

Governance Committee Meeting

August 11th, 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 April 14th Meeting Minutes
3. New or Unfinished Business
 - Remote Access Policy
 - Job Description for Otsego County Innovation Center Director
 - Potential to Join NYS Retirement System

**COUNTY OF OTSEGO INDUSTRIAL DEVELOPMENT AGENCY
OTSEGO COUNTY CAPITAL RESOURCE CORPORATION**

**GOVERNANCE COMMITTEE
APRIL 14TH, 2022
MEETING MINUTES**

CALL TO ORDER

The COIDA and OCCRC's joint Governance Committee meeting was called to order at 8:26am 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)
Patricia Kennedy (v)
James Seward

David Rowley
Jeffrey Lord (v)

Also, in attendance:

STAFF

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

CHAIR'S COMMENTS

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

MEETING MINUTES

A. Marietta requested a motion to approve the January 13th Governance Committee meeting minutes. Board members were given the draft minutes prior to the meeting to review. There being no corrections, D. Rowley made a motion to approve the minutes. A. Marietta seconded, and the motion was approved by remaining members.

NEW / UNFINISHED BUSINESS

There was no new or unfinished business to attend to.

ADJOURNMENT

There being no further business to discuss, J. Seward made a motion to adjourn the Governance Committee meeting at 8:27am.

UPCOMING MEETING SCHEDULE

The next Governance Committee meeting will be held on August 11th, 2022 at 8:00am.

DRAFT FOR DISCUSSION PURPOSES ONLY
DATED: JUNE 1, 2022

AGENCY MEETING POLICY

SECTION 1. PURPOSE AND SCOPE. Article 7 of the Public Officers Law (the “Open Meetings Law”) contains various provisions providing that, among other things, every meeting of a public body shall be open to the general public (the “Open Meetings”). Section 103-a of the Open Meetings Law (the “Remote Access Law”) further provides that a public body may use videoconferencing to conduct an Open Meeting in certain limited circumstances to be outlined and governed by written procedures. The purpose of this Policy is to set forth procedures to implement the Remote Access Law as it applies to Open Meetings conducted by County of Otsego Industrial Development Agency (the “Agency”).

SECTION 2. DEFINITIONS. All words and terms used herein and not defined in the Open Meetings Law and the Remote Access Law shall have the meanings assigned to them in the Article 18-A of the General Municipal Law of the State of New York (the “Act”), unless otherwise defined herein or unless the context or use indicates another meaning or intent. The following words and terms used herein shall have the respective meanings set forth below, unless the context or use indicates another meaning or intent:

“Immediate Family Member” shall mean a spouse, parent, sibling, child, domestic partner, or individual for whom the member is the designated guardian.

“In-Person Meeting” shall mean any Open Meeting of the Agency which is not a Remote Access Meeting.

“Meeting Notice” shall mean the public notice required to be published by the Agency regarding any Open Meeting pursuant to Section 104 of the Open Meetings Law and Section 103-a(2)(f) of the Remote Access Law.

“Non-Public Location” shall mean any remote location from which a member of the Agency participates in a meeting that is (a) not open to the public; and (b) not required to be disclosed in the Meeting Notice.

“Open Meetings Law” shall mean the open meetings law, being Article 7 of the Public Officers Law.

“Public Location” shall mean (a) the Offices of the Agency located at 189 Main Street, Oneonta, New York; or (b) any other physical location that is (1) open to the general public, and (2) identified on the Meeting Notice.

“Remote Access Law” shall mean Section 103-a of the Open Meetings Law.

“Remote Access Meeting” shall mean any Open Meeting of the Agency where a member of the Agency participates in the Open Meeting using videoconferencing from a Non-Public Location.

“Remote Connection” shall mean the process of connecting multiple Public Locations using videoconferencing.

“Sponsoring Municipality” shall mean the County of Otsego, the municipality for whose benefit the Agency was created.

SECTION 3. GENERAL RULE. (A) All meetings of the Agency, including public hearings held by the Agency, will be Open Meetings.

(B) Members of the Agency shall be physically present at the Public Location(s) identified in the Meeting Notice unless such member is unable to be physically present due to extraordinary circumstances as identified in Section 4 of this Policy.

(C) A majority of the whole number of the members of the Agency shall be physically present at the Public Location(s) identified in the Meeting Notice to establish a quorum. The Agency must satisfy this quorum requirement whether it conducts an In-Person Meeting or a Remote Access Meeting.

(D) Members of the public shall be permitted to attend, listen and observe all Open Meetings at the Physical Location(s) identified in the Meeting Notice unless the in-person participation requirement is suspended pursuant to Section 103-a(3) of the Remote Access Law.

(E) If the Agency conducts a Remote Access Meeting pursuant to this Policy, except in the case of executive sessions, members of the public shall be permitted to attend and observe the meeting using a videoconferencing service which permits the public to see, hear and identify the members of the Agency attending said meeting.

(F) If the Agency conducts a Remote Access Meeting pursuant to this Policy, the Agency shall use the videoconferencing technology to permit access by members of the public with disabilities consistent with the 1990 Americans with Disabilities Act (ADA) pursuant to Section 103-a(5) of the Remote Access Law.

(G) Nothing herein shall prohibit the Agency from holding meetings entirely by videoconference, with no in-person requirement, during a state of emergency declared by the Governor of the State of New York pursuant to Section 28 of the Executive Law or by the appropriate officials of the Sponsoring Municipality pursuant to Section 24 of the Executive Law if the Agency determines that the circumstances necessitating the emergency declaration would affect or impair the ability of the Agency to hold an In-Person Meeting.

SECTION 4. REMOTE ACCESS MEETINGS. (A) The Agency may, at its discretion, conduct a Remote Access Meeting and permit a member or member(s) to participate in the meeting from a Non-Public Location using videoconferencing provided that (a) a quorum of

members are present in the identified Physical Location(s); and (b) the member is unable to be physically present at such meeting due to extraordinary circumstances including, but not limited to:

- (1) disability;
- (2) illness, including but not limited to compliance with applicable quarantine requirements;
- (3) the death of an Immediate Family Member;
- (4) caregiving responsibilities for an Immediate Family Member;
- (5) any other significant or unexpected factor that may preclude physical attendance; and
- (6) other significant or unexpected factors or events which shall be identified by the Agency in subsequent amendments to this Policy.

(B) A member who wishes to participate in a meeting by videoconference must provide advance notice and justification for such member's absence to the extent possible to both the Chairperson and the Chief Executive Officer of the Agency. The Chairperson and the Chief Executive Officer of the Agency may require any member requesting to participate in a meeting by videoconference to provide documentation, to the extent possible, supporting such request and may publicly confirm that such documentation was received without publicly stating the contents of such documentation.

SECTION 5. PUBLIC PARTICIPATION. Members of the public shall only be permitted to participate in meetings of the Agency where (a) the Agency invites public comment, or (b) public comment is required by law. Where the public is permitted to participate, the Agency shall permit public comment pursuant to the operating rules on the attached Appendix A. If public participation is permitted at a Remote Access Meeting, the Agency shall ensure that members of the public have equal opportunity to participate in real time in such meetings whether attending in-person or remotely via videoconference.

SECTION 6. REMOTE ACCESS MEETING MINUTES. If the Agency conducts a Remote Access Meeting, the minutes of such meeting shall (a) include which, if any, members participated remotely, (b) be available to the public within two weeks from the date of such meeting, and (c) be posted on the Agency's website within two weeks from the date of such meeting. For purposes of this requirement, (I) unabridged video recordings or unabridged audio recordings or unabridged written transcripts may be deemed to be meeting minutes; and (II) this requirement shall not require the creation of minutes if the Agency (or committee) would not otherwise take them.

SECTION 7. MEETING NOTICE. The Agency shall give notice to the public and the news media of all meetings of the Agency pursuant to the requirements of Section 104 of the

Open Meetings Law and Section 103-a(2)(f) of the Remote Access Law. The Meeting Notice shall include the following information:

- (a) the date and time the meeting is scheduled;
- (b) the Public Location where the meeting will be held;
- (c) the Public Location(s) where members will be participating using Remote Connection;
- (d) whether any members will be participating using Remote Access;
- (e) where the public can view and/or participate in such meeting whether in-person or remotely; and
- (f) where required documents and records will be posted or available.

SECTION 8. MEETING RECORDS. The Agency shall ensure that (a) each meeting shall be streamed on its website in real time, (b) each meeting shall be recorded, (c) such recordings are posted or linked on the public website of the Agency within five business days following such meeting, and (d) such recordings remain so available for a minimum of five years thereafter, pursuant to Section 103-a(2)(g) of the Remote Access Law and Section 857 of the Act. The Agency shall further ensure that recordings of any Remote Access Meetings are transcribed upon request.

SECTION 9. POSTING. This Policy shall be conspicuously posted on the Agency's website.

APPENDIX A
PUBLIC COMMENT OPERATING PROCEDURES

[To Be Inserted When Completed]

Otsego County Innovation Center Director

The Director of Innovation is responsible for all aspects of the Innovation Center, including strategic planning, the development and implementation of programs and events, the management of day-to-day operations, outreach, and fundraising. The Director provides a visionary plan that ensures growth for Innovation Center as an institutional leader in STEM, Innovation, and Entrepreneurship. The Director works with the Principal and Academic team to create programming at all levels and to promote, coordinate, and administer a mission-centered philosophy to ensure that students are provided opportunity for growth, innovative programming, and an excellent school experience. The Director also works with the CEO of Otsego Now and the Development team to create revenue streams and to build and maintain uses of the Innovation Center that will put the Innovation Center at the forefront of the STEM/Innovation field. The Director models humble leadership, embraces possibility and innovation, delivers great, and inspires joy and gratitude in students and colleagues.

Essential Responsibilities

Develop key strategic initiatives and provide for long-term sustainable growth of the Innovation Center that will lead to a world-class, flexible, responsive, customer-friendly program.

Develop and implement visionary programs and events to support and promote innovation and entrepreneurship at the Innovation Center.

Promote the Center both internally and externally to make it a focal point of innovation programming on a national level.

Develop and grow relationships with outside constituencies who will support innovation and entrepreneurship at the Center as well as overarching initiatives and programs.

Help develop an organizational and collaborative culture in the community that fosters innovation, professional growth, student engagement and an entrepreneurial mindset.

Represents the Innovation Center in the community and to all internal and external constituencies in a leadership role.

Effectively markets programs and use of the Innovation Center to ensure high enrollment and substantial use of these facilities.

Pursue fundraising via use of the Innovation Center to ensure robust revenue streams.

Manage the day-to-day operations of the Center.

Responsible for creating unique experiences for visitors to the Innovation Center and staying ahead of and anticipating their needs

Support member faculty member's efforts to integrate instructional strategies, and multiple technologies that promote cooperative and project based learning through an interdisciplinary and STEAM curriculum.

Create effective outreach with the community for the use of the Innovation Center for use during hours outside the realm of the school day in order to create revenue streams. This could include the creation of competitions, use of visiting professors and businesses, creating conference opportunities, developing a professional development institute, creating leadership programming and training, etc.

Administrative/Technical Responsibilities:

Innovation Center Coordinator:

Operates within the approved budget for the Innovation Center and creates substantial revenue streams that provide short and long-term resources to advance the operations and goals of the Innovation Center.

Develops and implements a fundraising plan, in conjunction with the Development Team, to actively engage donors and fund the work of the Innovation Center.

Responsible for all logistics related to engagements and other events in the Innovation Center.

Works closely with others in Otsego Now and vendors that support engagement operations in the Innovation Center (Facilities, IT, Security, external vendors). Sources, schedules and manages all supporting services while visitors and third-party vendors are onsite.

Point person for working with facilities team and Administrators to ensure that the Innovation Center is always in a ready state for clients or internal meetings. On point for arranging configurations including maintenance, set up and tear down of facility chairs, tables, etc.

Plans and coordinates all Innovation Center related educational activities, including the purchasing and planned use of tools and resources, logistical planning, etc.

Facilitates connections with other maker communities and external organizations that promote program participation and provide collaborative opportunities (such as Maker Fairs, workshops, hackathons, etc.)

Acts as greeter and closer for all clients and visitors to the Innovation Center, including welcome escort, providing closing surveys, etc.

Able to work a flexible schedule occasionally in order to support events that take place in the early morning or evening (advance notice is provided).

Supervisor Expectations

Has the ability and skills to engage and inspire the community and build effective programming that will create revenue streams through the Innovation Center and Maker Space.

Interacts with others in a positive and collegial manner.

Has the ability to speak to a group in clear, engaging and dynamic language.

Communicates clearly in written formats

Is able to articulate the mission of Otsego Now as it pertains to the innovative programming and STEM related fields.

Is able to think strategically and collaboratively in implementing programs and in soliciting input and ideas.

Qualifications

Requirements:

BA in marketing/education, Masters preferred.

Minimum of 3-5 years of experience or educational background preferred in either the sciences, engineering, technology and/or the arts, with a strong personal interest and exposure to all three areas, and the desire and skill to integrate across various disciplines.

5-10 years business experience including at least 2 years of management experience or project management experience.

Knowledge of and experience with current best-practice in inquiry and STEM education.

Knowledge of online educational websites, resources, platforms, and apps pertinent to the teaching of science, technology, engineering, art, and mathematics.

Varied professional experience in the educational field as well as in marketing and/or development.

Exceptional entrepreneurial skills and a commitment to innovation.

Experience in writing and designing curriculum.

Ability to inspire and encourage creative. Innovative, entrepreneurial thinking.