

**CITY OF GLENS FALLS INDUSTRIAL DEVELOPMENT AGENCY
ANNUAL MEETING MINUTES**

The annual meeting of the City of Glens Falls Industrial Development Agency was held on Thursday, March 14, 2019 in the Mayor's Conference Room, 42 Ridge Street, Glens Falls, New York 12801.

Members Present: Daniel Hall; Judith Calogero; John Cordes; Jane Reid; Mary Gooden; Lois Robinson

Members Absent: Todd Feigenbaum

Also Present: Edward Bartholomew, COO; Kara I. Lais, Esq. (FMBF); Michael Goot, 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 the election of officers. The following slate of officers was recommended:

Chairman:	Judy Calogero
Vice Chairman:	Lois Robinson
Treasurer:	Lois Robinson
Assistant Treasurer:	Dan Hall
Secretary:	Todd Feigenbaum
COO:	Edward Bartholomew
Temporary CFO:	Michael McCarthy
Compliance Officer:	Edward Bartholomew

RESOLUTION NO. A1-2019:

On the motion of Lois Robinson, seconded by Mary Gooden and, all voting affirmatively, the above slate of officers was approved.

Ms. Calogero indicated that the next item on the agenda is to consider the appointment of committee members for the IDA. The following committee members were recommended:

Nominating:	Dan Hall (Chair); Lois Robinson; Jane Reid; Mary Gooden
Audit:	Judy Calogero (Chair); Dan Hall; Lois Robinson; Michael McCarthy;
Governance:	Todd Feigenbaum (Chair); Judy Calogero; Jane Reid; John Cordes

RESOLUTION NO. A2-2019:

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

Ms. Calogero indicated that the next item on the agenda is to consider the recommendation of the Governance Committee with respect to the adoption of the policies and procedures for the IDA. The following policies and procedures were reviewed by the Committee and recommended, with no changes for 2019, for adoption by the Governance Committee:

1. Resolution adopting Policies, standards and Procedures required by New York Public Authorities Accountability Act (the Act)
2. Bylaws
3. Certificate of Independence for Members
4. Financial Disclosure Statements
5. Certification of the Chief Executive Office & Chief Fiscal Officer
6. Compensation, Reimbursement and Attendance Policy
7. Code of Ethics
8. Whistleblower Policy
9. Investment Policy, as amended upon the recommendation of the Governance Committee on March 14, 2019
10. Travel Policy
11. Disposition of Real Property Guidelines-REVISED POLICY
ADOPTED ON 9/11/14 BY RESOLUTION #36
12. Procurement Policy
13. Defense & Indemnification Policy
14. Bond Financing Policy
15. Applications for Non-Manufacturing Facilities
16. Tax Relief Policy
17. Recapture of Benefits Policy
18. Project Sponsor Annual Reporters Policy
19. Agency Financial Reporting Policy
20. Environmental Requirements
21. Employment Opportunities Policy
22. Mission Statement & Performance Measures
23. Acknowledgement of Fiduciary Duties & Responsibilities
24. Annual Board of Directors Evaluations
25. Rules & Regulations Governing Public Access to Records of the IDA
26. Audit Committee Charter
27. Governance Committee Charter
28. Project Sponsor Guidebook
29. Organizational Chart
30. Records Retention & Destruction of Documents Policy
31. Accounting Resolution
32. Tax & User Fee Policy

- 33. Conflicts of Interest Policy
- 34. Discretionary Funds Policy
- 35. Publicity/Signage Policy, adopted February 14, 2019

RESOLUTION NO. A3-2019:

On the motion of Jane Reid, seconded by Mary Gooden and, all voting affirmatively, the above policies and procedures were approved.

Ms. Calogero indicated that the next item on the agenda is to consider the recommendation of the Audit Committee with respect to the acceptance and approval of the 2018 audit performed by Whittemore, Downen & Ricciardelli.

RESOLUTION NO. A4-2019:

On the motion of Mary Gooden, seconded by John Cordes, all voting affirmatively, the 2018 audit for the IDA was accepted and approved.

There being no further business.

RESOLUTION NO. A5-2019:

On the motion of Lois Robinson, seconded by Mary Gooden, all voting affirmatively, it was

Resolved that the City of Glens Falls Industrial Development Agency hereby adjourns the March 14, 2019 annual meeting.