



# Choose Columbia

Columbia Economic Development Corporation

**MINUTES**  
**COLUMBIA ECONOMIC DEVELOPMENT CORPORATION**  
**Friday, January 15, 2016**  
**4303 Route 9**  
**Hudson, NY 12534**

A regularly scheduled meeting of the Columbia Economic Development Corporation (CEDC) Board of Trustees was held at their offices located at 4303 Route 9, Hudson, NY 12534 on January 15, 2016. The meeting was called to order at 8:32a.m. by Tony Jones, Chair.

| Attendee Name      | Title                           | Status  | Arrived |
|--------------------|---------------------------------|---------|---------|
| Russell Bartolotta | Board Member                    | Present |         |
| Rick Bianchi       | Board Member                    | Present |         |
| Jim Campion        | Ex Officio Board Member         | Present |         |
| David Fingar       | Vice-Chairman                   | Present |         |
| Greg Fingar        | Board Member                    | Excused |         |
| Tony Jones         | Chairman                        | Present |         |
| Kim Keil           | Board Member                    | Present |         |
| Jim Mackerer       | Ex Officio Board Member         | Excused |         |
| Ed Nabozny         | Ex Officio Board Member         | Present |         |
| Michael Polemis    | Board Member                    | Present |         |
| Robert Sherwood    | Treasurer                       | Present |         |
| Colin Stair        | Board Member                    | Excused |         |
| Sarah Sterling     | Secretary                       | Present |         |
| Scott Wood         | Board Member                    | Present |         |
| John Lee           | Guest                           | Present |         |
| Andy Howard        | CEDC Attorney                   | Present |         |
| F. Michael Tucker  | Interim President/CEO           | Present |         |
| Lisa Drahushuk     | Administrative Supervisor       | Present |         |
| Martha Lane        | Business Development Specialist | Present |         |
| Erin McNary        | Bookkeeper                      | Present |         |
| Carol Wilber       | Marketing Director              | Present |         |
| John Mason         | Reporter, Register Star         | Present |         |

Mr. Jones welcomed the newest Board members, Russell Bartolotta, Michael Polemis and Supervisor Ed Nabozny. He stated he had asked John Lee from Saturn Industries to attend, reminding the Board that Mr. Lee was a nominee for one of the vacant Board seats.

**Chairman's Report:**

Mr. Jones stated since the last Board meeting, CEDC had received the balance of the 2015 allocation from Columbia County. He stated CEDC had given the County the check for \$114,000 which represented payment for the Ginsberg parcel. He reviewed the change in leadership at the County, noting that Supervisor Reilly maintained the chairmanship of the Columbia County Economic Development Committee.

Mr. Jones stated Mr. Tucker would give a more detailed project update, but stated the Governor's plan for broadband funding would only make funding available to providers. Mr. Tucker noted that Time Warner and Charter had been exempted from receiving any funding but their merger obligated the companies to follow a plan nearly identical to the Governor's.

Mr. Jones stated the Hudson Valley Creamery project continued to move forward. He stated the Governance and Nominating Committee will recommend 4 candidates to the Board for their vote. The membership push was moving forward with approximately \$25,000 currently. He stated Ms. Wilber would be making a presentation later and asking for the Board's assistance. He noted the corporation required all board members to be paid members. He thanked those Board members who had contributed at the sustaining membership level, noting it showed a strong commitment.

Mr. Jones stated the strategic planning process had begun and they wished to schedule a board retreat as well as a public session. He noted the timeline was extremely tight which would enable the search process to conclude by June.

**Minutes:**

Mr. Jones asked if there were changes to the minutes of December 15, 2015. Ms. Sterling asked that her affiliation in the minutes reflect she was "an Associate Broker for Halstead Properties". Mr. Sherwood noted that he had attended the meeting and the roll stated he was absent. *Mr. D. Fingar made a motion seconded by Ms. Keil to approve the minutes from December 15, 2015 with the corrections as previously outlined. Carried.*

**Treasurer's Report:**

Mr. Tucker informed the Board the Audit and Finance Committee had their first meeting, electing Mr. Bianchi chair and authorizing Mr. Jones as a voting member. He stated the Committee had met with Matt Vanderbeck and Mary Kimball who would be the new partner in charge of the audit. He stated process and procedures were discussed and the accountants would be reviewing the books quarterly. He noted there was a minor cost saving due to the type of audit required.

Mr. Tucker stated the accounting firm may be used for risk assessment and reviewing loan procedure and a quarterly review of the loans. He stated the distributed balance sheets and income statements must be considered draft only due to the ongoing changes of year's end.

Mr. Tucker stated the fiscal agent relationship with Behold ended as of 12/31/15 and suggested that CEDC not agree to act as fiscal agent on behalf of any other organization, due to auditor advice and ABO compliance.

Mr. Tucker stated the Local Ocean and Greenport Crossings loans/grants would be written off and funds had been adequately reserved for the action.



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Mr. Tucker handed out the consolidated financial sheets, directing attention to the profit and loss. He noted the consultant line and the contribution for the URI were the causes of the corporation showing over budget. He stated the auditors had expressed some concern over how the sale of the Ginsberg parcel had originally been entered in the financials. He stated it could result in a loss on double the \$114,000 expense. He stated he would review the issue with the audit and finance committee.

He informed the Board that at the audit and finance committee one of the discussion points was to convert the separate Quickbook accounts into a more consolidated statement. He stated the subcategories would be converted into subsidiaries. Mr. Jones stated it would add to the transparency of the organization. *Ms. Keil made a motion, seconded by Ms. Sterling, to approve the Treasurer's report as presented. Carried.*

## **Development Fund Account:**

Mr. Tucker explained the history of the account and stated the \$114,000 to Columbia County for the Ginsberg parcel had been paid out of that account. He asked for a motion to close the account, due to lack of funds in the account. *Mr. Wood made a motion, seconded by Ms. Keil to close the Development Fund account. Carried.*

## **Interim President/CEO Report:**

Mr. Tucker stated a letter had been received from NYS Office of Community Renewal regarding the CDBG funding for the Ginsberg project. He stated the funding had been denied due to the transfer of the property and the site work which had been done prior to the approval of the ERR by OCR. He gave the background on the project and the events leading up to the letter. He stated the company had been told no work could be done prior to the approval. He explained CEDC had paid for the completion of the CDBG application. The grant applicant was Columbia County. He stated the County had signed an agreement in December contracting for the grant administrative work with CEDC.

He discussed a couple of options for the company to pursue further funding. He suggested that a meeting be held with OCR to discuss possible solutions. Mr. Wood suggested Mr. Jones craft a letter urging the County to investigate the possibilities and remain supportive of the company. The Board supported this action.

Mr. Tucker informed the Board that Hudson Valley Creamery had been awarded \$500,000 in grant funding and \$500,000 in Excelsior tax credits. He noted the County had been awarded \$75,000 for a study on a genetic research center researching the genetic engineering of goats with a higher capacity of producing milk. He stated Mr. Flood, Commissioner of Economic Development and Planning would be retiring in June, and would not be replaced. He stated the County would be shedding several of their projects including the genetic study and broadband. He stated he had set up a

meeting with Empire State Development to discuss the grant intake forms, noting nothing could be done before the forms are approved.

He informed the Board that the paperwork for reimbursement for the \$35,000 goat study grant had been filed the previous day by Ms. Costine.

Mr. Tucker stated he had met with a solar company who was interested in constructing 3-5 acre solar farms. He stated these would be IDA projects and would take advantage of the sales tax exemption and the mortgage tax recording fee exemption. He stated there were several other prospective projects, but it was too early to disclose any information.

Mr. Tucker stated the projects all tie into the strategic planning process. He handed out a draft timeline. Mr. Jones noted that the public meeting on the timeline had been changed from the 19<sup>th</sup> to the 26<sup>th</sup>. Mr. Jones discussed the board retreat date, which would build on the retreat held last May. He suggested 3 hours long no later than the second week in February. The consensus was an afternoon from 2pm to 5pm, on a day to be determined by a poll of the members.

Mr. Tucker stated Survey Monkey would be used for public input. He stated the plan would include 4 categories: Infrastructure (including broadband, healthcare and transportation); Workforce and Education; Entrepreneurship and Innovation and Quality of life and Sustainability.

Mr. Jones stated this was important for the board to be able to show what the corporation is doing. He noted much of economic development activity is invisible to outsiders and the public.

Mr. Tucker stated the Governor's regional representative had called to discuss a local meeting to learn about the State of the State. He stated Columbia and Greene Counties would partner to host. He would keep all informed on the date. Mr. Tucker stated he had met the new supervisors and planned on meeting the new mayor of Hudson. He stated he had discussions with the Hudson IDA to consolidate. He stated the County IDA could do the administration under a contract if all were agreed.

**Committee Reports:**

**Executive Committee:**

Mr. Jones stated no meeting was held.

**Audit and Finance Committee:**

Mr. Jones stated Mr. Tucker gave the update previously.

**Loan Committee:**

Mr. Jones reminded the board a meeting will be held next week.

**Governance and Nominating Committee:**

Mr. Jones stated 4 prospective board members had been interviewed and all recommended by the committee for election to the Board. Tish Finnegan, VP of Human Resources of Columbia Memorial Health, Triona Fritsch, site manager of Etsy's Hudson office, James Lapenn, former bond counsel from NYC now retired and a full time resident, and John, Lee of Saturn Industries. Mr. Jones stated he had asked Mr. Lee to attend due to Mr. Wood having a conflict of interest with James Lapenn's election to the board.



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Mr. Wood stated those involved did a great job recruiting candidates and asked the board members to help with more suggestions. Mr. Wood then asked for a motion to approve Mr. Lee's election to the Board. *Mr. D. Fingar made a motion, seconded by Mr. Bianchi to approve Mr. Lee's election. Carried.*

*Ms. Sterling made a motion, seconded by Mr. Sherwood to approve the election of Ms. Finnegan, Ms. Fritsch and Mr. Lapenn to the Board. Mr. Wood abstained from the vote due to Mr. Lapenn being a client of his firm. Carried.*

## **Membership Update:**

Mr. Jones asked Ms. Wilber to give an update on the membership and how the board can help move it forward. Ms. Wilber noted there were currently 27 members. She gave an overview of the number of members in each category. She encouraged the board to join the effort, by each calling 5 potential members in the next 4 weeks. She stated she would send electronic copies of the membership brochure for their use along with talking points for them to use. She encouraged them to visit businesses they felt may benefit from the membership. Ms. Wilber delineated each of the membership levels and their benefits. She stated she would be sending an update every Friday to keep all informed.

Ms. Wilber stated she was developing a membership page which would include a link to sustaining member's websites and a logo of the businesses who have a full membership. Mr. Jones stated sustaining members were the only ones to qualify for distributing marketing materials at events.

## **Housekeeping Resolution:**

Mr. Howard reviewed the resolution for the Board. *Ms. Keil made a motion, seconded by Mr. D. Fingar to approve the housekeeping resolution as distributed. Carried.*

Mr. Tucker stated he would get background information to the new board members.

*Having no other business to discuss, a motion to adjourn was made by Ms. Keil, seconded by Mr. Bianchi. Carried. The meeting was adjourned at 9:47 a.m.*

*Respectfully submitted by Lisa Draushuk*