



Minutes of
Special Governance Committee Meeting
April 30, 2024

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

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

On April 30, 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 8:00 a.m.

a. Board Composition: Discussion regarding receipt of formal resignation of Chair Mitch Amado. Extensive discussion regarding options for vacant Seat Number 4, including a replacement representing manufacturing, energy/hydropower, tourism, healthcare, and the banking community. Chair Corney indicated that the Vice President Human Resources of the Albany Med Health System, Glens Falls Hospital, Jim Marco, is ready and willing to serve on the EDC Board. Committee Members agreed to advance the recommendation of Jim Marco to the EDC Board at the May 15, 2024 meeting to appoint via resolution.

A discussion ensued regarding the need to increase the number of seats to the EDC Board for better representation as indicated above. The current bylaws, amended and restated in March of 2022, will require revision to increase the number of seats from eleven (11) to thirteen (13) by resolution. Tricia Hartle reached out to EDC Counsel Robert Ryan and he concurred, indicating the bylaws would need the approval of the members and directors. He also indicated that after reviewing the Certificate of Incorporation he did not see any mention on the number of directors.

b. Interim Chair of EDC Board: After discussion with all committee members, Dr. Kris Duffy has agreed to served as *interim Chair* until the end of the year. The Governance

Committee recommends the advancement to the EDC Board at the May 15, 2024 meeting via resolution to appoint Dr. Duffy as interim chair.

- D. *Adjournment:*** With no further business to come before the Governance Committee, a motion was made by Sue Corney seconded by Dr. Kris Duffy and carried unanimously to adjourn the meeting at 8:48 a.m.