

Glenville Local Development Corporation

Meeting Minutes: March 26, 2013

Roll Call: J. Martin, J. Valachovic, R. Usas, S. Osswald, K. Toombs
B. Nissley, C. Watson

Guests: John Hartzell, Esq.

Town Employees: C. Koetzle, J. MacFarland

Meeting Commenced at: 7:35 a.m.

Review and Approval of Minutes of March 12, 2013. Motion to accept: Valachovic/Usas unanimous

Report of Treasurer: Valachovic: No funds yet – awaiting subrecipient agreement

Bills and Communications:

- Martin continues to try to set a date to meet with Village Board. Koetzle has discussed timeline with Mayor Kastberg who is hoping to make a commitment prior to April 25, 2013
- Hartzell reported on status of sub-Recipient agreement and research and discussion of de-Federalization of funds. Shelter Planning providing assistance.

Reports of Committees:

Business Development:

- University at Albany, Amy Amoroso, Small Business Development Center, developing small business survey (Nissley)
- Five Guys Burgers & Fries – it appears they prefer developing in a Target center and their requirements are in line with the Glenville site – contact in being pursued with their developer R&D management. (Nissley)
- Hacker Boat of Ticonderoga is thinking of expanding operations south (Watson), communications to be pursued promoting riverfront Kivort site.
- Promotional letter or packaged folder of information to be developed (Usas).
- Farmer's Market type facility in Exit 26 business park, Valachovic to connect LaMar Hill to Watson.
- Canal Corp (per Brian Stratton) looking for ways to improve commerce on the Mohawk

Loan Review:

- Loan Document package is perhaps 85% complete. Nissley is working with Hartzell on practicality and feasibility issues on micro loan program.

Minutes submitted by: K. Toombs

Minutes Approved:

Resolutions and motions:

- By-Laws. Motion to accept: Toombs/Valachovic unanimous
- Motion to appoint officers: Martin as President, Usas as Vice-President, Valachovic as Treasurer and Toombs as Secretary: Toombs/Valachovic, unanimous
- Motion to determine schedule of Director terms as follows: Toombs/Osswald 1/1/13 - 12/31/15, potential for renewal 1/1/16-12/31/18, Usas/Valachovic partial term 1/1/13 - 12/31/14, potential for renewal to 12/31/20, Martin partial term 1/1/13-12/31/13, potential for renewal to 12/31/19; motion by Toombs/Valachovic, unanimous
- Motion to appoint Directors to Audit and Finance Committee as Martin, Valchovic and Usas
- Motion to appoint Directors to Governance Committee: Valachovic, Toombs and Osswald
- Motion to appoint Directors to the Loan Review Committee: C. Hebbard for a term ending in 2015, B. Kissinger for a term ending in 2014, third directors term to end in 2013 with identity to be determined: Valachovic/Usas, unanimous
- Motion to appoint Independent Directors to Business Development Committee: B. Nissley for a term ending in 2015, C. Watson for a term ending in 2014 and Joyce Maddelone for a term ending in 2013: Toombs/Valachovic, unanimous
- Motion to appoint S Osswald to Business Development Committee: Valachovic/Usas, unanimous
- Motion to appoint J. Valachovic to Loan Review Committee: Osswald/Usas, unanimous

Unfinished Business:

- Review of Audit services. Proposals were received from Bryans and Gramuglia, CPAs, LLC and Marvin and Company, P.C. Discussion tabled for next meeting.
- Review of Bookkeeping services – decision made at prior meeting. Osswald to obtain a contract or retainer to be reviewed by Hartzell.

New business:

- Organizational Compliance Obligation Checklist – review of list developed by Hartzell
- Usas and Valachovic to begin work on 2013 budget
- Usas and MacFarland continue working on Directors insurance
- Hartzell to provide Ethics Policy and Defense and Indemnification Policy and Procedure
- Usas to draft travel expense reimbursement policy with review by Hartzell

Next Meetings: April 9, 2013 April 23, 2013 at 7:30 a.m.

Meeting Adjourned at: 9:35 a.m.

Minutes submitted by: K. Toombs

Minutes Approved: