

**Saratoga County Prosperity Partnership
Board Minutes
12.18.17, 3:30 PM
SCPP Offices
2911 Route 9 Malta, NY 12020**

Meeting called to order at 3:33 pm by Chairman Jack Lawler

Present: Chairman Jack Lawler, Secretary Brendan Chudy and Treasurer Art Johnson

Board Members: Rita Cox, Supervisor Matt Veitch, Supervisor Ed Kinowski, Supervisor Kevin Tollisen, Penny Hill, David Wood, Charles Wait, Kevin Hedley, Rocco Ferraro and Josh Spain. **Staff:** Martin Vanags, Shelby Schneider, Jennifer Smith, Legal Counsel, Justin Miller, Saratoga County Deputy Administrator, Chad Cooke

Board Members absent: Vice Chairman, Anita Daly

Approval of Minutes – Jack Lawler

Charles Wait *made a motion to approve the minutes of the October 16, 2017 meeting. Supervisor Matt Veitch 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 also informed the board of the yearend forecast and discussed funds to be returned to the County. Charles Wait inquired about insurance payable notation on the balance sheet. Supervisor Johnson deferred to Jennifer Smith who provided details to the board.

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 Penny Hill, seconded by David Wood and was unanimously approved on a voice vote.

President’s Report – Marty Vanags

Project Summary –Vanags detailed to the board recent attraction travel to the GSA conference where he met with potential clients and developed new leads. The Saratoga Partnership will be sponsoring the SEMI ISS Welcome Reception in January. Plans for 2018 site selector strategy is being worked on by the Partnership team. Vanags discussed with the board the Partnership’s plans to limit the use of conferences such as Consultant Connect. Vanags also detailed to the board how the Area 3 feasibility press conference went, and the amount returned to those who participated in funding the project. A National Grid grant submitted by the Partnership allowed for the 50% return of invested funds.

Rocco Ferraro joined the meeting at 3:40

Vanags updated the board on the upcoming QuickBooks Training which is partially funded by a USDA Grant and will take place the week of January 22nd. The first cohort is full. The Partnership will also be hosting Brookhaven Labs and NYSTEC in a group meeting to discuss possible opportunities for collaboration.

Vanags updated the board on the Next Wave Center meeting which was held on October 30th where GLOBALFOUDRIES presented their MTEC plans.

The IDA website, created by the Partnership, was presented to the IDA board at their December meeting and well received according to Vanags and Supervisor Johnson

Vanags updated the board on 5 specific late stage projects and the recent announcement of the CFA awarded to the Grain Hub Project.

New Business: (Full Resolution attached)

- a) **Annual Meeting Resolutions** - Justin Miller, legal counsel, walked the board through the Annual Resolution for Officers and Committees.
 - a. **The Board made the following nominations to the Committees:**
 - Elect Kevin Hedley as Chairman, Brendan Chudy as Vice Chairman, Rita Cox as Secretary, and Supervisor Johnson as Treasurer
 - Audit & Finance Committee** – Rocco Ferraro, Charles Wait, David Wood & Art Johnson
 - Executive Committee** – Chairman, Kevin Hedley, Vice Chairman, Brendan Chudy Secretary, Rita Cox, Treasurer, Supervisor Johnson
 - Personnel Committee** – Josh Spain, Supervisor Ostrander, Rita Cox, Supervisor Lawler
 - Governance Committee** – Brendan Chudy, Penny Hill, Kevin Hedley, Anita Daly
 - b. Appointment of staff, Marty Vanags, President, Shelby Schneider, Director of Business Retention and Expansion. Jennifer Smith will stay on temporarily as acting secretary
 - c. Approval of Annual Services Agreement

Supervisor Veitch announced he would be leaving the board after his current term which is set to end on 12/31/2017. Supervisor Ostrander will be joining the board in Supervisor Veitch's place.

These Board Positions will take effect on January 3, 2018

Motions & Resolutions

A motion to accept the Annual Meeting Resolutions was made by Rocco Ferraro, seconded by Charles Wait and was unanimously approved on a voice vote.

New Business, Con't -

- b) **Board Documents** – Justin Miller detailed to the board the Acknowledgement of Fiduciary Duties and the Evaluation of Board Members
- c) **2017 Auditor Proposals** – Vanags walked the board through the Auditor RFP and the proposals received
Jennifer will setup a meeting of the Audit & Finance Committee and include Chairman Hedley to review Audit Proposals
- d) **2018 Board meeting dates** – The board decided to reschedule the January board meeting to Tuesday, January 23rd, 2018
- e) **Open Discussion/Q&A Regarding Recent Media Coverage** – Charles Wait requested increased board member communication concerning the Partnership's media strategy

Old Business –

- a) **2018 Budget** – Vanags walked the board through the changes in rent expense for 2018 and the resulting change in net income. Supervisor Johnson brought up for conversation the money budgeted for public relations and the Janack group contract

Motions & Resolutions

A motion to accept the 2018 Budget was made by Charles Wait, seconded by Josh Spain and was unanimously approved on a voice vote.

- b) **The Janack Group Contract** – The board discussed the Janack Group contract

Motions & Resolutions

A motion to accept the Janack Group Contract was made by Penny Hill, seconded by Rita Cox and was unanimously approved on a voice vote.

- c) **Smith Executive Services Contract** – The board discussed the Smith Executive Services contract

Motions & Resolutions

A motion to accept the Smith Executive Services Contract was made by Kevin Hedley, seconded by Supervisor Veitch and was unanimously approved on a voice vote.

Executive Session

The board went into Executive Session at 5:00 to discuss personnel matters.
Executives session ended at 5:35

Adjournment

Josh Spain made a motion to adjourn the meeting. The motion was seconded by Supervisor Veitch, and was unanimously approved on a voice vote.

The meeting was adjourned at 5:37pm.

Recording Secretary_____