

To: **EDC Board Members**
Re: **Minutes of 2019 September 17, 2019 Meeting of the Board of Directors**

Present: Matt Fuller, Esq. – Chair
Judy Calogero – Secretary
Chris Barden – Vice Chair
Jim Siplon – Director
Laura Ladu - Director
John Strough – Representative, TOQ
Mike Pratt – Director
Mitch Amado – Treasurer & Chair of Audit & Finance Committee
Alex Rotolo - Director
Dr. Kristine Duffy – Representative SUNY Adirondack – Chair of Governance

Absent: Matt Simpson – Representative, Warren County

Guests: Michael Goot, The Post-Star

Staff: Ed Bartholomew, President/CEO
John Wheatley, Vice President
Jennifer Switzer, Director of Finance/CFO
Karen Lange, Office Assistant

On September 17, 2019, the Board of Directors for the Economic Development Corporation met in the Adirondack Room on the 2nd Floor at EDC Offices located at 333 Glen Street, Suite 101 in Glens Falls, New York for its Regular Monthly Board of Directors Meeting of at 8:00 a.m. The following items of business were discussed:

I. **Welcome & Call to Order:** Chair, Matt Fuller welcomed everyone and called the meeting to order at 8:00a.m.

II. **Approval**

- Approval of Regular Monthly Meeting Minutes, July 16, 2019 and approved separately Governance Committee & Audit & Finance Meeting Minutes attached [herein](#): and [herein](#): and [herein](#):

All minutes were forwarded to the board for review and approval prior to the meeting. A motion is made by Mitch Amado, seconded by Judy Calogero and unanimously approved.

III: **Financial Update :**

Treasurer Amado began by asking the status of two large receivables related to Warren County and National Grid. Jennifer Switzer discussed that the receivable from Warren County was due to a drawdown of six months of contract payments due to the contracts not be approved until June. She disclosed \$150,000 had been received by EDC in early September. She then disclosed she was waiting for a final report for the Pathway Corridor project to submit the paperwork to National Grid. With no more questions from the Treasurer she reviewed items from the July and August Statement

of Activities, specifically noting in-kind services related to services provided by Creighton Manning for the Pathway Corridor project, legal costs related to Queensbury Business Park options and reminded the members the cash position would continue to increase once the Town of Queensbury contract was approved and she could drawdown funds for EDC's services.

A motion is made by Dr. Duffy, seconded by Jim Siplon and unanimously approved.

IV: Reports of Committees:

Audit & Finance: Nothing to Report.

Governance Committee: Dr. Duffy relayed for the board the discussions that ensued at the Governance Committee Meeting. First, Dr. Duffy spoke of the Whistleblower Policy and changes to be made to comply with the ABO. Next, Dr. Duffy reviewed for the board Hamel & Associates, an HR professional, the scope of services to update the employee handbook and recommended the Board approve the proposal. She also spoke of updating EDC's Strategic Plan with Camoin Associates-Tucker Strategies noting the committee recommends their proposal. Finally, Dr. Duffy spoke about looking for local companies who offer payroll services.

Member Judy Calogero, addressed the members of the board regarding working with staff on a process to set meetings and distribute meeting agendas and materials. She asked board members to send her their preferences on how they would like to receive meeting materials.

Ed Bartholomew requested member Alex Rotolo to talk about Finch's recent news.

Member Rotolo, discussed briefly the newly acquired French Paper and the opportunities they will bring. He then began to discuss the issues Finch experiences with electrical outages. Other board members agreed and noted similar experiences. The group also discussed working with National Grid on this problem. A discussion ensued regarding creating a separate committee for this issue with Chairman Fuller agreement.

V: President & CEO Report: EDC President & CEO Ed Bartholomew presented his power point presentation as attached [herein](#): Ed began his presentation with an analysis of the U.S. Census Bureau from 2017, the Cities with Most Women Owned Businesses. Some other items that were discussed include:

- NYS ESD Tourism Economics Report Update – Data outlining the economic impacts.
- Demolition to begin September on South Street to Prepare for “The Market”
- EDC Northway Exits Site ID Project Now Focused on Chester, Horicon
- French Paper in Michigan Joining Finch Paper Holdings as discussed by member Rotolo.
- Queensbury Business Park, Chazen Co. Proposal to Perform Site Due Diligence, Chairman Fuller requested the board receive a copy of this report.
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- EDC Pursuing Apprenticeship Program Funding for the Region. Dr. Duffy requested EDC work with the college and outlined their program for the board.
- EDC Participating Panelist for SUNY/Erie Canal Bicentennial Forum on Workforce Development on October 30th at SUNY Adirondack in Queensbury
- EDC 7th Annual Southern ADK Planning & Zoning Forum at Fort William Henry in Lake George set for November 20, 2019

VI: **Approval of Resolutions:**

- Approval of Camoin Associates – Tucker Strategies to undertake an update to the EDC’s Strategic Plan as outlined in the attached proposal.

Chair Fuller requested that a board member be present during review with staff of operations, what is and what is not working.

A motion is made by Judy Calogero, seconded by Dr. Kris Duffy and unanimously approved.

- Retain the Planning & Engineering firm of Chazen & Company to undertake a review of the maximum buildable development at Queensbury Business Park pursuant to the attached proposal.

Members discussed the use of this information for marketing, next steps that may include new lot boundaries and shovel readiness.

A motion is made by Chris Barden, seconded by John Strough and unanimously carried.

- Retain the firm of Hamel Resources, LLC for purposes of updating EDC’s personnel handbook pursuant to the attached proposal, and to retain the law firm of Whiteman, Osterman & Hanna for purposes of reviewing the Employee Handbook not to exceed \$1500.00

A motion is made by Alex Rotolo, seconded by Mike Pratt and unanimously carried.

A short discussion by board members to consider using alternatives, like Cloud in the future.

- Approval of Adirondack Technology for undertaking upgrades to EDC’s server and related hardware components as outlined in the attached proposal.

A motion is made by Mitch Amado, seconded by Dr. Duffy and unanimously carried.

- Approval to Revise EDC Whistleblower Policy (see attached)

A motion is made by Judy Calogero, seconded by Alex Rotolo and unanimously carried.

VII: **Other Business.** No other business was discussed.

VIII: **Next Meeting:** : Tuesday, October 15, 2019 – 8:00 a.m.- EDC Regular Monthly Meeting of the Board of Directors in the Adirondack Room on the 2nd Floor at EDC’s offices located at 333 Glen Street, Suite 101, Glens Falls, NY unless otherwise notified.

IX: **Executive Session:** No Action Taken.

X: **Adjournment:** Upon no further business to come before the board, a motion is made by Mike Pratt, seconded by Jim Siplon, and carried unanimously to adjourn the meeting at 9:10 a.m.