

OTSEGO COUNTY CAPITAL RESOURCE CORPORATION

December 17th, 2020

MEETING MINUTES

Due to the Coronavirus (COVID-19), Federal and State emergency bans on large meetings or gatherings, and pursuant to Governor Cuomo's Executive Order 220.1, issued on March 12, 2020 suspending the Open Meetings Law, this OCCRC Board of Director's Meeting was held via video conferencing, instead of an open meeting for the public to attend. Members of the public were given instructions on how to join the meeting.

CALL TO ORDER

Chairman, Jeffery Joyner, called to order the meeting of OCCRC at 8:49am via video conferencing app, GoToMeeting. Meaghan Marino conducted roll call and determined there was a quorum. Voting members present included:

Jeffery Joyner
Cheryl Robinson
Joshua Edmonds

David Rowley
Andrew Marietta

Absent Board Member(s): Jeffrey Lord, Craig Gelbsman, Tom Armao, Patricia Kennedy

Also, in attendance:

STAFF

Jody Zakrevsky, **CEO**
Meaghan Marino, **Dir. of Finance and Administration**

COUNSEL

Joe Scott, **Bond Counsel**

CHAIRMAN'S REMARKS

Chairman, J. Joyner, welcomed fellow board members and moved immediately into the agenda.

MEETING MINUTES

J. Joyner presented the meeting minutes from the October 22nd OCCRC board meeting. Board members were given a copy of the minutes prior to the meeting for review. D. Rowley made a motion to approve the meeting minutes. The motion was seconded by J. Edmonds, and it was approved by the remaining members present.

BILLS TO BE PAID

M. Marino provided a report reviewing the bills to be paid, and the deposits that have been made since the November 12th Audit & Finance Committee meeting prior to the board meeting. There was nothing out of ordinary for the expenses or the deposits. There were no bills specific to the CRC.

COMMITTEE REPORTS

- ❖ Audit & Finance – The Audit & Finance Committee meeting was held on November 12th, 2020. Please refer to the December 17th COIDA board meeting minutes for a summary of the joint COIDA/OCCRC Audit & Finance Committee meeting.
- ❖ Governance Committee – The Governance Committee meeting was held on November 12th, 2020. Please refer to the December 17th COIDA board meeting minutes for a summary of the joint COIDA/OCCRC Governance Committee meeting.
- ❖ Projects Committee – The Projects Committee meeting was held on November 12th, 2020. Please refer to the December 17th COIDA board meeting minutes for a summary of the joint COIDA/OCCRC Projects Committee meeting.

NEW BUSINESS / UNFINISHED BUSINESS

- **2020 CRC Financial Audit / One-person Signatory on Checks Under \$5,000 / CEO as Signatory** – These three items were discussed in greater detail at the December 17th COIDA board meeting under ‘New and Unfinished Business’. Because the resolutions are identical for the CRC, the board chose not to discuss them, and to vote on them wholly, as opposed to three separate items. For more detail, refer to the December 17th COIDA Board meeting minutes.

RESOLUTIONS AND MOTIONS

Hiring Mostert, Manzanero & Scott, LLP. for 2020 CRC Financial Audit

RESOLUTION: Hiring Manzanero, of Mostert, Manzanero & Scott, LLP, to Perform 2020 CRC Audit

WHEREAS, due to the COVID-19 pandemic, the Chief Executive Officer and the Director of Finance and Administration are recommending continuing with the same audit firm for the Otsego County Capitol Resource Corporation 2020 audit, and

WHEREAS, the NYS Authorities Budget Office recommends a public authority may use the same firm but there must be partner rotation every 5 years, and

WHEREAS, Mary E. Manzanero, of Mostert, Manzanero & Scott, LLP, has only been a partner in the firm for the past three years, now therefore be it

RESOLVED, that Manzanero, of Mostert, Manzanero & Scott, LLP with Mary E. Manzanero remaining as chief auditor for the 2020 CRC audit.

D. Rowley made a motion to hire Mostert, Manzanero, & Scott, LLP for the 2020 CRC financial audit. J. Edmonds seconded the motion, and it was approved by the remaining board members.

Authorizing One Signatory on Checks Under \$5,000.00

RESOLUTION CHANGING POLICY TO ALLOW FOR ONE SIGNATORY ON CHECKS UNDER \$5,000.

WHEREAS, due to the COVID-19 pandemic, it has been difficult to have two members of the board sign checks in a timely manner, and

WHEREAS, the Finance Committee has recommended that checks under \$5,000 require only one authorized signature, and

WHEREAS, Mary E. Manzanero, of Mostert, Manzanero & Scott, LLP, has reviewed the revised change in the signing of checks under \$5,000 as long as the board is still reviewing the listing of payments made with copies of the invoices each month, now therefore be it

RESOLVED, that checks required for payment of expenses under \$5,000 will now only require one authorized signatory.

D. Rowley made a motion to approve one signatory on checks under \$5,000.00. J. Edmonds seconded the motion and it was approved by remaining board members.

Authorizing CEO as Signatory on Checks

RESOLUTION CHANGING POLICY TO ALLOW THE CHIEF EXECUTIVE OFFICER TO SIGN CHECKS.

WHEREAS, due to the COVID-19 pandemic, it has been difficult to have two members of the board sign checks in a timely manner, and

WHEREAS, the Board of Directors of the Otsego County Capital Resource Corporation has recommended and approved that checks under \$5,000 require only one authorized signatory, and

WHEREAS, the Finance Committee has recommended that the Chief Executive Officer of the Agency be authorized to be an authorized signatory for the Agency to sign checks on behalf of the Agency, and

WHEREAS, Mary E. Manzanero, of Mostert, Manzanero & Scott, LLP, has reviewed having the Chief Executive Officer sign checks and found that it is acceptable to authorized the CEO to sign checks, now therefore be it

RESOLVED, that the Chief Executive Officer is hereby authorized to sign checks on behalf of the Agency.

D. Rowley made a motion to approve CEO, Jody Zakrevsky, as a signatory for the agency. J. Edmonds seconded the motion, and it was approved by remaining board members.

ADJOURNMENT

There being no further business to discuss, C. Robinson made a motion to adjourn the meeting at 8:50am.

UPCOMING MEETING SCHEDULE

- COIDA/OCCRC Audit & Finance Committee Meeting / Governance / Projects Committee Meeting – January 14th, 2021 at 8:00am
- COIDA/OCCRC Board Meeting – January 28th, 2021 at 8:00am

***All meetings are held at the Otsego Now offices at 189 Main Street, Oneonta. NY. 13820, unless otherwise specified.**