

COLUMBIA COUNTY CAPITAL RESOURCE CORPORATION

COLUMBIA COUNTY CAPITAL RESOURCE CORPORATION MEETING NOTICE

Please take notice that there will be a regular meeting of the Columbia County Capital Resource Corporation held on August 4, 2020 at 8:30am. This meeting will be held to consider all appropriate business brought before it. Due to public health and safety concerns related to COVID-19, the Columbia County CRC Board will not be meeting in-person. In accordance with the Governor's Executive Order 202.1, the Tuesday, August 4, 2020 Board meeting will be held at **8:30 am via conference call, (CALL IN NUMBER 1-800-245-9874 ACCESS NUMBER 3180900)** and will be recorded with a transcript provided at a later date. The public will have an opportunity to hear the meeting live and provide comments. Comments can also be provided via email before and during the meeting to mtucker@columbiaedc.com. Please check the meeting agenda posted on the CRC's website on www.columbiaedc.com for further instructions to access the virtual meeting and for updated information.

Nina Fingar Smith, Secretary
Columbia County Capital Resource Corporation
Dated July 28, 2020

CRC Governance Committee Meeting Agenda

Members:

Nina Fingar-Smith	Brian Keeler	
Bob Galluscio	Carmine Pierro	
William Gerlach	Sarah Sterling	

1. Minutes, February 4, 2020*
2. 2019 Committee Evaluation*
3. Public Comment

Attachments:

Draft February 4, 2020 minutes
2019 Committee Evaluation

* Requires Approval

COLUMBIA COUNTY CAPITAL RESOURCE CORPORATION

DRAFT

**MINUTES
COLUMBIA COUNTY
Capital Resource Corporation
Governance Committee Meeting
Tuesday, February 4, 2020
One Hudson City Centre
Suite 301
Hudson, New York**

The regular meeting of Columbia County Capital Resource Corporation Governance Committee, held at their offices located at One Hudson City Centre, Suite 301, Hudson, NY 12534 on the above date. The meeting was called to order at 9:18am by Carmine Pierro, Chairman, after a motion by Ms. Fingar-Smith which was seconded by Ms. Sterling.

Attendee Name	Title	Status	Arrived
Nina Fingar-Smith	Board Member	Present	
Robert Galluscio	Treasurer	Excused	
William Gerlach	Board Member	Present	
Brian Keeler	Board Member	Excused	
Carmine Pierro	Chairman	Present	
Sarah Sterling	Secretary	Present	
Theodore Guterman II	Counsel	Present	
F. Michael Tucker	President/CEO	Present	
Lisa Drahashuk	Administrative Supervisor	Present	
Erin McNary	Bookkeeper	Present	
Edward Stiffler	Economic Developer	Excused	
Martha Lane	Business Development Specialist	Present	
Carol Wilber	Marketing Director	Excused	

Minutes:

Ms. Sterling made a motion, seconded by Ms. Fingar-Smith to approve the minutes from the December 3, 2019 meeting. Carried.

Governance Committee Charter:

Ms. Sterling made a motion, seconded by Ms. Fingar-Smith to approve the Governance Committee Charter. Carried.

2020 CRC Compliance Calendar:

Mr. Gerlach made a motion, seconded by Ms. Fingar-Smith to recommend the 2020 Compliance Calendar to the full board. Carried.

2019 Governance Committee Discharged Duties:

Ms. Fingar-Smith made a motion, seconded by Ms. Sterling to recommend the 2019 Governance Committee Discharged Duties to the full board. Carried.

**COLUMBIA COUNTY
CAPITAL RESOURCE CORPORATION**

DRAFT

With no public comment and no further business to come before the Committee, Ms. Sterling made a motion, seconded by Ms. Fingar-Smith to adjourn the meeting. Carried. The meeting was adjourned at 9:19am.

Respectfully submitted by Lisa Drahushuk

Summary Confidential Evaluation of the CRC Governance Committee Performance

Criteria		Somewhat	Somewhat	
	Agree	Agree	Disagree	Disagree
The Committee members meet applicable independence requirements.	6			
Discusses guidelines and policies governing the processes used to address and manage risk exposure.	6			
Reports proceedings, findings and recommendations to the Board after each Committee meeting.	6			
The Committee members receive a clear agenda and sufficient materials to prepare for each meeting with sufficient time to review and prepare.	6			
The Committee members are kept up to date on Company and corporate governance issues.	6			
The Committee members have the opportunity to speak with and ask questions of any Committee advisors that attend Committee meetings.	6			
The Committee promotes the importance of compliance with Company policies and procedures.	6			
The Committee receives sufficient information from management for its decision-making.	6			
The Committee effectively oversees the Company's corporate governance practices and procedures and regularly evaluates whether any changes to the documents, policies and procedures in the Company's corporate governance framework are necessary.	6			
The Committee reviews and approves its charter and its policies and procedures, and recommends any changes to the board for approval, at least annually.	6			
The Committee conducts a self-evaluation at least annually.	6			