**COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY**

**January 4, 2018**

**Governance Committee Meeting Minutes**

**CALL TO ORDER**

The monthly governance meeting of COIDA was called to order at 8:05 a.m. at the COIDA offices located at 189 Main Street, Suite 500, Oneonta, NY. Committee members present were Jeff Lord, Craig Gelbsman, Patricia Kennedy, Cheryl Robinson, Rick Hulse, Jeff Joyner, Tom Armao,

Also in attendance were staff members CEO Jody Zakrevsky and Administrative Director, Meaghan Marino. Also present were Mary Beth Bianconi of Delaware Engineering Co., and Mayor Gary Herzig.

At the meeting,

* Quickbooks: Discussed ISD linking network between Jody and Meaghan’s computer, so both can update information in Quickbooks. Only one can access Quickbooks at a time, to avoid mistakes. Also discussed possibly giving remote access to board member Jeff Lord, and CFO for hire, James Lozano.
* Administrative Position: Meaghan Marino started work on December 26th, 2017. Thus far, she has been working on organizing files, reviewing bills/payments from the last few months, updating information into Quickbooks; making adjustments on the Otsego Now website, submitting reimbursement requests to Hale Transportation, and preparing for the audit.
* Health Insurance: Currently, no employees at Otsego Now receive healthcare benefits. Administrative Director, Meaghan Marino, pays for her own healthcare benefits and the idea of providing a stipend for Healthcare was discussed.
* Ethics Commission: The Ethics Commission approved waiving any late fees for not having necessary paperwork filed on time.
* Copy Machine: Proposals for new copier machine for Otsego Now offices were received using State contract prices. Option was between two machines; and it was determined to go with the less expensive option.
* Otsego County Chamber of Commerce Sub-Lease Agreement: the board looked at a draft of a potential sublease agreement for the Chamber of Commerce occupying the 5th floor at 189 Main Street with Otsego Now. Questions about the wording in the Utilities section were brought up by J. Lord. He suggested different wording regarding the copy machine. The term of the sublease would end when Otsego Now’s lease ends.
* Committee/Board Meetings: It was suggested that meeting four times a month, or once a week, was unnecessary. It was more of a necessity when Otsego Now lacked a CEO and day-to-day leadership. The board is confident in Jody’s handling of the company, and is willing to have only 1 or 2 meetings a month. P. Kennedy suggested every other Thursday; Committee meetings the 1st Thursday and the Board Meeting the 3rd Thursday. Once Jody lays out a strategic plan for Otsego Now, the committee can back away. Jody would keep the board up to date on all projects/actions that would require their counsel. Because the board needs to approve paying bills, it was suggested to update the structure of the finance meeting and “clean up” the bylaws. Jody will put something together targeting what works for paying bills, and review with lawyers the bylaws for the board.
* Delaware Engineering: Mary Beth Bianconi gave a presentation to the board on the GEIS (Generic Environmental Impact Statement) for the Oneonta Rail Yards in the city of Oneonta. A schedule was provided showing how long each phase of the GEIS would take, with completion being around December 2018. Mary Beth also showed 6 prospective development scenarios for the railyard; some showed large facilities on the properties, and the others had several smaller facilities on the land. Upon viewing the scenarios, the board could decide how much land they wanted involved in the GEIS study. It was decided to survey the entire railyard land, including property that does not belong to the IDA. The reason for this is so that a future study would not have to be done, should the IDA acquire more property in the railyard. The study would also be beneficial to the other properties housed on Roundhouse Road. The amount of land surveyed in the GEIS study will not affect the timeline for completion.

A motion was made by R. Hulse to go into executive session at 9:44am to discuss the financial history and potential employment of a company. Seconded by Cheryl Robinson. A motion was made by R. Hulse to exit executive session at 9:56am.

**ADJOURNMENT**

There being no further business to discuss, the meeting adjourned at 9:57am.