

Meeting of the Board of Directors  
March 19, 2018  
Saratoga County Prosperity Partnership Boardroom  
2911 Route 9, Malta, NY 12020

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

Present:

Board Members: Chairman Kevin Hedley, Vice Chairman Brendan Chudy, Secretary Rita Cox, Treasurer Art Johnson, Scott Ostrander, Ed Kinowski, Kevin Tollisen, Penny Hill, Rocco Ferraro, Josh Spain, Anita Daily, Charles Wait

Staff and Guests:

Saratoga Partnership Staff: Martin Vanags, Shelby Schneider, Michele Battle, Michael Haggerty, Jack Sloan; Legal Counsel, Bob Ryan; Jennifer Smith, Smith Executive Services; Amy Pedrick, West and Company.

Board Members absent: David Wood and John Lawler

Ms. Pedrick from West & Co. presented the 2017 Audit and Management Letter for, Saratoga County Prosperity Partnership. Ms. Pedrick noted there were no significant findings and West & Co. delivered the highest clean opinion. Ms. Pedrick also told the board there were no funds due back to the county for 2017.

Ms. Pedrick noted that West and Co. found no matters involving the internal control and its operations to be material. Ms. Pedrick noted that during the audit they became aware of three areas that SCPP could improve upon. Here are the three recommendations made to SCPP from West & Co. :

Grant Receivables

We noted that the Organization has spent the funds authorized by an \$8,000 National Grid grant. While not material to the financial statements, the Organization should have recorded a receivable associated with this grant.

We recommend that at year-end the Organization record any receivables associated with reimbursement grants where the expenses have already been incurred.

Time Sheets

In reviewing time sheets we noted that the in/out time did not match the resulting payment and, as a result, it appears the employee was underpaid by 1.5 hours. Upon discussion it was noted that this was probably due to inaccurate documentation of in/out time during the day.

We recommend that all employees record all in/out times on their time sheets to ensure that there is proper supporting documentation for amounts being paid.

## Payroll

During testing of payroll we found an initial approval of salary by the board upon hiring an employee, there is no annual approval of salaries by either the board or management.

We recommend that the Organization provide each employee with an annual salary letter that is signed by the employee and management or that the board approve a detailed budget that has the salary for each position separately recorded. It was decided that the Personnel Committee will research what other companies do and meet on this topic separately.

A motion to accept the Audit Report was made by Mr. Wait and the motion was seconded by Ms. Cox. On a voice vote the motion passed unanimously.

A motion was made by Mr. Wait to approve the minutes of the February 12, 2018 meeting and the motion was seconded by Mr. Ferraro. On a voice vote the motion passed unanimously.

Treasurer's Report was presented by Treasurer Art Johnson. He discussed the statement of activity, balance sheet and bills to be paid. Balance sheet shows the total liabilities and equity as \$755,811.18

Chairmen Hedley suggested since the Board has already passed a Budget for 2018, there is not a need to go over the monthly bills each board meeting.

There was a discussion about costs related to entertaining potential clients and where did the board stand on this. Mr. Vanags explained the Partnership will be partnering with other companies and that will offset the cost of these endeavors. Ms. Daily requested a better breakdown of these costs with the partnerships support be included.

A motion was made by Mr. Wait to accept the Treasurer's Report and the motion was seconded by Mr. Ferraro. On a voice vote the motion passed unanimously.

Mr. Vanags presented the Presidents Report to the Board and began with SCPP's Hot List of projects that they are working on. This followed by a discussion on the Next Wave Community Initiative

Chairman Hedley introduced the resolution for SCPP's new Employee Michael Hagerty

## RESOLUTION

A regular meeting of the Directors of the Saratoga County Prosperity Partnership, Inc. was convened on March 19, 2018 at 3:30 p.m.

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

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:

Michael Haggerty

Position and Title: Economic Development Specialist

Salary: \$55,000 annually

Section 2. This resolution shall take effect immediately.

On motion duly made by Director Josh Spain and seconded by Director Brendan Chudy, 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 March 19, 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 18 day of March, 2018.

Michele Battle \_\_\_\_\_

A motion to approve Michael Hagerty's employment was made by Mr. Spain and seconded by Mr. Chudy. On a voice vote the motion passed unanimously.

Chairman Hedley moved on to Old Business where he asked Mr. Vanags to go over the President's Goals for 2018. Upon going over these goals a discussion of how SCPP should be measured began. There were points made about measuring job growth as well as sustaining businesses in the area. Mr. Vanags discussed SCPP developing a comprehensive plan for Saratoga County and each community. The board saw this a good place to start and to revisit how to quantify the measure of success at a later date.

Chairman Hedley also suggested a change to the April 2018 Board Meeting. He suggested it be moved from April 16<sup>th</sup> to April 23<sup>rd</sup>.

A motion to approve this change was made by Mr. Spain and seconded by Mr. Chudy. On a voice vote the motion passed unanimously.

A motion to adjourn to Executive Session at 5:04 pm Ms. Daily and seconded by Mr. Wait. On a voice vote the motion passed unanimously.

A motion to adjourn was made by Mr. Wait and the motion was seconded by Mr. Tollisen. On a voice vote the motion passed unanimously.

The meeting was adjourned at 5:13pm

Recording Secretary \_\_\_\_\_