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Columbia Economic Development Corporation

COLUMBIA ECONOMIC DEVELOPMENT CORPORATION NOTICE OF MEETING

Please take notice that there will be a meeting of the Columbia Economic Development Corporation Governance and Nominating Committee held on April 19, 2021 at 8:30am, Via ZOOM for the purpose of discussing any matters that may be presented to the Committee for consideration. Join Zoom meeting:

<https://zoom.us/j/94469849461?pwd=UW5jN3VqTlNlaFVYNUU0OEgrMzZlZz09>

Meeting ID: 944 6984 9461, Passcode: 977160, Dial by your location 1 646 558 8656 Meeting ID: 944 6984 9461, Passcode: 977160, Find your local number: <https://zoom.us/u/alTpB7Xyc>

Dated: April 19, 2021

Sarah Sterling, Secretary, Columbia Economic Development Corporation

CEDC Governance and Nominating Committee Agenda

Chairman:

Gary Spielmann

Members:

James Calvin

David Fingar

James Lapenn

Kenneth Leggett

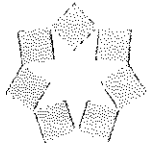
Sarah Sterling

1. Minutes, February 17, 2021*
2. Board Candidate Interviews
3. Other Business
4. Public Comment

Attachments:

Draft February 17, 2021 Minutes

* Requires Approval



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Meeting Minutes
COLUMBIA ECONOMIC DEVELOPMENT CORPORATION
GOVERNANCE and NOMINATING COMMITTEE
Wednesday, February 17, 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 February 17, 2021 at 8:30am for the purpose of discussing any matters that may be presented to the Committee for consideration. This meeting was not open to the public due to COVID-19, but they may attend and participate in the meeting via Zoom.

The meeting was called to order at 8:30am by Gary Spielmann, Chair.

Attendee Name	Title	Status	Arrived/Departed
James Calvin	Committee Member	Present via Zoom	
David Fingar	Committee Member	Present via Zoom	
James Lapenn	Committee Member	Present via Zoom	
Kenneth Leggett	Committee Member	Present via Zoom	
Gary Spielmann	Committee Chair	Present via Zoom	
Sarah Sterling	Committee Member	Present via Zoom	
F. Michael Tucker	President/CEO	Present via Zoom	
Andy Howard	Counsel	Present via Zoom	
Lauren Cranna	Business Development Partner	Present via Zoom	
Lisa Drahashuk	Administrative Supervisor	Present via Zoom	
Erin McNary	Bookkeeper	Present via Zoom	
Martha Lane	Business Development Specialist	Present via Zoom	
Cat Lyden	Admin/Bookkeeping Assistant	Present via Zoom	
Ileana Morales	Marketing Specialist	Present via Zoom	
Carol Wilber	Marketing Director	Excused	

Mr. Spielmann congratulated Ms. Wilber on her retirement, and wished her well.

Minutes:

Mr. Lapenn made a motion, seconded by Mr. Leggett to approve the minutes of January 20, 2021. Carried.

Slate of Directors – Annual Meeting:

The Committee discussed the slate and agreed to contact Mr. Bartolotta regarding his seat on the Board.



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2021 Proposed Slate of Directors

David Fingar
Derek Grout
Sarah Sterling
Ruth Adams
Gary Spielmann

Mr. Fingar made a motion, seconded by Mr. Leggett to recommend the Slate of Directors as listed above. Carried.

2021 Compliance Calendar:

Mr. Leggett made a motion, seconded by Ms. Sterling to approve the calendar as presented. Carried.

Board Candidate Recruitment and Selection Procedure:

Mr. Spielmann noted the process allows the Board to keep a pool of potential candidates available for openings as they occur. He noted he would like to add a recruitment kit available for potential candidates. Mr. Tucker stated one could be put together. He noted there was a board orientation manual available on-line. *Mr. Calvin made a motion, seconded by Ms. Sterling to approve the process.. Carried.*

Board Candidate Discussion:

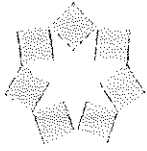
Mr. Spielmann noted there had been two candidates discussed at the last meeting. Ms. Sterling noted the need for diversity. She noted she had access to a list developed for the Police Reform Panel. She stated she will get the list to Mr. Tucker which can be disseminated to the Committee for review for future candidates. Mr. Fingar stated Mr. Mortenson had stated he would be resigning due to his busy schedule. He had recommended a candidate for the Board. Ms. Sterling suggested that people should submit their suggestions to have at least 5 candidates from which to choose. Mr. Spielmann stated all names would be gathered and reviewed.

Committee Appointments – New Board Members:

Mr. Tucker reached out to Mr. Brown and reviewed the current committee assignments. He reminded the Committee Mr. Rapport had resigned from the Audit and Finance Committee, due to his work load. He noted he had suggested the Loan Committee and the Audit and Finance Committee had openings for a member. He stated he anticipated a response soon.

Term Limit Discussion:

Mr. Howard noted the benefits of term limits noting CEDC currently had a 6 year term limit. He noted if recruitment was an issue the term limit discussion may have a benefit. Mr. Lapenn felt a more vigorous recruitment process will help to get ahead of an issue on retirements in the future.



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2020 Governance Committee Evaluation Summary:

Mr. Fingar made a motion, seconded by Mr. Lapenn to approve the 2020 Committee Evaluation Summary. Carried.

Having no further business and no public comments, the committee meeting was adjourned at 9:08 a.m. on a motion by Mr. Leggett, seconded by Ms. Sterling. Carried.

Respectfully submitted by Lisa Draushuk