

COLUMBIA COUNTY CAPITAL RESOURCE CORPORATION

MINUTES
COLUMBIA COUNTY
Capital Resource Corporation
Governance Committee
Tuesday, December 1, 2015
4303 Route 9
Hudson, New York

A regularly scheduled meeting of Columbia County Capital Resource Corporation, Governance Committee held at their offices located at 4303 Route 9, Hudson, NY 12534 on the above date. The meeting was called to order at 9:20 AM by Mr. Mackerer, Chairman.

Attendee Name	Title	Status	Arrived
Bob Galluscio	Secretary/Treasurer	Present	
Brian Keeler	Board Member	Present	
Jim Mackerer	Chairman	Present	
Sid Richter	Vice Chairman	Present	
Sarah Sterling	Board Member	Present	
Theodore Guterman II	Counsel	Present	
F. Michael Tucker	Interim President/CEO	Present	
Lisa Drahushuk	Staff	Present	
Erin McNary	Staff	Present	
Katie Kocijanski	Register Star	Present	

Minutes:

A motion was made by Mr. Richter and seconded by Ms. Sterling to approve the minutes of the June 2, 2015 meeting. Carried.

Conflict of Interest Policy:

Mr. Guterman stated the proposed policy mirrors CEDC's policy but takes into account the legal differences of the corporation. Mr. Guterman stated the current conflict of interest policy includes specific mention of Section 801 of the General Municipal Law, which should be added to the proposed policy. Mr. Tucker stated the policy also mirrors the suggested ABO policy. *Ms. Sterling made a motion, seconded by Mr. Keeler, to recommend the*

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adoption of the proposed conflict of interest policy to the full board, with the addition of the phrase "included but not limited to the provision set forth in Section 801 of the General Municipal Law of the State of New York.", at the end of the second paragraph of the first page. Carried.

Code of Ethics:

Mr. Guterman stated this had been taken off the ABO website. He noted the CRC had previously adopted a code, but this was more detailed and included the addition of an ethics officer. He noted an ethics officer could be appointed at the first meeting of next year.

Mr. Richter made a motion, seconded by Ms. Sterling, to recommend adoption of the Code of Ethics to the full board.. Carried.

With no further business to discuss, and no public comment, a motion was made by Mr. Keeler and seconded by Mr. Galluscio to adjourn the meeting. Carried. The meeting adjourned at 9:24am

Respectfully submitted by Lisa Draushuk