

**Minutes of the
Clinton County Capital Resource Corporation
Annual Meeting
Monday, September 11, 2017**

The meeting was called to order by David Hoover, Vice Chairperson, at 12:59 p.m., at the offices of the County of Clinton Industrial Development Agency, 190 Banker Road, Suite 500, Plattsburgh, N.Y. 12901

MEMBERS PRESENT: David Hoover, Vice Chairperson
Michael Zurlo, Secretary
Kim Murray, Assistant Secretary
Mark Leta, Member
John VanNatten, Member

MEMBERS EXCUSED: Trent Trahan, Chairperson
Keith Defayette, Treasurer and Chief Financial Officer

STAFF PRESENT: Melissa McManus, Executive Director
George W. Cregg, Esq., Agency Counsel
Christine Jabaut, Comptroller
Barbara Shute, Recording Secretary
William Donahue

D. Hoover stated that there was a *quorum* present.

D. Hoover waived the reading of the notice of the meeting published in the *Press-Republican* on December 26, 2016.

Approval of the Minutes of the September 12, 2016 Annual Meeting and the August 14, 2017 regular meeting:

D. Hoover asked if there were any questions regarding the draft minutes of the September 12, 2016 annual meeting or the August 14, 2017 regular meeting of the Clinton County Capital Resource Corporation (CCCRC). There were none. On a motion by M. Zurlo, and seconded by J. VanNatten it was agreed to approve the minutes of the September 12, 2016 Annual meeting and the August 14, 2017 regular meeting of the CCCRC.

Public Comment: None

Treasurer's Report:

C. Jabaut reviewed the Treasurer's Report. There were no questions or concerns.

On a motion by K. Murray, seconded by M. Leta, it was unanimously RESOLVED to approve the Treasurer's Report as presented by C. Jabaut.

Old Business:

Annual Review and Approval of Policies

M. McManus updated the members on the proposed new annual meeting schedule as follows:

- September - Approval of all Policies and Election of Officers
- October – Approval of Draft Budget
- December – Review and Approval of Annual Reports

It was noted that there have been no changes to any of the current policies seeking approval and all members have had the opportunity to review the information, which was included in members' packets.

Annual Policies for Approval:

- Assessment of Internal Controls Policy
- Bylaws
- Code of Ethics
- Compensation Policy
- Discretionary Funds Policy
- Eligible Projects Policy
- Fee Policy
- FOIA Policy
- Investment Policy
- Lease Policy
- Local Labor Policy
- Open Meetings Policy
- Organizational Chart
- Procurement Policy
- Property Acquisition Policy
- Property Disposition Policy
- Recapture Policy
- Retaliatory Action (Whistleblower Protection) Policy
- Travel Policy
- Uniform Tax Exemption Policy (UTEP)

With no further discussion, on a motion by M. Leta, seconded by J. VanNatten, it was unanimously RESOLVED to approve all policies as noted.

Board Evaluation

D. Hoover asked the members to please complete the CCCRC board evaluation form that was included in the packet and return it to staff. M. McManus encouraged members to provide feedback regarding any items they feel have room for improvement.

New Business: None

Appointment of Chair Pro-Tem

D. Hoover appointed J. VanNatten as Chair Pro-Tem to preside over the election of officers.

Election of Officers:

On a motion by J. VanNatten and seconded by K. Murray the nomination was made for the following appointed Agency members to be elected officers of the Clinton County Capital Resource Corporation for the year 2017-2018;

Trent Trahan - Chairperson
David Hoover - Vice Chairperson
Michael Zurlo – Secretary
Kim Murray – Assistant Secretary
Keith Defayette – Treasurer and Chief Financial Officer

The nominations were unanimously approved.

On a motion by J. VanNatten and seconded by K. Murray the nomination was made for the following to be appointed staff of the Clinton County Capital Resource Corporation for the year 2017-2018;

Melissa McManus - Executive Director
George W. Cregg, Jr. Esq. - Agency Counsel

The nominations were unanimously approved.

The nominated slate of officers and staff proposed were duly elected.

J. VanNatten turned the meeting over to Vice Chairperson, D. Hoover.

Committee Appointments

In order to conform to the Agency by-laws which states as follows:

Section 5. Treasurer. The Treasurer of the Agency shall be the chair of the Audit Committee and also the chair of the Finance Committee of the Agency. M. McManus requested that K. Defayette be moved from the position of Vice Chairperson to Chairperson and K. Murray be moved from the position of Chairperson to Vice Chairperson.

On a motion by D. Hoover and seconded by J. VanNatten the following appointed Agency members will be reappointed to the committees of the Clinton County Capital Resource Corporation for the year 2017-2018

Audit Committee: Keith Defayette - Chairperson
Mark Leta – Vice Chairperson
Trent Trahan - Member
Dave Hoover- Member

Finance Committee Keith Defayette - Chairperson
Kim Murray – Vice Chairperson
Trent Trahan - Member

Governance Committee: Mike Zurlo – Chairperson
John VanNatten, Vice-Chairperson
Dave Hoover, Member

The nominations were unanimously approved.

Executive Director's Report:

M. McManus noted that the BHSN project is moving towards closing.

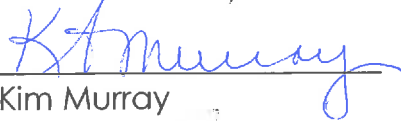
There being no further business to discuss, the meeting was adjourned at 1:06 p.m.



Trent Trahan



Keith Defayette



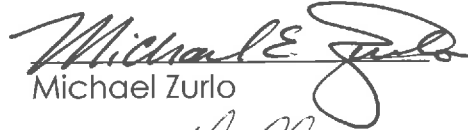
Kim Murray



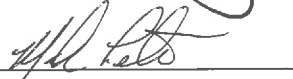
John VanNatten



David Hoover



Michael Zurlo



Mark Leta



Melissa McManus