

To: *EDC Governance Committee Members*

Re: *Minutes of November 6, 2015*

Present: Jeffery Byrne, Chairman Governance Committee, EDC Secretary  
Chris Barden, Member, EDC Vice Chairman  
Matt Fuller, Member, EDC Director  
Elaine Behlmer, Office Administrator/Acting Secretary  
Chuck Barton, EDC Chairman

Absent: Dr. Kris Duffy, Member, EDC Director

On November 6, 2015 the Governance Committee of the EDC Board of Directors for the Economic Development Corporation met in the Conference Room at Meyer & Fuller, PLLC located at 161 Ottawa Street in Lake George, New York. The following items of business were discussed:

- 1) **Welcome and Call to Order:** Chairman Jeff Byrne thanks committee members for attending and Matt Fuller for hosting. He calls the meeting to order at 8:02 a.m. and states the purpose of the meeting is to bring names of new board members to the next board meeting on November 17th.
  
- 2) **Prospective Board Members:** Chris Barden updates the committee on positive meeting with Jim Siplon of JUST Beverages. The committee endorses Jim Siplon. Briefly discussed is obtaining commitment by end of day from 2<sup>nd</sup> potential member and of other candidates.
  
- 3) **Slate of Officers:** Proposed Slate of Officers:

Chairwoman	Arleen Girard
Vice Chairman	Chris Barden
Secretary	Jeff Byrne
Treasurer	Mitch Amado
Ex-Officio	Chuck Barton

The committee briefly discusses board terms with staggered terms. A motion to appoint all board members, slate of officers and board terms by recommendation of the Governance Committee will go to the full board on November 17<sup>th</sup>.

- 4) **Committee Structure:** Existing members are briefly discussed along with potential new chairs and members to be discussed at meeting in December.

**5) Conflict of Interest Policy:** Chairman Jeff Byrne provides background on policy passed in 2011 that still exists. EDC has received a memo letter from the ABO making sure we have a Conflict of Interest Policy on file. Matt Fuller advises the committee on a few revisions. A lengthy discussion follows. Matt will advise on language with document forwarded to board members presented in a red line version.

**6) New Business:** Board packets will be prepared for new prospective board members. By-laws in Word format to be forwarded to Matt.

**Recap:** Notes from meeting will be ready for board meeting along with proposal for 3 areas of board action, Conflict of Interest Policy revised and potential board member contacted before moving on to others.

**Next Meeting:** Thursday, December 10<sup>th</sup> at 11:30 a.m. at Davidson's with lunch following at Noon with new board candidates. Board packets will be presented.

**7) Adjournment:** Upon no further business Chairman Jeff Byrne adjourns the meeting at 9:05 a.m.