

To: *EDC Governance Committee Members*

Re: *Minutes of January 20, 2015*

Present: Jeffery Byrne, Chairman Governance Committee
Mike Borgos, Member Governance Committee
Chuck Barton, EDC Chairman
Arleen Girard, EDC Treasurer & Chair of Audit & Finance Committee
Kurt Jaeger, EDC Vice Chairman
Harold "Bud" Taylor, Warren County Representative
Judy Calogero, Representative, City of Glens Falls
John Strough, Representative, Town of Queensbury
Ed Bartholomew, President/CEO
John Wheatley, VP/Deputy CEO
Jennifer Switzer, Director of Finance/CFO
Elaine Behlmer, Office Administrator/Acting Secretary

Absent: Chris Barden, Member Governance Committee, EDC Secretary

On January 20, 2015 the Governance Committee of the EDC Board of Directors for the Economic Development Corporation met in the 3rd Floor Training Center at Glens Falls National Bank & Trust Company located at 234 Glen Street, Glens Falls, New York following EDC's Regular Monthly Meeting of the EDC Board of Directors and a brief meeting of the Hudson River Local Development Corporation. The following items of business were discussed:

- 1. Welcome and Call to Order:** Chairman Jeff Byrne welcomed everyone and called the meeting to order at 8:45 a.m.

- 2. Purpose of Meeting:**
 - New Board Members- Recruiting board representation from legal, insurance, architecture, retail, medical device and the medical field was discussed with plans for Chuck Barton to reach out to Hudson Headwaters and Glens Falls Hospital directly for one recommendation from the medical field. Mike Borgos will be coming off the board in the spring. Ed Bartholomew will provide names of recommendations from the medical device field. Discussion includes having a one page summary for new board members including information regarding certain disclosures and required attendance at monthly meetings and annual luncheon. The Governance Committee members welcome recommendations for new board members. Please email Jeff Byrne with suggestions.
 - By-Laws – Jeff refers to revisions made in by-laws from EDC's legal counsel along with board members term of office language Mike Borgos provided. Elaine will email by-laws to the full Board of Directors for review and approval along with recommendations. The Governance Committee will meet before the next board meeting with plans to have names of new board members at our next meeting with three new directors announced in March at EDC's Annual Meeting.

- 3. Approval of January 6, 2015 Minutes:** A motion is made by Chuck Barton, seconded by Mike Borgos and carried unanimously to approve the January 6, 2015 meeting minutes.
- 4. Adjournment:** Upon no further business Chairman Jeff Byrne adjourned the meeting at 9:00 a.m.