

Governance Committee Meeting

April 14th, 2022

8:00 A.M.

**Andrew Marietta, Chair • David Rowley, Vice Chair • Tom Armao • Cheryl Robinson
Craig Gelbsman • Patricia Kennedy • Tom Armao • Jeffery Joyner • James Seward**

**Jody Zakrevsky, CEO • Joseph Scott, Bond Counsel • Kurt Schulte, Counsel • Meaghan
Marino, Director of Finance and Administration**

1. Chairman's Comments
2. Approval of January 13th Meeting Minutes
3. New or Unfinished Business
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**COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY
OTSEGO COUNTY CAPITAL RESOURCE CORPORATION**

**GOVERNANCE COMMITTEE
JANUARY 13TH, 2022
MEETING MINUTES**

CALL TO ORDER

The COIDA and OCCRC's joint Governance Committee meeting was called to order at 8:30am at the Otsego Now offices at 189 Main Street in Oneonta, NY. Members were given the option to attend the meeting virtually (v) or in-person. Members present included:

Andrew Marietta (v)
Tom Armao (v)
Patricia Kennedy (v)
Jeffrey Lord (v)

David Rowley
Cheryl Robinson
Craig Gelbsman
Jeffery Joyner (v)*

Also, in attendance:

STAFF

Jody Zakrevsky, **CEO**
Meaghan Marino, **Director of Finance and Administration**

*departed before end of meeting.

CHAIRMAN'S COMMENTS

Governance Committee Chair, Andrew Marietta moved immediately into the agenda.

MEETING MINUTES

A. Marietta requested a motion to approve the December 9th Governance Committee meeting minutes. Board members were given the draft minutes prior to the meeting to review. There being no corrections, C. Robinson made a motion to approve the minutes. D. Rowley seconded, and the motion was approved by remaining members.

NEW / UNFINISHED BUSINESS

Board Meeting Schedule – J. Zakrevsky noted that in past meetings there had been discussions around changing the agency's by-laws to adjust board meetings to every other month. However, after staff discussions, J. Zakrevsky felt it best to not adjust the by-laws and to continue to have monthly meetings. Should there be a month where there is a limited agenda with no items to vote on, the board meeting would be cancelled with enough time to give notice. C. Robinson asked how soon notice would be given to board members if there would be a meeting or not. M. Marino suggested that it be discussed in committee meetings, two weeks prior to the scheduled board meeting. Should something come up in that

two weeks that would require a board meeting, she would send notice to the board to determine if there would be a quorum.

Board Member Vacancy – A. Marietta asked if the committee wanted to discuss filling the vacancy in the board seat left by Joshua Edmonds. Committee members noted that filling the position is done by the County Board, but the IDA board does have the chance to make recommendations for the seat. J. Zakrevsky noted that he made a recommendation to board members, who many agreed with. C. Robinson asked if any board members had given J. Zakrevsky other recommendations. He advised that no one else had. Although she didn't have a specific recommendation, C. Robinson noted that the skill-set around construction is a very valuable component to have on the board. J. Lord noted that several past board members involved in construction have left due to conflicts with their own projects and their involvement with the IDA. He suggested that if the board go that route, they look for someone close to retirement of in an affiliated trade. J. Zakrevsky advised that he'd discuss the recommendation of the board and bring up the construction-component and let the County board make their final decision.

ADJOURNMENT

There being no further business to discuss, D. Rowley made a motion to adjourn the Governance Committee meeting at 8:38am.

UPCOMING MEETING SCHEDULE

The next Governance Committee meeting will be held on April 14th, 2022 at 8:00am.