

MINUTES OF THE
CLINTON GRANT FACILITATION CORPORATION
ANNUAL MEETING
MONDAY, SEPTEMBER 14, 2020

Due to COVID-19, the meeting of the Clinton Grant Facilitation Corporation held on Monday, September 14, 2020 was through teleconference.

The meeting was called to order by Trent Trahan at 12:42 p.m., at the office of the Clinton Grant Facilitation Corporation, 137 Margaret Street, Suite 208, Plattsburgh, New York 12901.

MEMBERS PRESENT: Trent Trahan, Chairperson
David Hoover, Vice Chairperson
Keith Defayette, Treasurer and Chief Financial Officer
Michael Zurlo, Secretary
Kim Murray, Assistant Secretary
John VanNatten, Member
Mark Leta, Member

STAFF PRESENT: Renee McFarlin, Executive Director
George Cregg, Esq., Agency Counsel
Christopher Canada, Esq., Agency Counsel
Toni Moffat, Executive Assistant

T. Trahan stated there was a *quorum* present.

T. Trahan waived the reading of the notice of the meeting published in the *Press Republican* on April 2, 2019.

Approval of the Minutes of the July 17, 2020 Meeting

T. Trahan asked if there were any questions regarding the draft minutes of the July 17, 2020 meeting of the Clinton Grant Facilitation Corporation (CGFC). There were none.

On a motion by K. Defayette, seconded by K. Murray, it was unanimously carried to approve the minutes of the July 17, 2020 meeting of the CGFC.

Public Comment

There was no public comment.

Reports

There were no reports.

Old Business

It was noted there have been no changes to any of the current policies seeking approval and all members have had the opportunity to review the policies.

Administrative Matters Resolution

The following resolution was offered by J. VanNatten, seconded by D. Hoover, to wit:

Resolution No. 09-20-05

RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE MATTERS OF THE CORPORATION.

WHEREAS, Clinton Grant Facilitation Corporation (the "Corporation") is authorized and empowered by the provisions of 402 and Section 1411 of the Not-For-Profit Corporation Law of the State of New York (the "NFPCL") to promote community and economic development and the creation of jobs for the citizens of Clinton County, New York (the "County") by, among other things, facilitating the economic development of the County and the adjoining counties of Essex and Franklin (collectively, the "Grant Area") through the receipt and administration of gifts, grants, loans, or contributions relating to any portion of the Grant Area from, and enter into contracts or other transactions with, the United States and the State of New York or any agency of either of them, any municipality, any public or private corporation or any other legal entity; and

WHEREAS, the NFPCL and the Corporation's certificate of incorporation allow the Corporation to make certain appointments and approve certain administrative matters; and

WHEREAS, the Directors of the Corporation desire to make certain appointments and approve certain administrative matters;

NOW, THEREFORE, BE IT RESOLVED BY THE DIRECTORS OF THE CLINTON GRANT FACILITATION CORPORATION, AS FOLLOWS:

Section 1. The Corporation hereby takes the following actions:

(A) Approves the appointments and the administrative matters described in Schedule A attached hereto.

(B) Approves and confirms the policies described in Schedule A attached hereto.

Section 2. The Corporation hereby authorizes the Chairperson, Vice Chairperson and the Chief Executive Officer of the Corporation to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

Trent Trahan	VOTING	YES
David Hoover	VOTING	YES
Michael Zurlo	VOTING	YES
Keith Defayette	VOTING	YES
Kim Murray	VOTING	YES
John VanNatten	VOTING	YES
Mark Leta	VOTING	YES

The resolution was thereupon declared duly adopted.

SCHEDULE A

Officers of the Board of Directors:

Trent Trahan	Chairperson
David Hoover	Vice Chairperson
Michael E. Zurlo	Secretary
Kim Murray	Assistant Secretary
Keith Defayette	Treasurer

Determination of Regular Corporation Meeting Schedule:

Same as the County of Clinton Industrial Development Agency

Appointment of Chief Executive Officer and Staff to the Corporation:

Renee McFarlin – Chief Executive Officer

Appointment of Corporation Counsel:

Hodgson Russ LLP
 Christopher C. Canada, Esq.
 George W. Cregg, Jr., Esq.

Appointment of the Bank of the Corporation and Accounts

Glens Falls National Bank

Appointments to Governance Committee

Michael Zurlo – Chairperson
 John VanNatten – Vice Chairperson
 David Hoover – Member

Appointments to Audit Committee

Keith Defayette – Chairperson
Mark Leta – Vice Chairperson
Trent Trahan – Member
David Hoover – Member
John VanNatten – Member

Appointments to Finance Committee

Keith Defayette – Chairperson
Kim Murray – Vice Chairperson
Trent Trahan – Member

Approval and Confirmation of Corporation Policies

Attendance Policy
Bylaws
Code of Ethics
Compensation Policy
Defense and Indemnification of Board Members Policy
Internal Control Procedure Policy
Investment Policy
Loan and Credit Policy (Prohibiting Extension of Credit to Board Members/Staff)
Procurement Policy
Real Property Acquisition Policy
Real Property Disposition Policy
Travel Policy

Approval of Agreements of the Corporation

Trent Trahan, Chairperson
David Hoover, Vice Chairperson
Keith Defayette, Treasurer and Chief Financial Officer
Michael Zurlo, Secretary
Kim Murray, Assistant Secretary
John VanNatten, Member
Mark Leta, Member

Appointment of Contract Officer

Renee McFarlin

Appointment of Investment Officer

Keith Defayette

Approval of Corporation Fee Schedule

The same fee schedule as the County of Clinton Industrial Development Agency

New Business

R. McFarlin stated South Junction Enterprises, with whom the CGFC submitted an application to the Northern Border Regional Commission, for extension of their rail yard in Plattsburgh was not awarded funding. She reported she will be contacting them to find out what would make their project feasible moving forward and if that requires assistance from any of our agencies.

Executive Director's Report

There was no Executive Director's Report.

There being no further business to discuss, on a motion by K. Defayette, and seconded by K. Murray, the meeting adjourned at 12:42 p.m.



Trent Trahan



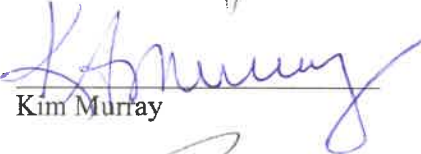
David Hoover



Keith Defayette



Michael Zurlo




Kim Murray



Mark Leta



John VanNatten



Renee McFarlin