

MINUTES



BOARD OF DIRECTORS ANNUAL MEETING

Wednesday, January 8, 2020

Present: Tim Dean, Chairman
Mark Doyle, Vice Chairman
Kathleen Bauer, Secretary/Treasurer
Stacey Langenthal
Jamie Piccone II
Don Sagliano

Unable to Attend: Alfred Torreggiani

Also Present: Sarah Lee, CEO
Marilyn Yerks, CFO
Jasmin Haylett, Office Administrator
Don Cappillino & Elizabeth Cappillino, Counsel
Mary Kay Vrba, Dutchess Tourism
Jim Beretta & Doreen Tignanelli, Members from the public

On Wednesday, January 8, 2020 the Dutchess County Local Development Corporation [DCLDC] Annual Meeting was called to order by Chairman Dean at 8:46 a.m. Present was: Tim Dean, Mark Doyle, Kathleen Bauer, Jamie Piccone II, Stacey Langenthal and Don Sagliano. Absent was: Alfred Torreggiani. Quorum was established.

CONSENT AGENDA*

A motion was made by Mr. Sagliano, duly seconded by Ms. Bauer to approve the following consent agenda items. All voted in favor. Motion carried.

1. Approval of Minutes
January 9, 2019
2. Election of Officers for the Year 2020
 - Chairman Tim Dean
 - Vice Chairman Mark Doyle
 - Secretary/Treasurer Kathleen Bauer

3. Appointments
 - Chief Financial Officer Marilyn Yerks
 - Compliance Officer Marilyn Yerks
 - Records Access Officer Marilyn Yerks
 - Records Appeal Officer Sarah Lee
 - Procurement Officer Sarah Lee
4. Renewal of Chief Financial Officer's Bond
5. Renewal of LDC Membership in New York State EDC for the body and as individuals for Board Members, Corporation Counsel, Executive Director and staff
6. Authorization for Approval of 2020 Expenses Incurred (Reimburse Board Members, Corporation Counsel, CFO, Executive Director, LDC Staff and County Employees for reasonable travel mileage expense at the federal rate level, and other reasonable travel expenses incurred at actual cost for business specifically related to the Corporation.)
7. Appointment of Members to Committees
 - Audit Kathleen Bauer
Stacey Langenthal
Donald Sagliano
 - Finance Kathleen Bauer
Stacey Langenthal
Donald Sagliano
 - Governance Comprised of the entire LDC Board
8. Adoption of Policies
 - Committee Charters
 - Capitalization Policy
 - Internal Control Policy
 - Internal Control Assessment Acknowledgement
 - Investment Policy
 - Local Workforce Utilization Policy
 - Operations & Accomplishments
 - Procurement Policy
 - Property Disposition Policy
 - Real Property Policy
9. Designate Law Firm
Cappillino, Rothschild & Egan LLP
10. Designate Official Newspaper
Poughkeepsie Journal – publication purposes, purposes requiring advertising and notification to the public

11. Designate Depository Bank(s)

Designate any commercial bank in Dutchess County as a depository for the LDC funds, with no savings banks, just commercial banks, and that any funds deposited over and above the federal maximum of \$250,000 for FDIC protection are fully collateralized with securities for the full amount above \$250,000.

DISCUSSION AGENDA

12. Old Business

None

13. New Business

The Board was asked to sign the following items:

- Conflict of Interest Questionnaire
- Financial Disclosure Statement
Ms. Lee noted this statement was not included in packet because the County Legislators is developing a new form that will be ready shortly. The new form will be distributed at the February meeting for board members to complete and sign.
- Code of Ethics Acknowledgment
- Mission Statement and Performance Measurements
- Mission Statement & Performance Measurements Acknowledgement
- Board Evaluation/Audit Committee Evaluation Questionnaires

*** Unless a Board Member requests that an item be removed from the Consent Agenda, all items on the Consent Agenda will be approved by a single vote. There is no discussion of the items on the Consent Agenda. However, any Board Member may request that an item be removed from the Consent Agenda. It would then be discussed and voted upon separately.**

ADJOURNMENT

There being no further business to discuss, a motion was made by Mr. Doyle, duly seconded by Mr. Piccone to adjourn the meeting. All voted in favor. Motion carried. Meeting adjourned at 8:49 a.m.

Respectfully submitted,

Kathleen M. Bauer, Secretary/Treasurer

Date

Meeting 01-08-2020
Approved 01-13-2021
Certified 01-13-2021