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Columbia Economic Development Corporation

Meeting Minutes
COLUMBIA ECONOMIC DEVELOPMENT CORPORATION
GOVERNANCE and NOMINATING COMMITTEE
Tuesday, August 15, 2023
One Hudson City Centre, Suite 301
Hudson, New York

A regular meeting of the Columbia Economic Development Corporation Governance and Nominating Committee was held on August 15, 2023 at 8:30am for the purpose of hearing any matters that may be presented to the Committee for consideration.

The meeting was called to order at 8:30am by Sarah Sterling, Chair.

Attendee Name	Title	Status	Arrived/Departed
James Calvin	Committee Member	Absent	
David Fingar	Committee Member	Present in person	
Tarah Gay	Committee Member	Present in person	
Sarah Sterling	Committee Member	Present in person	
F. Michael Tucker	President/CEO	Present in person	
Andy Howard	Counsel	Present in person	
Jessica Gabriel	Senior Economic Developer	Absent	
Chris Brown	Housing Development Coordinator	Present in person	
Martha Lane	Administrative Supervisor	Present in person	
Stephen VanDenburgh	Business Development Specialist	Present in person	
Lisa Drahushuk	Administrative Supervisor	Present in person	
Cathy Lyden	Bookkeeper	Present in person	
Riley Werner	Administrative Assistant	Present in person	

Minutes May 9, 2023:

Mr. Fingar made a motion, seconded by Ms. Gay to approve the draft minutes from May 9, 2023 as presented. Carried.

Board Openings:

Ms. Sterling stated there a potential of three vacancies. She noted the three had not consistently been attending board or committee meetings. She stated she had sent emails but had heard nothing yet from them. Ms. Sterling stated she had met with one member who expressed the intention to resign, but to date no letter or email had been received. Mr. Howard stated the Board could move to remove them, but felt it preferable to have written resignations from the individuals. Mr. Tucker stated the by-laws would be reviewed and conversations would be had to finalize the issue. Mr. Tucker stated he would follow up with two to finalize the issue. He asked to go into Executive Session under Article 7 §105 f. to discuss the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a



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particular person or corporation. *Mr. Fingar made a motion, seconded by Ms. Gay to enter Executive Session as above outlined. Carried.* Executive Session was entered into at 8:41am.

Executive Session was exited at 9:17am upon a motion made by Mr. Fingar and seconded by Ms. Gay. Ms. Sterling stated the search would continue for potential Board members.

Draft 2024 Board and Committee Meeting Calendar:

Mr. Tucker asked the members to review and get comments back to Mrs. Drahushuk to incorporate into the document prior to the Full Board. *Mr. Fingar made a motion, seconded by Ms. Gay to refer the document to the full board. Carried.*

Mr. Tucker stated the Board of Supervisors had approved entering into an assignment agreement with CEDC for the 11 Warren Street property. He stated the topic would be on the CEDC full board agenda at the end of the month. He anticipated closing within 30 days once the Board of Supervisors approves the purchase.

Board and Committee Attendance 2023:

Mr. Tucker stated he would contact the members individually and made aware of the issue. Ms. Sterling stated she has been informing any potential members of the need for attendance and the membership requirement.

Having no further business and no public comments, the committee meeting was adjourned at 9:26 a.m. on a motion by Ms. Gay, seconded by Mr. Fingar. Carried.

Respectfully submitted by Lisa Drahushuk