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Columbia Economic Development Corporation

COLUMBIA ECONOMIC DEVELOPMENT CORPORATION NOTICE OF PUBLIC MEETING

Please take notice that there will be a regular meeting of the Columbia Economic Development Corporation's Governance & Nominating Committee to be held in person on March 18, 2024 at 9:30am, at One Hudson City Centre, Suite 301, Hudson, NY 12534 in accordance with Public Officers Law Section 103-a. This meeting is open to the public, who will have the opportunity to attend the meeting in person at the One Hudson City Centre address or via Zoom and provide live comments. Comments can also be provided via email before and during the meeting to mtucker@columbiaedc.com. Meeting packets are posted and available on CEDC's website:

<https://columbiaedc.com>. Join Zoom Meeting

<https://us06web.zoom.us/j/84908351563?pwd=L0Wwf9xbrQ5nQut9ZhabL58N64q9ft.1>

Meeting ID: 849 0835 1563, Passcode: 381116 Dial by your location: 1 646 558 8656

Find your local number: <https://us06web.zoom.us/u/kdlJNHOGMy>

Dated: March 11, 2024

Michael Molinski, Secretary Columbia Economic Development Corporation

CEDC Governance and Nomination Committee Agenda

Chairman:

Sarah Sterling

Members:

James Calvin

David Fingar

Kenneth Leggett

Rick Cummings

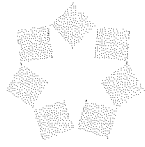
Tarah Gay

Rachel Levine

1. Board Openings
 - a. Candidate Interviews
2. Minutes, February 27, 2024*
3. Annual Meeting Planning
 - a. By-Law Review*
 - i. Revised By-Laws*
 - ii. New Audit Committee Charter*
 - iii. New Finance Committee Charter*
 - iv. Revised Governance Committee Charter*
 - b. Venue
 - c. Keynote Speaker
4. Staffing Update
5. Other Business
6. Public Comment

Attachments:

Draft February 27, 2024 Minutes



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Meeting Minutes - DRAFT
COLUMBIA ECONOMIC DEVELOPMENT CORPORATION
GOVERNANCE and NOMINATING COMMITTEE
Tuesday, February 27, 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 February 27, 2024 at 9:44am for the purpose of hearing any matters that may be presented to the Committee for consideration.

The meeting was called to order at 9:44am by Sarah Sterling, Chair.

Attendee Name	Title	Status	Arrived/Departed
James Calvin	Committee Member	Present in person	
Rick Cummings	Committee Member	Present in person	
David Fingar	Committee Member	Present in person	
Tarah Gay	Committee Member	Present in person	
Kenneth Leggett	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	
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	Absent	

Minutes:

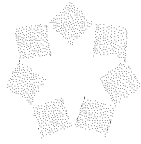
Mr. Calvin made a motion, seconded by Mr. Leggett to approve the January 16, 2024 minutes as presented. Carried.

Potential Board Members:

Ms. Sterling stated she had met with Jennifer Ose – Macdonald. She stated if the Committee agreed she would be asked to attend the next Governance and Nominating Committee meeting in March.

Mr. Cummings made a motion, seconded by Mr. Leggett to interview Ms. Ose-Macdonald at the next Governance and Nominating Committee meeting. Carried.

Ms. Sterling stated the next candidate, Christian Lopez, had met with her and Mr. Molinski, and had given them his resume. *Mr. Fingar made a motion, seconded by Mr. Leggett to interview Mr. Lopez at the next Governance & Nominating Committee meeting. Carried.*



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Ms. Sterling recommended sending Mr. Grout a letter thanking him for his service. She stated that would make four vacancies moving forward and 2 candidates to vote on in March. She suggested asking the board for additional referrals. She asked if there was a policy of sending thank you letters to exiting board members. Mr. Tucker stated a letter would be drafted for Mr. Calvin's signature.

Annual Meeting Planning

By-Law Review:

Ms. Sterling stated they were working on the current charter with slight changes needed. She stated they were working on inserting the protocol for presenting potential members into the Governance committee charter and the by-laws. She stated currently several committees chose their chair. She suggested an option of the Board Chair selecting the Committee Chairs as opposed to having the Committees elect their own chairs.

Annual Meeting:

Mr. Tucker stated the Audit and Finance Committee would be separated into individual committees. He felt the Executive Committee members should be used as the Audit Committee. He stated an additional ex-officio board member (Workforce Board Director of Columbia and Greene Counties) would be added to the board. The other change would be the removal of the Workforce & Education Committee from the by-laws. This would be voted on at the March Board meeting, in order to present to the Membership at the April meeting.

He stated he was reviewing the Falls proposal for the Annual Meeting event and would have a decision by Monday.

Other Business

Committee Appointments:

Ms. Sterling noted that the Audit and Finance Committee needed additional members. She suggested adding Richard Nesbitt and Rachel Puckett to the Audit & Finance Committee and Rachel Levine to Governance and Nominating Committee. *Mr. Calvin made a motion, seconded by Mr. Cummings to recommend Mr. Nesbitt and Rachel Puckett to the Audit & Finance Committee and Rachel Levine to the Governance Committee. Carried.*

Having no further business and no public comments, the committee meeting was adjourned at 10:05 a.m. on a motion by Mr. Cummings, seconded by Mr. Leggett. Carried.

Respectfully submitted by Lisa Draushuk