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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 May 13, 2025 at 8:30am, 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/83371667818?pwd=QchC6jmO6V6D7D2pWHytymb6S5QJbH.1>

Meeting ID: 833 7166 7818, Passcode: 968886, Dial by your location: 1 646 558 8656

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

Dated: May 6, 2025

Justin Goldman, Secretary Columbia Economic Development Corporation

CEDC Governance and Nomination Committee

Agenda

Chairman:

Rachel Levine

Members:

James Calvin

Tarah Gay

Kenneth Leggett

Rick Cummings

Christine Hinz

1. Consent Agenda*
 - a. Minutes, February 11, 2025
2. Board Candidates
3. By-Law Review
4. Staffing Update
5. Other Business
6. Public Comment

Attachments:

Draft February 11, 2025 Minutes



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Meeting Minutes - Draft
COLUMBIA ECONOMIC DEVELOPMENT CORPORATION
GOVERNANCE and NOMINATING COMMITTEE
February 11, 2025
One Hudson City Centre, Suite 301
Hudson, New York

A meeting of the Columbia Economic Development Corporation Governance and Nominating Committee was held on Tuesday, February 11, 2025 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 8:31am by Rachel Levine, Chair.

Attendee Name	Title	Status	Arrived/Departed
James Calvin	Committee Member	Present in person	
Rick Cummings	Committee Member	Present in person	
Tarah Gay	Committee Member	Present in person	
Christine Hinz	Committee Member	Present in person	
Kenneth Leggett	Committee Member	Absent	
Rachel Levine	Committee Chair	Present in person	
Gary Graziano	Board Candidate	Present in person	Departed 8:40am
F. Michael Tucker	President/CEO	Present in person	
Andy Howard	Counsel	Present in person	
Chris Brown	Housing Development Coordinator	Present in person	
Martha Lane	Vice President Business Development	Present in person	
Stephen VanDenburgh	Business Development Specialist	Present in person	
Alondra Isidro	Project Manager	Present in person	
Lisa Drahushuk	Administrative Supervisor	Present in person	
Cathy Lyden	Bookkeeper	Present in person	
Riley Werner	Administrative Assistant	Present in person	

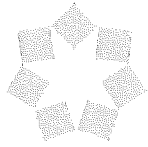
Consent Agenda:

Minutes January 8, 2025

Mr. Calvin made a motion, seconded by Mr. Cummings to approve the January 8, 2025 minutes as presented. Carried.

Committee Appointments:

Ms. Levine stated Mr. Johnston had recommended Gary Graziano as a candidate for one of the open Board seats. Mr. Graziano joined the meeting and gave an overview of his background, noting he had worked for a number of local businesses over the years in a Human Resource capacity. He noted he was currently a principal in the Hudson Valley Resource Group as well as Hudson Investigative and Security Services.



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Ms. Levine asked if there were any questions for Mr. Graziano. Mr. Calvin asked what his business experience taught him or any observations about the economy of Columbia County. Mr. Graziano stated the difficulties in finding and retaining employees has increased dramatically. Mr. Cummings noted Mr. Graziano's background would be helpful to CEDC in addressing the issue. Mr. Tucker gave a brief overview of CEDC's challenges. The Committee thanked Mr. Graziano for attending. *Mr. Calvin made a motion, seconded by Mr. Cummings to recommend Mr. Graziano's election to the Full Board. Carried.*

Committee Appointments:

Mr. Tucker stated everyone would stay on their current committees as they were in January. He stated the by-laws provide there be at least 5 committee members on each committee. He stated the Board can appoint independent members to serve as alternate members of any standing committee or special committee. The independent members can serve as a voting member of the committee where there is an absence, or where otherwise necessary to satisfy a quorum. He stated the alternate members would need to be formally designated. Mr. Tucker suggested that one or two Board members can be appointed as alternates, allowing them to make a quorum in any of the committees if an appointed Committee member was unable to attend, allowing the meetings to go forward. Mr. Tucker stated he and Mr. Calvin would be able to reach out to the Committee members to ensure a quorum. Ms. Levine stated two alternates could be appointed to act if a quorum was not able to be obtained with the regular board members. Ms. Levine summarized that two alternates would be elected by the Board after the bylaws had been revised and approved at the April Members meeting.

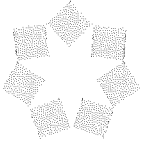
By-Law Review:

Mr. Tucker reviewed the By-Laws pointing out several areas that could be clarified. He stated one portion of the by-laws stated Directors shall serve no more than 6 consecutive years. If a board member has been on the board for 2 three year terms and they are an officer, the position has been taken that they can continue on as an officer. Ms. Levine stated it allowed continuity. He reviewed the Treasurer's responsibilities and the attendance at meetings, he has asked Mr. Howard to adjust the wording so the CEO/President isn't overseen by the Treasurer. He noted that some agencies develop formal resolutions for every action taken. He stated CEDC included the actions in the minutes of the meeting, but not a formal resolution. He suggested that the current practice be continued. Mr. Tucker reviewed the website changes to allow for ease of use. Mr. Tucker pointed out a minor correction on the bottom of page 9. Ms. Levine stated she is able to reach out to any of the Board members who have not been consistently attending meetings. The attendance list will be sent to Ms. Levine for her follow up.

Venue:

Mr. Tucker stated he and Mr. Calvin had met with Ben Fain the owner of The Caboose to discuss the possibility of holding the CEDC annual meeting at that location. Mr. Fain stated he would meet with his staff and then determine if it could be done. Mr. Tucker stated he would keep the Committee informed.

The Committee discussed speakers and themes. Ms. Levine is attempting to contact a potential speaker and would keep the Committee apprised.



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Other Business:

Ms. Lane stated she had received a letter stating CEDC would be receiving \$300,000 in SBA funding. Mr. Tucker gave a brief overview of the City of Hudson IDA projects as well as the County IDA potential projects.

Having no further business and no public comments, the committee meeting was adjourned at 9:27 a.m. on a motion by Mr. Calvin, seconded by Ms. Gay. Carried.

Respectfully submitted by Lisa Drahushuk