

**GLENS FALLS CIVIC DEVELOPMENT CORPORATION
MEETING MINUTES**

The regular meeting of the Glens Falls Civic Development Corporation was held on Thursday, January 12, 2017 in the Mayor's Conference Room, 42 Ridge Street, Glens Falls, New York 12801.

Members Present: Judith Calogero, Chairman; Todd Feigenbaum; Dan Hall; Lois Robinson; Mary Gooden; Roy Thomas

Members Absent: John Diamond, Mayor

Also Present: Edward Bartholomew, COO; Jackie Squadere, Economic Development; Attorney Kara Lais; Maury Thompson, The Post Star

Judith Calogero opened the meeting and determined there was a quorum present.

Ms. Calogero stated that the first item on the agenda is to approve the regular meeting minutes from the November 10, 2016 meeting, as presented.

RESOLUTION NO. 1-2017:

On the motion of Lois Robinson, seconded by Mary Gooden and, all voting affirmatively, the regular meeting minutes of the November 10, 2016 meeting were approved.

Ms. Calogero indicated that the next item on the agenda is an update on current projects. CEO Bartholomew stated that there is nothing new to report, but there may be a possible project in 2017.

The next item on the agenda is the consideration of the payment of bills. The following bills were presented at the meeting for payment:

- i. FitzGerald Morris Baker Firth PC - \$176.00
- ii. McCarthy & Conlon - \$100.00

RESOLUTION NO. 2-2017:

On the motion of Lois Robinson, seconded by Mary Gooden and, all voting affirmatively, the payment of the above bills were approved.

Ms. Calogero noted that due to the quarterly meeting schedule it will be in the CDC's best interests to authorize the CEO to pay invoices of the CDC not exceeding \$500.00 each when the invoices become due and the CDC shall ratify and approve of payment at the next quarterly payment by warrant.

RESOLUTION NO. 3-2017:

On the motion of Lois Robinson, seconded by Roy Thomas and, all voting affirmatively, it was approved that the CEO shall have the authority to pay invoices of the CDC not exceeding \$500.00 each when the invoices become due and the CDC shall ratify and approve of payment at the next quarterly payment by warrant.

Ms. Calogero stated that the next item on the agenda was to consider a bylaw amendments.

RESOLUTION NO. 4-2017:

On the motion of Mary Gooden, seconded by Lois Robinson and, all voting affirmatively, the following resolution was approved:

RESOLUTION TO AMEND CERTAIN PROVISIONS OF THE BYLAWS OF THE GLENS FALLS CIVIC DEVELOPMENT CORPORATION

WHEREAS, the Glens Falls Civic Development Corporation (the "GFCDC") has reviewed its Bylaws, as adopted on April 14, 2011, and has determined that certain revisions are required to comply with applicable New York State laws and State agency opinions; and

WHEREAS, the GFCDC has determined that it is in the best interests of the GFCDC to amend its Bylaws accordingly.

NOW, THEREFORE, BE IT RESOLVED:

1. That the GFCDC hereby amends its Bylaws as follows:

a. Article III, Section 6 currently reads: Action by Board. Except as otherwise provided by law or in these By-Laws, the act of the Board means action taken at a meeting of the Board by vote of a majority of the Directors present at the time of the vote, if a quorum is present at such time.

Article III, Section 6 shall be amended in its entirety to read as follows:

Action by Board. Except as otherwise provided by law or in these By-Laws, the act of the Board means action taken at a meeting of the Board by vote of a majority of the entire Board of Directors, if a quorum is present at such time.

b. Article IV, Section 6 currently reads: Action by Consent Without Meeting. Any action required or permitted to be taken at any meeting of the Board of Directors or of any committees thereof may be taken without a meeting if all members of the Board or committee, as the case may be, consent thereto in writing, and the writing or writings are filed with the minutes or proceedings of the Board or committee.

Article IV, Section 6 shall be deleted in its entirety.

2. That pursuant to Article XI, Section 1 of the Bylaws, this resolution shall take effect upon the consent of the Common Council of the City of Glens Falls.

The next item to address was to set quarterly meeting dates for 2017.

RESOLUTION NO. 5-2017:

On the motion of Judy Calogero, seconded by Lois Robinson and, all voting affirmatively, the following meeting dates, time and locations were approved:

March 9, 2017	7:30am at City Hall, 2 nd Floor, Mayor's Conference Room- Special Meeting for review of audit for PARIS reporting.
April 13, 2017	7:30am at City Hall, 2 nd Floor, Mayor's Conference Room
July 13, 2017	7:30am at City Hall, 2 nd Floor, Mayor's Conference Room
October 12, 2017	7:30am at City Hall, 2 nd Floor, Mayor's Conference Room

Ms. Calogero stated that the next meeting of the Civic Development Corporation will be held on March 9, 2017 at 7:30 am in the Mayor's Conference Room as a special meeting to review the audit for PARIS reporting.

There being no further business.

RESOLUTION NO. 6-2017:

On the motion of Lois Robinson, seconded by Todd Feigenbaum, all voting affirmatively, it was

Resolved that the Glens Falls Civic Development Corporation hereby adjourns the January 12, 2017 regular meeting.