



Minutes of the Board of Directors Meeting
01.23.2018, 3:30 PM
SCPP Offices
2911 Route 9 Malta, NY 12020

Meeting called to order at 3:30 pm by Chairman Kevin Hedley

Present: Chairman Kevin Hedley, Vice Chairman Brendan Chudy, Secretary Rita Cox and Treasurer Art Johnson

Board Members: Supervisor Scott Ostrander, Supervisor Ed Kinowski, Supervisor Kevin Tollisen, Penny Hill, Charles Wait, Josh Spain, Anita Daly, Supervisor Jack Lawler. **Staff:** Martin Vanags, Shelby Schneider, Jennifer Smith, Legal Counsel, Justin Miller, Saratoga County Deputy Administrator, Chad Cooke

Board Members absent: David Wood and Rocco Ferraro

Approval of Minutes – Jack Lawler

Brendan Chudy *made a motion to approve the minutes of the December 18, 2017 meeting. Penny Hill seconded the motion, and it was unanimously approved on a voice vote.*

Treasurer’s Report – Art Johnson

Supervisor Johnson discussed with the board the statement of activity, balance sheet and bills to be paid. Supervisor Johnson gave details into yearend expenses budget variance.

Approval of Treasurer’s Report, Pay Bills & Reimbursable Expenses– Jack Lawler

A motion to accept the Treasurer’s Report and pay bills and reimbursable expenses was made by Charles Wait, seconded by Supervisor Ed Kinowski and was unanimously approved on a voice vote.

President’s Report – Marty Vanags

Project Summary – Vanags provided details on 4 ongoing projects. Vanags detailed to the board recent attraction travel to the SEMI ISS conference where he met with potential clients and developed new leads. Vanags updated the board on the ESD RFI



and the collaborative work being done to respond. The board discussed the Luther Forest Technology Campus and next steps. Supervisor Johnson will provide details at the next board meeting on research the IDA has done for the campus. Vanags reported that consultant visits will be planned for Chicago, New York City and Atlanta.

Vanags updated the board on the QuickBooks Training which took place the week of 1/22-1/26. This program was partially funded by a USDA Grant. Vanags & Schneider then provided the board with an update on MJ Properties IDA application, work being done with the recently closed local brewery and work the Partnership is doing on the IDA website.

New Business -

- a) New Employee - Michele Battle

RESOLUTION

A regular meeting of the Directors of the Saratoga County Prosperity Partnership, Inc. was convened on January 23, 2018 at 3:30 p.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. __ - 2018

RESOLUTION OF THE DIRECTORS OF THE SARATOGA COUNTY PROSPERITY PARTNERSHIP, INC. (THE "CORPORATION") APPROVING STAFF APPOINTMENT

WHEREAS, the Saratoga County Prosperity Partnership, Inc. (the "Corporation") desires to approve the appointment of staff to the position and salary as outlined herein.

NOW, THEREFORE, BE IT RESOLVED by the Directors of the Corporation as follows:



Section 1. The Corporation hereby approves the appointment of the following individual as an at will employee to serve in the position and title as follows:

Michelle Battle

Position and Title: Executive Assistant

Salary: \$45,000 annually

Section 2. This resolution shall take effect immediately.

On motion duly made by Director _Charles Wait and seconded by Director Supervisor Jack Lawler, the following resolution was placed before the Board of Directors of the Corporation:



STATE OF NEW YORK)
COUNTY OF SARATOGA) SS:

I, the undersigned [Acting Secretary] of the Saratoga County Prosperity Partnership, Inc., DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Saratoga County Prosperity Partnership, Inc. (the "Corporation"), including the resolution contained therein, held on January 23, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Corporation present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation this 23 day of January , 2018.

Jennifer Smith _____

[Acting Secretary]

[SEAL]



Motions & Resolutions

A motion to approve Michele Battle's employment was made by Charles Wait, seconded by Supervisor Jack Lawler and was unanimously approved on a voice vote.

Old Business

- a. Board Evaluations – The board reviews the summary of evaluations. It was noted that the title of the summary was incorrectly dated for 2016 and 7 participants. The board requested Jennifer Smith update the summary for 2017 and the correct total of 9 participants.

Committee Reports

- a. Audit & Finance Committee – Auditor for 2017
Charles Wait discussed with the board the auditor proposal received and the process for which the Audit & Finance Committee came to their recommendation. The Audit & Finance Committee recommend West & Co., PLLC for the Partnerships 2017 Auditor.

Motions & Resolutions

A motion to approve West & Co. as the Partnership's 2017 auditor was made by Supervisor Art Johnson, seconded by Supervisor Kevin Tollisen.

Chairman Hedley discussed with the board changes which will be made to the format for the board meetings in 2018.

Adjournment

Vice Chairman Brendan Chudy made a motion to adjourn the meeting. The motion was seconded by Rita Cox, and was unanimously approved on a voice vote.

The meeting was adjourned at 4:27pm.

Recording Secretary _____