



EDC Warren County Governance Committee Meeting

Agenda

Friday, January 11, 2019 – 8:00 a.m.

SUNY Adirondack- President's office, 640 Bay Road, Queensbury, New York

Committee Members: Chris Barden, Matt Fuller, Dr. Kristine Duffy, Alex Rotolo

- A. Call to Order: Chair Dr. Kristine Duffy**
- 1. Review of Current Board Membership**
 - 2. Discussion of Any Remaining Succession Needs**
 - 3. Discussion of PAAA Board Compliance**
 - 4. New Business**
 - 5. Adjourn**

EDC BOARD OF DIRECTORS

BOARD SEAT NUMBER 3

4/30/2022	Michael Pratt	DIRECTOR	5/1/2018	4/30/2022	4 year term
4/30/2018	Jeff Byrne	Completed term		4/30/2018	
		Governance Member	3/21/2017	Annual	
		Governance Member	12/15/2015	Annual	
		Secretary	1/1/2016	12/31/2017	2 year term; 1 year remaining per Jeff
		Governance Chair	5/19/2015	Annual	
		Secretary	5/19/2015	5/19/2017	
		Governance Chair	3/18/2015	Annual	
		Governance Chair	1/1/2014	12/31/2015	
		Secretary	1/1/2013	12/31/2014	
		DIRECTOR			
		Director	7/8/2009	6/1/2017	RECOMMENDED 4/30/18
		Director	4/1/2006	7/8/2012*	Expired
				4/1/2009	

BOARD SEAT NUMBER 4

4/30/2020	Mitch Arnado	Audit & Finance Chair	3/20/2018	Annual	
		Audit & Finance Chair	3/21/2017	Annual	
		Audit & Finance Chair	12/15/2015	Annual	
		TREASURER			
		Audit & Finance Member	1/1/2016	12/31/2017	2 yrs or until successor unless board term expires
		DIRECTOR	5/19/2015	5/19/2016	
			5/8/2015	5/8/2018	3 year term

BOARD SEAT NUMBER 5

4/30/2021	Alex Rotolo	DIRECTOR	5/1/2018	4/30/2021	3 years to complete board term seat
		Governance Member	9/18/2018		
	Derek Basile	RESIGNED			
		Director	2/8/2018		Res. accepted 3/20/18 Annual Meeting
			5/1/2017	4/30/2021	4 year term

EDC BOARD OF DIRECTORS

	Chuck Barton	Ex Officio	1/1/2016	12/31/2016	
		Chairman	5/19/2015	5/19/2017	
		Chairman	3/18/2014		
		Chairman	1/1/2014	12/31/2014	
		Chairman	1/1/2013	12/31/2014	
		Treasurer	1/1/2011	12/31/2012	
		DIRECTOR			
		Director	3/10/2010	3/10/2013	
BOARD SEAT NUMBER 6					
4/30/2019	Dr. Kris Durfy	Governance Chair	3/20/2018	Annual	
		Governance Member	3/21/2017	Annual	
		Governance Member	12/15/2015	Annual	
		Governance Member	5/19/2015	4/30/2019	
		DIRECTOR	5/8/2015	5/8/2018	3 year term
BOARD SEAT NUMBER 7					
4/30/2019	Matt Fuller	SECRETARY	3/20/2018	3/19/2020	2 yrs. or until successor unless Board terms expires
		Governance Member	3/20/2018	Annual	
		Governance Chair	3/21/2017	Annual	
		Governance Chair	12/15/2015	Annual	
		Governance Member	5/19/2015	5/19/2016	
		DIRECTOR	5/8/2015	5/8/2018	3 year term- Recommend 2
		Per 9/18/18 Board Resolution - will serve as Chair as of 5/1/2019			
BOARD SEAT NUMBER 8					
4/30/2020	Jim Slipion	Audit & Finance Member	3/20/2018	Annual	
		Audit & Finance Member	3/21/2017	Annual	
		Audit & Finance Member	12/15/2015	Annual	
		DIRECTOR	1/1/2016	12/31/2018	3 year term

EDC BOARD OF DIRECTORS

CITY OF GLENS FALLS BOARD POSITION- MAYOR DESIGNEE					
ANNUAL	Judy Calogero	Audit & Finance Member	3/20/2018	Annual	
		Audit & Finance Member	3/21/2017	Annual	
		Audit & Finance Member	12/15/2015	Annual	
		Audit & Finance Member	6/16/2015	Annual	
		DIRECTOR - Glens Falls Represer	5/8/2015 - By Virtue of Position - By-Law Approval		
		Audit & Finance Member	3/18/2015	Annual	
		Director - Glens Falls Representativ	1/1/2014	12/31/2014	
TOWN OF QUEENSBURY- SUPERVISOR					
ANNUAL	John Strough	DIRECTOR- Queensbury Represer	5/8/2015 - By Virtue of Postion - By-Law Approval		
		Director - Queensbury Representat	1/1/2014	12/31/2014	
WARREN COUNTY BOARD OF SUPERVISORS- DESIGNEE					
ANNUAL	Matthew Simpson	DIRECTOR - Warren County Representative as of 3/19/18			
ANNUAL	Harold (Bud) Taylor	RESIGNED - 2/27/18 @ Board Meeting			
		Director - Warren County Represer	5/8/2015 - By Virtue of Position - By-Law Approval		
		Director - Warren County Represer	1/1/2014	12/31/2014	

Confidential Evaluation of Board Performance

Criteria	Agree	Somewhat Agree	Somewhat Disagree	Disagree
Board members have a shared understanding of the mission and purpose of the Authority.				
The policies, practices and decisions of the Board are always consistent with this mission.				
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.				
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.				
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.				
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.				
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.				
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.				
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.				
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.				
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.				
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.				
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.				
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.				
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.				
Board members demonstrate leadership and vision and work respectfully with each other.				

Date Completed: _____