

**COUNTIES OF WARREN AND WASHINGTON**  
**CIVIC DEVELOPMENT CORPORATION**

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

Tel. (518) 792-1312  
website: [www.warren-washingtonida.com](http://www.warren-washingtonida.com)

TO: ALL BOARD MEMBERS  
COUNTIES OF WARREN AND WASHINGTON  
**CIVIC DEVELOPMENT CORP**

FROM: Bud Taylor, Chairman

DATE: March 16, 2016

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The Counties of Warren and Washington Civic Development Corporation will hold a full Board meeting as follows:

**Date:** Monday, March 21, 2016 (following IDA's 4pm Board Meeting)

**Location:** Washington County Municipal Center, Fort Edward, NY

The purpose of the meeting will be to approve new CDC payables.

cc: Kara Lais, Esq. w/ all enclosures  
Amanda Allen, Warren Co. Board Clerk w/ agenda  
Debra Prehoda, Washington Co. Board Clerk w/agenda  
Scott Donnelly, The Post Star, with agenda

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**BOARD MEETING AGENDA  
March 21, 2016**

1. Call to Order & Confirm Attendance
2. Approval of minutes of last Board Meeting of January 19, 2016  
and Annual Meeting of February 17, 2016

3. **Account payables**

**Associates of Glens Falls**

\$ 172.49

Public Officials Premium Portion for Payment

**Whittemore Downen & Ricciardelli**

\$ 775.00

*Audit Services for YE 2016*

**TOTAL ACCOUNTS PAYABLE:**

**\$ 947.49**

5. Adjournment

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At the Board Meeting of the Counties of Warren and Washington Civic Development Corporation held on **January 19, 2016** at the Washington County Municipal Center in Fort Edward, NY, the following members were:

***PRESENT:***

Bud Taylor	Chairman
Bruce Ferguson	Vice Chairman/Park Chairman
Joseph LaFiura	Secretary/Treasurer
Matt Simpson	At Large Member
Lou Tessier	
Jim Lindsay	
John W. Weber	
Dave O'Brien	
Brian R. Campbell	

***ALSO PRESENT:***

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

The minutes of the meeting were taken by the Office Administrator. The Chairman called the meeting to order at 4:48 pm. The Chairman confirmed the same members were present.

**Approval of minutes:**

Mr. LaFiura made a motion to approve the December 21, 2015 meeting minutes. Mr. O'Brien seconded the motion and all voted in favor of the motion by voice vote.

***New Business:***

**Officer Nominations for Annual Meeting:**

Mr. Taylor advised the Board Members that the Nominating Committee proposes the following slates of officers for the elections at the Annual Meeting which would be the same as the IDA.

Chairman – Bud Taylor  
Vice Chairman – Bruce Ferguson  
Secretary/Treasurer – Joseph LaFiura

Mr. Weber moved to accept the presented CDC slate of officers for election at the Annual Meeting with Mr. Simpson seconding. All voted in favor of the motion by voice vote.

There being no further business to discuss, Mr. Taylor adjourned the meeting 4:53 pm.

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**Dated**

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**Joseph LaFiura, Secretary**

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The **Annual Meeting** of the Counties of Warren and Washington Civic Development Corporation 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

***The following were also present:***

Kara Lais, Attorney  
Deborah Mineconzo

FitzGerald Morris Baker Firth PC  
Office Administrator

The minutes of the meeting were taken by the Office Administrator. The meeting was called to order at 4:13 pm and the Chairman stated all Board Members were still in attendance from the IDA meeting confirming a quorum.

**Election of Corporate Officers:**

Ms. Lais presented the nominations for the CDC officer positions:  
The Slate of Officers for the 2016 election are:

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

Mr. Simpson moved to accept the slate of officers for re-election with Mr. Lindsay seconding. The officers were approved for office unanimously by the full Board by voice vote.

**At Large Member, Contracting Officer and CFO/CEO:**

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

- Matt Simpson - at-large Member
- Rob Lynch – CFO/CEO
- Bruce Ferguson – Contracting Officer

### **Committee Appointments:**

Regarding Committee Appointments, Mr. Taylor announced his appointments will remain the same for this year 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. LaFiura moved to accept the following appointments again this year with Mr. Lindsay seconding. All three appointments were unanimously approved by the Board Members again this year as follows:

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

### **PAAA Matters:**

Mr. Taylor advised the Board 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. Tessier 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 CDC Governance Committee requests the frequency of the Governance Committee and Audit & Finance Committee meetings be changed from a minimum of two meetings per year down to a minimum of one per year. Mr. O'Brien moved to approve the changes with Mr. Campbell seconding. All voted in favor of the motion by voice vote.

**Adjournment:** There being no further business, Mr. Taylor adjourned the Annual meeting at 4:17 pm.

**Dated:** \_\_\_\_\_

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**Joseph LaFiura, Secretary/Treasurer**

DRAFT