

DRAFT
MINUTES

DUTCHESS COUNTY LOCAL DEVELOPMENT CORPORATION

*3 Neptune Road, Poughkeepsie, NY 12601
Tel. # - (845) 463-5400 / Fax # - (845) 463-5401*

BOARD OF DIRECTORS ANNUAL MEETING

Tuesday, January 19, 2016

PRESENT: Charles Daniels III
Tim Dean
Mark Doyle
Angela Flesland
Edward Summers
Alfred Torreggiani

ABSENT: Phyllis DiStasi Keenan

ALSO PRESENT: Sarah Lee, CEO
Lynn Heuermann, CFO
Marilyn Yerks, CFO
Jasmin Haylett, Office Administrator
Don Minichino, Director of Business Attraction
Don Cappillino, Counsel
Ron Hicks, Dutchess County

On Tuesday, January 19, 2016 the Dutchess County Local Development Corporation [DCLDC] Annual Meeting was called to order by Chairman Daniels at 8:55 a.m. Present were: Charles Daniels, Tim Dean, Mark Doyle, Angela Flesland, Edward Summers and Alfred Torreggiani. Absent was: Phyllis DiStasi Keenan

REVIEW AND DISCUSSION OF MISSION STATEMENT AND PERFORMANCE MEASUREMENTS

Ms. Lee noted that for question # 2 under additional questions, the answer to this question should be **yes** because there is management and staff under the LDC

Ms. Flesland suggested that the words "***is scheduled to meet***" be added to the answer for question #4. The sentence should read:

*The DCLDC Board **is scheduled to meet** at least monthly with contracted staff to ensure the agency adheres to our mission and implements our performance goals.*

A motion was made by Ms. Flesland, duly seconded by Mr. Torreggiani to amend the Mission Statement and Performance Measurements to reflect this change. All voted in favor. Motion carried.

CONSENT AGENDA*

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

1. Approval of Minutes
February 10, 2015
2. Election of Officers for the Year 2016
 - Chairman Charles Daniels
 - Vice Chairman Tim Dean
 - Secretary/Treasurer Phyllis DiStasi Keenan
3. Appointments
 - Chief Financial Officer Marilyn Yerks
 - Compliance Officer Sarah Lee
 - Records Access 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 2016 Expenses Incurred (Reimburse Board Members, Corporation Counsel, CFO and Executive Director 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 Phyllis DiStasi Keenan
Mark Doyle
Angela Flesland
Edward Summers
 - Finance Phyllis DiStasi Keenan
Mark Doyle
Angela Flesland
Edward Summers
 - Governance Comprised of the entire LDC Board
8. Adoption of Policies
 - Code of Ethics
 - Conflict of Interest
 - Equal Employment Opportunity
 - Freedom of Information Policy
 - Internal Control Assessment
 - Internal Control Policy

- Investment Policy
- Procurement Policy
- Property Disposition Policy
- Real Property Policy
- Committee Charters
- Organizational Chart

9. Designate Law Firm
Cappillino & Rothschild 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. New Business

The Board was asked to sign the following items:

- Conflict of Interest Questionnaire
- Financial Disclosure Statement
- Code of Ethics Acknowledgment
- Mission Statement & Performance Measurements Acknowledgement

*** 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. Summers, duly seconded by Mr. Dean to adjourn the meeting. All voted in favor. Motion carried. Meeting adjourned at 9:09 a.m.

Respectfully submitted,

Phyllis DiStasi Keenan, Secretary

Date

Meeting 01-19-16
Approved _____
Certified _____