

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

5 Warren Street, Suite 210
Glens Falls, New York 12801

Tel. (518) 792-1312

The **Annual Meeting** of the Counties of Warren and Washington Industrial Development Agency was held on Tuesday, **February 17, 2016** at the Warren County Municipal Center in Lake George, New York. The following were:

PRESENT:

- Harold Taylor
- Bruce Ferguson
- Joseph LaFiura
- Matt Simpson
- Lou Tessier
- Dave O'Brien
- Jim Lindsay
- John W. Weber
- Brian Campbell (late arrival)

The following were also present:

Kara Lais, Attorney	FitzGerald Morris Baker Firth PC
Deborah Mineconzo	Office Administrator

The minutes of the meeting were taken by the Office Administrator. The meeting was called to order at 4:02 pm. Jim Lindsay arrived and the Chairman declared a quorum was present.

Election of Agency Officers:

Ms. Lais read the approved Slate of Officers for the 2016 positions:
The Slate of Officers for the 2016 election are:

- Bud Taylor for Chairman
- Bruce Ferguson for Vice Chairman
- Joe LaFiura for Secretary/Treasurer

She opened the floor for any other nominations at this time and none were given. Mr. LaFiura moved to accept the slate of officers for re-election a stated with Mr. Simpson seconding. The officers were approved for office unanimously by the full Board by voice vote.

Re-elected Chairman, Bud Taylor, continued the meeting.

At Large Member, Park Chairman/Contracting Officer and CFO/CEO:

As Chairman, Mr. Taylor stated the appointments would remain the same as follows:

- Matt Simpson - at-large Member

- Rob Lynch – CFO/CEO
- Bruce Ferguson – Park Chairman and Contracting Officer

Committee Appointments:

Regarding Committee Appointments, Mr. Taylor announced his appointments will remain the same as in 2015 which are as follows:

Audit & Finance Committee: Joe LaFiura as Chairman along with Lou Tessier and John Weber. Mr. Taylor stated the Executive Committee Members will continue to be the Chairman, Vice Chairman, Secretary/Treasurer and at Large Member. The Executive Committee Members would continue to also serve as the Governance and Nominating Committee Members.

Adoption/Ratification of Appointments:

Mr. Tessier moved to accept the following appointments again this year with Mr. Weber seconding. All three appointments were unanimously approved by the Board Members again this year as follows:

- FitzGerald Morris Baker Firth PC as Agency Counsel
- The Post Star as the Agency's official newspaper
- Glens Falls National Bank as the official depository for the Agency

PAAA Matters:

Mr. Taylor advised the Board the Executive Committee (serving also as the Governance Committee) reviewed but made no changes to any of the following policies at their recent February meeting. Mr. Taylor read into the minutes the policies affected below for ratification:

- a) Investment Policy
- b) Procurement Policy
- c) Disposition of Real Property Guidelines
- d) Mission Statement
- e) Performance measurements
- f) Code of Ethics
- g) Compensation, Reimbursement and Attendance Policy
- h) Defense and Indemnification Policy
- i) FOIL Policy
- j) Sexual Harassment Policy
- k) Travel Policy
- l) Whistleblower Policy
- m) Organizational Chart
- n) Statement regarding Lobbying
- o) Discretionary Funds Policy

Mr. Lindsay moved to ratify all the policies (a-o) with no changes. Mr. O'Brien seconded the motion and all voted in favor by voice vote.

Changes to Meetings in Charters for:

- a. Governance Committee
- b. Audit & Finance Committee

Mr. Taylor advised the Board the Governance Committee wants to have the frequency of the Governance Committee and Audit & Finance Committee meetings changed from a minimum of two meetings per year down to a minimum of one per year. Mr. Simpson moved to approve the change (in the Charters) with Mr. O'Brien seconding. All voted in favor of the motion by voice vote.

(Mr. Campbell arrives)

Adjournment: There being no further business, Mr. Ferguson moved to adjourn the Annual Meeting and Mr. Simpson seconded. Mr. Taylor adjourned the meeting at 4:13 pm.

Dated: _____

Joseph LaFiura, Secretary/Treasurer