



Governance Committee Minutes of October 15, 2024 Meeting

Present: Sue Corney – Chair of Committee
Melanie Weber – Member
Mike McLarty – Member
Dr. Kris Duffy – Member

Staff: Jim Siplon – President, EDC
Tricia Hartle – Economic Development Coordinator

On October 15, 2024 the Governance Committee of the Economic Development Corporation was held in person at EDC's office at 11 South Street in Glens Falls. The following items were discussed.

- I. *Welcome & Call to Order:*** Committee Chair Sue Corney welcomed committee members and staff and called the meeting to order at 8:59 a.m.

- II. *Old/New Business:***
 - a. Minutes:** Draft of September 12, 2024 meeting – motion to approve by Dr. Kris Duffy; seconded by Mike McLarty. No discussion; unanimous; motion carries.

 - b. EDC Annual Luncheon Review:** Tricia Hartle reported on 186 attendees and indicated positive feedback was received. President Siplon indicated he received several verbal responses to the luncheon and that we sent out a survey and will report on results of that at the full board meeting.

 - c. Board Member discussion:** Dr. Duffy indicated she will reach out Glens Falls National Bank as well as another business leader to ascertain commitment to sit on EDC Board of Directors.

 - d. EDC 2024 Membership Campaign:** Tricia Hartle indicated that preparations are underway to send out renewal memberships, to include invoices, and by the end of the month, to new members. Melanie Weber indicated she will share the listing from the July event to add to new membership listing

 - e. Review of EDC Bylaws:** at the last Governance Committee Meeting, Dr. Duffy suggested the Governance Committee review the current bylaws regarding the Governance Committee's responsibilities. The Bylaws were distributed prior to the meeting for

review by members. Dr. Duffy suggested the creation of an executive committee to take on topics such as personnel, strategic planning/follow up, staff evaluations. Mike McLarty indicated his view of the Governance Committee to include recruitment and policies. Perhaps the Governance Committee could not convene quarterly rather than monthly and/or as needed for special occurrences. Protocol to be made at November Strategic Planning Session.

- f. Review of Policies:** The Governance Committee deferred to the EDC Audit & Finance Committee for review of Policies 17-21, named attached, for their review. A&F reviewed at their October 8, 2024 committee meeting. Tricia Hartle informed the Committee that she had reached out to Integra HR, the EDC HR contracted entity, to request an updated Sexual Harassment Prevention Policy be mirrored as it is described in the EDC Handbook, updated September 2023. Integra HR will provide draft at November Committee meeting.

Policy #23, FOIL Policy, was distributed for review to be discussed at the November Committee Meeting.

- III. *Executive Session:*** *motion made by Melanie Weber to convene to Executive Session for purposes of personnel discussion; seconded by Dr. Kris Duffy at 9:34 a.m.*

Executive Session ended at 9:53 a.m. – *motion made by Mike McLarty; seconded by Melanie Weber.*

No decisions made.

IV. *Adjournment:*

With no further business to come before the Governance Committee, a motion was made by Dr. Duffy to adjourn; seconded by Melanie Weber and carried unanimously to adjourn the meeting 9:55 a.m.

Policy #17 – Debit Card Policy

Policy #19 - Fraud Prevention Policy and Protocols

Policy #20 – Bank Reconciliation Policy

Policy #21 – Cash Disbursement Policy

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