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Columbia Economic Development Corporation

Meeting Minutes
COLUMBIA ECONOMIC DEVELOPMENT CORPORATION
GOVERNANCE and NOMINATING COMMITTEE
Wednesday, August 18, 2021
One Hudson City Centre, Suite 301
Hudson, New York

A regularly scheduled meeting of the Columbia Economic Development Corporation Governance and Nominating Committee was held on August 18, 2021 at 8:30am for the purpose of discussing any matters that may be presented to the Committee for consideration.

The meeting was called to order at 8:30am by Sarah Sterling, Acting Chair.

Attendee Name	Title	Status	Arrived/Departed
James Calvin	Committee Member	Present	
David Fingar	Committee Member	Present	
James Lapenn	Committee Member	Present	
Kenneth Leggett	Committee Member	Present	
Sarah Sterling	Committee Member	Present	
F. Michael Tucker	President/CEO	Present	
Andy Howard	Counsel	Excused	
Lauren Cranna	Business Development Partner	Excused	
Lisa Drahushuk	Administrative Supervisor	Present	
Martha Lane	Business Development Director	Excused	
Cat Lyden	Admin/Bookkeeping Assistant	Present	
Liam Merchant	Intern	Present	

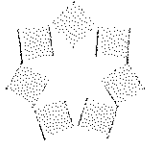
Minutes:

Mr. Fingar made a motion, seconded by Mr. Calvin to approve the minutes of May 12, 2021. Carried.

Committee Assignments New Board Members:

Mr. Tucker stated he and Ms. Otey discussed sitting down to review the CEDC general ledger, in preparation for her to be appointed to the Audit and Finance Committee. Mrs. Drahushuk stated Ms. Gay had expressed her preference for the Governance and Nominating Committee. Mr. Tucker suggested asking Mr. Molinski to join the Loan Committee. The Committee noted there were two vacancies remaining on the full board. *Mr. Fingar made a motion, seconded by Mr. Calvin to recommend the following appointments to the full CEDC Board at the August 31, 2021 meeting:*

Ms. Gay – Governance and Nominating Committee; Ms. Otey – Audit and Finance Committee; Mr. Molinski – Loan Committee. Carried.



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Draft Employee Handbook:

Mr. Tucker stated he had been working with Elena Defeo Keene on updating the employee handbook. He noted she performed similar services for Columbia County. He noted page 7 contained the CEDC specific compensation and benefits. He reviewed the revised Employee Manual with the Committee. He noted the changes are new law for the most part. Ms. Sterling requested that the policy reference the Ethics Officer. She noted the county has instituted an anti-hate policy, and asked if that could be addressed. Mr. Tucker stated he would ask our attorney how that needed to be addressed.

Mr. Lapenn asked if the Board members are current with training. Mrs. Drahushuk reported she had sent out reminders to those who required updated training. With no further discussion about the revised Employee Manual, Ms. Sterling called for a motion to recommend approval of the manual to the Full Board. *Mr. Leggett made a motion, seconded by Mr. Lapenn to recommend the document to the full CEDC board at their next meeting. Carried.*

CEDC Strategic Plan:

Mr. Tucker reviewed what had been done in the past. Mr. Fingar wanted to know the Committee's preference for starting with a clean slate or to move forward from where CEDC currently stood. He stated he felt there were things that others can lead better than CEDC. He gave the example of workforce and education. Ms. Sterling felt it was a unifying process to talk as a group about the goals, especially with the three new board members.

Mr. Tucker stated the organization was a concierge service. Mr. Fingar suggested Ms. O'Loughlin begin her phone calls to the members with an eye to get an opinion from the Board of their preferences, that may not necessarily be what we currently do. Mr. Tucker suggested that Ms. O'Loughlin call in to the Board meeting, then begin calling the committee chairs and the officers and a couple of the new members. She would then consolidate what she heard into a document for distribution to the Board.

Other Business:

Ms. Sterling noted the Committee had no Chair. She volunteered to be the Chair of the Committee. Mr. Tucker stated sales tax was up in July. He informed the Committee, Lorraine Bulson had been hired as the new Loan Processor. He stated Cathy Lyden was doing a great job and Liam Merchant was leaving at the end of the week.

Having no further business and no public comments, the committee meeting was adjourned at 9:40 a.m. on a motion by Mr. Calvin, seconded by Mr. Leggett. Carried.

Respectfully submitted by Lisa Drahushuk