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Columbia Economic Development Corporation

MINUTES COLUMBIA ECONOMIC DEVELOPMENT CORPORATION GOVERNANCE and NOMINATING COMMITTEE

Thursday, June 23, 2016

4303 Route 9

Hudson, New York

A regularly scheduled meeting of Columbia Economic Development Corporation's (CEDC) Governance Committee was held at their offices located at 4303 Route 9, Hudson, NY 12534 on June 23, 2016. The meeting was called to order at 8:33 am by James Campion, Chairman Pro Tem.

Attendee Name	Title	Status	Arrived
James Campion	Committee Chair	Present	
David Fingar	Committee Member	Present	
Tony Jones	Committee Member	Present	
James Lapenn	Committee Member	Present	
Michael Polemis	Committee Member	Present	
Sarah Sterling	Committee Member	Present	
F. Michael Tucker	Interim President/CEO	Present	
Andy Howard	Counsel	Present	
Lisa Drahushuk	Administrative Supervisor	Present	

Mr. Campion asked for a moment of silence in memory of the former Governance Committee Chair, M. Scott Wood. He asked that a note of condolence be sent to the family from the Committee.

Mr. Jones stated he had asked Mr. Campion to take on the Chairmanship subject to an approval by the Committee. Mr. Campion had agreed and called for a vote of the Committee for a new chairman to be approved. *Ms. Sterling made a motion, seconded by Mr. Jones to elect Mr. Campion Chairman of the Governance and Nominating Committee. Carried.*

CEDC Board Candidate Interviews:

Mr. Campion asked for a motion to enter executive session for the purpose of discussing the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation, Article 7 Section 105(f) of the NYS Public Officers Law. *Mr. Lapenn made the motion, seconded by Mr. Fingar. Carried. Executive session was entered into at 8:35am.*

Mr. Jones made a motion, seconded by Mr. Polemis to exit executive session. Carried. Executive Session ended at 9:12am.

Mr. Polemis made a motion, seconded by Mr. Fingar to recommend Kate Johns to the CEDC Board for consideration of election to the Board of Directors. Carried.



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Compliance:

Mr. Campion noted that 3 current Board members had not yet taken the required Board training. He stated they had a year from their appointment date to fulfill the requirement.

Minutes:

A motion was made by Ms. Sterling, seconded by Mr. Fingar to approve the minutes from April 21, 2016. Carried.

CEDC Board Member Vacancies:

The Committee discussed the vacancies and asked Mrs. Drahushuk to remind the Committee to schedule a poll of the Board for their preference on a time and date for the 2017 Board meetings.

Other Business:

Mr. Tucker informed the committee the City of Hudson had requested the Columbia County IDA do the proposed Redburn Development project located in the City of Hudson with their guidance over the PILOT structure and payments. He stated the County IDA would be splitting the project fee with the City IDA. He stated he had discussed the City of Hudson IDA utilizing CEDC to administer the City IDA at the same price and structure as the County IDA.

Mr. Jones reminded the Committee that it was critical to increase CEDC's income stream. He stated after the City had done several projects they would have the ability to do the administration on their own.

Mr. Tucker informed the Committee the IDA public hearing for the 41 Cross Street Hospitality LLC/Redburn Development project would be held on Friday 6/24. He stated that in future all meeting notices will be sent to email addresses contained on the CEDC mailing lists. Mr. Lapenn asked about the Commerce Park IDA project. Mr. Tucker stated Architectural Cast Stone had been approved and a mid-July closing was anticipated. Mr. Tucker stated Hudson Valley Creamery had decided against pursuing benefits through the IDA. He stated the potential distillery project in Claverack had also decided against using the IDA.

Mr. Tucker stated a great deal of time was being spent on Consolidated Funding Applications, naming the Skyway project and the Shaw Bridge project as two. He noted he was also working with a trauma and resiliency project which worked with veterans. He informed the Committee he had taken Ginsberg's to meet with Empire State Development. He stated he was unsure of the project status.

Mr. Tucker stated he had also set up a meeting between Columbia Memorial Health and Empire State Development. The hospital was seeking funding for their next expansion. He informed the committee that Cornell Cooperative Extension was seeking a grant for permeable parking at their building.

Mr. Jones stated in the next few months the Governance Committee would be asked to review some of the Human Resource items the corporation would be addressing. Mr. Tucker reminded the Committee,



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that CEDC had hired the County's Human Resource attorney. Mr. Tucker stated he had a draft of the proposed employee manual which would be reviewed by the board.

Mr. Lapenn asked when the County contract would begin to be negotiated. Mr. Tucker stated he felt it best to wait until September 1st to begin the negotiations. Mr. Jones noted that there were a number of items that needed to be discussed, including broadband.

Mr. Tucker stated CEDC was updating their software and he had asked a technical consultant to do an assessment on the computers. He stated he was investigating new computers that were cloud oriented, noting that would mean no hardware to move once CEDC had identified new office space. He stated he felt the end of the year would be the best time to explore new space. He noted he had discussed space with Key Bank noting they would have space available once they completed their merger with First Niagara. Mr. Jones stated CEDC required 2,500 – 3,000 square feet.

Mr. Tucker stated Ms. Lane had just returned from the annual SBA conference and that Ms. Wilber was currently attending the Basic Economic Development Course in Albany.

With no further business to come before the committee and no public present, Mr. Champion called for a motion to adjourn the meeting. *A motion was made by Ms. Sterling, seconded by Mr. Lapenn to adjourn the meeting. Carried. The meeting was adjourned at 9:45am.*

Respectfully submitted by Lisa Draushuk