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Columbia Economic Development Corporation

Meeting Minutes
COLUMBIA ECONOMIC DEVELOPMENT CORPORATION
GOVERNANCE and NOMINATING COMMITTEE
Monday March 18, 2024
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 Monday, March 18 at 9:30am for the purpose of hearing any matters that may be presented to the Committee for consideration.

The meeting was called to order at 9:30am by Sarah Sterling, Chair.

Attendee Name	Title	Status	Arrived/Departed
James Calvin	Committee Member	Present in person	
Rick Cummings	Committee Member	Absent	
David Fingar	Committee Member	Present in person	
Tarah Gay	Committee Member	Present in person	
Kenneth Leggett	Committee Member	Absent	
Rachel Levine	Committee member	Present in person	
Sarah Sterling	Committee Member	Present in person	
Michael Molinski	Board Member	Present in person	
F. Michael Tucker	President/CEO	Present in person	
Andy Howard	Counsel	Present in person	
Chris Brown	Housing Development Coordinator	Absent	
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	Absent	
Riley Werner	Administrative Assistant	Present in person	

Potential Board Members:

Ms. Sterling introduced the two board candidates, Jennifer Ose – MacDonald and Christian Lopez. She asked Ms. Ose-MacDonald to give her background to the Committee. Ms. Ose MacDonald reviewed her work background and business in Kinderhook.

Ms. Sterling introduced the next candidate, Christian Lopez. Mr. Lopez reviewed his background and his business in Claverack.

Mr. Tucker gave an overview of the services CEDC provides and assistance they provide. Mr. Calvin made a motion, seconded by Mr. Fingar to enter Executive Session under **§105. Conduct of executive sessions.**



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1. Upon a majority vote of its total membership, taken in an open meeting pursuant to a motion identifying the general area or areas of the subject or subjects to be considered, a public body may conduct an executive session for the below enumerated purposes only, provided, however, that no action by formal vote shall be taken to appropriate public moneys :f. 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 particular person or corporation. Executive Session was entered into at 10:00am. Executive Session was exited at 10:33am on a motion made by Ms. Gay, seconded by Mr. Fingar, and approved by all present.

Ms. Sterling called for a motion to recommend Mr. Lopez to the full Board for approval as Board member. *Ms. Gay made a motion, seconded by Mr. Fingar to recommend Mr. Lopez to the full board for approval as a board member for the next opening. Carried.*

Minutes:

Mr. Calvin made a motion, seconded by Mr. Fingar to approve the February 27, 2024 minutes as presented. Carried.

Annual Meeting:

Mr. Tucker stated the contract had been finalized for The Falls, with Chef Danyell as the caterer. He noted sponsorship letters were going out today, and a speaker will be confirmed. He noted the draft revised By-Laws would be presented to the full Board for their final review, prior to be presented to the membership for their approval. He noted changes consisted of: a new ex-officio Board member position to be filled by the Columbia –Greene Workforce New York Director; the Audit & Finance Committee would be separated into two separate committees and the Board Chair would be selected at the November meeting. *Mr. Calvin made a motion, seconded by Ms. Gay to recommend the Amended by-Laws to be presented to the Full Board for approval. Carried.*

Mr. Howard reviewed the changes to the Audit Committee, Finance Committee and the Governance Committee Charters. *Mr. Calvin made a motion, seconded by Ms. Gay to recommend the revised charters as discussed to the Full Board. Carried.*

Having no further business and no public comments, the committee meeting was adjourned at 10:42 a.m. on a motion by Mr. Calvin, seconded by Mr. Fingar. Carried.

Respectfully submitted by Lisa Draushuk