconference. The Finance Committee may invite other individuals, such as members of management, auditors or other technical experts to attend meetings and provide pertinent information, as necessary.

Meeting agendas shall be prepared prior to every meeting and, to the extent feasible, provided to Finance Committee members along with briefing materials five (5) business days before the scheduled Finance Committee meeting. The finance committee may act only on the affirmative vote of a majority of the committee members or by unanimous consent. Minutes of these meetings shall be recorded.

A report of the committee's meeting shall be prepared and presented to the Members at their next scheduled Agency meeting following the meeting of the committee.

Meetings of the committee are open to the public, and the committee shall be governed by the rules regarding public meetings set forth in the applicable provisions of the Public Authorities Law and Article 7 of the Public Officers Law that relate to public notice and the conduct of executive session.

EXHIBIT D

Mission Statement

MISSION STATEMENT AND PERFORMANCE MEASUREMENTS

Name of Authority: Nassau County Industrial Development Agency (the "Agency").

Enabling Legislation: The Agency is a public benefit corporation of the State of New York formed under the New York State Industrial Development Agency Act, Article 18-A of the General Municipal Law.

Mission Statement: The mission of the Agency is to support and promote economic development and job growth in Nassau County and to attract new companies and industries to Nassau County in furtherance of and to advance the job opportunities, health, general prosperity and economic welfare of the people of Nassau County and to improve their recreational opportunities, prosperity and standard of living.

Adopted: As of June 14, 2010

Re-Adopted: March 27, 2012

List of Performance Goals:

1. Educate business owners, elected officials and other community leaders regarding the existence and purposes of the Agency and the resources the Agency has available for new and existing business in Nassau County.
2. Work with Nassau County Department of Economic Development to coordinate marketing efforts directed at entrepreneurs and businesses looking to start up, expand in or relocate to Nassau County.
3. Provide assistance for eligible "projects" in Nassau County for purposes of sustaining and promoting existing businesses in Nassau County and to support the development of new businesses and industries in Nassau County.
4. Maintain full compliance with all State disclosure and reporting requirements.
5. Ensure transparency of all Agency activities and operations.
6. Achieve complete adherence by management to all internal controls.

Authority

Stakeholder: County of Nassau

Authority

Beneficiaries: Residents of Nassau County

Authority

Customers: Private businesses investing or growing in Nassau County

Authority self-
evaluation of prior
year performance:

To be issued by March 31, 2012 with respect to 2011 performance.

Governance Certification:

1. Have the board members acknowledged that they have read and understood the mission of the public authority?

ANSWER: ☒ YES ☐ NO

2. Who has the power to appoint the management of the public authority?

ANSWER: The duly appointed members of the Agency appoint the management of the Agency.

3. If the Board appoints management, do you have a policy you follow when appointing the management of the public authority?

ANSWER: ☒ YES ☐ NO

Employment at the Agency is determined by mutual consent. Both the employee and the Agency have the right to terminate the employment relationship at any time. Employment is "at will." Also, each position requires a degree of expertise and certain qualities that the members of the Agency define before hiring an employee and which they discuss and evaluate when interviewing candidates.

4. Briefly describe the role of the Board and the role of management in the implementation of the mission.

ANSWER: The members of the Agency (with input from Agency management) annually evaluate the Agency's mission and continuously assess its goals and measurements to ensure the Agency is complying with its mission statement. Pursuant to applicable law and the Agency's by-laws, the members exercise direct oversight and control over the management and staff. The

members of the Agency are required to review and monitor management and financial controls and the activities of the Agency. The members are responsible for the adoption of policies and procedures that provide guidance to management and staff, including a whistleblower policy, indemnification policy and code of ethics.

The Agency established an independent Audit Committee, which Committee assists the Agency in fulfilling its responsibilities with respect to the internal and external audit process, the financial reporting process and the system of risk assessment and internal controls over financial reporting. The Committee interacts with the Agency's independent CPA firm that conducts the Agency's annual audit.

The Agency also established an independent Governance Committee. The Governance Committee is responsible for recommending corporate governance principles and practices to the members of the Agency and for reviewing corporate governance trends to ensure that the members and management of the Agency are kept informed of current best practices.

The Agency's management and staff is responsible for the implementation of the Agency's mission and the administration and day-to-day operation of the Agency pursuant to applicable law, the Agency's by-laws and its duly adopted policies and procedures.

5. Has the Board acknowledged that they have read and understood the responses to each of these questions?

ANSWER: ☒ YES ☐ NO

All members of the Agency participated in the preparation, presentation for discussion and approval of the Mission Statement and these responses.

EXHIBIT E

Investment Policy

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY

INVESTMENT AND DEPOSIT POLICY

This Investment and Deposit Policy is re-adopted
pursuant to Section 2925 of the Public
Authorities Law

A. Introduction

1. Scope – This investment and deposit policy (this “Policy”) applies to all monies and other financial resources available to the Nassau County Industrial Development Agency (the “Agency”) for investment and deposit on its own behalf or, where applicable, on behalf of any other entity or individual (“Funds”).
2. Purpose – The purpose of this Policy is to establish the investment objectives, delegation of authority, standards of prudence, eligible investments and transactions, internal controls, reporting requirements, and safekeeping and custodial procedures necessary for the prudent management and investment of the Agency’s Funds while ensuring compliance with applicable New York State (the “State”) and federal laws.
3. Objectives – The primary objectives of the Agency’s investment activities are, in priority order:
 - a. to conform with all applicable federal, state and other legal requirements (legal);
 - b. to adequately safeguard principal (safety);
 - c. to provide sufficient liquidity to meet all operating requirements (liquidity); and
 - d. to obtain a reasonable rate of return (yield).
4. Prudence – All participants in the investment process and all participants responsible for depositing the Agency’s Funds shall seek to act responsibly as custodians of a public trust and shall avoid any transaction or situation that might impair public confidence in the Agency to operate effectively.

Investments and deposits shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the safety of the principal as well as the probable income to be derived.

All participants involved in the investment process and all participants responsible for depositing the Agency's Funds shall refrain from personal business activity that could conflict with proper execution of the investment program or the deposit of the Agency's Funds or which could impair their ability to make impartial investment decisions.

5. Diversification – Subject to legal constraints applicable to the Agency, it is the policy of the Agency to diversify its deposits and investments by financial institution, by investment instrument, and by maturity scheduling.

B. Deposits of the Agency's Funds; security

All Funds collected by an officer or employee of the Agency shall be promptly deposited in such depository banks or trust companies as designated by the Agency for the receipt of such Funds in accordance with Section 10 of the General Municipal Law (as amended from time to time, the "GML") or invested as provided under "C. Temporary investments" below. The terms "bank" and "trust company" shall have the meaning ascribed thereto in the Banking Law of the State.

Except as otherwise provided by law, all deposits shall be made to the credit of the Agency (unless being held by the Agency for the benefit of a third party). The deposit of the Agency's Funds in accordance with this Policy and such resolution(s) of the Agency shall release the officer making the deposit and his or her surety from any liability for loss of such Funds by reason of the default or insolvency of any such bank or trust company.

All deposits by the Agency in excess of the amount insured under the provisions of the Federal Deposit Insurance Act (as amended, "FDIA"), shall be secured as provided below:

- a. The officers making a deposit of the Agency's Funds may accept a pledge of "Eligible Securities" (as defined below) having in the aggregate a market value at least equal to the aggregate amount of such deposits from such officers, or a pledge of a pro rata portion of a pool of Eligible Securities having in the aggregate a market value at least equal to the aggregate amount of deposits of public funds from all such officers within the state at such bank or trust company, together with a security agreement from the bank or trust company. The security agreement and custodial agreement referred to below may be the same agreement including when the bank or trust company holding the public deposits holds the collateral for the Agency. Such agreement(s) shall include all provisions deemed necessary and sufficient to secure in a satisfactory manner the Agency's interest in the collateral and shall otherwise comply with Section 10 of the GML. Such agreement may also contain such other provisions as the Agency or its counsel may deem necessary.

"Eligible Securities" shall mean any one or more of the following:

(1) Obligations issued by the United States of America, an agency thereof or a United States government sponsored corporation or obligations fully insured or guaranteed to as the payment of principal and interest by the United States of America, an agency thereof or a United States government sponsored corporation.

(2) Obligations issued or fully guaranteed by the International Bank for Reconstruction and Development, the Inter-American Development Bank, the Asian Development Bank, or the African Development Bank.

(3) Obligations partially insured or guaranteed by any agency of the United States of America, at a proportion of the market value of the obligation that represents the amount of the insurance or guaranty.

(4) Obligations issued or fully insured or guaranteed by the State, obligations issued by a municipal corporation, school district or district corporation of the State or obligations of any public benefit corporation which under a specific state statute may be accepted as security for deposit of public moneys.

(5) Obligations issued by states (other than the State) of the United States rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization.

(6) Obligations of Puerto Rico rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization.

(7) Obligations of counties, cities and other governmental entities of another state having the power to levy taxes that are backed by the full faith and credit of such governmental entity and rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization.

(8) Obligations of domestic corporations rated in one of the two highest rating categories by at least one nationally recognized statistical rating organization.

(9) Any mortgage related securities, as defined in the Securities Exchange Act of 1934, as amended, which may be purchased by banks under the limitations established by federal bank regulatory agencies.

(10) Commercial paper and bankers' acceptances issued by a bank (other than the bank with which the money is being deposited or invested) rated in the highest short-term category by at least one nationally recognized statistical rating organization and having maturities of not longer than sixty days from the date they are pledged.

(11) Zero-coupon obligations of the United States government marketed as "Treasury STRIPS".

b. Whenever Eligible Securities delivered to a custodial bank or trust company pursuant to this paragraph are transferred by entries on the books of a federal reserve bank or other book-entry system operated by a federally regulated entity without

physical delivery of the evidence of such obligations, the records of the custodial bank or trust company shall show, at all times, the interest of the Agency in such securities or pro rata portion of a pool of Eligible Securities as set forth in the security agreement.

c. (i) In lieu of or in addition to the deposit of Eligible Securities, the officers making a deposit may accept an eligible surety bond (as defined below) payable to the Agency as security for the payment of one hundred percent, or an eligible letter of credit (as defined below) payable to the Agency as security for the payment of one hundred forty percent, of the aggregate amount of public deposits from such officers and the agreed upon interest, if any. The terms and conditions of any eligible surety bond shall be approved by the Agency.

“Eligible surety bond” shall mean a bond executed by an insurance company authorized to do business in the State, the claims-paying ability of which is rated in the highest rating category by at least two nationally recognized statistical rating organizations.

“Eligible letter of credit” shall mean an irrevocable letter of credit issued in favor of the Agency for a term not to exceed ninety days by a bank (other than the bank with which the money is being deposited or invested) whose commercial paper and other unsecured short-term debt obligations (or, in the case of a bank which is the principal subsidiary of a holding company, whose holding company’s commercial paper and other unsecured short-term debt obligations) are rated in one of the three highest rating categories (based on the credit of such bank or holding company) by at least one nationally recognized statistical rating organization or by a bank (other than the bank with which the money is being deposited or invested) that is in compliance with applicable federal minimum risk-based capital requirements.

(ii) In lieu of or in addition to the deposit of Eligible Securities, the officers making a deposit may, in the case of an irrevocable letter of credit issued in favor of the Agency by a federal home loan bank whose commercial paper and other unsecured short-term debt obligations are rated in the highest rating category by at least one nationally recognized statistical rating organization, accept such letter of credit payable to the Agency as security for the payment of one hundred percent of the aggregate amount of public deposits from such officers and the agreed upon interest, if any.

d. For purposes of determining the market value of securities as required above:

(1) The Eligible Securities described in subparagraphs (8), (10) and (11) of the definition of “Eligible Securities” shall be valued at eighty percent of their market value.

(2) The Eligible Securities described in subparagraph (9) of the definition of “Eligible Securities” shall be valued at seventy percent of their market value.

(3) Of the Eligible Securities described in subparagraph (5), (6) and (7) of the definition of "Eligible Securities", those securities rated in the highest category shall be valued at one hundred percent of their market value; those securities rated in the second highest rating category shall be valued at ninety percent of their market value; and those securities rated in the third highest rating category shall be valued at eighty percent of their market value. When two nationally recognized statistical rating organizations rate a security in two different categories, the security shall be considered to be rated in the higher of the two categories.

Notwithstanding any other provision of law to the contrary, the Chief Financial Officer (under the supervision of the Treasurer), or other officer authorized by the members of the Agency to make deposits, may, subject to the approval of the Agency, by resolution, enter into a contract with a courier service for the purpose of causing the deposit of public funds with a bank or trust company in accordance with Section 10 of the General Municipal Law.

C. Temporary investments

The Chief Financial Officer of the Agency (under the supervision of the Treasurer of the Agency) may temporarily invest moneys not required for immediate expenditure, except moneys the investment of which is otherwise provided for by law, in special time deposit accounts in, or certificates of deposit issued by, a bank or trust company located and authorized to do business in the State, provided however, that such time deposit account or certificate of deposit shall be payable within such time as the proceeds are anticipated to be needed to meet expenditures and provided further that such time deposit account or certificate of deposit be secured in the same manner as is provided for securing deposits of the Agency's Funds as set forth above for deposits in excess of the amount insured under the FDIA.

Investments may also be made in obligations of the United States of America or in obligations guaranteed by agencies of the United States of America where the payment of principal and interest are guaranteed by the United States of America or in obligations of the State, or with the approval of the State Comptroller, in tax anticipation notes or revenue anticipation notices issued by any municipality, school district or district corporation within the State other than the Agency.

All investments made pursuant to the immediately preceding paragraph shall be subject to the following conditions:

(1) Such obligations shall be payable or redeemable at the option of the Agency within such times as the proceeds are anticipated to be needed and, in the case of obligations purchased with the proceeds of bonds or notes, shall be payable or redeemable in any event, at the option of the Agency, within two years of the date of purchase. Obligations that are purchased pursuant to a repurchase agreement shall be deemed to be payable or redeemable for purposes of this paragraph on the date on which the purchased obligations are scheduled to be repurchased by the seller thereof. Any obligation that provides for the adjustment of its interest rate on set dates shall be deemed

to be payable or redeemable for purposes of this paragraph on the date on which the principal amount can be recovered through demand by the holder thereof.

(2) Such obligations, unless registered or inscribed in the name of the Agency, shall be purchased through, delivered to and held in the custody of a bank or trust company in the State. Such obligations shall be purchased, sold or presented for redemption or payment by such bank or trust company or dealer in obligations only in accordance with prior written authorization from the officer authorized to make the investment. All such transactions shall be confirmed in writing to the Agency by the bank or trust company. All obligations held in the custody of a bank or trust company pursuant to this paragraph shall be held by such bank or trust company pursuant to a written custodial agreement as set forth in paragraph (a) above relating to deposits of amounts in excess of amounts insured under the FDIA.

Notwithstanding any other provision of law, the Agency may authorize the Chief Financial Officer to turn over the physical custody and safekeeping of the evidences of the investments made under the heading "C. Temporary investments" to (a) any bank or trust company incorporated in the State, or (b) any national bank located in the State, or (c) any private banker duly authorized by the superintendent of banks of the State to engage in business here. All such private bankers shall, as private bankers, maintain a permanent capital of not less than one million dollars in the State. The said officers may direct such bank, trust company or private banker to register and hold any such evidences of investments in its custody, in the name of its nominee. Such officers may deposit or authorize such bank, trust company or private banker, to deposit, or arrange for the deposit of any such evidences of investments with a federal reserve bank or other book-entry transfer system operated by a federally regulated entity to be credited to an account as to which the ownership of, and other interests in, such evidences of investments may be transferred by entries on the books of such federal reserve bank or other book-entry transfer system operated by a federally regulated entity without physical delivery of any such evidences of investments. The records of any such bank, trust company or private banker shall show, at all times, the ownership of such evidences of investments, and they shall, when held in the possession of such bank, trust company or private banker be, at all times, kept separate from the assets of such bank, trust company or private banker. All evidences of investments delivered to a bank, trust company, or private banker pursuant to this paragraph shall be held by such bank, trust company or private banker pursuant to a written custodial agreement as set forth in paragraph (a) above relating to deposits of amounts in excess of amounts insured under the FDIA. When any such evidences of investments are so registered in the name of a nominee, such bank, trust company or private banker shall be absolutely liable for any loss occasioned by the acts of such nominee with respect to such evidences of investments.

Except as may otherwise be provided in a contract with bond or note holders, any moneys of the Agency authorized to be invested under the heading "C. Temporary investments" may be commingled moneys for investment purposes; provided, however, that any investment of commingled moneys shall be payable or redeemable at the option of the Agency within such time as the proceeds shall be needed to meet expenditures for which such moneys were obtained or as otherwise specifically provided under the

heading "C. Temporary investments". The separate identity of the sources of such Funds shall at all times be maintained and income received on moneys commingled for the purpose of investment shall be credited on a pro rata basis to the fund or account from which the moneys were invested.

The Chief Financial Officer of the Agency shall maintain or cause to be maintained a proper records of all books, notes, securities or other evidences of indebtedness held by or for the Agency for the purpose of investment. Such record shall at least identify the security, the fund for which held, the place where kept and entries shall be made therein showing date of sale other disposition and the amount realized therefrom.

D. Monitoring and Reporting

Each deposit and investment account statement shall be reviewed and reconciled by the Chief Financial Officer (the "CFO") on a monthly basis.

The Treasurer, Asst. Treasurer or CFO shall present a report at each meeting of the members of the Agency, which shall include the following information: (i) the cash and investment balance of the Agency, (ii) identification of any new investments since the last report, (iii) information concerning the selection of investment bankers, brokers, agents, dealers or auditors since the last report; and (iv) the names of the financial institutions holding Agency deposits.

On an annual basis, the Agency will obtain an independent audit of its financial statements, which shall include an audit of its cash and investments and the Agency's compliance with this Investment Policy.

Subject to approval by the Audit Committee and the members of the Agency, the Executive Director shall be responsible for establishing and maintaining an internal control structure to provide reasonable assurance that deposits and investments are safeguarded against loss from unauthorized use or disposition, that transactions are executed in accordance with the members' authorization and recorded properly, and are managed in compliance with applicable law.

Re-adopted by the members of the Agency as of the 27th day of March, 2012. This Policy amends and restates in its entirety the Investment and Deposit Policy adopted by the members of the Agency on June 14, 2010.

Doc # 05-417388.1

EXHIBIT F

Whistleblower Policy

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY
WHISTLEBLOWER POLICY

This Policy is adopted pursuant to the provisions of the
Public Authorities Accountability Act of 2005 and
the Public Authorities Reform Act of 2009

1. Intent. The Nassau County Industrial Development Agency (the "Agency") finds it desirable to establish procedures regarding the reporting of violations of the Agency's Code of Ethics or other instances of wrongdoing within or related to the Agency and to afford certain protections to individuals who in good faith report such violations or wrongdoing.

2. Definitions.

"County" shall mean the County of Nassau.

"Employee" shall mean any person holding a position by appointment or employment in the service of the Agency whether or not compensated (including without limitation a member of the Agency), whether full-time, part-time, employed pursuant to contract, employees on probation and temporary employees, or a volunteer expressly authorized to participate in an Agency-sponsored volunteer program, but shall not include an independent contractor.

"Good Faith" shall mean that the individual reporting potential Wrongdoing reasonably believes the information to be true and reasonably believes that the action in question constitutes Wrongdoing.

"Personnel Action" shall mean any action affecting compensation, appointment, promotion, transfer, assignment, reassignment, reinstatement or evaluation of performance.

"Whistleblower" shall mean an Employee who in Good Faith reports information concerning Wrongdoing.

"Wrongdoing" shall mean any action, including corruption, fraud, criminal or unethical activity, misconduct, waste, conflict of interest, intentional

reporting of false or misleading information, or abuse of authority related to the Agency or committed by an Employee in the performance of such Employee's official duties, whether or not such action is within the scope of his or her employment, that (i) is in violation of any federal, state or local law, rule or regulation, or (ii) is in violation of the Agency's Code of Ethics or any other duly adopted policy of the Agency.

3. Reporting Allegations of Wrongdoing.

(a) An Employee who has information about an action which he or she reasonably believes to be true and reasonably believes constitutes Wrongdoing is responsible to report such information either orally or in a written report to his or her supervisor, the Chairman of the Agency, the general counsel to the Agency, the Agency's designated human resources representative, or a governmental body as defined in paragraph c of subdivision 1 of section seventy-five-b of the New York Civil Service Law, including, but not limited to, any of the following officials:

- (1) the District Attorney, if the allegation involves criminal acts;
- (2) the County Board of Ethics;
- (3) the County Executive or a Deputy County Executive;
- (4) a member of the County Legislature;
- (5) the County Attorney;
- (6) or any other official permitted by applicable law.

(b) Any Agency representative receiving a report of Wrongdoing shall: first, review such report; and second, if such review indicates apparent Wrongdoing, take appropriate corrective measures and where appropriate, refer such information to the appropriate investigative authority, including but not limited to the Chairman and/or members of the Agency, the Authorities Budget Office or any other local, state or federal agency with jurisdiction over the matter.

(c) The identity of the Whistleblower and the substance of his or her report of Wrongdoing will be kept confidential to the best extent possible.

(d) Notwithstanding the provisions of this Policy, any Employee who wishes to preserve his or her right to pursue a claim pursuant to section seventy-five-b of the New York Civil Service Law shall, prior to disclosing information pursuant to subparagraph (a) of this subdivision, make a good faith effort to provide the appointing authority or his or her designee the information to be disclosed and shall provide the appointing authority or designee a reasonable time to take appropriate action unless there is imminent and serious danger to public health or safety. For purposes of this Policy, the term "appointing authority" shall mean the officer or body having the appointing authority over the Employee making such disclosure.

(e) If an Employee believes in good faith that reporting Wrongdoing within the Agency pursuant to subsection (a) above would likely subject such Employee to adverse Personnel Action or be wholly ineffective, the Employee may instead report the Wrongdoing to the Authorities Budget Office or an appropriate law enforcement agency, if applicable. The Authorities Budget Office's toll free number (1-800-560-1770) should be used in such circumstances.

4. No Retaliation or Interference.

(a) No Employee shall retaliate against any Whistleblower for the reporting of Wrongdoing, whether by threat, coercion, abuse of authority or adverse Employment Action, and no Employee shall interfere with the right of any other Employee by any improper means aimed at deterring the reporting of Wrongdoing. Any such retaliation or interference is strictly prohibited by the Agency.

(b) No Employee who in good faith discloses Wrongdoing shall suffer harassment, retaliation or adverse Personnel Action.

(c) All allegations of retaliation against a Whistleblower or interference with an Employee seeking to report Wrongdoing will be thoroughly investigated by the Agency.

(d) Any Employee who retaliates against a Whistleblower or attempts to interfere with an Employee seeking to report Wrongdoing shall be subject to discipline, which may include, but is not limited to, termination of employment.

(e) Any allegation of retaliation or interference will be taken and treated seriously by the Agency and, irrespective of the outcome of the initial report of Wrongdoing, will be treated as a separate matter.

5. Civil Action Authorized. Pursuant to the Civil Service Law, an Employee who has been the subject of retaliatory personnel action, including discharge, suspension, demotion or other adverse personnel action, following such Employee's report of Wrongdoing pursuant to this Policy, may, within one (1) year of such alleged retaliatory action, commence a civil action in a court of competent jurisdiction for the following relief: (a) reinstatement of such Employee to the same position he or she held before such adverse personnel action; (b) compensation for lost wages, benefits and other remuneration; and (c) payment by the employer of reasonable costs, disbursements, and attorney's fees.
6. Employer relief. A court, in its discretion, may also order that reasonable attorneys' fees and court costs and disbursements be awarded to an employer if the court determines that an action brought by an Employee under this Policy was without basis in law or in fact.
7. Notification to Employees. Information about this Policy and section seventy-five-b of the New York Civil Service Law shall be included in the informational package provided to Employees upon commencement of employment with the Agency.
8. Other rights not affected. Nothing in this Policy shall be deemed to limit, diminish or impair any rights or remedies of an Employee or employer under any law, rule, or regulation, including, without limitation, Civil Service Law §75-b, Labor Law §740, State Finance Law §191 and Executive Law §55(1).

EXHIBIT G

Travel Policy

**NASSAU COUNTY
INDUSTRIAL DEVELOPMENT AGENCY'S**

**TRAVEL
and
MEAL ALLOWANCE
and
REIMBURSEMENT POLICY GUIDEBOOK
(Members and Employees)**

**NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY'S
TRAVEL AND MEAL ALLOWANCE AND
REIMBURSEMENT POLICY GUIDEBOOK**

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SECTION I

INTRODUCTION

As a member or employee of the Nassau County Industrial Development Agency ("NCIDA"), your assignments may require that you travel on official NCIDA business. The material in this Guidebook will assist you in the preparation of necessary pre-travel forms, procurement of travel arrangements and the procedures for obtaining reimbursement in the fastest way possible. This Guidebook also covers when and to what extent meal cost may be reimbursed.

It is the policy of NCIDA to monitor and exercise economy in the approval of travel and meal expenses as well as to ensure the proper reimbursement to members and employees for travel and meal expenses incurred as official representatives of the NCIDA. Employees and members who incur expenses in connection with their employment at, or representation of, the NCIDA will receive reimbursement only to the extent that such expenses are actual, reasonable and necessary and meet the conditions set forth in this Guidebook.

Please note that the NCIDA has not adopted a "no receipt" method and therefore you will be expected to present receipts for virtually all expenses that you wish to be reimbursed for.

Any deviation from this Guidebook shall be examined on a case-by-case basis and will require the approval of the members of the NCIDA.

SECTION II

GENERAL CONCEPTS

Definitions:

The definitions contained herein are for the purposes of travel and meal expense claims only.

Per Diem Allowance –

A per diem allowance is a unit of reimbursement, which includes meals and lodging.

Official Station –

The official station is used to determine allowable travel expense reimbursement. The official station of an employee is the main NCIDA office, currently at 1550 Franklin Avenue, Mineola, New York. The official station of a member is his or her home or office address from where the subject travel originates. An employee is in official travel status when he or she is on official business at more than 35 miles from his/her designated official station. A member is in official travel status when he or she is on official business at more than 15 miles from his/her designated official station.

Actual, Necessary and Reasonable Expenses –

Only the actual, necessary and reasonable expenses essential to the ordinary comforts of a traveler in the performance of official duties will be reimbursed. These expenses should be in accordance with the established guidelines discussed herein. The NCIDA reserves the right to refuse reimbursement of any expense that does not meet this criteria.

Planning Your Trip

As you read this Guidebook, you will discover that there are many aspects of an NCIDA business trip for which you need to plan. This Guidebook is organized into numerous parts dealing with the various aspects of planning for your trip, documenting your trip and claiming for travel expense reimbursement and/or obtaining an advance. The Table of Contents has been provided to assist you to quickly refer to Sections relevant to your particular circumstances. As soon as you become aware that you will be assigned to travel on NCIDA business, you should ask yourself the following questions:

1. Do I need formal approval to make this trip?

Refer to Section III which discusses the Pre-Trip Memorandum Form. You will note that overnight stays, out of state trips and/or trips requiring air travel require additional approvals to be obtained. **Plan for it.**

2. How do I make my hotel, plane, or rental auto reservations?

See Section X which discusses the procurement of travel arrangements through a New York State or Nassau County approved travel agent. The NCIDA may, from time to time, designate other approved travel agencies.

3. Will I be using my personal auto?

If yes, be sure to record your odometer readings. See Section V for more details.

4. May I pay for lunches or dinners for applicants or vendors?

See Section IX, pre approval is required. **Plan for it.**

The Expense Reimbursement System:

General

You are normally expected to personally provide the funds for your expenses while traveling. Upon your return, NCIDA will reimburse you for the actual, necessary and reasonable expenses which you incurred in the performance of official NCIDA business. Reimbursement will be made subject to the maximum rates set forth in the Addendums. Air and train tickets may be provided to you. (See Section III regarding travel advances).

Claiming Reimbursement

You can claim for reimbursement according to the procedures set forth in Section XI. You should try to request reimbursement within two to four weeks after completion of your travel assignment. Be sure to attach all original receipts where required and to obtain all necessary approvals.

SECTION III**TRAVEL REQUIRING APPROVAL**

Travel to destinations more than fifty miles from your Official Station requires the completion of the "Pre-Trip Memorandum" Form. Travel of less than fifty miles, not involving an overnight stay, entirely within New York State and not involving air travel may be approved by the Executive Director after the trip (although you may wish to obtain pre-approval anyway).

The following approvals are required depending on the nature of travel:

Type of Travel**Approval(s) Required**

All travel over 50 miles

Executive Director

Overnight stay within New York State

Executive Director and either

Chairman or Vice Chairman*

Out of State travel

Executive Director and either

Chairman or Vice Chairman*

* In the absence of the Chairman or Vice Chairman, approval may be obtained from another member of the Agency.

Please note that a copy of your Pre-Trip Memorandum Form must be attached to your Expense Report when submitted for reimbursement.

Travel Advances

NCIDA policy dictates that, generally, members and employees use their own resources to fund travel expenses other than transportation costs. However, the Executive Director, Chairman or Vice Chairman may authorize cash advances for travel expenses to members and employees whose duties require overnight travel on official NCIDA business. An employee or member may request a travel advance by completing the travel advance section of the "Pre-Trip Memorandum" Form. Advances will be provided by check. Advances for a pre-approved trip of up to \$400 may be authorized by the Executive Director, Chairman or Vice Chairman. Advances over \$400 require the approval of a majority of the NCIDA members.

Settlement of Advances

Travelers are urged to settle their travel advances within 2-4 weeks upon return from their trip by deducting the amount of the advance from their Expense Report. Only 1 travel advance may be outstanding at a time.

SECTION IV

MODES OF TRANSPORTATION

Transportation by Common Carrier

The Executive Director must specifically approve in writing any exception to the use of an approved New York State or Nassau County travel agent.

Note: Always request the lowest available rate when requesting a train or airline ticket. Generally, this is the State-OGS contracted rate. However, there may be instances where a lower promotional rate is being offered, perhaps from another airport (Newark vs. La Guardia for example). In addition, there may be instances where instead of returning home by air on Friday, it is less expensive to return home on Saturday; of course you must factor in the cost of the extra night's hotel accommodations.

Train and Bus Travel

Generally, you will be expected to travel by train or bus when your trip can be expeditiously reached through their use. You must take advantage of round-trip or excursion rates whenever possible. Only coach fare will be reimbursed.

Air Travel

Air travel should only be used in lieu of train or bus travel when it is in the best financial or operational interest of the NCIDA. In general, air travel should only be considered when the distance traveled is over 200 miles.

All air travel is to be booked in coach.

Automobile Rentals

A New York State or Nassau County approved travel agent should be used to book automobile rental reservations. Reimbursement for car rentals will be limited to intermediate or mid-size rates. When renting a vehicle while on official business, you should rent in the name of NCIDA, and sign the Rental Agreement as agent for NCIDA. Collision Damage Waiver (CDW) Insurance is to be accepted.

Except for unusual circumstances, autos should be picked up at the rental agency on the first day of travel and returned on the last day of travel.

A Tax Exemption Certificate, obtainable from the Executive Director, must be presented to the rental agency at the time of pick-up. Employees and members will not be reimbursed for any New York State sales taxes paid. Out of State sales taxes are not exempt however, and will be reimbursed.

Travel by Personally-Owned Vehicles

NCIDA limits the use of personally-owned vehicles to situations where their use is to the advantage of the NCIDA. Advantage may mean operational advantage and/or financial advantage. An operational advantage is a situation in which you can get to a worksite more quickly and/or spend more time there. A financial advantage is one where it costs NCIDA less to reimburse you at the current mileage rate than it would cost if you took public transportation or rented an auto.

Taxis

A taxi may be used instead of mass transportation only under the following conditions:

- a. Employees and/or members traveling in a group for a business meeting, local seminar, etc. may use a taxi if it is more cost efficient than using public transportation.
- b. Employees and/or members may use taxis when carrying large or heavy business materials.

Note: Taxi reimbursement will only be made upon presentation of a taxi receipt.

SECTION V AUTOMOBILE USE REIMBURSEMENT

Travel for which you are claiming mileage reimbursement must be recorded on the Mileage Reporting Sheet located on the reverse side of the Employee Expense Report Form.

Reimbursement for use of personal cars is restricted to actual mileage between your official station or residence, and your NCIDA travel destination. Deductions must be made for any personal mileage incurred during your business trip.

You cannot claim reimbursement for normal commutation costs between your residence and office.

Should an employee bring his or her car to the office in anticipation of overtime on a normal workday (10 or more hours and until 8:00PM or later) or on a Saturday or Sunday (4 or more hours), you will be reimbursed for mileage, parking and tolls up to a maximum of \$50.

Employees may wish to accumulate numerous short trip reimbursements and aggregate same. The Executive Director may establish further policies in this regard.

Please refer to Section XII, Appendix B for the current auto mileage reimbursement rate.

SECTION VI

LODGING AND MEALS

General

NCIDA has adopted the receipted method of reimbursing employees for the cost of lodging and meals. The unreceipted "per diem" method is not acceptable.

To be eligible to claim reimbursement for lodging and/or meals, you must have been on official travel status, i.e. your business destination must have been at least 35 (15 miles for members) miles from your official station, and your travel assignment must have been at least 2 hours in duration.

The receipted method of travel reimbursement provides reimbursement of lodging costs based on the area of assignment, and an allowance for meals. Receipts for lodging are required. Additionally, you may be reimbursed for incidental travel expenses such as laundry expenses, telephone costs, newspaper, etc. upon presentation of receipts for same. While you are encouraged to obtain receipts wherever possible, the NCIDA acknowledges that certain expenses (e.g. tips) are difficult to document. Therefore, incidental expenses under \$10 need not be receipted. Receipts are required for meals associated with overnight travel.

In instances where the hotel room rate is above the maximum per diem, you can obtain full reimbursement provided that you provide an explanation as to the reason the maximum rate was exceeded (i.e. hotel's lowest government/corporate rate exceeded the maximum rate; seminar/conference was held at hotel, etc.). This explanation must be approved by the Executive Director. Without such an explanation and approval, you will only be reimbursed for the maximum hotel per diem rate as outlined in Section XII, Appendix C. You must be sure to attach your lodging receipts to your Expense Report.

NOTE: NCIDA members and employees on business trips are exempt from paying NYS and local sales taxes. Therefore, please present a Tax Exemption Certificate to the hotel. You will not be reimbursed for any NYS sales taxes paid. Out of State sales taxes however, are not exempt and you will be reimbursed.

OTHER MEAL REIMBURSEMENTS:

Day Trip Meals (Non-Overnight Travel)

If you take a non-overnight day trip, you can obtain reimbursement for breakfast if you leave your home 7:00AM or prior and/or for dinner if you return home 8:00PM or later. You may also obtain reimbursement for lunch meals. Receipts for such meal(s) are needed. (See Section XII, Appendix E for maximum rates). Note: In order to be entitled to any such meal reimbursement, you must have been in official travel status, i.e. 35 (15 miles for members) miles from your official station for 2 or more hours.

Overtime Meals

If you work 10 or more hours and leave 8:00PM or later, you can receive dinner reimbursement with a receipt. On a Saturday or Sunday, if you work 4 or more hours, you may claim lunch reimbursement, with a receipt. Should you work 10 or more hours on a Saturday or Sunday, you may also claim dinner reimbursement, with a receipt. See Section XII, Appendix E for maximum amounts.

SECTION VII SEMINARS AND CONFERENCES

Attendance at seminars and conferences require approval of the NCIDA members.

A Pre-Trip Memorandum Form must be completed prior to making travel arrangements if the seminar or conference is overnight or longer.

In most cases you should prepay for a seminar or conference only after obtaining approval of your Pre-Trip Memorandum Form, if applicable.

When a seminar or conference is held in a hotel, you may stay at said hotel, even if they charge more than the per diem rate, if a less expensive hotel is not in the immediate area.

Should a seminar or conference provide meals, you cannot also claim a meal expense reimbursement.

SECTION VIII REIMBURSABLE MISCELLANEOUS EXPENSES

Dues, Memberships and Professional Fees

Dues, memberships and professional fees are to be approved by the NCIDA members. You should complete the Payment Authorization Form and attach all supporting documentation.

Telephone Charges

NCIDA will reimburse you for business calls made from your home, hotel or cellular telephone provided that you furnish receipts and identify whom you called, their affiliation and the business purpose of the call. Similarly, any internet access or similar charges incurred while away from the office incurred to monitor or conduct business e-mail activity will be reimbursed. Reimbursements will not be allowed for monthly or other fixed telephone, cellular telephone or internet access fees.

When in overnight travel status, you can claim a "reasonable" reimbursement for non-business calls made from your hotel room or other travel location.

Credit Card Fees

Annual membership fees for personal credit cards, even if used for business travel, are not reimbursable.

NYS and Local Sales Taxes

NCIDA members and employees should not pay NYS or local sales taxes on business related purchases as the NCIDA is classified as a NYS Governmental Agency. A Tax Exemption Form is to be presented to the vendor at the time of your purchase. Members and employees will not be reimbursed for NYS or local sales taxes paid. Please note that sales taxes outside of NYS must be paid and are fully reimbursable.

SECTION IX

APPLICANT/VENDOR BUSINESS MEALS

Business breakfast, lunch and dinner expenses are acceptable for those specific circumstances where a definite NCIDA relationship exists or where the expense is incurred as a result of NCIDA requesting the applicant or vendor to perform a specific action. To be reimbursable, a meal must have been necessitated to meet the time requirements of the applicant, potential applicant, vendor or potential vendor. Attendance at such meetings by other than the principal NCIDA employee or member must be demonstrably required and not be at the discretion of the employee or member. Reimbursement for the portion of the meal expense allocated to the applicant/vendor (*i.e.*, the portion not allocable to the NCIDA employee or member) requires approval by the Executive Director or the NCIDA members, as applicable.

Original receipts must be submitted to obtain reimbursement. In addition, you must indicate the business guest's name, affiliation and indicate the business purpose for the business meal.

The maximum allowable reimbursable amounts are shown in Section XII, Appendix F.

SECTION X

PROCURING TRAVEL ARRANGEMENTS

You should contact one of the other approved travel agents to make all your travel arrangements. Identify yourself as an NCIDA employee and proceed to make your travel arrangements. The Executive Director can advise you if any other travel agents are approved from time to time.

Be sure to request the most economical rates, which usually will be the "government rate". However, there may be cheaper rates or promotions that should be used. As far as airfare, many times it is cheaper to fly from Newark Airport instead of Kennedy or LaGuardia. Also, if your trip requires a flight return on a Friday, it may be cheaper to fly back on Saturday. The bottom line is to inquire as to the lowest available rates and to try to be flexible with departure and arrival times. Of course the earlier your reservations are made, the more options of obtaining the lowest rates will be available to you.

Unused Airplane, Train and Bus Tickets

Any unused airplane, train or bus tickets are to be immediately returned to the Executive Director. The unused tickets will be returned to the applicable travel agent for credit.

SECTION XI TRAVEL REIMBURSEMENT PROCEDURES

The first step in obtaining reimbursement for business travel expense is to complete the Expense Report Form. Original receipts, where required, must be attached to the Expense Report. The cost of train, air or bus tickets furnished to you by NCIDA are not to be included in the Report. Instead, just attach the passenger receipt ticket to the back of the Report. Be sure to attach your approved Pre-Trip Memorandum to the Expense Report if applicable. If you received a travel advance, be sure to indicate this amount in the space provided on the Report and deduct this amount from the total reimbursement claimed. When claiming personal auto mileage reimbursement, be sure to complete the Mileage Reporting Sheet.

Be sure to complete the "Purpose of Trip/Reason for Expense" Section on the Expense Report.

After obtaining all necessary approvals as indicated on the Expense Report, you should submit your Report directly to the Executive Director.

SECTION XII APPENDICES TO TRAVEL GUIDELINES

APPENDIX A

SAMPLE TRAVEL FORMS

Exhibit A Expense Report

Exhibit B Pre-Trip Memorandum

EXHIBIT A									
Nassau County Industrial Development Agency Member / Employee									
Name :								Date:	
Dates									Total
Location (city, state, site)									
1	Air/Train/Bus								0.00
2	Local Travel Subway/Bus/Taxi								0.00
3	Car Rental								0.00
4	Personal Car Use (1)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
A. Mileage		mi.	mi.	mi.	mi.	mi.	mi.	mi.	
		0	0	0	0	0	0	0	
B. Allowance Per Mile									
6	Parking/Tolls								0.00
7	Lodging								0.00
8	Meals for Overnight Travel								0.00
9	Meals for Day Trips								0.00
10	Meals for Overtime Work								0.00
11	Business Meals w/Guests (2)								0.00
12	Miscellaneous Expenses								0.00
a.									0.00
b.									0.00
Totals		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
13	Time Travel Status Began	am	am	am	am	am	am	am	
14	Time Travel Status Ended	pm	pm	pm	pm	pm	pm	pm	
Comments:						Less: Advance			0.00
						Refund Due To Employee (NCIDA)			0.00
Purpose of Trip/Reason for Expense									
Employee Signature:					Approval:				
					(Exec. Dir.)				
Business Meal Authorization									
List of Guests & Affiliation/Business Purpose:									
Approved									
By: _____									
(Exec. Dir.)									

(1) Complete the Mileage Reporting Sheet.

(2) Complete the Business Meal Authorization Section.

Forward original to Executive Director. Retain copy for your records.

EXHIBIT A (continued)
NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Mileage Report Sheet
for
Personal Vehicle Usage Reimbursement

*Include odometer reading

**Employees must deduct non-business related mileage

Employee's Name: _____

Day/Date	From*	To*	Total Miles	From*	To*	Total Miles	Total Miles Traveled	Deductions**	Reimbursable Mileage
TOTAL									

EXHIBIT B

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Pre-Trip Memorandum

Employee Name: _____ Request Date: _____

Origin of Trip: _____ Destination(s) _____

Date(s) of Trip: _____

Purpose of Trip: _____

Attendees/Titles & Affiliations: _____

Requestor's Signature: _____ Date: _____

Executive Director Approval: _____ Date: _____

If the trip is in NYS and an overnight stay is required please obtain the following signature.

Chairman or Vice Chairman's Approval _____ Date: _____

If the trip is out of NYS and/or the transportation is by air travel indicate the date of the NCIDA meeting at which the members approved the requested travel

	<u>Cost Estimate</u>
Transportation	
Type: _____	\$ _____
Meals: _____	\$ _____
(#of Nights) _____	
Lodging: _____	\$ _____
Misc. Expenses: _____	\$ _____
Total: _____	_____

Employees Requesting Travel Advances Please Fill Out Bottom Portion.

Employee Name: _____ Amount Advancing: \$ _____

Executive Director Approval: _____ Date: _____

APPENDIX B

AUTOMOBILE MILEAGE REIMBURSEMENT RATE

The mileage reimbursement rate is the IRS mileage allowance in effect from time to time (which is currently 55.5 cent per mile).

APPENDIX C

RECEIPTED METHOD

The maximum allowances for receipted lodging and meal reimbursements are the same as those adopted by the Federal government from time to time. Such allowances are currently available on the following website: www.policyworks.gov/org/main/mt/homepage/mtt/perdiem/travel.htm.

If extenuating circumstances require you to incur lodging expenses greater than the per diem, be sure to attach your original hotel receipt to your Expense Report, indicate why the per diem rate was exceeded and submit same to the Executive Director for approval.

APPENDIX D

MAXIMUM MEAL ALLOWANCE FOR NON-OVERNIGHT DAY TRIPS

The meal allowances stated below only apply to day trips where your destination is over 35 miles (15 miles for members) from your official station and you were in official travel status for at least 2 hours:

Breakfast Allowance (When leaving home or official station 7:00AM or prior) \$12.00

Lunch Allowance (When on official travel status) \$15.00

Dinner Allowance (When returning to home or official station 8:00PM or after) \$25.00

APPENDIX E

OVERTIME MEAL & TRAVEL ALLOWANCES

Dinner Allowance

Dinner Allowance may be claimed if you work 10 hours or more and leave the office 8:00PM or later. Receipts are required.

\$25.00

Lunch Allowance

Lunch Allowance may be claimed if you work 4 or more hours on a Saturday, Sunday or Holiday. Receipts are required.

\$15.00

Travel Allowance

Should you work 10 hours or more and leave the office 8:00PM or later during the week, or work 4 or more hours on a Saturday, Sunday or Holiday, you can obtain reimbursement for travel to your home provided that you furnish original receipts for taxis, tolls, etc. If you use your personal auto, you must complete the Mileage Reporting Sheet

\$75.00
maximum

APPENDIX F

ALLOWANCES FOR CLIENT BUSINESS MEALS

Listed below are the maximum reimbursement rates for Client Business Meals. Original receipts are required to obtain reimbursement.

Client business meals require approval.

Client Business Meals

Nassau County, Suffolk County and Metro New York City

Breakfast	\$12 per person
Lunch	\$25 per person
Dinner	\$45 per person

Upstate New York

Breakfast	\$8 per person
Lunch	\$20 per person
Dinner	\$35 per person

Any deviations from the above maximums require a memo of explanation approved by the Executive Director.

**NASSAU COUNTY
INDUSTRIAL DEVELOPMENT AGENCY'S**

**TRAVEL
and
MEAL ALLOWANCE
and
REIMBURSEMENT POLICY GUIDEBOOK
(Members and Employees)**

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY'S TRAVEL AND MEAL ALLOWANCE AND REIMBURSEMENT POLICY GUIDEBOOK

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SECTION I

INTRODUCTION

As a member or employee of the Nassau County Industrial Development Agency ("NCIDA"), your assignments may require that you travel on official NCIDA business. The material in this Guidebook will assist you in the preparation of necessary pre-travel forms, procurement of travel arrangements and the procedures for obtaining reimbursement in the fastest way possible. This Guidebook also covers when and to what extent meal cost may be reimbursed.

It is the policy of NCIDA to monitor and exercise economy in the approval of travel and meal expenses as well as to ensure the proper reimbursement to members and employees for travel and meal expenses incurred as official representatives of the NCIDA. Employees and members who incur expenses in connection with their employment at, or representation of, the NCIDA will receive reimbursement only to the extent that such expenses are actual, reasonable and necessary and meet the conditions set forth in this Guidebook.

Please note that the NCIDA has not adopted a "no receipt" method and therefore you will be expected to present receipts for virtually all expenses that you wish to be reimbursed for.

Any deviation from this Guidebook shall be examined on a case-by-case basis and will require the approval of the members of the NCIDA.

SECTION II

GENERAL CONCEPTS

Definitions:

The definitions contained herein are for the purposes of travel and meal expense claims only.

Per Diem Allowance –

A per diem allowance is a unit of reimbursement, which includes meals and lodging.

Official Station –

The official station is used to determine allowable travel expense reimbursement. The official station of an employee is the main NCIDA office, currently at 1550 Franklin Avenue, Mineola, New York. The official station of a member is his or her home or office address from where the subject travel originates. An employee is in official travel status when he or she is on official business at more than 35 miles from his/her designated official station. A member is in official travel status when he or she is on official business at more than 15 miles from his/her designated official station.

Actual, Necessary and Reasonable Expenses –

Only the actual, necessary and reasonable expenses essential to the ordinary comforts of a traveler in the performance of official duties will be reimbursed. These expenses should be in accordance with the established guidelines discussed herein. The NCIDA reserves the right to refuse reimbursement of any expense that does not meet this criteria.

Planning Your Trip

As you read this Guidebook, you will discover that there are many aspects of an NCIDA business trip for which you need to plan. This Guidebook is organized into numerous parts dealing with the various aspects of planning for your trip, documenting your trip and claiming for travel expense reimbursement and/or obtaining an advance. The Table of Contents has been provided to assist you to quickly refer to Sections relevant to your particular circumstances. As soon as you become aware that you will be assigned to travel on NCIDA business, you should ask yourself the following questions:

1. Do I need formal approval to make this trip?

Refer to Section III which discusses the Pre-Trip Memorandum Form. You will note that overnight stays, out of state trips and/or trips requiring air travel require additional approvals to be obtained. **Plan for it.**

2. How do I make my hotel, plane, or rental auto reservations?

See Section X which discusses the procurement of travel arrangements through a New York State or Nassau County approved travel agent. The NCIDA may, from time to time, designate other approved travel agencies.

3. Will I be using my personal auto?

If yes, be sure to record your odometer readings. See Section V for more details.

4. May I pay for lunches or dinners for applicants or vendors?

See Section IX, pre approval is required. **Plan for it.**

The Expense Reimbursement System:

General

You are normally expected to personally provide the funds for your expenses while traveling. Upon your return, NCIDA will reimburse you for the actual, necessary and reasonable expenses which you incurred in the performance of official NCIDA business. Reimbursement will be made subject to the maximum rates set forth in the Addendums. Air and train tickets may be provided to you. (See Section III regarding travel advances).

Claiming Reimbursement

You can claim for reimbursement according to the procedures set forth in Section XI. You should try to request reimbursement within two to four weeks after completion of your travel assignment. Be sure to attach all original receipts where required and to obtain all necessary approvals.

SECTION III**TRAVEL REQUIRING APPROVAL**

Travel to destinations more than fifty miles from your Official Station requires the completion of the "Pre-Trip Memorandum" Form. Travel of less than fifty miles, not involving an overnight stay, entirely within New York State and not involving air travel may be approved by the Executive Director after the trip (although you may wish to obtain pre-approval anyway).

The following approvals are required depending on the nature of travel:

Type of Travel**Approval(s) Required**

All travel over 50 miles

Executive Director

Overnight stay within New York State

Executive Director and either
Chairman or Vice Chairman*

Out of State travel

Executive Director and either
Chairman or Vice Chairman*

* In the absence of the Chairman or Vice Chairman, approval may be obtained from another member of the Agency.

Please note that a copy of your Pre-Trip Memorandum Form must be attached to your Expense Report when submitted for reimbursement.

Travel Advances

NCIDA policy dictates that, generally, members and employees use their own resources to fund travel expenses other than transportation costs. However, the Executive Director, Chairman or Vice Chairman may authorize cash advances for travel expenses to members and employees whose duties require overnight travel on official NCIDA business. An employee or member may request a travel advance by completing the travel advance section of the "Pre-Trip Memorandum" Form. Advances will be provided by check. Advances for a pre-approved trip of up to \$400 may be authorized by the Executive Director, Chairman or Vice Chairman. Advances over \$400 require the approval of a majority of the NCIDA members.

Settlement of Advances

Travelers are urged to settle their travel advances within 2-4 weeks upon return from their trip by deducting the amount of the advance from their Expense Report. Only 1 travel advance may be outstanding at a time.

SECTION IV

MODES OF TRANSPORTATION

Transportation by Common Carrier

The Executive Director must specifically approve in writing any exception to the use of an approved New York State or Nassau County travel agent.

Note: Always request the lowest available rate when requesting a train or airline ticket. Generally, this is the State-OGS contracted rate. However, there may be instances where a lower promotional rate is being offered, perhaps from another airport (Newark vs. La Guardia for example). In addition, there may be instances where instead of returning home by air on Friday, it is less expensive to return home on Saturday; of course you must factor in the cost of the extra night's hotel accommodations.

Train and Bus Travel

Generally, you will be expected to travel by train or bus when your trip can be expeditiously reached through their use. You must take advantage of round-trip or excursion rates whenever possible. Only coach fare will be reimbursed.

Air Travel

Air travel should only be used in lieu of train or bus travel when it is in the best financial or operational interest of the NCIDA. In general, air travel should only be considered when the distance traveled is over 200 miles.

All air travel is to be booked in coach.

Automobile Rentals

A New York State or Nassau County approved travel agent should be used to book automobile rental reservations. Reimbursement for car rentals will be limited to intermediate or mid-size rates. When renting a vehicle while on official business, you should rent in the name of NCIDA, and sign the Rental Agreement as agent for NCIDA. Collision Damage Waiver (CDW) Insurance is to be accepted.

Except for unusual circumstances, autos should be picked up at the rental agency on the first day of travel and returned on the last day of travel.

A Tax Exemption Certificate, obtainable from the Executive Director, must be presented to the rental agency at the time of pick-up. Employees and members will not be reimbursed for any New York State sales taxes paid. Out of State sales taxes are not exempt however, and will be reimbursed.

Travel by Personally-Owned Vehicles

NCIDA limits the use of personally-owned vehicles to situations where their use is to the advantage of the NCIDA. Advantage may mean operational advantage and/or financial advantage. An operational advantage is a situation in which you can get to a worksite more quickly and/or spend more time there. A financial advantage is one where it costs NCIDA less to reimburse you at the current mileage rate than it would cost if you took public transportation or rented an auto.

Taxis

A taxi may be used instead of mass transportation only under the following conditions:

- a. Employees and/or members traveling in a group for a business meeting, local seminar, etc. may use a taxi if it is more cost efficient than using public transportation.
- b. Employees and/or members may use taxis when carrying large or heavy business materials.

Note: Taxi reimbursement will only be made upon presentation of a taxi receipt.

SECTION V AUTOMOBILE USE REIMBURSEMENT

Travel for which you are claiming mileage reimbursement must be recorded on the Mileage Reporting Sheet located on the reverse side of the Employee Expense Report Form.

Reimbursement for use of personal cars is restricted to actual mileage between your official station or residence, and your NCIDA travel destination. Deductions must be made for any personal mileage incurred during your business trip.

You cannot claim reimbursement for normal commutation costs between your residence and office.

Should an employee bring his or her car to the office in anticipation of overtime on a normal workday (10 or more hours and until 8:00PM or later) or on a Saturday or Sunday (4 or more hours), you will be reimbursed for mileage, parking and tolls up to a maximum of \$50.

Employees may wish to accumulate numerous short trip reimbursements and aggregate same. The Executive Director may establish further policies in this regard.

Please refer to Section XII, Appendix B for the current auto mileage reimbursement rate.

SECTION VI

LODGING AND MEALS

General

NCIDA has adopted the receipted method of reimbursing employees for the cost of lodging and meals. The unreceipted "per diem" method is not acceptable.

To be eligible to claim reimbursement for lodging and/or meals, you must have been on official travel status, i.e. your business destination must have been at least 35 (15 miles for members) miles from your official station, and your travel assignment must have been at least 2 hours in duration.

The receipted method of travel reimbursement provides reimbursement of lodging costs based on the area of assignment, and an allowance for meals. Receipts for lodging are required. Additionally, you may be reimbursed for incidental travel expenses such as laundry expenses, telephone costs, newspaper, etc. upon presentation of receipts for same. While you are encouraged to obtain receipts wherever possible, the NCIDA acknowledges that certain expenses (e.g. tips) are difficult to document. Therefore, incidental expenses under \$10 need not be receipted. Receipts are required for meals associated with overnight travel.

In instances where the hotel room rate is above the maximum per diem, you can obtain full reimbursement provided that you provide an explanation as to the reason the maximum rate was exceeded (i.e. hotel's lowest government/corporate rate exceeded the maximum rate; seminar/conference was held at hotel, etc.). This explanation must be approved by the Executive Director. Without such an explanation and approval, you will only be reimbursed for the maximum hotel per diem rate as outlined in Section XII, Appendix C. You must be sure to attach your lodging receipts to your Expense Report.

NOTE: NCIDA members and employees on business trips are exempt from paying NYS and local sales taxes. Therefore, please present a Tax Exemption Certificate to the hotel. You will not be reimbursed for any NYS sales taxes paid. Out of State sales taxes however, are not exempt and you will be reimbursed.

OTHER MEAL REIMBURSEMENTS:

Day Trip Meals (Non-Overnight Travel)

If you take a non-overnight day trip, you can obtain reimbursement for breakfast if you leave your home 7:00AM or prior and/or for dinner if you return home 8:00PM or later. You may also obtain reimbursement for lunch meals. Receipts for such meal(s) are needed. (See Section XII, Appendix E for maximum rates). Note: In order to be entitled to any such meal reimbursement, you must have been in official travel status, i.e. 35 (15 miles for members) miles from your official station for 2 or more hours.

Overtime Meals

If you work 10 or more hours and leave 8:00PM or later, you can receive dinner reimbursement with a receipt. On a Saturday or Sunday, if you work 4 or more hours, you may claim lunch reimbursement, with a receipt. Should you work 10 or more hours on a Saturday or Sunday, you may also claim dinner reimbursement, with a receipt. See Section XII, Appendix E for maximum amounts.

SECTION VII SEMINARS AND CONFERENCES

Attendance at seminars and conferences require approval of the NCIDA members.

A Pre-Trip Memorandum Form must be completed prior to making travel arrangements if the seminar or conference is overnight or longer.

In most cases you should prepay for a seminar or conference only after obtaining approval of your Pre-Trip Memorandum Form, if applicable.

When a seminar or conference is held in a hotel, you may stay at said hotel, even if they charge more than the per diem rate, if a less expensive hotel is not in the immediate area.

Should a seminar or conference provide meals, you cannot also claim a meal expense reimbursement.

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Dues, Memberships and Professional Fees

Dues, memberships and professional fees are to be approved by the NCIDA members. You should complete the Payment Authorization Form and attach all supporting documentation.

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NCIDA will reimburse you for business calls made from your home, hotel or cellular telephone provided that you furnish receipts and identify whom you called, their affiliation and the business purpose of the call. Similarly, any internet access or similar charges incurred while away from the office incurred to monitor or conduct business e-mail activity will be reimbursed. Reimbursements will not be allowed for monthly or other fixed telephone, cellular telephone or internet access fees.

When in overnight travel status, you can claim a "reasonable" reimbursement for non-business calls made from your hotel room or other travel location.

Credit Card Fees

Annual membership fees for personal credit cards, even if used for business travel, are not reimbursable.

NYS and Local Sales Taxes

NCIDA members and employees should not pay NYS or local sales taxes on business related purchases as the NCIDA is classified as a NYS Governmental Agency. A Tax Exemption Form is to be presented to the vendor at the time of your purchase. Members and employees will not be reimbursed for NYS or local sales taxes paid. Please note that sales taxes outside of NYS must be paid and are fully reimbursable.

SECTION IX

APPLICANT/VENDOR BUSINESS MEALS

Business breakfast, lunch and dinner expenses are acceptable for those specific circumstances where a definite NCIDA relationship exists or where the expense is incurred as a result of NCIDA requesting the applicant or vendor to perform a specific action. To be reimbursable, a meal must have been necessitated to meet the time requirements of the applicant, potential applicant, vendor or potential vendor. Attendance at such meetings by other than the principal NCIDA employee or member must be demonstrably required and not be at the discretion of the employee or member. Reimbursement for the portion of the meal expense allocated to the applicant/vendor (*i.e.*, the portion not allocable to the NCIDA employee or member) requires approval by the Executive Director or the NCIDA members, as applicable.

Original receipts must be submitted to obtain reimbursement. In addition, you must indicate the business guest's name, affiliation and indicate the business purpose for the business meal.

The maximum allowable reimbursable amounts are shown in Section XII, Appendix F.

SECTION X

PROCURING TRAVEL ARRANGEMENTS

You should contact one of the other approved travel agents to make all your travel arrangements. Identify yourself as an NCIDA employee and proceed to make your travel arrangements. The Executive Director can advise you if any other travel agents are approved from time to time.

Be sure to request the most economical rates, which usually will be the "government rate". However, there may be cheaper rates or promotions that should be used. As far as airfare, many times it is cheaper to fly from Newark Airport instead of Kennedy or LaGuardia. Also, if your trip requires a flight return on a Friday, it may be cheaper to fly back on Saturday. The bottom line is to inquire as to the lowest available rates and to try to be flexible with departure and arrival times. Of course the earlier your reservations are made, the more options of obtaining the lowest rates will be available to you.

Unused Airplane, Train and Bus Tickets

Any unused airplane, train or bus tickets are to be immediately returned to the Executive Director. The unused tickets will be returned to the applicable travel agent for credit.

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The first step in obtaining reimbursement for business travel expense is to complete the Expense Report Form. Original receipts, where required, must be attached to the Expense Report. The cost of train, air or bus tickets furnished to you by NCIDA are not to be included in the Report. Instead, just attach the passenger receipt ticket to the back of the Report. Be sure to attach your approved Pre-Trip Memorandum to the Expense Report if applicable. If you received a travel advance, be sure to indicate this amount in the space provided on the Report and deduct this amount from the total reimbursement claimed. When claiming personal auto mileage reimbursement, be sure to complete the Mileage Reporting Sheet.

Be sure to complete the "Purpose of Trip/Reason for Expense" Section on the Expense Report.

After obtaining all necessary approvals as indicated on the Expense Report, you should submit your Report directly to the Executive Director.

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APPENDIX A

SAMPLE TRAVEL FORMS

Exhibit A Expense Report

Exhibit B Pre-Trip Memorandum

EXHIBIT A									
Nassau County Industrial Development Agency Member / Employee									
Name :								Date:	
Dates									Total
Location (city, state, site)									
1	Air/Train/Bus								0.00
2	Local Travel Subway/Bus/Taxi								0.00
3	Car Rental								0.00
4	Personal Car Use (1)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
A. Mileage		mi.	mi.	mi.	mi.	mi.	mi.	mi.	
		0	0	0	0	0	0	0	
B. Allowance Per Mile									
6	Parking/Tolls								0.00
7	Lodging								0.00
8	Meals for Overnight Travel								0.00
9	Meals for Day Trips								0.00
10	Meals for Overtime Work								0.00
11	Business Meals w/Guests (2)								0.00
12	Miscellaneous Expenses								0.00
a.									0.00
b.									0.00
Totals		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
13	Time Travel Status Began	am	am	am	am	am	am	am	
14	Time Travel Status Ended	pm	pm	pm	pm	pm	pm	pm	
Comments:						Less: Advance			0.00
						Refund Due To			
						Employee (NCIDA)			0.00
Purpose of Trip/Reason for Expense									
Employee Signature:					Approval:				
					(Exec. Dir.)				
Business Meal Authorization									
List of Guests & Affiliation/Business Purpose:									
Approved									
By: _____									
(Exec. Dir.)									

(1) Complete the Mileage Reporting Sheet.

(2) Complete the Business Meal Authorization Section.

Forward original to Executive Director. Retain copy for your records.

EXHIBIT A (continued)
NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Mileage Report Sheet
for
Personal Vehicle Usage Reimbursement

*Include odometer reading

**Employees must deduct non-business related mileage

Employee's Name: _____

Day/Date	From*	To*	Total Miles	From*	To*	Total Miles	Total Miles Traveled	Deductions**	Reimbursable Mileage
TOTAL									

EXHIBIT B

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Pre-Trip Memorandum

Employee Name: _____ Request Date: _____

Origin of Trip: _____ Destination(s): _____

Date(s) of Trip: _____

Purpose of Trip: _____

Attendees/Titles & Affiliations: _____

Requestor's Signature: _____ Date: _____

Executive Director Approval: _____ Date: _____

If the trip is in NYS and an overnight stay is required please obtain the following signature.

Chairman or Vice Chairman's Approval _____ Date: _____

If the trip is out of NYS and/or the transportation is by air travel indicate the date of the NCIDA meeting at which the members approved the requested travel

	<u>Cost Estimate</u>
Transportation	
Type: _____	\$ _____
Meals:	\$ _____
(#of Nights) _____	
Lodging:	\$ _____
Misc. Expenses:	\$ _____
Total:	_____

Employees Requesting Travel Advances Please Fill Out Bottom Portion.

Employee Name: _____ Amount Advancing: \$ _____

Executive Director Approval: _____ Date: _____

APPENDIX B

AUTOMOBILE MILEAGE REIMBURSEMENT RATE

The mileage reimbursement rate is the IRS mileage allowance in effect from time to time (which is currently 55.5 cent per mile).

APPENDIX C

RECEIPTED METHOD

The maximum allowances for receipted lodging and meal reimbursements are the same as those adopted by the Federal government from time to time. Such allowances are currently available on the following website: www.policyworks.gov/org/main/mt/homepage/mtt/perdiem/travel.htm.

If extenuating circumstances require you to incur lodging expenses greater than the per diem, be sure to attach your original hotel receipt to your Expense Report, indicate why the per diem rate was exceeded and submit same to the Executive Director for approval.

APPENDIX D

MAXIMUM MEAL ALLOWANCE FOR NON-OVERNIGHT DAY TRIPS

The meal allowances stated below only apply to day trips where your destination is over 35 miles (15 miles for members) from your official station and you were in official travel status for at least 2 hours:

Breakfast Allowance (When leaving home or official station 7:00AM or prior) \$12.00

Lunch Allowance (When on official travel status) \$15.00

Dinner Allowance (When returning to home or official station 8:00PM or after) \$25.00

APPENDIX E

OVERTIME MEAL & TRAVEL ALLOWANCES

Dinner Allowance

Dinner Allowance may be claimed if you work 10 hours or more and leave the office 8:00PM or later. Receipts are required.

\$25.00

Lunch Allowance

Lunch Allowance may be claimed if you work 4 or more hours on a Saturday, Sunday or Holiday. Receipts are required.

\$15.00

Travel Allowance

Should you work 10 hours or more and leave the office 8:00PM or later during the week, or work 4 or more hours on a Saturday, Sunday or Holiday, you can obtain reimbursement for travel to your home provided that you furnish original receipts for taxis, tolls, etc. If you use your personal auto, you must complete the Mileage Reporting Sheet

**\$75.00
maximum**

APPENDIX F

ALLOWANCES FOR CLIENT BUSINESS MEALS

Listed below are the maximum reimbursement rates for Client Business Meals. Original receipts are required to obtain reimbursement.

Client business meals require approval.

Client Business Meals

Nassau County, Suffolk County and Metro New York City

Breakfast	\$12 per person
Lunch	\$25 per person
Dinner	\$45 per person

Upstate New York

Breakfast	\$8 per person
Lunch	\$20 per person
Dinner	\$35 per person

Any deviations from the above maximums require a memo of explanation approved by the Executive Director.

EXHIBIT H

Disclosure Policy

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY
DISCLOSURE POLICY

1. Intent. The Nassau County Industrial Development Agency (the "Agency") finds it desirable to establish procedures regarding the disclosure of information related to pending "financial assistance" transactions. The intent of the Agency is to conduct such transactions with maximum transparency provided that disclosure will not result in the release of proprietary or otherwise confidential information, except in compliance with applicable law.

2. Definitions.

"Application" shall mean an application for financial assistance submitted to the Agency pursuant to Article 18-A of the General Municipal Law.

"Code" shall mean the Internal Revenue Code of 1986, as amended or replaced from time to time.

"Financial Assistance" shall have the meaning assigned to such term in Section 854 of the General Municipal Law.

"FOIL" shall mean the New York State Freedom of Information Law, Article 6 of the Public Officers Law, as amended or replaced from time to time.

"General Municipal Law" shall mean the New York State General Municipal Law, as amended or replaced from time to time.

"Project" shall have the meaning assigned to such term in Section 854 of the General Municipal Law.

3. Disclosure Procedure.

(a) Upon the publication of a notice of public hearing or the delivery of notice of a public hearing to the chief executive officer of each affected tax jurisdiction within which a "Project" is or will be located (each, a "Public Hearing Notice"), whether pursuant to Section 859-a of the General Municipal Law, Section 147 of the Code or otherwise, the officer or employee of the Agency designated as the person responsible for maintenance of the Agency's website

shall promptly post such Public Hearing Notice on the public documents page of the Agency's website, together with all attachments thereto.

(b) Upon the issuance of a notice of proposed deviation from the Agency's Uniform Tax Exemption Policy (each, a "Deviation Notice") pursuant to Section 874 of the General Municipal Law, the officer or employee of the Agency designated as the person responsible for maintenance of the Agency's website shall promptly post such Deviation Notice on the public documents page of the Agency's website, together with all attachments thereto.

(c) The Agency shall not post a copy of any Application on its website or otherwise disclose the existence or contents of an Application, or any part thereof, except in compliance with the Open Meetings Law and other applicable law.

4. Effective Date. This Policy is re-adopted by the members Agency this 27th day of March, 2012 and shall be effective as of the date hereof.

EXHIBIT I

Defense Policy

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY

DEFENSE & INDEMNIFICATION POLICY

This Defense & Indemnification Policy is re-adopted
pursuant to the Public Authorities Accountability Act of 2005 and
the Public Authorities Reform Act of 2009

Pursuant to the By-Laws of the Nassau County Industrial Development Agency (the "Agency"), the Agency shall defend and indemnify all members, officers and employees of the Agency in the performance of their duties and, to the extent authorized by the members of the Agency, each other person authorized to act for the Agency or on its behalf, to the full extent to which indemnification is permitted under the General Municipal Law of the State of New York.

Re-adopted by the members of the Agency as of the 27th day of March, 2012.